

Companies (Fees and Percentages) Order

(Cap. 32, section 296)

[1 January 1937]

(Format changes—E.R. 1 of 2014)

1. This order may be cited as the Companies (Fees and Percentages) Order.

(L.N. 446 of 1994)

2. In this order, unless the context otherwise requires, a section referred to by number means the section so numbered in the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32).

(G.N.A. 106 of 1955; 28 of 2012 ss. 912 & 920)

3. The fees and percentages to be taken in the Court of First Instance in respect of proceedings under the Ordinance (other than winding-up proceedings) shall be the fees contained in item 1 of Schedule 1, and, where the proceeding is one for which no fee is prescribed in the said Schedule, the fees and percentages prescribed for a similar proceeding in the First Schedule to the High Court Fees Rules (Cap. 4 sub. leg. D).

*(G.N.A. 106 of 1955; 25 of 1998 s. 2; 28 of 2012 ss. 912 & 920;
E.R. 1 of 2014)*

4. The fees and percentages to be taken in the Court of First Instance in respect of proceedings in the winding up of companies shall be—

- (a) the fees contained in Schedule 2; and
- (b) the fees contained in Schedule 1, where the proceeding described therein is taken with respect to a company which is being wound up; and
- (c) where the proceeding is one for which no fee is prescribed in the said Schedules 1 and 2, the fees and percentages prescribed for a similar proceeding in the First Schedule to the High Court Fees Rules (Cap. 4 sub. leg. D). (*G.N.A. 106 of 1955*)

(25 of 1998 s. 2; E.R. 1 of 2014)

5. The fees and percentages prescribed in Schedules 1 and 2 shall be taken either in money, or by causing the relevant document to be franked with the amount of the fee thereof, together with the date of franking.

(G.N.A. 106 of 1955; L.N. 251 of 1981)

6. The fees and percentages set out in Schedule 3 in respect of proceedings in the winding up of companies shall be taken in the office of the Official Receiver or of the Registrar of Companies, as the case may be.

7. (1) The fees and percentages prescribed in Schedule 3 shall be taken in money. (*L.N. 198 of 1987*)
- (2) The percentages prescribed in number I of Table B of Schedule 3 shall be paid by a liquidator upon submission of his accounts to the Official Receiver under section 203, or where the Official Receiver is acting as liquidator, before he is released under section 205. (*L.N. 198 of 1987*)
- (3) The fee specified under item 3 of Schedule 2 shall have effect and apply only in relation to proceedings in the winding up of companies commenced after the coming into operation of the

Companies (Fees and Percentages) (Amendment) Order 1989 (L.N. 221 of 1989). (*L.N. 221 of 1989 para. 3 incorporated. 46 of 2000 s. 40*)

8. Wherever practicable the money shall be paid in respect of every fee before the proceeding is had in respect of which the fee is payable.

(L.N. 251 of 1981)

9. Where the head office of the company being wound up is situate in Hong Kong, and the liquidation takes place partly in Hong Kong and partly elsewhere, or where the court has sanctioned a reconstruction of the company or a scheme of arrangement of its affairs, or where for any other reason the Official Receiver satisfies the court that the fees or percentages in Table B in Schedule 3 would be excessive, such reduction may be made in the said fees or percentages as may, on the application of the Official Receiver, be sanctioned by the court.

10. Transitional and savings

- (1) This paragraph relates to the fee payable under number I of Table B of Schedule 3.
- (2) Where an Official Receiver's or liquidator's account has been audited before the commencement date but the fee payable in respect thereof has not been paid before that date, the fee calculated under the old scale shall continue to be payable except that where such fee together with all fees paid in respect of previous accounts is higher than the fee that would be payable if calculated under the new scale on the aggregate amount of assets realized and brought to credit, a fee calculated under the new scale on the aggregate amount of assets realized and brought to credit (giving credit for any amount previously paid) shall be payable.

- (3) In the case where a winding-up commenced before the commencement date continues after that date the fee payable in respect of an account sent to the Official Receiver under section 203 or, where the Official Receiver is liquidator, prepared for the purposes of section 205, after the commencement date shall be calculated under the new scale on the aggregate amount of assets realized and brought to credit and in respect of any assets brought to credit before the commencement date in respect of which a fee has already been paid, credit shall be given as if a fee calculated under the new scale had been paid.
- (4) Subject to subparagraph (5) where a liquidator's account has been sent to the Official Receiver or, where the Official Receiver is liquidator, has been prepared, under section 203, before the commencement date but has not been audited before that date the fee payable in respect thereof shall be calculated under the new scale.
- (5) In the case referred to in subparagraph (4) where the account has been sent or prepared (as the case may be) more than 3 months before the commencement date and has not been audited before that date, the fee payable in respect thereof shall be calculated under the old scale except that where such fee is higher than the fee that would be payable under the new scale, a fee calculated under the new scale shall be payable.
- (6) Where an account relating to a period ending before the commencement date is sent to the Official Receiver under section 203 or, where the Official Receiver is liquidator, is prepared, for the purposes of section 205, after the commencement date, the fee payable in respect thereof shall be calculated under the new scale.
- (7) In this paragraph—

commencement date (生效日期) means the date of the coming into operation of the Companies (Fees and Percentages) (Amendment) Order 1987 (L.N. 198 of 1987);

new scale (新收費表) means the scale of fees prescribed in number I of Table B of Schedule 3 as substituted by the Companies (Fees and Percentages) (Amendment) Order 1987 (L.N. 198 of 1987);

old scale (舊收費表) means the scale of fees* prescribed in number I of Table B of Schedule 3 in force immediately before the commencement date.

(L.N. 198 of 1987)

Editorial Note:

* For old scale of fees, see Companies (Fees and Percentages) Order (Cap. 32 sub. leg. 1985 Ed.)
