

**Comparison table between provisions in relation to shareholder remedies
in the Companies (Amendment) Bill 2003 and Australian Corporations Act 2001,
Singapore Companies Act and UK Companies Act 1985**

Order for Inspection

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
(a) Who may apply	A member of a company/non-Hong Kong company may apply to the court for an order for inspection of records of the company.	A member of a company may apply to the court for an order for inspection of books of the company. A person who – 1. is granted leave to bring a statutory derivative action under s.237 of the Act ¹ ; 2. applies for leave under s.237; or 3. he is eligible to apply for leave under s.237 may apply to the court for an inspection order. <i>[c.f. s 247A]</i>	There is no similar provision in the Singapore Companies Act enabling a member of a company to apply to the court for an order of inspection of the records, books and papers of the company.	There is no similar provision in the UK Companies Act enabling a member of a company to apply to the court for an order of inspection of the records, books and papers of the company ² .
(b) Criteria used by the court	The court may only make the order if it is satisfied that –	On an application by a member, the court may only make the order if it is	N.A.	N.A.

¹ This section provides for the application for and granting of leave by the court to commence a statutory derivative action.

² Under section 347K of the Companies Act 1985, an authorized group of members who have instituted proceedings under section 347I to enforce the directors' liability in respect of any unauthorized political donation or expenditure by the company, may apply to the court for an order to be provided with information from the company relating to the subject matter of the litigation.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
	<ol style="list-style-type: none"> 1. the application is made in good faith; and 2. the inspection is for a proper purpose having regard to the interests of both the company and the applicant. 	<p>satisfied that the applicant is –</p> <ol style="list-style-type: none"> 1. acting in good faith; and 2. the inspection is to be made for a proper purpose. <p>On an application by a person (in relation to s237), the court may only make the order if it is satisfied that –</p> <ol style="list-style-type: none"> 1. the applicant is acting in good faith; and 2. the inspection is to be made for a purpose connected with – <ol style="list-style-type: none"> (a) applying for leave under s.237; or (b) bringing/intervening in proceedings with leave under s.237. <p><i>[c.f. s 247A]</i></p>		
(c) Orders that may be made	<p>The court may make an order authorizing –</p> <ol style="list-style-type: none"> 1. the applicant to inspect any records of the company; or 2. another person (whether 	<p>The court may make an order authorizing –</p> <ol style="list-style-type: none"> 1. the applicant to inspect books of the company; or 2. another person to 	N.A.	N.A.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
	<p>or not a member of the company) to inspect any such records on behalf of the applicant.</p> <p>If such an inspection order is made, the court shall, after taking into account the facts and circumstances of the application, consider whether it is necessary to make an order limiting the use that the applicant and the person who inspects the records may make of the information or document obtained.</p> <p>The court may also make any other ancillary orders it considers appropriate, including –</p> <ol style="list-style-type: none"> 1. an order requiring the company that is subject to the inspection order or any of its officers to produce any records to the person who is authorized to inspect the records; and 2. an order specifying the records that may be inspected by that person. 	<p>inspect books of the company on the applicant's behalf.</p> <p>The court may also make any other ancillary orders it considers appropriate including –</p> <ol style="list-style-type: none"> 1. an order limiting the use that a person who inspects books may make of the information obtained during the inspection; or 2. an order limiting the right of a person who inspects books to make copies thereof. <p><i>[c.f. s 247A and 247B]</i></p>		

		Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
(d)	Disclosure of information acquired in inspection	No information or document obtained as a result of the inspection shall, without the previous consent in writing of the company, be disclosed to any other person, unless the disclosure is required with a view to the institution of criminal proceedings etc.	<p>A person who inspects books on behalf of an applicant must not disclose information obtained during the inspection save as to –</p> <ol style="list-style-type: none"> 1. Australian Securities and Investments Commission (ASIC); or 2. the applicant. <p><i>[c.f. s247C]</i></p>	N.A.	N.A.

