

FEATURED LIBRARY BOOKS OF THE MONTH

CHECK OUT NOTABLE BOOKS ON POPULAR TOPICS FROM THE
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THIS MONTH'S TOPIC

Company Law

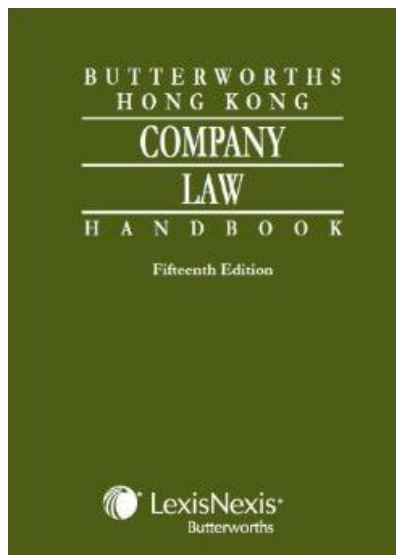
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Books



Title: Butterworths Hong Kong company law handbook : Companies Ordinance (Cap 32)

Annotators / Contributors : Roman Tomasic, ELG Tyler, Vanessa Stott / John Brewer, Philip Lawton, D.K. Srivastava

Publisher: LexisNexis

Edition: 15th

Year of Pub.: 2013

Call no.: KNR954 .A311932 T65 2013

ISBN.: 9789888231485 (pbk.)

- ◆ This handbook makes available in a convenient form the full text of the Companies Ordinance (Cap 32) together with section-by-section annotations. The annotations include amendment notes, carefully researched case authorities, expert commentary and other authoritative material presented in a concise and succinct style. In addition, cross-references are made to subsidiary legislation and to tables and forms where necessary. It is a testament to how far company law has progressed from the core principles of English equity and the United Kingdom Companies Act 1862.

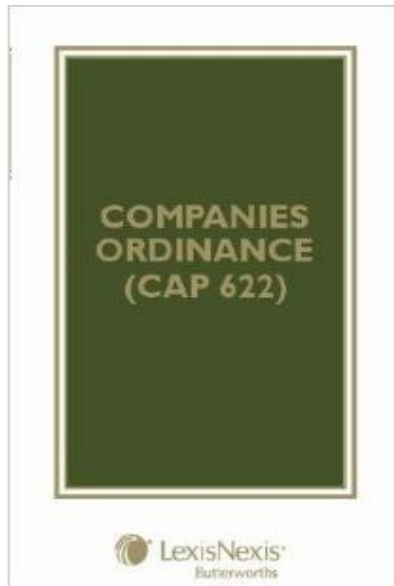
This fifteenth edition also includes the Companies (Winding-up) Rules and forms.

- ◆ Contents of the book include:

- Table of Cases
- Table of Legislation
- Table of Other Sources
- Glossary of Chinese Words and Phrases
- Companies Ordinance (Cap. 32)
- Appendix
- Companies (Winding-up) Rules (Cap. 32H)



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香港會計師公會



Title: Companies Ordinance (Cap. 622)
Introduction by: ELG Tyler
Publisher: LexisNexis
Year of Pub.: 2013
Call no.: KNR954.A312012 A4 2013
ISBN.: 9789888231942 (pbk.)

◆ The New Companies Ordinance (Cap 622) will come into operation in March 2014. It represents an extensive rewrite of Cap 32, providing a modernised legal framework for the incorporation and operation of companies in Hong Kong, with the aim of enhancing corporate governance, ensuring better regulation and providing better facilitation of business operations. Key changes in Cap 622 include the abolition of par value shares, restricting corporate directorship in private companies, offences relating to contents of auditor's reports, enhancement of auditor's rights, abolition of memorandum of association and matters relating to company articles, deregistration and restoration, among many others.

◆ Contents of the book include:

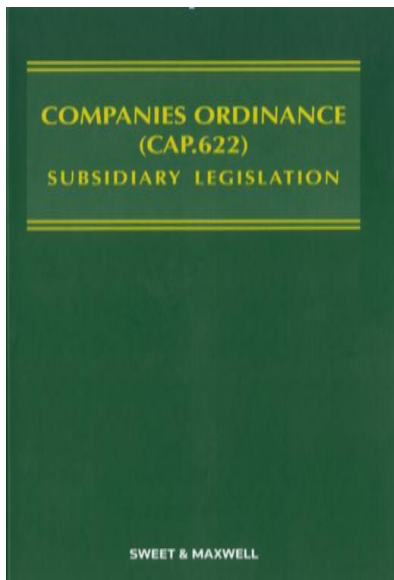
- Preliminary/Interpretation
- Registrar of Companies and Companies Register
- Company Formation and Related Matters, and Re-registration of Company
- Share Capital
- Transactions in relation to Share Capital
- Distribution of Profits and Assets
- Debentures
- Registration of Charges
- Accounts and Audit
- Directors and Company Secretaries
- Fair Dealing by Directors
- Company Administration and Procedure
- Arrangements, Amalgamation, and Compulsory Share

