



立法會秘書處 法律事務部
LEGAL SERVICE DIVISION
LEGISLATIVE COUNCIL SECRETARIAT

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By Fax (2869 4195)

3 June 2013

Mr Arsene YIU
PAS for Financial Services & the Treasury
(Financial Services)
Financial Services and the Treasury Bureau
15th Floor, Queensway Government Offices
66 Queensway
Hong Kong

Dear Mr YIU,

**Company Records (Inspection and Provision of Copies) Regulation
(L.N. 78 of 2013)**

We are scrutinizing the legal and drafting aspects of the subject Regulation. We would be most grateful if you could clarify the following matters:-

General

It is noted that the subject regulation is quite substantially different from the consultation draft issued in September 2012. Please let members know the detailed reason(s) for the changes.

Section 7(1)

Please clarify whether there are any other specific requirements concerning the location for inspection, apart from the requirement that it is a place in Hong Kong.

Section 7(3)

Please let members know the reason(s) for removing the criminal sanction against the default of a person other than the company at whose office

the records are kept (e.g. under section 98A of the existing Companies Ordinance (Cap. 32)).

Sections 9 and 13

Please clarify how the application should be made (e.g. by writ, originating summons or otherwise) under sections 9(1) and (2) and 13(1).

Please also clarify whether a magistrate has the power, after conviction of a defaulting company under section 7(3) or 11(4), to make the relevant order(s) similar to those under sections 9(1) and (2) and 13(1).

Section 11(5)

It is noted that under certain provisions of the new Companies Ordinance (28 of 2012) (the new CO) (e.g. sections 218(7) and 261(7)), Saturday is not a business day. On the other hand, Saturday is a business day for the purpose of some other provisions of the new CO (e.g. section 821(1)). Please let members know the rationale for counting Saturday as *business day* under the definition in section 11(5).

Section 657(2)(c) of the new CO

Under section 657(2)(c) of the new CO, the regulations made under section 657 may require a company to inform a person of the most recent date on which alterations were made to a register or an index. However, it is noted that there is no such requirement under L.N. 78 of 2013. Please let members know why such a requirement is now considered not necessary.

We should be most grateful if you would let us have the Administration's response as soon as possible.

Yours sincerely,



(Timothy TSO)
Assistant Legal Adviser

c.c. DoJ (Attn.: Ms Amy CHAN, Sr Govt Counsel (By Fax: 2869 1302)
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