

LEGISLATIVE COUNCIL.

No. S. 178.—The following Bills were read a first time at a meeting of the Council held on the 23rd June, 1921 :—

BILL.

INTITULED

An Ordinance to amend further the Public Health and Buildings Ordinance, 1903.

BE it enacted by the Governor of Hongkong, with the advice and consent of the Legislative Council thereof, as follows :—

Short title and construction.

Ordinances Nos. 1 of 1903 and 9 of 1920.

Amendment of heading prefixed to ss. 54 & 55 of Ordinance No. 1 of 1903.

Repeal of Ordinance No. 1 of 1903, s. 54, and substitution of new section.

1. This Ordinance may be cited as the Public Health and Buildings Ordinance, 1921, and shall be read and construed as one with the Public Health and Buildings Ordinance, 1903, hereinafter called the principal Ordinance, and with the Public Health and Buildings Ordinance, 1920, and the said Ordinances and this Ordinance may be cited together as the Public Health and Buildings Ordinances, 1903 to 1920.

2. The heading prefixed to sections 54 and 55 of the principal Ordinance is amended by the substitution of the words "Compensation for Animals slaughtered by order of the Board." for the words "Compensation for slaughter of Infected Cattle."

3. Section 54 of the principal Ordinance is repealed and the following section is substituted therefor :—

Compensation for animals slaughtered by order of the Board. 57 & 58 Vict. c. 57, ss. 7, 14, 15, 16 and 20 (7).

54.—(1.) Subject to the provisions of subsections (2), (3) and (4) of this section, the Governor in Council shall direct the following compensation to be paid out of the public revenue for any animal slaughtered by order of the Board under the provisions of this Ordinance for the prevention of infectious diseases among animals :—

- (a) where the animal slaughtered was affected with rinderpest or swine fever, the compensation shall be one half of its full value immediately before it became so affected :
- (b) where the animal slaughtered was affected with pleuro-pneumonia, the compensation shall be three-fourths of its full value immediately before it became so affected :
- (c) where the animal slaughtered was affected with foot and mouth disease, the compensation shall be its full value immediately before it became so affected :
- (d) where the animal slaughtered was affected with any other kind of infectious disease among animals, the compensation shall be such proportion of its full value immediately before it became so affected as the Governor in Council may decide after taking the advice of the Board :
- (e) where the animal slaughtered was not affected with any kind of infectious disease among animals, the compensation shall be its full value immediately before it was slaughtered.

(2.) The maximum compensation shall be forty dollars in the case of a pig, and four hundred dollars in the case of any other animal.

- (3.) Notwithstanding anything in this Ordinance, the Governor in Council may if he thinks fit withhold, either wholly or partially, compensation for any animal slaughtered by order of the Board where, in the opinion of the Governor in Council, the owner of the animal or the person having charge thereof has been guilty in relation to the animal of an offence against this Ordinance or against any other Ordinance regulating the importation of animals into the Colony or the control of animals within the Colony.
- (4.) Unless otherwise ordered by the Governor in Council, no compensation shall be paid for any animal which in the opinion of the Board shows symptoms of disease before it has been in the Colony for the period of incubation of the disease in question.
- (5.) It shall be lawful for the Governor in Council to define by order, for the purposes of sub-section (4) of this section, the periods of incubation of any diseases.

4. Section 55 of the principal Ordinance is repealed and the following section is substituted therefor:—

Retention of animals by the Board and compensation therefor.  
57 & 58 Vict. c. 57, s. 20 (1).

55. The Board may, notwithstanding anything in this Ordinance, retain and reserve for observation or treatment any animal liable to be slaughtered under this Ordinance by order of the Board, but in every such case compensation shall be payable as in the case of actual slaughter.

Repeal of Ordinance No. 1 of 1903, s. 55, and substitution of new section.

5. Section 175 of the principal Ordinance is amended by the addition at the end thereof of the following sub-section:—

Existing buildings with excess space.

- (5.) If any existing domestic building is provided with such an amount of open space as would have satisfied the provisions of section 180 of the principal Ordinance if the domestic building had been erected or re-erected after the commencement of that Ordinance on land leased from the Crown before the commencement of that Ordinance, nothing shall be done which would have the effect of reducing the amount of open space below the minimum which would have satisfied the provisions of the said section if the domestic building had been erected or re-erected as aforesaid on land leased as aforesaid.

Amendment of Ordinance No. 1 of 1903, s. 175.

6. Section 176 of the principal Ordinance is amended by the repeal of the words "within an urban district" in the second line thereof.

Amendment of Ordinance No. 1 of 1903, s. 176.

7. Section 179 of the principal Ordinance is amended as follows:—

- (a) by the addition of the words "Every scavenging lane shall be formed to such levels as the Building Authority may direct." immediately after the word "land" in the tenth line of sub-section (1) thereof;
- (b) by the repeal of the words "occupied only as shops" in the third line of proviso (d) to sub-section (1) thereof and by the substitution therefor of the words "not occupied for domestic purposes";
- (c) by the repeal of sub-section (2) thereof and by the substitution therefor of the following sub-section:—

(2.) No portion of any street whatsoever shall be allowed to count as open space.

Amendment of Ordinance No. 1 of 1903, s. 179.

(d) by the addition of the following sub-section at the end thereof :—

(3.) The Building Authority may, at the request of the owner, modify the provisions of this section in any case in which he thinks fit.

Amendment  
of Ordinance  
No. 1 of  
1903, s. 180.

8. Section 180 of the principal Ordinance is amended as follows :—

(a) by the addition of the words "Every scavenging lane shall be formed to such levels as the Building Authority may direct." immediately after the word "building" in the tenth line of sub-section (1) thereof ;

(b) by the repeal of the words "occupied only as shops" in the third line of proviso (f) to sub-section (1) thereof and by the substitution thereof of the words "not occupied for domestic purposes";

(c) by the repeal of sub-section (2) thereof and by the substitution thereof of the following sub-section :—

(2.) No portion of any street whatsoever shall be allowed to count as open space.

(d) by the repeal of sub-section (3) thereof.

Repeal of  
Ordinance  
No. 1 of  
1903, s. 181,  
and sub-  
stitution of  
new section.

9. Section 181 of the principal Ordinance is repealed and the following section is substituted therefor :—

Means of  
access to open  
spaces, etc.

181.—(1.) Every street whatsoever on land held under lease from the Crown may be used at any time by any public officer for the purpose of inspecting, scavenging or cleansing such street, or any part of any building communicating with such street.