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Statutory Derivative Action

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
(a) Who may commence a statutory derivative action	<p>A member of a company/non-Hong Kong company may –</p> <ol style="list-style-type: none"> without leave of the court, bring proceedings before the court on behalf of the company; or with leave of the court, intervene in any proceedings before the court to which the company is a party for the purposes of continuing, discontinuing or defending those proceedings on behalf of the company. 	<p>The following persons may, with leave of the court, bring proceedings on behalf of a company, or intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for those proceedings, or for a particular step in those proceedings –</p> <ol style="list-style-type: none"> a member, former member, or person entitled to be registered as a member of the company or of a related body corporate; or 	<p>The following persons (called complainants) may apply to the court for leave to bring an action on behalf of a company or intervene in an action to which the company is a party for the purpose of prosecuting, defending or discontinuing the action on behalf of the company –</p> <ol style="list-style-type: none"> any member of the company¹; the Minister, in the case of a declared company² under Part IX; or any other person who, at the discretion of the court, is a proper person 	<p>No statutory derivative action³.</p>

¹ “Company” in s216A and s216B means a company other than a company that is listed on the securities exchange in Singapore.

² A declared company is a company or foreign company which the Minister has by order declared to be a company in which Part IX (relating to investigation) applies.

³ The latest proposals from the UK Company Law Review Steering Group are that the common law derivative action should be placed on statutory footing, and the statutory derivative action would be limited to breaches of directors’ duties. It is however worth noting that Part XA of the Companies Act 1985 provides that a political donation and political expenditure by a company is subject to approval by its shareholders in general meeting. If the requirement is contravened, every director of the company is liable to pay to the company the amount of the donation or damage suffered by the company in consequence of the unauthorized donation or expenditure. Section 347I of the Act provides for a statutory derivative action to enforce such liability.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
		<p>2. an officer or former officer of the company.</p> <p><i>[c.f. s236]</i></p>	<p>to make such an application.</p> <p><i>[c.f. s216A]</i></p>	
(b) Procedure	<p>Except with leave of the court, a member of a company shall serve a written notice on the company at least 14 days before he brings or applies for leave to intervene in proceedings in respect of the company, notifying the company of his intention to bring or apply for leave to intervene in proceedings in respect of the company and the reasons therefor.</p> <p>A member of a company has to obtain leave of the court before he can intervene in any proceedings before the court to which the company is a party for the purposes of continuing, discontinuing or defending those proceedings on behalf of the company.</p> <p>Proceedings brought or intervened in by a member of</p>	<p>A person has to obtain leave before he can bring or intervene in proceedings on behalf of a company.</p> <p><i>[c.f. s236]</i></p> <p>The usual requirement is that at least 14 days before making the application for leave, the applicant has to give a written notice to the company of his intention to apply for leave and the reasons for the application.</p> <p><i>[c.f. s237]</i></p> <p>Proceedings brought or intervened in with leave must not be discontinued, compromised or settled without the leave of court.