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Secretary for Financial Services
and the Treasury
Financial Services and the Treasury Bureau
(Attn: Miss Shirley LAM, PAS(FS)4)
18/F, Tower 1
Admiralty Centre
18 Harcourt Road
Hong Kong

By Fax (2528 3345) and By Post

7 June 2004

Dear Miss LAM

Companies (Amendment) Bill 2003 ("the Bill") - Schedule 3

I refer to the Administration's paper on "Follow-up actions arising from the discussion at the meeting on 3 June 2004" and have the following comments:

1. Annex A - Section 335(1)(c)

Please define the term "alteration".

2. Annex B

Should the date in the third column under "Illustration of filing requirement pursuant to section 333B(1)(a) or (b) be 6th July instead of 1st June?

3. Please clarify whether the obligations in the event of change of authorized representative ("AR") due to the following circumstances are as follow:

(a) death, incapacity or any other unforeseen reason

- (i) file Form N8 to notify the Registrar the alteration within 21 days from date of alteration pursuant to section 335(1)(c) ; and
- (ii) file Form N8 to register the particulars of the new AR within 1 month from the date of death, incapacity or any other unforeseen reason pursuant to section 333A(2).

- (b) service of notice of termination under section 333B
- (i) send notice of termination to the company or AR pursuant to section 333B(1);
 - (ii) file Form N2 to notify the Registrar the of date of termination within 14 days after the date of termination pursuant to section 333B(2);
 - (iii) file Form N8 to notify the Registrar the alteration within 21 days from date of alteration pursuant to section 335(1)(c); and
 - (iv) register the particulars of the new AR pursuant to section 333A(1). Does section 333A(2) apply so that the company has 1 month to register the particulars of the new AR?

Yours sincerely

(Monna LAI)
Assistant Legal Adviser

c.c. Department of Justice (Attn: Allen LAI, SGC)
Company Registry (Attn: Dorothy Silkstone, Regy Solicitor)