(2.) The owner of every building which has been provided with an open space shall, if such open space abuts on any street, provide means of access to such open space from such street, and, if such open space is enclosed, the communicating door or gate shall be opened by the occupier whenever required by any public officer for the purpose of inspecting, scavenging or cleansing any part of such building.

#### *Objects and Reasons.*

1. Clauses 2, 3 and 4 of the Bill deal with the payment of compensation for animals slaughtered by order of the Sanitary Board, and for animals retained for observation by order of the Board. Clauses 5 to 9 make certain alterations in the law relating to open spaces, scavenging lanes, and means of access for the purpose of inspecting, scavenging, and cleansing.

2. *Clause 2.*—This clause makes an amendment in the heading prefixed to sections 54 and 55 of the principal Ordinance which is consequential on the amendment made by clauses 3 and 4 of the bill.

3. *Clause 3.*—The existing law relating to compensation for animals slaughtered by order of the Board is defective in two main respects, *i.e.*, (a) it applies only to cattle and not to animals generally, and (b) it gives no power to withhold compensation for animals which were imported in an infected condition. Clause 3 of the bill follows the lines of the Diseases of Animals Act, 1894. In accordance with that Act, it makes the amount of compensation depend upon the nature of the disease, it gives power to withhold compensation if the owner of the animal has been guilty in relation to the animal of an offence against the principal Ordinance, and it

provides that, unless otherwise ordered by the Governor in Council, no compensation shall be paid for any animal which shows symptoms of disease before it has been in the Colony for the period of incubation of the disease in question. The maximum compensation is to be \$40 in the case of a pig and \$400 in the case of any other animal. Power is given to the Governor in Council to define by order the periods of incubation of any diseases.

4. *Clause 4.*—This clause gives the Board power to retain for observation any animal which is liable to be slaughtered by order of the Board, and it provides that compensation shall be given in such a case as if the animal has been slaughtered.

5. *Clause 5.*—This clause provides that if an existing domestic building has in fact the amount of open space which would be required in the case of a new domestic building erected on land leased from the Crown before the commencement of the principal Ordinance, such open space shall not be reduced below the minimum required for such a new domestic building.

6. *Clause 6.*—This clause makes general the provisions of section 176 of the principal Ordinance relating to open spaces between new domestic buildings and the hillside. At present these provisions apply only to the City of Victoria.

7. *Clause 7.*—(a) This sub-clause makes it clear that scavenging lanes provided under the section must be formed to such levels as the Building Authority may direct.

(b) This sub-clause extends the privilege of the proviso to all ground stories which are not used for domestic purposes, whether they be used as shops or not. In future therefore the proviso will apply, *e.g.*, to ground stories used as godowns as well as to ground stories used as shops. It must, however, be pointed out that the amendment may have a restrictive effect also, though this depends upon the legal construction which ought to be placed on the wording of the present proviso. It is believed that the intention of the present proviso was that the concession should be available only where the ground stories of the three adjacent buildings were used solely as shops, and that it should not be available where those shops were used also for domestic purposes. However that may be, the amendment will make it clear that if the shops are also used for domestic purposes the concession cannot be claimed. Of course the presence of two caretakers in a shop at night will not have the effect of making the shop a place "used for domestic purposes" within the meaning of the section.

(c) In future no portion of any street shall be allowed to count as open space.

(d) This sub-clause gives the Building Authority power to modify the provisions of the section in the interests of the owner.

8. *Clause 8.*—The remarks made on paragraphs (a), (b), and (c) of clause 7 above apply also to the corresponding paragraphs of this section.

*Sub-clause (d).*—It is intended that no compensation shall be payable in future for scavenging lanes in any case. Such lanes are indirectly an advantage to the public but they are primarily necessary for the convenience and health of the occupants of the building.

9. *Clause 9.*— It seems desirable to provide that all open spaces which abut on a street must be provided with a means of access from such street for the purpose of inspection, scavenging and cleansing.

J. H. KEMP,  
*Attorney General.*

27th May, 1921.

A B I L L

INTITULED

An Ordinance to amend the Crown Lands Resumption Ordinance, 1900.

BE it enacted by the Governor of Hongkong, with the advice and consent of the Legislative Council thereof, as follows :—

Short title and construction. Ordinance No. 10 of 1900.

1. This Ordinance may be cited as the Crown Lands Resumption Ordinance, 1921, and shall be read and construed as one with the Crown Lands Resumption Ordinance, 1900, hereinafter called the principal Ordinance, and the said Ordinance and this Ordinance may be cited together as the Crown Lands Resumption Ordinances, 1900 and 1921.

Additional rules for determining compensation. 9 & 10 Geo. 5, c. 57, s. 2 (1), (2).

2. In the determination of the compensation to be paid under the principal Ordinance :—

(a.) No allowance shall be made on account of the resumption being compulsory :

(b.) Subject to the provisions of section 11 of the principal Ordinance, and to the provisions of paragraph (c.) of this section, the value of the land resumed shall be taken to be the amount which the land if sold in the open market by a willing seller might be expected to realise : and

(c.) No compensation shall be given in respect of any use of the land which is not in accordance with the terms of the Crown lease under which the land is held.

Application of s. 2.

3. Section 2 of this Ordinance shall not apply to any case in which the notice under section 4 of the principal Ordinance shall have been published in the *Gazette* before the commencement of this Ordinance, or to any case in which the notice under section 5 of the principal Ordinance shall have been given to the owner before the commencement of this Ordinance.

Amendment of Ordinance No. 10 of 1900, s. 3 (1).

4. Sub-section (1) of section 3 of the principal Ordinance is amended by the addition of the words "or in case the owner is absent from the Colony or cannot be found," after the word "is" in the eighth line thereof.

Absence of co-owner.

5. If any co-owner of land which is to be resumed is absent from the Colony or cannot be found proceedings under the principal Ordinance may be taken in all respects as if such person were non-existent.

Amendment of Ordinance No. 10 of 1900, s. 11.

6. The proviso which is contained in the last seven lines of section 11 of the principal Ordinance is repealed.

*Objects and Reasons.*

1. This bill contains the three following main provisions :—

(a.) The customary 10% allowance for compulsory acquisition is to be abolished.

(b.) The compensation is to be based on the amount which the property would fetch in the open market if sold by a willing seller.

(c.) No compensation is to be given in respect of any use of the land which is not in accordance with the terms of the crown lease under which the land is held.

