

The Hon. Miriam Lau Kin-Yee, JP., Legislative Councillor
立法會議員劉健儀

26th June 2003

To: Hon. Ip Kwok Him
Chairman,
Bills Committee on
National Security (Legislative Provisions) Bill

From: Miriam Lau
Date: 26th June 2003

Re: Proposed amendments to the Administration's
Proposed CSA for Schedule 2: Matters Following
Prosecution of an Organization under Section 8A
of this Ordinance

I request for the opportunity to discuss the captioned proposed amendments as contained in the draft attached hereto with the Administration at today's meeting of the Bills Committee.



MIRIAM LAU

MATTERS FOLLOWING PROSCRIPTION OF
AN ORGANIZATION UNDER
SECTION 8A OF THIS
ORDINANCE

1. Companies registered under
Companies Ordinance

(1) If a company registered under the Companies Ordinance (Cap. 32) is proscribed under section 8A of this Ordinance, the Registrar of Companies shall -

- (a) strike the name of such company off the register of companies kept by the Registrar; and
- (b) publish a notice of the striking off in the Gazette,

and upon the publication of the notice such company shall be dissolved.

(2) The Registrar of Companies ^{shall} ~~may~~ defer taking action under subsection (1) if he is satisfied that the right to take legal action against the proscription has not been exhausted.

(3) On an application of the Registrar of Companies to the Court of First Instance, a company struck off the register under subsection (1) shall be wound up and sections 360D, 360E, 360F, 360G, 360H, 360I, 360J, 360K, 360L and 360M of the Companies Ordinance (Cap. 32) shall apply to such company as

if such company were a company struck off the register and dissolved under section 360C of that Ordinance.

2. Unregistered companies under Companies Ordinance

** unless the right to take legal action against the proscription has not been exhausted,*

(1) An unregistered company within the meaning of section 326 of the Companies Ordinance (Cap. 32) which is proscribed under section 8A of this Ordinance shall for the purpose of section 327(3) of the Companies Ordinance (Cap. 32) be regarded as having been dissolved.

(2) On an application of the Registrar of Companies to the Court of First Instance, the company referred to in subsection (1) shall be wound up and Part X of the Companies Ordinance (Cap. 32) shall apply to such company.

** (3) No application shall be made under subsection (2) if the right to take legal action against the proscription has not been exhausted.

3. Other types of organizations

(1) If an organization that is proscribed under section 8A of this Ordinance is not registered under the Companies Ordinance (Cap. 32) but is registered under any other Ordinance, the appropriate authority shall -

- (a) cancel the registration of that organization and (if applicable under that other Ordinance) remove or strike its name off the relevant register or any other similar record; and

(b) publish a notice of the cancellation in the Gazette,

and upon the publication of the notice -

(c) that organization shall be dissolved for the purposes of that other Ordinance and all other purposes; and

(d) the provisions (if any) of that other Ordinance applicable to -

(i) the dissolution of that organization shall apply as if it were dissolved under that other Ordinance;

(ii) the winding up of organizations shall apply to that organization.

(2) Subject to subsection (1)(d), an organization referred to in subsection (1) shall, on an application of the appropriate authority to the Court of First Instance, be wound up and Part X of the Companies Ordinance (Cap. 32) shall apply as if such organization were an unregistered company within the meaning of section 326 of that Ordinance.

(3) The appropriate authority ^{shall} ~~may~~ defer taking action under subsection (1) if he is satisfied that the right to take legal action against the proscription has not been exhausted.

(4) In this section, "appropriate authority" means -

(a) where a person has authority under the relevant Ordinance to cancel the registration of the

relevant organization under that Ordinance,

that person; or

(b) in any other case, the Registrar of Companies.

4. Liabilities of members, etc. shall

continue notwithstanding

dissolution

If an organization -

(a) is dissolved pursuant to section 1(1) or 3(1); or

(b) is regarded as having been dissolved pursuant to

section 2(1),

the liability, if any, of every director, officer and member

of the organization shall continue and may be enforced as if

the organization had not been dissolved.