</p> <p><i>[c.f. s240]</i></p>	<p>A complainant has to obtain leave before he can bring or intervene in an action on behalf of a company. The usual requirement is that he needs to give 14 days' notice to the directors of the company of his intention to apply to the court for leave to bring or intervene in an action if the directors of the company do not bring, diligently prosecute or defend or discontinue the action.</p> <p><i>[c.f. s216A]</i></p> <p>An action brought or intervened in or an application for leave to bring or intervene in an action on behalf of a company shall not be stayed, discontinued, settled or dismissed for want of prosecution without the approval of the court given upon such terms as the court thinks fit.</p>	N.A.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
	a company shall not be discontinued or settled without the leave of court.		<i>[c.f. s216B]</i>	
(c) Criteria used by the court in determining whether the action should proceed	<p>On application by any party to any proceedings brought by a member of a company on behalf of the company, the court may, on any of the following grounds, at any time after the proceedings were brought, strike out or amend any pleading or the indorsement of any writ in the proceedings brought by the member and order the proceedings brought by the member to be stayed or dismissed or judgement to be entered accordingly –</p> <ol style="list-style-type: none"> 1. the bringing of proceedings is not in the best interests of the company; 2. the proceedings have not been brought in good faith; 3. unless leave is granted by the court to dispense with the service of a written notice, the written notice has not been served on the company or has not been served in accordance with 	<p>On application for leave to bring or intervene in proceedings on behalf of a company, the court must grant the application for leave if it is satisfied that –</p> <ol style="list-style-type: none"> 1. it is probable that the company will not itself bring the proceedings, or properly take responsibility for them, or for the steps in them; 2. the applicant is acting in good faith; 3. it is in the best interests of the company that the applicant be granted leave; 4. if the applicant is applying for leave to bring proceedings - there is a serious question to be tried; and 5. either- <ol style="list-style-type: none"> (a) at least 14 days before making the application, the applicant gave written notice to the 	<p>No action may be brought and no intervention in an action may be made on behalf of a company, unless the court is satisfied that –</p> <ol style="list-style-type: none"> 1. a complainant has given 14 days' notice to the directors of the company of his intention to apply to the court for leave to bring or intervene in an action on behalf of the company if the directors of the company do not bring, diligently prosecute or defend or discontinue the action; 2. the complainant is acting in good faith; and 3. it appears to be prima facie in the interests of the company that the action should be brought, prosecuted, defended or discontinued. <p><i>[c.f. s216A]</i></p>	N.A.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
	<p>the requirements in section 168BC (relating to service of notice); or</p> <p>4. leave to dispense with the service of a written notice has been set aside by the court.</p> <p>On application by a member of a company for leave to intervene in proceedings on behalf of the company, the court may grant leave if it is satisfied that –</p> <ol style="list-style-type: none"> 1. the intended intervention is in the best interests of the company; 2. the member is acting in good faith in the application for leave to intervene in the proceedings; and 3. except where leave is granted by the court to dispense with the service of notice, the member has served a written notice on the company in accordance with the requirements in section 168BC. 	<p>company of the intention to apply for leave and of the reasons for applying; or</p> <p>(b) it is appropriate to grant leave even though subparagraph (a) above is not satisfied.</p> <p><i>[c.f. s237]</i></p>		