2. Paragraphs (a) and (b) of clause 2 are adopted from the Acquisition of Land (Assessment of Compensation) Act, 1919, 9 & 10 Geo. 5, c. 57, s. 2 (1) and (2).

3. Paragraph (c) of clause 2 is intended to prevent claims being made on public moneys in respect of uses of the land which are not in accordance with the terms of the Crown lease. Such claims are sometimes made, and they are generally supported by the production of permits to use the land in that particular way. Though such permits are intended to be only temporary they are often renewed from year to year for long periods, and the argument is that the Crown must be taken to have waived the breach of the Crown lease. It has also been argued that the expectation of the continued renewal of such permits must be taken into account in fixing the compensation.

4. Clause 3 of the bill is intended to save existing arbitrations from coming under the stricter provisions of clause 2 of the bill.

5. Clauses 4 and 5 are intended to get over a difficulty which sometimes occurs in the New Territories when owners, or co-owners, are absent from the Colony or cannot be found.

6. Clause 6 is a minor amendment which is consequential on paragraph (a) of clause 2.

J. H. KEMP,  
Attorney General.

6th May, 1921.

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## A BILL

### INTITULED

An Ordinance to facilitate the enforcement in the Colony of Maintenance Orders made in England or Ireland and *vice versa*, and to declare the application of the Married Women (Desertion) Ordinance, 1905, and to amend the said Ordinance.

BE it enacted by the Governor of Hongkong, with the advice and consent of the Legislative Council thereof, as follows :—

1. This Ordinance may be cited as the Maintenance Orders (Facilities for Enforcement) Ordinance, 1921. Short title.  
10 & 11 Geo.  
5. c. 33, s. 13.
2. In this Ordinance :—
  - (1) "Certified copy" in relation to an order of court means a copy of the order certified by the proper officer of the court to be a true copy ; Interpreta-  
tion.  
Certified  
copy.  
10 & 11 Geo.  
5. c. 33, s. 10.
  - (2) "Dependants" means such persons as the person against whom the order or decree is made is, according to the law in force in the part of His Majesty's dominions in which the maintenance order was made, liable to maintain ; Dependants.  
10 & 11 Geo.  
5. c. 33, s. 10.
  - (3) "Maintenance Order" means an order other than an order of affiliation for the periodical payment of sums of money towards the maintenance of the wife or other dependants of the person against whom the order is made, and includes, with reference to Ireland, an order or decree for the recovery or repayment of the cost of relief or maintenance made by virtue of the provisions of the Poor Relief (Ireland) Acts, 1839 to 1914. Maintenance  
Order.  
10 & 11 Geo.  
5. c. 33, ss.  
10, 11.

Enforcement in the Colony of maintenance orders made in England and Ireland.  
10 & 11 Geo. 5. c. 33, s. 1.

3. Where a maintenance order has, whether before or after the passing of this Ordinance, been made against any person by any court in England or Ireland, and a certified copy of the order has been transmitted by the Secretary of State for the Colonies to the Governor, the Governor shall send a copy of the order to a magistrate for registration; and on receipt thereof the order shall be registered, and shall, from the date of such registration, be of the same force and effect, and, subject to the provisions of this Ordinance, all proceedings may be taken on such order, as if it had been an order originally made by a magistrate and any magistrate shall have power to enforce the order accordingly.

Transmission of maintenance orders made in the Colony.  
10 & 11 Geo. 5. c. 33, s. 2.

4. Where a magistrate has, whether before or after the commencement of this Ordinance, made a maintenance order against any person, and it is proved to a magistrate that the person against whom the order was made is resident in England or Ireland, the magistrate shall send to the Governor for transmission to the Secretary of State for the Colonies a certified copy of the order.

Power to make provisional orders of maintenance against persons resident in England or Ireland.  
10 & 11 Geo. 5. c. 33, s. 3.

5.—(1.) Where an application is made to a magistrate for a maintenance order against any person, and it is proved that that person is resident in England or Ireland, such magistrate may, in the absence of that person, if after hearing the evidence he is satisfied of the justice of the application, make any such order as he might have made if a summons had been duly served on that person and that person had failed to appear at the hearing, but in such case the order shall be provisional only, and shall have no effect unless and until confirmed by a competent court in England or Ireland.

(2.) The evidence of any witness who is examined on any such application shall be put into writing, and such deposition shall be read over to and signed by him.

(3.) Where such an order is made, the magistrate shall send to the Governor for transmission to the Secretary of State for the Colonies the depositions so taken and a certified copy of the order, together with a statement of the grounds on which the making of the order might have been opposed if the person against whom the order is made had been duly served with a summons and had appeared at the hearing, and such information as the magistrate possesses for facilitating the identification of that person, and ascertaining his whereabouts.

(4.) Where any such provisional order has come before a competent court in England or Ireland for confirmation, and the order has by that court been remitted for the purpose of taking further evidence, a magistrate shall proceed to take the evidence in like manner and subject to the like conditions as the evidence in support of the original application.

If upon the hearing of such evidence it appears to such magistrate that the order ought not to have been made, he may rescind the order, but in any other case the depositions shall be sent to the Governor and dealt with in like manner as the original depositions.

(5.) The confirmation of an order made under this section shall not affect any power of a magistrate to vary or rescind that order: provided that on the making of a varying or rescinding order such magistrate shall send a certified copy thereof to the Governor for transmission to the Secretary of State for the Colonies, and that in the case of an order varying the original order the order shall not have any effect unless and until confirmed in like manner as the original order.

(6.) The applicant shall have the same right of appeal, if any, against a refusal to make a provisional order as he would have had against a refusal to make the order had a summons been duly served on the person against whom the order is sought to be made.

6.—(1.) Where a maintenance order has been made by a court in England or Ireland, and the order is provisional only and has no effect unless and until confirmed by a magistrate in the Colony, and a certified copy of the order together with the depositions of witnesses and a statement of the grounds on which the order might have been opposed has been transmitted to the Governor, and it appears to the Governor that the person against whom the order was made is resident in the Colony, the Governor shall send the said documents to a magistrate with a requisition that a summons be issued calling upon the person to show cause why that order should not be confirmed, and upon receipt of such documents and requisition such magistrate shall issue such a summons and cause it to be served upon such person.

Power of magistrate to confirm provisional orders of maintenance made in England or Ireland against persons resident in the Colony.

10 & 11 Geo. 5. c. 33, s. 4.

(2.) A summons so issued may be served in the same manner as if it had been originally issued under the provisions of the Magistrates Ordinance, 1890.

Ordinance No. 3 of 1890.

