

《公司條例草案》委員會
《公司條例草案》第 21 部 — 相應修訂、過渡性條文及保留條文
委員會審議階段修正案

下表載述政府當局就《公司條例草案》第 21 部(“相應修訂、過渡性條文及保留條文”)(第 900 至 909 條)擬議提出的委員會審議階段修正案(修正案)。政府當局在擬訂這些修正案時，考慮了議員、各團體／代表及立法會法律顧問的意見。該些修正案的標示文本按數序排列載於附件，以供參閱。有關附表 10(“過渡性條文及保留條文”)的修正案，我們稍後會一次過向法案委員會匯報。

本列表所採用的縮寫如下：

《公司條例》：《公司條例》(第 32 章)

修正案：委員會審議階段修正案

草案：《公司條例草案》

項目	有關事宜／ 條文	擬議的 委員會審議階段修正案	備註
1	第 900 條 對條例的修訂	(I) 修訂第 900 條，以反映附表 9 的修訂和新增附表 9A 一事。	<ul style="list-style-type: none"> • 這項修正案是因應將會以經修訂的附表 9 取代現行的附表 9 及新增附表 9A 而提出的。 • 經修訂的附表 9 載列對現行《公司條例》及其附屬法例的所有相應修訂。 • 新增的附表 9A 載列對其他條例及附屬法例(《公司條例》及其附屬法例除外)的相應修訂。
		(II) 新增條文，訂明財政司司長可藉於憲報刊登的公告修	<ul style="list-style-type: none"> • 在草案獲通過後至實施之前，或須因應其他新訂法例而再作出相應修訂，因此有必要提供這項擬議權力。這些進一步作出的相應修訂不會涉及實質改

項目	有關事宜／ 條文	擬議的 委員會審議階段修正案	備註
		訂附表 9 及 9A。	<p>動。</p> <ul style="list-style-type: none"> • 類似賦權以作出相應及有關修訂的條文有先例可循，可見於《2004 年公司(修訂)條例》(2004 年第 30 號)第 4 條。根據該條文，財經事務及庫務局局長亦有類似的權力。 • 我們認為賦權財政司司長就附表 9 及 9A 制訂合適的修訂是恰當的，因為該些修訂只會限於因應草案開始實施而須作出的相應及有關修訂。
2	第 901 條 過渡性條文及 保留條文	把“Chief Executive in Council”(行政長官會同行政會議)改為“Financial Secretary”(財政司司長)。	<ul style="list-style-type: none"> • 經審視後，我們認為由財政司司長給予批准更為合適。請參閱上文第 1(II)項。
3	第 908 條 本部等不減損 第 1 章第 23 條 的效力	修訂第 908 條，以反映新增附表 9A 一事。	<ul style="list-style-type: none"> • 請參閱上文第 1(I)項有關第 900 條的備註的第三點。
4	第 909(4)條 法律的持續有效	把“time, circumstances or purposes”(時間、情況或目的)修訂為“time, circumstances <u>and</u> ”	<ul style="list-style-type: none"> • 這項修正案是因應立法會法律顧問的意見而提出的。 • 法律顧問指出第 909(4)條採用了“time, circumstances <u>or</u> purposes”(時間、情況或目的)的字

項目	有關事宜／ 條文	擬議的 委員會審議階段修正案	備註
		purposes”(時間、情況及目的)。	眼，但在 909(5)條則採用了“ <u>time, circumstances and purposes</u> ”(時間、情況及目的)的字眼。

財經事務及庫務局
 公司註冊處
 二零一二年四月十五日

Companies Bill
《公司條例草案》**900. Amendments to Ordinances**

- (1) The Ordinances specified in ~~Parts 1, 2, 3, 4 and 5~~ of Schedules 9 and 9A are amended as set out in those ~~Parts~~ Schedules.¹
- (2) The Financial Secretary may, by notice published in the Gazette—
- (a) amend Schedule 9 or 9A to make such consequential or related amendments to any Ordinance as are necessary on account of the coming into operation of any provision of this Ordinance; or
- (b) repeal any provision in Schedule 9 or 9A that is no longer necessary on account of the coming into operation of any provision of this Ordinance.²

¹ Item 1(I)/第 1(I)項

² Item 1(II)/第 1(II)項

901. Transitional and saving provisions

- (1) The transitional and saving provisions as set out in Schedule 10 have effect.
- (2) The ~~Chief Executive in Council~~ Financial Secretary³ may, by notice published in the Gazette, amend Schedule 10.

³ Item 2 / 第 2 項

908. This Part etc. not to derogate from section 23 of Cap. 1

This Part, and Schedules 9, [9A](#)⁴ and 10, are in addition to and not in derogation of section 23 of the Interpretation and General Clauses Ordinance (Cap. 1), except as otherwise provided in this Part or those Schedules.

⁴ Item 3 / 第 3 項

909. Continuity of law

- (1) This section applies if a provision of this Ordinance re-enacts (with or without modification) a provision of another Ordinance repealed by this Ordinance.
- (2) The repeal and re-enactment does not affect the continuity of the law.
- (3) Anything done (including subsidiary legislation made), or having effect as if done, under or for the purposes of the repealed provision that could have been done under or for the purposes of the corresponding provision of this Ordinance, if in force or effective immediately before the commencement date of that corresponding provision, has effect after that commencement date as if done under or for the purposes of that corresponding provision.
- (4) A reference (express or implied) in an Ordinance, instrument or document to a provision of this Ordinance is to be construed (so far as the context permits) as including, as respects times, circumstances ~~and~~⁵ purposes in relation to which the corresponding repealed provision had effect, a reference to that corresponding provision.
- (5) A reference (express or implied) in an Ordinance, instrument or document to a repealed provision is to be construed (so far as the context permits), as respects times, circumstances and purposes in relation to which the corresponding provision of this Ordinance has effect, as being or (according to the context) including a reference to the corresponding provision of this Ordinance.
- (6) This section has effect subject to any specific transitional or saving provision contained in this Ordinance.

⁵ Item 4 / 第 4 項