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
(d) Effect of approval/ ratification by members	<p>The approval or ratification by the members of a company of any conduct shall not have the effect of –</p> <ol style="list-style-type: none"> 1. preventing a member of the company from bringing or intervening in any proceedings on behalf of the company, or from applying for leave to intervene in proceedings on behalf of the company; 2. requiring the court to strike out the proceedings brought by the member, or refuse to grant leave for the member to intervene in the proceedings on behalf of the company; or requiring the court to determine the proceedings brought or intervened in by the member in favour of the defendant. <p>The court may, after having regard to certain matters in respect of the members of a company who approved or ratified the relevant conduct, take into account the approval or ratification in deciding what judgement or</p>	<p>If the members of a company ratify or approve conduct, the ratification or approval –</p> <ol style="list-style-type: none"> 1. does not prevent a person from bringing or intervening in proceedings with leave on behalf of a company or from applying for leave to bring or intervene in proceedings on behalf of a company; and 2. does not have the effect that proceedings brought or intervened in with leave on behalf of a company must be determined in favour of the defendant, or that an application for leave to bring or intervene in proceedings on behalf of a company must be refused. <p>The court may take the ratification or approval into account in deciding what order or judgment to make in proceedings brought or intervened in with leave on</p>	<p>An action brought or intervened in or an application for leave to bring or intervene in an action on behalf of a company shall not be stayed or dismissed by reason only that it is shown that an alleged breach of a right or duty owned to the company has been or may be approved by the members of the company, but evidence of approval by the members may be taken into account by the court in making an order in relation to the action or application.</p> <p><i>[c.f. s216B]</i></p>	N.A.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
	order to make in respect of any proceedings brought or intervened in by a member of the company on behalf of the company, or in respect of an application for leave to intervene in proceedings on behalf of the company.	behalf of a company or in relation to an application for leave to bring or intervene in proceedings on behalf of a company after having regard to certain matters in respect of the members who ratified or approved the conduct. <i>[c.f. s239]</i>		
(e) General powers of the court	<p>The court may make any order and give any direction it considers appropriate in respect of any proceedings brought or intervened in by a member of a company on behalf of the company, or in respect of an application for leave to intervene in proceedings on behalf of the company, including –</p> <ol style="list-style-type: none"> 1. interim orders pending the determination of the proceedings or application; 2. directions concerning the conduct of the proceedings or application, including requiring mediation; 3. an order directing the 	<p>The court may make any orders, and give any directions, that it considers appropriate in relation to proceedings brought or intervened in with leave, or an application for leave to bring or intervene in proceedings including –</p> <ol style="list-style-type: none"> 1. interim orders; 2. directions about the conduct of the proceedings including requiring mediation; and 3. an order directing the company, or an officer of the company, to do or not to do any act. <p>The court has the power to</p>	<p>When leave is granted, the court may make such orders or interim orders as it thinks fit in the interests of justice including –</p> <ol style="list-style-type: none"> 1. an order authorizing the complainant or any other person to control the conduct of the action; 2. an order giving directions for the conduct of the action; and 3. an order requiring the company to pay reasonable legal fees and disbursements incurred by the complainant in connection with the action. <p>The court may at any time</p>	N.A.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
	<p>company or an officer of the company to do or not to do any act.</p> <p>The court also has power to appoint an independent person to investigate and report to the court on certain matters e.g. facts or circumstances that gave rise to the proceedings and make an order as to the liabilities of the company, the parties to the proceedings and the member who brought or intervened in the proceedings, or made the application for leave to intervene in proceedings for the expenses arising out of the investigation.</p> <p>The court can at any time make any order it considers appropriate as to the liabilities of the company, the parties to the proceedings and the member who brought or intervened in the proceedings, or made the application for leave to intervene in proceedings in relation to the costs of the proceedings brought or</p>	<p>appoint an independent person to investigate and report to the court on certain matters e.g. facts or circumstances that gave rise to the cause of action the subject of the proceedings. When appointing a person as an investigator, the court must also make an order stating who is liable for the remuneration and expenses of the person appointed. All or any of the parties to the proceedings or application and the company may be held liable.</p> <p>The court has the power to make, at any time, any order it considers appropriate about the costs of the person who applied for or was granted leave to bring or intervene in proceedings on behalf of a company, the company and any other party to the proceedings or application in relation to the proceedings brought or intervened in with leave or an application for leave to bring or intervene in</p>	<p>order the company to pay to the complainant interim costs including legal fees and disbursements, but the complainant may be accountable for such interim costs upon final disposition of the application or action.</p> <p><i>[c.f. s216A and 216B]</i></p>	