(3.) At the hearing it shall be open to the person on whom the summons was served to raise any defence which he might have raised in the original proceedings had he been a party thereto, but no other defence, and the certificate from the court which made the provisional order stating the grounds on which the making of the order might have been opposed if the person against whom the order was made had been a party to the proceedings shall be conclusive evidence that those grounds are grounds on which objection may be taken.

(4.) If at the hearing the person served with the summons does not appear or, on appearing, fails to satisfy the magistrate that the order ought not to be confirmed, such magistrate may confirm the order either without modification or with such modifications as may seem just to him after hearing the evidence.

(5.) If the person against whom the summons was issued appears at the hearing and satisfies the magistrate that for the purpose of any defence it is necessary to remit the case to the court which made the provisional order for the taking of any further evidence, the magistrate may so remit the case and adjourn the proceedings for the purpose.

(6.) Where a provisional order has been confirmed under this section, it may be varied or rescinded in like manner as if it had originally been made by the confirming magistrate and where on an application for rescission or variation the magistrate is satisfied that it is necessary to remit the case to the court which made the order for the purpose of taking further evidence, such magistrate may so remit the case and adjourn the proceedings for the purpose.

(7.) Where an order has been so confirmed, the person bound thereby shall have the same right of appeal, if any, against the confirmation of the order as he would have had against the making of the order had the order been an order made by the magistrate confirming the order.

7. The Governor may make regulations for determining the manner in which a case can be remitted by a court authorised to confirm a provisional order to the court which made the provisional order, for facilitating communications between such courts, and generally for the purpose of regulating the procedure under this Ordinance.

Power of Governor to make regulations.

10 & 11 Geo. 5, c. 33, s. 5.

8. An order which has been registered or which has been confirmed by a magistrate under this Ordinance shall be enforceable either—

Mode of enforcing orders.  
10 & 11 Geo. 5, c. 33, s. 6.

- (i) by warrant of distress, or
- (ii) in default of sufficient distress, by imprisonment, or

(iii) at the discretion of the magistrate by imprisonment in the first instance, and any such imprisonment shall be in accordance with the scale provided by section 57 of the Magistrates Ordinance, 1890.

Ordinance No. 3 of 1890. Proof of documents signed by officers of court. 10 & 11 Geo. 5, c. 33, s. 8. 9. Any document purporting to be signed by a judge or officer of a court in England or Ireland shall, until the contrary is proved, be deemed to have been so signed without proof of the signature or judicial or official character of the person appearing to have signed it, and the officer of a court by whom a document is signed shall, until the contrary is proved, be deemed to have been the proper officer of the court to sign the document.

Depositions to be evidence. 10 & 11 Geo. 5, c. 33, s. 9. 10. Depositions taken in a court in England or Ireland for the purposes of this Ordinance shall be received in evidence in proceedings under this Ordinance.

Application of Ordinance No. 3 of 1890. 11. The Magistrates Ordinance, 1890, shall apply to proceedings under this Ordinance as it applies to proceedings under that Ordinance.

Declaration as to construction of Ordinance No. 10 of 1905. 12. It is hereby declared that the Married Women (Desertion) Ordinance, 1905, shall not be deemed to be restricted to persons of Chinese or other Asiatic race.

Amendment of Ordinance No. 10 of 1905, ss. 4 and 6. 13. Married Women (Desertion) Ordinance, 1905, is amended as follows :—  
(1) by the deletion of the words and figures "not exceeding 20 dollars" in the eleventh and twelfth lines of section 4 thereof, and  
(2) by the deletion of the words and figures "so that it shall not in any case exceed the weekly sum of 20 dollars" in the fifth and sixth lines of section 6 thereof.

#### *Objects and Reasons.*

The object of this Bill, which originated from a resolution passed by the Imperial Conference in 1911, is to facilitate the enforcement in the Colony of maintenance orders made in England or Ireland and *vice versa*.

2. It has been introduced on instructions from the Secretary of State for the Colonies, and reproduces the provisions of 10 and 11 George 5, chapter 33.

3. By the provisions of the Bill, orders made against persons in England or Ireland, after notice to such persons, will be enforceable in the Colony, (provided such orders are registered here) in the same way as if they had originally been made in the Colony: and, by the provisions of 10 and 11 George 5, c. 33, the same applies *vice versa* to orders made against persons in the Colony, after notice to such persons. But order made against persons in England or Ireland in their absence, such persons being in the Colony, are provisional only, and do not take effect until confirmed by a magistrate in the Colony: and, by the provisions of 10 and 11 George 5, c. 33, the same applies *vice versa* to orders made in the Colony against persons in their absence.

4. Clause 3 provides for the enforcement by a magistrate of maintenance orders made in England or Ireland.

5. Clause 4 empowers the Governor to transmit to the Secretary of State for the Colonies for enforcement in England or Ireland maintenance orders made in the Colony.

6. Clause 5 empowers a magistrate in the Colony to make provisional orders of maintenance against persons resident in England or Ireland.

7. Clause 6 empowers a magistrate in the Colony to confirm provisional orders of maintenance made in England or Ireland against persons resident in the Colony.

8. By Clause 11 the provisions of the Magistrates Ordinance, 1890, are applied to proceedings under the Bill.

9. Clause 12 refers to the Married Women (Desertion) Ordinance, 1905. From the definition of "Married Women" in this Ordinance, and from the fact that no payment may be ordered under the Ordinance which exceeds 20 dollars weekly, it might be argued that the Ordinance was intended to apply only to persons of Chinese or Asiatic race. The present Bill is intended to cover all cases of maintenance orders, irrespective of nationality, and it is therefore advisable to remove all doubts as to the construction of the only local Ordinance under which such orders may be made.

10. Clause 13 amends sections 4 and 6 of the Married Women (Desertion) Ordinance, 1905, by removing the provision that no order may be made for payment of more than 20 dollars weekly. The retention of this figure is now out of place in view of fluctuating exchange, the increased cost of living and the connection with the United Kingdom system.

11. The other provisions in the Bill are either supplementary or consequential, and call for no comment.

J. H. KEMP,  
*Attorney General.*

31st March, 1921.

A BILL

INTITLED

An Ordinance to amend the law relating to criminal procedure in the Supreme Court.

BE it enacted by the Governor of Hongkong, with the advice and consent of the Legislative Council thereof, as follows:—

1. This Ordinance may be cited as the Criminal Procedure Ordinance, 1921, and shall be read and construed as one with the Criminal Procedure Ordinance, 1899, and with the Criminal Procedure Amendment Ordinance, 1913, and the said Ordinances and this Ordinance may be cited together as the Criminal Procedure Ordinances, 1899 to 1921.