Acquisition in Takeover and Share Buy-Back

- Remedies for Protection of Companies' or Members' Interests
- Dissolution by Striking off or Deregistration
- Non-Hong Kong Companies
- Companies not formed, but Registrable, under the Ordinance
- Communications to and by Companies
- Investigations and Enquiries



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香港會計師公會



Title: Companies Ordinance (Cap.622) : subsidiary legislation

Introduction by: Edward L.G. Tyler, Stefan H.C. Lo and Natalie N.C. Wong, Companies Ordinance Rewrite Team, Department of Justice

Publisher: Sweet & Maxwell/Thomson Reuters

Year of Pub.: 2013

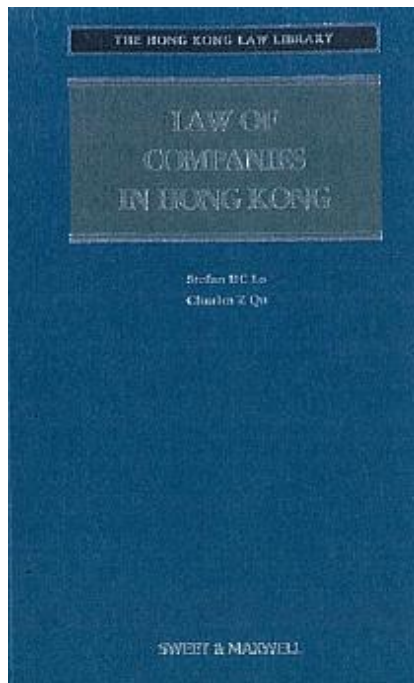
Call no.: KNR954.A312013 A4 2013

ISBN.: 9789626615911

◆ The Companies Ordinance (Cap.622) will come into force in 2014. There will initially be 12 new Subsidiary Legislation, considerably more than the 6 to the current Companies Ordinance.

◆ Contents of the book include:

- 12 new Subsidiary Legislation (Cap. 622A – Cap. 622L)
- Summary Financial Report
- Notification and Notice of Intent, etc.
- Contents of Revised Documents
- Approval and Signature of Revised Documents
- Effect of Revised Documents
- Auditor's Report on Revised Financial Statements
- Company's Obligations regarding Revised Documents
- Disclosure of Directors' Emoluments and Retirement Benefits, Payments in respect of Termination of Directors' Services and Consideration for Directors' Services
- Disclosure of Loans, Quasi-Loans and Other Dealings in favour of Directors
- Disclosure of Directors' Material Interests in Transactions, Arrangements or Contracts
- Shares and Distributions



Title: Law of companies in Hong Kong
Authors: Stefan H.C. Lo, Charles Z. Qu
Publisher: Sweet & Maxwell/Thomson Reuters
Year of Pub.: 2013
Call no.: KNR954 .L6 2013
ISBN.: 9789626615829

- ◆ The new Companies Ordinance (Cap. 622) is a total re-write of the old law as most of the sections of the former Cap. 32 have been rendered null and void except for the winding-up and insolvency provisions in Cap. 32. These provisions have been re-titled as the new insolvency laws. Law of Companies in Hong Kong is the first substantive text on company law providing the necessary answers to all questions about the law for anyone who is interested in it.

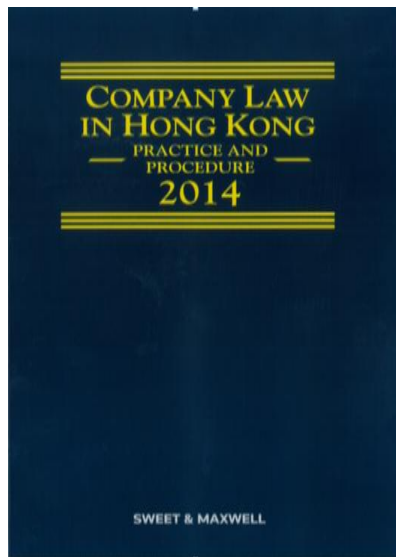
This book covers the topics on reviews the major proposals and new initiatives developed and brought forth in the new Companies Ordinance (Cap. 622). Comprehensive case law and new Company Law from Hong Kong and abroad. The book also includes extensive analysis of all aspects of the Company Law and how the new regime will operate.