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
	<p>intervened in or any proceedings on the application for leave. Such order may require indemnification of costs against the costs incurred or to be incurred by the member in bringing or intervening in the proceedings, or making the application. However, the court may only make an order as to costs in favour of the member if it is satisfied that the member was acting in good faith in and had reasonable grounds for bringing or intervening in the proceedings or making the application.</p>	<p>proceedings. Such order may require indemnification for costs.</p> <p><i>[c.f. s241 and 242]</i></p>		

**Comparison table between provisions in relation to shareholder remedies
in the Companies (Amendment) Bill 2003 and Australian Corporations Act 2001,
Singapore Companies Act and UK Companies Act 1985**

Unfair Prejudice Remedies

	HK	Australia	Singapore	UK
(a) Who may apply	<p>The following persons may apply to the court for an order for unfair prejudice remedy –</p> <ol style="list-style-type: none"> 1. a member of a company/non-Hong Kong company; 2. a past member of a company/non-Hong Kong (in relation to the affairs of the company conducted at the time when he was a member); 3. the personal representative of a person who, at the date of his death, was a member or past member; 4. a trustee of, or person beneficially interested in, the shares of a company by virtue of the will or intestacy of any such person; and 5. Financial Secretary (in a case falling within the scope of existing section 147(2)(b)¹). 	<p>The following persons may apply to the court for an order for oppression remedy –</p> <ol style="list-style-type: none"> 1. a member of the company; 2. a person who has been removed from the register of members because of a selective reduction (of share capital); 3. a person who has ceased to be a member of the company if the application relates to the circumstances in which they ceased to be a member; 4. a person to whom a share in the company has been transmitted by will or by operation of law; 5. a person whom ASIC thinks appropriate having regard to investigations it is conducting or has conducted into the company's affairs or matters connected therewith. <p><i>[c.f. s234]</i></p>	<p>The following persons may apply to the court for an order for oppression remedy –</p> <ol style="list-style-type: none"> 1. a member of a company; 2. a holder of a debenture of a company; 3. the Minister (in the case of a declared company under Part IX); 4. a person who is not a member but to whom shares in the company have been transmitted by operation of law. <p><i>[c.f. s216]</i></p>	<p>The following persons may apply to the court for an order for unfair prejudice relief –</p> <ol style="list-style-type: none"> 1. a member of a company; 2. a person who is not a member but to whom shares in the company have been transferred or transmitted by operation of law; 3. the Secretary of State (in certain cases). <p><i>[c.f. s459 and 460²]</i></p>

¹ Section 147(2)(b) provides that if, in the case of any body corporate liable to be wound up under the Companies Ordinance, it appears to the Financial Secretary from any report made under section 146 of the Ordinance or from any information or document obtained under section 152A of 152B of the Ordinance that the business of such body corporate is being or had been conducted in a manner unfairly prejudicial to the interests of the members generally or of any part of its members, he may (in addition to, or instead of, presenting a petition under section 147(2)(a)) present a petition for an order under section 168A.

² Section 460 (relating to an order for relief against unfair prejudice on application of the Secretary of State) applies to foreign companies.

	HK	Australia	Singapore	UK
(b) Scope of the complaint	The conduct complained of must be in relation to the affairs of a company.	<p>The conduct complained of must be in relation to –</p> <ol style="list-style-type: none"> 1. the conduct of a company's affairs; 2. an actual or proposed act/omission by or on behalf of a company; 3. a resolution or a proposed resolution of members or a class of members of a company. <p><i>[c.f. s232]</i></p>	<p>The conduct complained of must be in relation to –</p> <ol style="list-style-type: none"> 1. the conduct of the affairs of a company; 2. the exercise of the powers of directors; 3. some act of a company; 4. some resolution of the members or holders of debentures or any class of them. <p><i>[c.f. s216]</i></p>	<p>The conduct complained of must be in relation to –</p> <ol style="list-style-type: none"> 1. the conduct of a company's affairs; 2. any actual or proposed act or omission of the company. <p><i>[c.f. s459 and 460]</i></p>
(c) Nature of the conduct complained of	The conduct must be unfairly prejudicial to the interests of the members or then members generally or some part thereof.	<p>The conduct is –</p> <ol style="list-style-type: none"> 1. contrary to the interests of the members as a whole; 2. oppressive to, unfairly prejudicial to, or unfairly discriminatory against a member or members whether in that capacity or in any other capacity. <p><i>[c.f. s232]</i></p>	<p>The conduct of the affairs or exercise of the powers is oppressive to one or more of the members or holders of debentures or in disregard of their interests as members, shareholders or holders of debentures of the company.</p> <p>Some act of the company that has been done or is threatened or some resolution of the members or holders of debentures or any class of them has been passed or is proposed unfairly discriminates against or is otherwise prejudicial to one or more of the members of holders of debentures.</p> <p><i>[c.f. s216]</i></p>	<p>The conduct, act or omission is unfairly prejudicial to the interests of the members generally or some part of the members.</p> <p><i>[c.f. s459 and 460]</i></p>

