

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

**List of follow-up actions arising from the discussion  
at the meeting on 18 November 2002**

- (1) To consider making it clear that the term “directors” in the definition of “shadow director” refers to the whole board of directors of a company.
- (2) To illustrate with examples how the phrase “are accustomed to act” under the definition of “shadow director” should apply.
- (3) To compare the proposed amendment with the law on governance of shadow directors, including the requirements for filing particulars of and disclosure of loans made to shadow directors, in the United Kingdom (UK), Australia, Singapore and Malaysia, in particular whether there is the same requirement in relation to public or private companies.
- (4) To provide a paper to address the concerns on clauses 58, 59 and 60 regarding “credit transaction” and “quasi loan” raised by the Assistant Legal Adviser 7 in her letters dated 9 October, 1 and 14 November 2002 to the Administration. The paper should also explain -
  - (a) the propriety of the transaction limit of \$500,000 under proposed section 157HA(8) and whether such a limit is subject to proposed section 157HA(2);
  - (b) the rationale for extending the control on quasi loans and credit transactions to private companies which are excluded from the UK Companies Act 1985.