Short title and construction.  
Ordinances Nos. 9 of 1899 and 27 of 1913.

2. Sub-section (2) of sections 78 of the Criminal Procedure Ordinance, 1899, is repealed and the following sub-section is substituted therefor:—

Amendment of Ordinance No. 9 of 1899, s. 78 (2).

(2.) Upon the consideration of the question so reserved it shall be lawful for the Full Court to affirm or to quash the conviction or to direct a new trial, and to make such other orders as may be necessary to give effect to its decision, provided that the Full Court may, notwithstanding that it is of opinion that the question so reserved might be decided in favour of the convicted person, affirm the conviction if it considers that no substantial miscarriage of justice has actually occurred.

3. It shall not be necessary in any case whatsoever when a verdict of guilty has been returned by the jury to ask the accused whether he has anything to say why judgment should not be given against him, but upon a verdict of guilty being returned by the jury in any case it shall be lawful for the judge, failing any motion in arrest of judgment, forthwith to pass sentence upon the accused.

Calling upon the accused after verdict declared unnecessary.

*Objects and Reasons.*

1. The object of this bill is to effect three improvements in the criminal procedure of the Supreme Court.

2. Clause 2 effects two alterations in the law. In the first place it gives the Full Court power to order a new trial upon a question of law being reserved by the trial judge. It is true that the Court of Criminal Appeal in England has no power to order a new trial, but the Judges have frequently expressed the opinion that that Court ought to have such a power. For instance, in *R. v. Bloom*, 4 Cr. App. R., at p. 35, the Lord Chief Justice (Lord Alverstone) said, "In this case we have a strong illustration of what we have had to observe many times, *viz* :—the importance that this Court should have power to order a new trial. It is impossible for the Court properly to perform its duties without that power." And in *R. v. Bloom*, 7 Cr. App. R. at p. 8, Darling J. in delivering judgment of the Court, which consisted of Lord Alverstone C. J. and Darling and Hamilton JJ. said, "In this case we desire to repeat and emphasise what the Lord Chief Justice has had on several occasions, that it appears to us after some years' experience of the working of this Act, to be a matter of great regret that we have no power to order a new trial, as can be done on appeal in a civil case where a verdict is set aside on such grounds as those on which we feel bound to act to-day. In this Court if a sufficient legal reason is advanced against the conclusion of a judge and jury, we have no alternative but to quash the conviction, and no further proceedings can be taken. This is a case, like many others which have come before us, where it is clearly desirable that all the facts should be submitted again to a jury with an adequate and proper direction. We hope that what we are now saying will be considered by those who have power to amend the law in this respect."

3. In the second place clause 2 provides that even if the question reserved might be decided in favour of the accused the Full Court may affirm the conviction if it considers that no substantial miscarriage of justice has actually occurred. This provision is taken from section 4 (1) of the Criminal Appeal Act, 1807, 7 Edward 7, c. 23. The chief application of this provision in England occurs where the ground alleged is misdirection as to the law or wrongful admission or rejection of evidence. The rule adopted by the Court of Criminal Appeal with regard to evidence wrongfully admitted has been that it will not act upon the above proviso in any case in which it appears to it clear that the jury may have been influenced by the evidence wrongfully admitted: see *R. v. Rodley* (1913) 3 K. B. 468.

4. Clause 3 proposes to abolish the necessity of calling upon the accused after a verdict of guilty has been returned by the jury. The only object of calling upon the accused in this way is to give him an opportunity of moving in arrest of judgment. Motions in arrest of judgment are seldom made and they are very rarely successful. They are of necessity made upon technical grounds. If any such grounds are open to a defended prisoner his counsel may be trusted to bring them forward at the proper time, and an undefended prisoner is extremely unlikely to discover any such grounds. The clause still leaves it open to the accused to move in arrest of judgment after verdict and before sentence. Under the present rule of practice, by which the accused is called upon after verdict in cases of felony, the experience of those conversant with the Courts is that the accused either does not know what to say or else enters once more upon his general defence. This is mere waste of time, and is sometimes distressing, especially in capital cases.

J. H. KEMP,  
*Attorney General.*

19th May, 1921.

A BILL

INTITULED

An Ordinance to repeal the Non-Ferrous Metal Industry Ordinance, 1919, and the Non-Ferrous Metal Industry Amendment Ordinance, 1920.

BE it enacted by the Governor of Hongkong, with the advice and consent of the Legislative Council thereof, as follows:—

1. This Ordinance may be cited as the Non-Ferrous Metal Industry Ordinance, 1921. Short title.

2. The Non-Ferrous Metal Industry Ordinance, 1919, and the Non-Ferrous Metal Industry Amendment Ordinance, 1920, are repealed. Repeal of Ordinances No. 1 of 1919 and 4 of 1920.

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*Objects and Reasons.*

It is recognised that the licence system introduced by the Non-Ferrous Metal Industry Ordinance, 1919, is of no practical use in Hongkong, which, as regards the metal industry, is a transshipping centre and not a producing country.

J. H. KEMP,  
*Attorney General.*

6th June, 1921.

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A BILL

INTITULED

An Ordinance to amend further the law relating to companies.

BE it enacted by the Governor of Hongkong, with the advice and consent of the Legislative Council thereof, as follows:—

1. This Ordinance may be cited as the Companies Ordinance, 1921, and shall be read and construed as one with the Companies Ordinances, 1911-1915, and the said Ordinances and this Ordinance may be cited together as the Companies Ordinances, 1911 to 1921. Short title and construction. Ordinances Nos. 58 of 1911, 22 of 1913, and 31 of 1915.

2. The first seven lines of section 3 of the Companies Ordinance, 1911, as amended by section 2 of the Companies Amendment Ordinance, 1913, are amended so as to read as follows:— Amendment of Ordinance No. 58 of 1911, s. 3.

3. Any 7 or more persons (or, where the company to be formed will be a private company within the meaning of this Ordinance, any 2 or more persons) associated for any lawful purpose may, by subscribing their names to a memorandum of association (which must be printed and in the English language) and otherwise complying with the requirements of this Ordinance in respect of registration, form an incorporated company, with or without limited liability, (that is to say), either—

Amendment of Ordinance No. 58 of 1911, s. 9.