	HK	Australia	Singapore	UK
(d) Forms of relief that the court can give	<p>If on any petition made by a member or the Financial Secretary, the court is of opinion that the company's affairs are being or have been conducted in a manner unfairly prejudicial to the interests of the members generally or some part of the members, whether or not such conduct consists of an isolated act or a series of acts, the court may –</p> <ol style="list-style-type: none"> 1. make an order restraining the commission of any such act or the continuance of such conduct; 2. order that such proceedings as the court may think fit shall be brought in the name of the company against such person and on such terms as the court may so order; 3. appoint a receiver or manager of the whole or part of a company's property or business and may specify the powers and duties of the receiver or manager and fix his remuneration; 4. make such other order as it thinks fit, whether for regulating the conduct of the company's affairs in future, or for the purchase of the shares of any members of the company by other members of the company or by the company and, in the case of a purchase by the company, for the reduction accordingly of the company's capital or otherwise; 	<p>The court can make any order that it considers appropriate in relation to the company including an order –</p> <ol style="list-style-type: none"> 1. that the company be wound up; 2. that the company's existing constitution be modified or repealed; 3. regulating the conduct of affairs of the company in future; 4. for the purchase of any shares by any member or person to whom a share in the company has been transmitted by will or by operation of law; 5. for the purchase of shares with an appropriate reduction of the company's share capital; 6. for the company to institute, prosecute, defend or discontinue specified proceedings; 7. authorizing a member, or a person to whom a share in the company has been transmitted by will or by operation of law, to institute, prosecute, defend or discontinue specified proceedings in the name and on behalf of the company; 8. appointing a receiver or a receiver and manager of any or all of the company's property; 9. restraining a person from engaging in specified conduct or from doing a specified act; 10. requiring a person to do a specified act. <p><i>[c.f. s233]</i></p>	<p>The court may make such orders as it thinks and the order may –</p> <ol style="list-style-type: none"> 1. direct or prohibit any act or cancel or vary any transaction/resolution; 2. regulate future conduct of company's affairs; 3. authorize civil proceedings to be brought in the name of or on behalf of the company by such person or persons and on such terms as the court may direct; 4. provide for the purchase of shares or debentures of the company by other members or debentures holders of the company or by the company itself; 5. in the case of a purchase of shares by the company provide for a reduction accordingly of the company's capital; 6. provide that the company be wound up. <p><i>[c.f. s216]</i></p>	<p>The court may make such order as it thinks fit for giving relief in respect of the matter complained of, including an order to –</p> <ol style="list-style-type: none"> 1. regulate the conduct of the company's affairs in future; 2. require the company to refrain from doing or continuing an act complained of by the petitioner or to do an act which the petitioner has complained it has omitted to do; 3. authorize civil proceedings to be brought in the name and on behalf of the company by such person or person and on such terms as the court may direct; 4. provide for the purchase of the shares of any members of the company by other members or by the company itself and in the latter case, the reduction of the company's capital accordingly. <p><i>[c.f. s461]</i></p>

	HK	Australia	Singapore	UK
	<p>5. order payment by such person of such damages, as the court may so order, and any interest at such rate as the court may think fit on those damages to any members of the company whose interests have been unfairly prejudiced by the relevant act or conduct.</p> <p>If on any petition made by a past member, the court is of opinion that the company's affairs were conducted in a manner unfairly prejudicial to the interests of the then members generally or some part of the then members, whether or not such conduct consists of an isolated act or a series of acts, the court may order payment by such person of such damages, as the court may so order, and any interest at such rate as the court may think fit on those damages to any then members of the company whose interests were unfairly prejudiced by the relevant act or conduct.</p> <p>If the court is satisfied that there is no evidence of bad faith on the part of a member of a company or the Financial Secretary or a past member of a company in making a petition and that the member, the Financial Secretary or the past member had reasonable grounds in making such petition, the court may make an order as to costs in favour of the member or the Financial Secretary or the past member.</p>			

**Comparison table between provisions in relation to shareholder remedies
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Singapore Companies Act and UK Companies Act 1985**

