

**Bills Committee on  
Companies (Amendment) Bill 2002**

**List of follow-up actions arising from the discussion  
at the meeting on 24 April 2003**

- (1) To clarify the difference between a directors' resolution and a written record referred to in new section 153C.
- (2) To advise whether there is a need to change the articles of the company, such as articles based on Table A of the Companies Ordinance (Cap. 32), if the number of directors falls to one.
- (3) To provide a paper explaining the consequences, including civil liability, of auditors in the event of non-compliance with new section 161B(9). To also set out in the paper overseas experiences and auditing guidelines on disclosure of particulars in the companies' accounts for quasi-loans and credit transactions to officers, particularly to shadow directors.
- (4) To respond to the Hong Kong Society of Accountants' further submission regarding new sections 158(10)(a) and 161B.