3. Section 9 of the Companies Ordinance, 1911, as amended by section 6 (3) of the Companies Ordinance, 1915, is further amended as follows :—

- (a) by the addition at the end of sub-section (1) thereof of the words "Provided that the Registrar may require that the year of its incorporation shall form part of the name of the last incorporated company." ;
- (b) by the repeal in sub-section (2) thereof of the words "may with the sanction of the Registrar," and by the substitution therefor of the words "shall, within three months after the sending by the Registrar to its registered address of a notice requiring it so to do," ;
- (c) by the insertion in sub-section (3) thereof of the words "or, in the case of a China company, with the approval of the Minister," immediately after the word "Governor".

Amendment of Ordinance No. 58 of 1911, s. 10.

4. Sub-section (6) of section 10 of the Companies Ordinance, 1911, is amended by the repeal of the words "An office" in the first line thereof and by the substitution therefor of the words "A sealed".

Amendment of Ordinance No. 58 of 1911, s. 18.

5. Sub-section (2) of section 18 of the Companies Ordinance, 1911, is amended by the insertion of the words "and shall register every such declaration" at the end thereof.

Amendment of Ordinance No. 58 of 1911, s. 27.

6. Section 27 of the Companies Ordinance, 1911, as amended by section 5 of the Companies Amendment Ordinance, 1913, is further amended as follows :—

- (a) by the repeal of sub-section (4) thereof and by the substitution therefor of the following sub-sections :—
  - (4.) The above list and summary shall (except where the company is a private company) contain, in the English language, the auditors' report required under the provisions of sub-section (2) of section 114 of this Ordinance and also any letter or communication subject to which the auditors' report is made.
  - (5.) The above list and summary shall be in the English language, and shall be contained in a separate part of the register of members, and shall be completed within 31 days after the ordinary annual general meeting aforesaid, and the company shall forthwith forward to the Registrar of Companies a copy signed by the manager or by the secretary of the company.
- (b) by the renumbering of sub-section (5) thereof as sub-section (6).

Amendment of Ordinance No. 58 of 1911, s. 35.

7. Section 35 of the Companies Ordinance, 1911, as amended by section 2 and the First Schedule of the Estate Duty Ordinance, 1915, is further amended as follows :—

Ordinance No. 16 of 1915.

- (a) by the insertion of the words "or otherwise," immediately after the word "him" in the ninth line of sub-section (1) thereof ;
- (b) by the repeal of the words "a licence" in the fourteenth line of sub-section (1) thereof and by the substitution therefor of the words "the first annual licence to a company" ;
- (c) by the insertion of the words "by the transferor" immediately after the word "executed" in sub-section (8) (a) thereof.

8. Section 64 of the Companies Ordinance, 1911, as amended by section 6 (6) of the Companies Ordinance, 1915, is further amended as follows :—

Amendment  
of Ordinance  
No. 58 of  
1911, s. 64.

(a) by inserting the following paragraph after paragraph (c) of sub-section (1) thereof :—

(d) shall have the names of two principal officers of the company printed in legible characters on all trade catalogues, trade circulars, show cards, and business letters on or in which the name of the company appears.

(b) by the repeal of paragraph (d) of sub-section (1) thereof and by the substitution therefor of the following sub-section :—

(2.) Every limited company which has a Chinese name or uses a Chinese equivalent shall append thereto the Chinese characters 有限公司, and every China company which has a Chinese name or uses a Chinese equivalent shall prefix thereto the Chinese characters 英商 and shall append thereto the Chinese characters 有限公司.

(c) by the repeal of sub-section (2) thereof and by the substitution therefor of the following sub-section :—

(3.) If a limited company makes any default in complying with any of the provisions of sub-sections (1) and (2) of this section it shall be liable to a fine not exceeding 500 dollars for each default, and in the case of a continuing default to a fine not exceeding 50 dollars for every day during which the default continues, and every director and manager of a company who knowingly and wilfully authorises or permits the default shall be liable to the like penalty: Provided that no director or manager shall be liable to be fined both under this sub-section and also under sub-section (4) of this section in respect of the same default.

(d) by renumbering sub-section (3) as sub-section (4).

9. Section 77 of the Companies Ordinance, 1911, as amended by section 9 of the Companies Amendment Ordinance, 1913, is further amended by the addition of the following sub-section at the end thereof :—

(8.) Sub-sections (4), (5) and (6) of this section shall not apply to private companies.

10. Section 89 of the Companies Ordinance, 1911, as amended by section 12 of the Companies Amendment Ordinance, 1913, and by section 6 (10) of the Companies Ordinance, 1915, is further amended by renumbering sub-section (6) as sub-section (7) and by inserting the following sub-section :—

Amendment  
of Ordinance  
No. 58 of  
1911, s. 89.

(6) If a company shall have failed to obtain a certificate to commence business within one year of the date of its incorporation the name of the company shall be struck off the register and the company shall be dissolved.

Amendment  
of Ordinance  
No. 58 of  
1911, s. 90.

11. Section 90 of the Companies Ordinance, 1911, as amended by section 13 of the Companies Amendment Ordinance, 1913, is further amended by the insertion of the words "and, in the case of Chinese allottees, their names, addresses and descriptions both in English and in Chinese characters," after the word "allottees" in the third line of sub-section (1) (a) thereof.

Amendment  
of Ordinance  
No. 58 of  
1911, s. 95.

12. Sub-section (1) of section 95 of the Companies Ordinance, 1911, as amended by section 6 (11) of the Companies Ordinance, 1915, is further amended by the repeal of the words "in the prescribed manner" in the fourth and fifth lines of proviso (i) thereto and by the substitution therefor of the words "to the satisfaction of the Registrar".

Amendment  
of Ordinance  
No. 58 of  
1911, s. 119.

13. Sub-sections (2) and (3) of section 119 of the Companies Ordinance, 1911, are repealed and the following sub-section is substituted therefor :—

- (2) The Governor in Council may rescind, add to or amend in any way whatsoever any of the tables and forms contained in the schedules hereto, and may rescind, add to or amend in any way whatsoever any of the fees contained in Table B in the First Schedule hereto, provided that no alteration made by the Governor in Council in Table A in the First Schedule hereto shall affect any company registered before such alteration shall have been made.

Amendment  
of Ordinance  
No. 58 of  
1911, s. 141.

14. Section 141 of the Companies Ordinance, 1911, as amended by section 6 (16) of the Companies Ordinance, 1915, is further amended as follows :—

- (a) by the repeal of the words "by the Court" in the second line of sub-section (1) thereof.