Injunction

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
(a) Who may apply	<p>The following persons may apply for an injunction –</p> <ol style="list-style-type: none"> 1. the Financial Secretary; 2. a person whose interests have been, are or would be affected by the conduct that is the subject of the application; 3. a person whose interests have been, are or would be affected by the refusal or failure to do an act or thing that is the subject of the application. 	<p>The following persons may apply to the court for an injunction –</p> <ol style="list-style-type: none"> 1. the ASIC; 2. a person whose interests have been, are or would be affected by the conduct that is the subject of the application; 3. a person whose interests have been, are or would be affected by the refusal or failure to do an act or thing that is the subject of the application. <p><i>[c.f. s1324]</i></p>	<p>The following persons may apply for an injunction –</p> <ol style="list-style-type: none"> 1. the Registrar; 2. any person whose interests have been, are or would be affected by the conduct that is the subject of the application; 3. a person whose interests have been, are or would be affected by the refusal or failure to do an act or thing that is the subject of the application. <i>[c.f. s409A]</i> 	<p>There is no similar provision in the UK Companies Act.</p>
(b) Effect of an injunction order	<ol style="list-style-type: none"> 1. Restraining a person from engaging in the conduct or requiring the person to do any act or thing. 2. Requiring a person to do the act or thing. 	<ol style="list-style-type: none"> 1. Restraining a person from engaging in the conduct or requiring the person to do any act or thing. 2. Requiring a person to do the act or thing. 	<ol style="list-style-type: none"> 1. Restraining a person from engaging in the conduct or requiring the person to do any act or thing. 2. Requiring a person to do the act or thing. 	N.A.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
		<i>[c.f. s1324]</i>	<i>[c.f. s409A]</i>	
(c) Grounds	<p>1. The conduct a person has engaged, is engaging or is proposing to engage in constituted, constitutes or would constitute –</p> <p>a. a contravention of the Companies Ordinance;</p> <p>b. an attempt to contravene the Ordinance;</p> <p>c. aiding, abetting, counseling or procuring another person to contravene the Ordinance;</p> <p>d. inducing or attempting to induce another person to contravene the Ordinance;</p> <p>e. his being in any way, directly or indirectly, knowingly concerned in or a party to a contravention of the Ordinance by another person;</p> <p>f. conspiring with others to contravene the Ordinance; or</p>	<p>1. The conduct a person has engaged, is engaging or is proposing to engage in constituted, constitutes or would constitute –</p> <p>a. a contravention of the Australian Corporations Act;</p> <p>b. attempting to contravene the Act;</p> <p>c. aiding, abetting, counselling or procuring a person to contravene the Act;</p> <p>d. inducing or attempting to induce a person to contravene the Act;</p> <p>e. being in any way, directly or indirectly, knowingly concerned in or party to the contravention by a person of the Act; or</p> <p>f. conspiring with others to contravene the Act.</p> <p>2. A person has refused or failed, is refusing or failing, or is proposing to refuse or fail to do an act</p>	<p>1. The act a person has engaged, is engaging or proposing to engage in constituted, constitutes or would constitute a contravention of the Singapore Companies Act.</p> <p>2. A person has refused or failed, is refusing or failing or is proposing to refuse or fail to do an act or thing that he is required to do by the Act.</p> <p><i>[c.f. s409A]</i></p>	N.A.

	Hong Kong (As proposed in the Bill)	Australia	Singapore	UK
	<p>g. a breach of his fiduciary duties or other duties owed to a company.</p> <p>2. The person has refused or failed, is refusing or failing, or is proposing to refuse or fail to do an act or thing that he is required by the Ordinance to do.</p>	<p>or thing that he is required by the Act to do.</p> <p><i>[c.f. s1324]</i></p>		
(d) Powers of the court	<p>The court may grant an injunction or an interim injunction pending determination of the application, and discharge or vary the injunction. The court also has power to order the person who is subject to the injunction to pay damages to any other person either in addition to or in substitution for the grant of the injunction.</p>	<p>The court may grant an injunction or interim injunction pending determination of the application, and discharge or vary the injunction. The court also has the power to order the person who is subject to the injunction to pay damages to any other person either in addition to or in substitution for the grant of the injunction.</p> <p><i>[c.f. s1324]</i></p>	<p>The court may grant an injunction or an interim injunction pending the determination of the application, and, rescind or vary the injunction. The court may also order the person who is subject to the injunction to pay damages to any other person either in addition to or in substitution for the grant of injunction.</p> <p><i>[c.f. s409A]</i></p>	N.A.