

13TH OCTOBER, 1910.

**PRESENT:—**

HIS EXCELLENCY THE OFFICER ADMINISTERING THE GOVERNMENT, HON. SIR F. H. MAY, K.C.M.G.

HON. MR. A. M. THOMSON (Colonial Secretary).

HON. MR. W. REES DAVIES, K.C. (Attorney-General).

HON. MR. C. MCL. MESSER (Colonial Treasurer).

HON. MR. W. CHATHAM, C.M.G. (Director of Public Works).

HON. MR. F. J. BADELEY (Captain Superintendent of Police).

HON. MR. A. W. BREWIN (Registrar-General).

HON. MR. WEI YUK, C.M.G.

HON. MR. E. A. HEWETT.

HON. MR. MURRAY STEWART.

HON. MR. E. OSBORNE.

MR. C. CLEMENTI (Clerk of Councils).

**Minutes**

The minutes of the last meeting were read and confirmed.

**Financial Minutes**

THE COLONIAL SECRETARY, by command of His Excellency the Governor, laid on the table Financial Minutes (Nos. 86 to 87), and moved that they be referred to the Finance Committee. Minute No. 85 was unnecessary and was therefore withdrawn.

THE COLONIAL TREASURER seconded, and the motion was agreed to.

**Financial**

THE COLONIAL SECRETARY, by command of His Excellency the Governor, laid on the table the report of the Finance Committee (No. 14), and moved its adoption.

THE COLONIAL TREASURER seconded, and the motion was agreed to.

**Companies Ordinance Amendment**

THE ATTORNEY-GENERAL moved the first reading of a Bill entitled, "An Ordinance to consolidate and amend the Ordinances relating to Companies." In doing so he said:—Sir,—The main object of the Bill is to establish uniformity in the commercial centres of the British Empire in the law relating to Companies. The English Companies Acts dating from 1862 were consolidated by the Companies Consolidation Act, 1908, and the object of the recent Company legislation at home is to establish commercial integrity and to protect the investing public from the wiles and greed of unscrupulous Company promoters. Experience in England demonstrated how necessary it was that a public company, as regards its directorate, the authenticity of the prospectus and the responsibility of the directors in regard to the prospectus, the general control of the affairs of a company, and in particular the system of audit, giving the shareholders the right of access to the auditors' report and rendering auditors' duties more stringent, should be safeguarded by express statutory provisions. Sir, Hongkong is a great trading centre, and it is proposed, as far as local conditions will permit, to assimilate our law to that prevailing in the United Kingdom. In the opinion of the Government it will give security to trade and secure confidence with the public. The present moment is not inopportune for overhauling the Companies law of the Colony. A great many of the Companies registered here are companies which transact all their business outside the Colony. The Registrar of Companies in his Memorandum which is now before the Council says:—"Most of these companies have their head offices either at Shanghai or at Tientsin. They have no office here for the transaction of business, and their directors and officers and all their property are out of reach of the jurisdiction of the Hongkong courts. Under these circumstances, control over them is difficult, and it is found in practice that some of them are very dilatory and negligent in complying with the provisions of the law. In order to strengthen our control over these companies

a number of provisions have been introduced into the Bill which do not exist in the Act, because the difficulty has never become acute in the United Kingdom. Other provisions have been inserted in order to meet the convenience of these companies." Two memoranda have been laid on the table showing the differences between this Bill and the English Act and between the Bill and the existing law in the Colony. They were prepared by the Registrar of Companies, Mr. Kemp, who has devoted much time and care to the consideration of the entire subject, and I commend these memoranda to the consideration of hon. members. Sir, the question of the amendment and consolidation of the Companies Ordinances has been under the consideration of the Government for some three years, and the recent Imperial Consolidation Act afforded in our judgment a fitting opportunity to submit uniform proposals for the deliberation and, we trust, the cordial assent of the Council. In order, Sir, to give hon. members an opportunity of digesting the Bill it is not proposed to take its second reading for a month.

THE COLONIAL SECRETARY seconded, and the motion was agreed to.

#### **New Territories Administration Ordinance.**

THE ATTORNEY-GENERAL moved the first reading of a Bill entitled, "An Ordinance to consolidate and amend the laws relating to the administration and regulation of the New Territories."

THE COLONIAL SECRETARY seconded, and the motion was agreed to.

#### **Liquor Licences Amendment Ordinance.**

THE ATTORNEY-GENERAL moved the first reading of a Bill entitled, "An Ordinance to amend the Liquor Licences Amendment Ordinance, 1909."

THE COLONIAL SECRETARY seconded, and the motion was agreed to.

The Memorandum states that this Bill effects two necessary amendments in Ordinance No. 56 of 1909 so as to fix definite hours for the sale of liquor upon licensed premises.

#### **Promissory Oaths Ordinance Amendment**

THE ATTORNEY-GENERAL moved the first reading of a Bill entitled, "An Ordinance to amend the Promissory Oaths Ordinance, 1869."

THE COLONIAL SECRETARY seconded, and the motion was agreed to.

The memorandum states: This Bill substitutes a new Schedule for that contained in the Promissory Oaths Ordinance, 1869, with a view mainly of providing that the oaths required to be taken by Justices of the Peace shall in future be administered by a Police Magistrate.

His EXCELLENCY—Council stands adjourned until this day week.

#### **FINANCE COMMITTEE.**

A meeting of the Finance Committee was held afterwards—the Colonial Secretary presiding. The following votes were submitted:

#### **Audit Department**

The Officer Administering the Government recommended the Council to vote a sum of Four thousand five hundred and forty-one Dollars (\$4,541) in aid of the vote Audit Department, for the following items:—

Personal Emoluments .....	\$4,416
<i>Other Charges.</i>	
Incidental Expenses .....	65
Transport .....	60
	_____
Total, .....	\$4,541
	_____

THE CHAIRMAN — I have not sufficient information on this vote, and I think it should be postponed.

#### **Judicial Department**

The Officer Administering the Government recommended the Council to vote a sum of Thirty Dollars (\$30) in aid of the vote Judicial and Legal Departments, *A.*—Supreme Court. Other Charges, Electric Fans and Light.

The vote was passed.