- ◆ Contents of the book include:
 - Company Law and Regulation in Hong Kong
 - Establishment of Companies
 - Corporate Personality
 - Pre-Incorporation Contracts
 - Corporate Constitution and Shareholder Agreements
 - Corporate Organs and Division of Powers
 - Board of Directors
 - Directors' Duties
 - General Meetings
 - Members' Remedies and Minority
 - Accounts and Audit
 - Corporate Contracting and Liabilities of Companies

- Equity and Debt Financing
- Share Capital
- Maintenance of Capital
- Fund-Raising by Public Issue
- Debentures and Charges
- Receivership
- Corporate Rescue
- Liquidation



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Title: Company law in Hong Kong : practice and procedure

Editors Justice Susan Kwan, John Scott, Brian Gilchrist, Thomas Vaizey, Barry Slutsky, Edward L.G. Tyler, Alice Leung ... [et al]

Publisher: Sweet & Maxwell/Thomson Reuters

Year of Pub.: 2013

Call no.: KNR956 .C65 2013

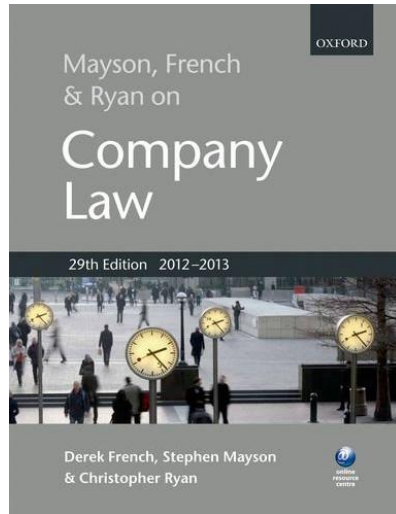
ISBN.: 9789626615812

◆ This book includes all the content from previous release updated and incorporated with the new companies law (cap. 622). It also examines and updates to the current laws and legal precedence that will come into effect with the new companies law in February/March 2014.

◆ Contents of the book include:

- Constitution of Company
- Capital
- Shares and Transfer of Shares
- Membership
- Meetings and Resolutions
- Duties of Directors and Officers under the Hong Kong Companies Ordinance
- Fiduciary Obligations of Directors
- Enforcement of Duties and Members' Remedies
- Protection of Outsiders
- Investor Protection in Capital Markets
- Dividends and Profits
- Debentures and Loan Capital
- Company Law in China

E-books



Title:	Mayson, French and Ryan on Company Law
Authors:	Derek French, Stephen Mayson & Christopher Ryan
Publisher:	Oxford University Press
Year of Pub.:	2012
Edition:	29th
Call no.:	KD2079 .M38 2012
ISBN.:	9780191666612 (ebk.)
Access via:	Ebrary

E-journals (via ProQuest)

Company Law: In Brief

Anonymous. Accountancy Ireland 46.1 (Feb 2014): 42.

HK market misconduct rules after Tiger Asia

International Financial Law Review (Dec 2013/Jan 2014).

IFRS in firing line over company law

Anonymous. Financial Director (Sep 2013): 8-9.

The A to Z guide to Chinese company law

International Financial Law Review (Mar 2006): 1.

Hong Kong looks to cast off UK company law past

Jordan, Cally. International Financial Law Review 16.7 (Jul 1997): 29-32.

Related information

Companies Ordinance (Cap. 622) (Blis, 3 March 2014)

New Hong Kong Companies Ordinance - Briefing Note 4: Non-Public Company Reporting Exemption: impact on directors' reports and financial statements (KPMG, March 2014)

Guidance on section 408 of the Companies Ordinance (HKICPA, 24 February 2014)

Invitation to Comment on Exposure Draft of Accounting Bulletin 5 Guidance for the Preparation of a Business Review under the Hong Kong Companies Ordinance CAP. 622 (HKICPA, 21 February 2014)

Exposure Draft of Accounting Bulletin 5 Guidance for the Preparation of a Business Review under the Hong Kong Companies Ordinance CAP. 622 (HKICPA, 2014)

New Companies Ordinance (Chapter 622) – Highlights (Hong Kong Companies Registry, January 2014)

The New Companies Ordinance: Are you ready? (CSJ, January 2014)

Major Changes Introduced by the New Companies Ordinance – Private and Public Companies (Mayer Brown JSM, 2014)

全国人大常委会通过关于修改《公司法》决定 (31 December 2013)

公司法修改议案获通过 注册认缴制确立 (29 December 2013)

New Companies Ordinance (Cap. 622) - How will it affect an Existing Company (Baker & McKenzie, December 2013)

Companies Ordinance (Commencement) Notice 2013 – L.N. 163 of 2013 (Gazette, 25 October 2013)

Companies Ordinance (Amendment of Schedule 10) Notice 2013 – L.N. 162 of 2013 (Gazette, 25 October 2013)

Companies Ordinance (Amendment of Schedule 7) Notice 2013 – L.N. 161 of 2013 (Gazette, 25 October 2013)

Legislative Council Brief – Companies Ordinance (Cap. 622) (Financial Services and the Treasury Bureau, 23 October 2013)

The New Companies Ordinance: Major Changes Part II (Hong Kong Lawyer, February 2013)

The New Companies Ordinance: Major Changes Part I (Hong Kong Lawyer, January 2013)

Companies Ordinance – Ord. No. 28 of 2012 (Gazette, 10 August 2012)