- (b) by the repeal of sub-section (2) thereof, as enacted by section 6 (16) (b) of the Companies Ordinance, 1915, and by the substitution therefor of the following sub-section :—

- (2) For the purpose of this Ordinance, so far as it relates to the winding up of China Companies or Hongkong China Companies by or under the supervision of the Supreme Court for China, and so far as it relates to the voluntary winding up of China Companies or Hongkong China Companies by liquidators appointed to act within the limits of the China Orders-in-Council, the term "Official Receiver" shall mean any person appointed in that behalf by the Judge of the Supreme Court for China.

Amendment  
of Ordinance  
No. 58 of  
1911, s. 150.

15. Section 150 of the Companies Ordinance, 1911, is amended by the repeal of sub-section (5) thereof, and by the substitution therefor of the following sub-section :—

- (5) The Official Receiver shall cause the account, when audited, or a summary thereof, to be published in the *Gazette*.

Amendment  
of Ordinance  
No. 58 of  
1911, s. 214.

16. Section 214 of the Companies Ordinance, 1911, is amended as follows :—

- (a) by the repeal of the words "at the bank" in the sixth line of sub-section (4) thereof.

- (b) by the repeal of the words "into the bank" in the second line of sub-section (5) thereof.

- (c) by the repeal of the words "into the bank" in the first and second lines of sub-section (6) thereof.

17. Section 217 of the Companies Ordinance, 1911, is amended as follows:—

Amendment of Ordinance No. 58 of 1911, s. 217.

- (a) by the repeal of the words "at such bank as the Colonial Treasurer may direct" in the second and third lines of sub-section (1) thereof, and by the substitution therefor of the words "with the Colonial Treasurer, or, in the case of a China Company, at such bank as the Judge of the Supreme Court for China may direct".
- (b) by the repeal of the words "by the said bank" in the third line of sub-section (2) thereof.

18. Section 223 of the Companies Ordinance, 1911, is amended by the insertion of the words "made and" immediately before the word "certified" in the fifth line of sub-section (5) thereof.

Amendment of Ordinance No. 58 of 1911, s. 223.

19. Section 224 of the Companies Ordinance, 1911, is amended by the repeal of the word "smaller" in the third line thereof and by the substitution therefor of the word "other".

Amendment of Ordinance No. 58 of 1911, s. 224.

20. Section 252 of the Companies Ordinance, 1911, is amended as follows:—

Amendment of Ordinance No. 58 of 1911, s. 252.

- (a) by the repeal of the words "the prescribed" in the sixteenth line of sub-section (1) thereof and by the substitution therefor of the words "a reasonable".
- (b) by the repeal of the words "in the prescribed manner" in the second line of sub-section (i) thereof and the substitution therefor of the words "to the satisfaction of the Registrar of Companies".

21. Section 261 of the Companies Ordinance, 1911, is amended by the addition of the following definition at the end thereof:—

Amendment of Ordinance No. 58 of 1911, s. 261.

"Prescribed" means, as respects the provisions of this Ordinance relating to the winding-up of companies, prescribed by general rules, and as respects the other provisions of this Ordinance, prescribed by the Governor.

22. Table B in the First Schedule to the Companies Ordinance, 1911, is amended by the insertion of the following list of fees at the end of Part I and also at the end of Part II thereof:—

Amendment of Ordinance No. 58 of 1911, First Schedule.

For registering a mortgage or charge created by a company .....	\$10.00
For registering the particulars of a series of debentures created by a company...	\$10.00
(Note.—These fees include the filing of particulars and the issue to the company of a certificate of registration.)	
For collating a copy not made by the Registrar—per folio of 72 words .....	\$ 0.10
For initialling alterations in such copy—per alteration .....	\$ 0.10
For certifying such collated copy .....	\$ 2.00
For filing any document not hereinbefore referred to .....	\$ 3.00

23. Sub-section (2) (b) of section 4 of the Companies Ordinance, 1915, is hereby amended so as to read as follows:—

Amendment of Ordinance No. 31 of 1915, s. 4.

- (b) The promoters of every intended Hongkong China Company and of every intended China Company shall on or before the date of delivery for registration of the memorandum and articles of the company send notice in writing to the Registrar of Companies and to the Registrar of Com-

panies at Shanghai of the place from which the operations of the company are intended to be directed and controlled. If the promoters make default in complying with the provisions of this paragraph every promoter of the company in question shall be liable to a fine not exceeding 50 dollars for each day of the company's existence up to the date on which the said promoters or the company shall give notice in writing to the Registrar of Companies and the Registrar of Companies at Shanghai of the place from which operations of the company are intended to be directed and controlled.

Amendment of Ordinance No. 31 of 1915, s. 9.

24. Section 9 of the Companies Ordinance, 1915, is amended by the addition at the end thereof of the words "and the China (Companies) Amendment Order in Council, 1919".

China company, further definition.

25. Where the general or substantial control of the business of a company incorporated under the Companies Ordinance, 1911, is exercised by a person or persons ordinarily resident within the limits of the China (Companies) Amendment Order in Council, 1919, such company shall, irrespective of the place at which the board of directors may meet, or of any other circumstances, be deemed to be a company of which the operations are directed and controlled from a place within the limits of the said Order and shall be a China company within the meaning of the China (Companies) Order in Council, 1915, and within the meaning of the Companies Ordinance, 1915.

China company, control of.

26.—(1.) No person other than a British subject resident within the limits of the China (Companies) Amendment Order in Council, 1919, shall act as managing director or in any position similar to that of managing director, or shall otherwise exercise general or substantial control of the business of a China company.

(2.) If default is made in compliance with this section the company shall be liable to a fine not exceeding 50 dollars for every day during which the default continues, and every director and every manager of the company who knowingly authorises or permits the default shall be liable to the like penalty.

(3.) Failure to comply with the provisions of this section shall be a ground upon which an order for winding up the company may be made by the court.

Amendment of the law relating to private companies.

3 & 4 Geo. 5, c. 25, s. 1.

27.—(1.) Where the articles of a company include the provisions which, by section 122 of the Companies Ordinance, 1911, are required to be included therein in order to constitute the company a private company for the purposes of that Ordinance, and default is made in complying with any of those provisions, the company shall cease to be entitled to the privileges and exemptions conferred on private companies under the provisions of that Ordinance mentioned in the schedule to this Ordinance, and thereupon the said provisions shall apply to the company as if it were not a private company:

Provided that the court, on being satisfied that the failure to comply with the conditions was accidental or due to inadvertence or to some other sufficient cause, or that on other grounds it is just and equitable to grant relief, may, on the application of the company or any other person interested and on such terms and conditions as seem to the court just and expedient, order that the company be relieved from such consequences as aforesaid.

