



# The University of Hong Kong

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**URGENT BY FAX (2861 1494)**

Your ref.: G6/123/4C(2003) Pt.23

Mrs. Dorothy Ma  
Financial Services Branch  
Financial Services and The Treasury Bureau  
Government of the Hong Kong SAR

10 May 2004

Dear Dorothy

## **Companies (Amendment) Bill 2003 – Schedule 1**

Thank you for your letter dated 28 April 2004. As requested, I have considered the revised wording for paragraph 7(a) and set out below my proposed wording (I hope that would be easier to read than my marking up your draft):

- “7. An offer of shares in a company –
- (a) made to any or all holders of shares in the company -
    - (i) as an alternative to a dividend or other distribution, provided that the offer is in respect of fully paid-up shares in the company; or
    - (ii) under circumstances in which the offerees are not required to provide any consideration to any person; and
  - (b) containing a statement...”

I note that “holder of shares” is defined in paragraph 5 of Part 4 of the Seventeenth Schedule. Furthermore, in respect of sub-paragraph (i), I do not think that it is necessary to specify that the scrip dividend must be offered to all holders of a particular class of shares, since whether a company is entitled/allowed to offer an alternative scrip dividend to only some of the shareholders in a class should be prescribed elsewhere.

Please feel free to contact me on 2859 2977 should you have any queries or require further information.

Yours sincerely,

**Alice Chan**