(2.) In sub-section (1) of the said section 122 of the Companies Ordinance, 1911, for paragraph (b) the following paragraph shall be substituted:—

“(b) limits the number of its members (exclusive of persons who are in the employment of the company and of persons who having been formerly in the employment of the company, were while in such employment and have continued after the determination of such employment to be members of the company) to fifty; and”

(3.) Every private company shall send with the annual list of members and summary required to be sent under section 27 of the Companies Ordinance, 1911, a certificate signed by a director or the secretary that the company has not, since the date of the last return, or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any shares or debentures of the company; and, where the list of members discloses the fact that the number of members of the company exceeds fifty, also a certificate so signed that such excess consists wholly of persons who under section 122 of that Ordinance, as amended by this section, are to be excluded in reckoning the number of fifty.

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#### SCHEDULE.

[s. 27.]

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#### PROVISIONS OF THE COMPANIES ORDINANCE, 1911.

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Sub-sections (3) and (4) of section 27 (which relate to the making of an annual return in the form of a balance sheet, and to the insertion, in the annual list and summary, of the auditors' report and of any communication subject to which the auditors' report is made).

Sub-sections (4), (5) and (6) of section 77 (which relate to the laying of profit and loss accounts, balance sheets and reports before the general meeting, and to the circulation of balance sheets and reports).

Section 115 (which relates to the right of preference shareholders and debenture holders to receive and inspect balance sheets and reports).

Section 116 (which relates to the minimum number of members with which a company may continue to carry on business).

Paragraph (iv) of section 130 (which makes the reduction of the number of members of a company below the minimum a ground for the winding up of the company).

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#### *Objects and Reasons.*

1. The object of this Bill is to introduce into the Companies Ordinances, 1911-1915, some amendments which experience has shown to be advisable, and to bring the law of the Colony into conformity with the China (Companies) Amendment Order in Council, 1919, which was published in the *Gazette* of the 30th January, 1920.

2. *Clause 2.*—Articles of association must be printed and it is more convenient that the memorandum of association should also be printed.

3. *Clause 3.*—(a.) In the case of a company taking exactly the same name as that of a company which has been dissolved or is in course of being wound up, the inclusion of the year of its incorporation in the name of the new company will distinguish it from the old company.

(b.) At present a company which registers with a name too nearly resembling that of an existing company cannot be compelled to change its name. The amendment gives the Registrar of Companies power to compel such change.

(c.) In the case of a China company the British Minister, as defined by section 2 of Ordinance No. 31 of 1915, is the proper person to approve of the change of name.

4. *Clause 4.*—Sealed copies are used in this Colony in the place of office copies.

5. *Clause 5.*—The law at present does not provide for the registration of the statutory declaration, although it should form part of the records of the company.

6. *Clause 6.*—For the protection of shareholders and the public it is advisable that any communication subject to which the auditors' report is made should be filed with the Registrar of Companies so that it may be available for inspection.

7. *Clause 7.*—(a.) The amendment obviates the necessity for a statutory declaration being filed each year.

(b.) The amendment removes any doubt as to what is intended.

(c.) The amendment removes any doubt as to the meaning to be attached to the word "executed".

8. *Clause 8.*—(a.) It is thought desirable that the names of two principal officers of the company should be printed on all trade circulars and business letters on which the name of the company appears.

(b.) The Chinese characters prescribed at present for China companies do not convey the meaning intended.

(c.) The present penalty clause for section 64 refers only to sub-section (1) (a) of the section. The new sub-section now proposed is general.

(d.) This amendment is consequential on the above amendments.

9. *Clause 9.*—It seems unnecessary to require private companies to lay profit and loss accounts, balance sheets and reports before a general meeting, or to require them to circulate balance sheets and reports to the members. Section 27 of the principal Ordinance expressly provides that private companies need not file profit and loss accounts and balance sheets.

10. *Clause 10.*—The amendment prevents a company, which has never been capable of doing any business, from remaining on the register for more than one year. It is considered that no useful purpose is served by keeping on the register a company which fails to commence business within a year of its incorporation.

11. *Clause 11.*—In the absence of these particulars it is practically impossible to trace Chinese owners of shares, the result being that they escape from any liability which may attach to their shares.

12. *Clause 12.*—A prescribed form is unnecessary. It is more convenient that the verification should be to the satisfaction of the Registrar of Companies.

13. *Clause 13.*—This gives the Governor power to alter or add to any of the forms or fees in the schedules to the principal Ordinance.

14. *Clause 14.*—In the winding up of China companies or Hongkong China companies it might become necessary to appoint more than one official receiver in China. The amendment enables this to be done.

15. *Clause 15.*—Creditors and contributories can always inspect the account in the Official Receiver's Office, and it seems sufficient to publish a summary of the account in the *Gazette*.

16. *Clause 16.*—This amendment is rendered necessary by the amendment of section 217.

17. *Clause 17.*—It is more convenient that all moneys in the Companies Liquidation Account at Hongkong should be in the hands of the Colonial Treasurer.

18. *Clause 18.*—This amendment is made in order to render it clear that the fees referred to in section 223 are for documents prepared, as well as certified, by the Registrar. The fees for certifying documents prepared outside the registry appear in clause 22.

19. *Clause 19.*—This amendment is consequential on clause 13.

20. *Clause 20.*—(a.) It is unnecessary to prescribe a time.

(b.) A prescribed form of certification is unnecessary.

21. *Clause 21.*—This gives the Governor power to prescribe certain forms.

22. *Clause 22.*—These fees are considered reasonable. Some of them were not provided for, because, apparently, the documents and work in respect of which they are charged were not contemplated. The only fee which needs explanation is that for initialling alterations. Its object is to ensure that correct copies are submitted for collating and certifying. In one set of documents, which was sent to the Registrar of Companies to be certified, over 1,500 alterations had to be initialled.

23. *Clause 23.*—The company is not in existence at the time that this notice has to be sent. The promoters are, therefore, the proper persons to send it.

24. *Clauses 24, 25 and 26.*—Clauses 25 and 26 contain the provisions of Articles 3 and 4 of the China (Companies) Amendment Order in Council, 1919, and clause 24 makes a necessary consequential amendment.

25. *Clause 27.*—Clause 27 of the bill introduces the provisions of the Companies Act, 1913.

J. H. KEMP,  
*Attorney General.*

28th September, 1920.