

第36屆周年大會
36th Annual General Meeting
2008



Leaping to success



Hong Kong Institute of
Certified Public Accountants
香港會計師公會

Notice of the 36th annual general meeting

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張智媛

2008 11 3

NOTICE IS HEREBY GIVEN that the 36th annual general meeting of the Hong Kong Institute of Certified Public Accountants will be held in the Auditorium, 27th floor, Wu Chung House, 213 Queen's Road East, Wanchai, Hong Kong on Friday, 12 December 2008 at 5:30 p.m. for the following purposes:

1. To receive the President's address.
2. To receive the report of the Council and approve the statement of accounts.
3. To appoint an auditor of the Institute under Professional Accountants By-law 42(1).
4. To elect 7 Council members in accordance with sections 12 and 13 of the Professional Accountants Ordinance.
5. To transact any other ordinary business.

By order of the Council

Winnie C.W. Cheung

Registrar

Hong Kong Institute of Certified Public Accountants

Dated this 3rd day of November 2008

14
24 (1)

The 14 elected members shall be certified public accountants registered under section 24(1) of the Professional Accountants Ordinance, each of whom shall on the day of the annual general meeting be ordinarily resident in Hong Kong and of whom at the time of election:

- i. 6
 - ii. 6
- 14

- i. not less than 6 shall be certified public accountants in full time practice as certified public accountants (practising); and
- ii. not less than 6 shall be certified public accountants otherwise than in full time practice as certified public accountants (practising).

i. 6 (P)

In other words, the 14 elected Council members may be made up as follows:

ii. 6

N)

iii. 2 P N

- i. 6 certified public accountants who are in full time practice as certified public accountants (practising) (hereafter represented by the letter "P");
- ii. 6 certified public accountants who are not in full time practice as certified public accountants (practising), who may or may not hold a practising certificate (hereafter represented by the letter "N"); and
- iii. 2 certified public accountants of whom either one or both can be of category P or of category N as mentioned above.

10 (4) 2 ()
(N) (P)
12 (4) 36 ()

Note: It is pertinent to note that under section 10(4) of the Professional Accountants Ordinance, the Council may co-opt not more than 2 certified public accountants, each of whom should then be ordinarily resident in Hong Kong, as members of the Council. The current incumbents are George Kwok Lung Hongchoy (category N) and Thomas Y.T. Wong (category P). Under section 12(4), they shall hold office until immediately before the conclusion of the 36th annual general meeting and they shall be eligible to be co-opted again (subject to Council rules on continuous terms of co-option) or elected as members of the Council.

卸任理事會成員

| | | | |
|--------------------|------|-----------|----|
| | | 12 | 7 |
| (2006 | 12 | 15 | 34 |
|) | | | |
| 36 | | | |
| 7 | | | |
| | (P) | | |
| | (N) | | |
| | (N) | | |
| * | (P) | | |
| | (N) | | |
| | (P) | | |
| Paul F. Winkelmann | (P) | | |
| * | | 2008 3 31 | |
| 11 (1) | | 2008 4 1 | |
| | | 36 | |
| 7 | | | 37 |

| | |
|--------------|------|
| | (P) |
| | (P) |
| | (N) |
| | (P) |
| | (N) |
| | (N) |
| Keith Pogson | (P) |

提名程序

| | |
|------------|------|
| 2 (1A) | |
| 12 | 180 |
| 2 (1) | 2 |
| 2008 11 18 | 5 30 |

Retiring Council members

As prescribed by section 12 of the Professional Accountants Ordinance, the 7 elected members who have been longest in office since their last election (at the 34th annual general meeting held on 15 December 2006) shall retire from office at the 36th annual general meeting, but shall be eligible for re-election.

These 7 retiring members are:

| | |
|--------------------------|--------------|
| Clement Chan | (Category P) |
| Chew Fook Aun | (Category N) |
| Cho Lung Pui Lan, Stella | (Category N) |
| Jack S.L. Chow* | (Category P) |
| Doug Oxley | (Category N) |
| Tsai Wing Chung, Philip | (Category P) |
| Paul F. Winkelmann | (Category P) |

* Mr. Carlson Tong, an elected member, retired with effect from 31 March 2008. The Council has appointed Mr. Jack S.L. Chow under section 11(1) to fill the vacancy from 1 April 2008 and to hold office until the conclusion of the 36th AGM.

The following 7 Council members will hold office for one more year until the 37th annual general meeting:

| | |
|-------------------------|--------------|
| Albert S.C. Au | (Category P) |
| Mabel M.B. Chan | (Category P) |
| Susanna Chiu | (Category N) |
| Ding Wai Chuen, Raphael | (Category P) |
| Wilson Fung | (Category N) |
| Ronald Kung | (Category N) |
| Keith Pogson | (Category P) |

Procedures for nomination

By-law 2(1A) states that "Only a certified public accountant, who shall on the day of the annual general meeting of the Institute be ordinarily resident in Hong Kong, shall become a candidate for election as an elected member of the Council." For the purpose of this by-law, a person shall be treated as ordinarily resident if he has been present in Hong Kong for not less than 180 days in the preceding 12 months.

By-law 2(1) states that "A certified public accountant who is a candidate for election as an elected member of the Council shall be nominated by 2 certified public accountants."

All nominations in writing, signed by the proposer and the seconder, together with a notice signed by the candidate giving his consent to stand for election, must reach the Registrar on or before 18 November 2008 at 5:30 p.m. A nomination form is enclosed for your convenience.

選舉理事會當選理事的投票 —
第13 (1)(b) 條及附例第3條

17 (2008 11 25 5
30)
P N

**Ballot for elected members of the Council —
section 13(1)(b) and by-law 3**

If the number of certified public accountants nominated as candidates for election to the Council exceeds the number of vacancies for elected members, the election shall be determined by ballot. In such a case, the Registrar shall, not less than 17 days before the annual general meeting (i.e. before 5:30 p.m. on 25 November 2008), send a ballot paper to each certified public accountant who shall be entitled to cast one vote in respect of each of the vacancies according to the prescribed ratios of category P and N members as illustrated below:

| 當選理事 Elected Council members | P類 Category P | N類 Category N | 總計 Total |
|---|------------------|------------------|-------------|
| Present composition | 8 | 6 | 14 |
| 36 Composition of retiring members at the 36th A.G.M. | 4 | 3 | 7 |
| 36 Composition of remaining members at the 36th A.G.M. | 4 | 3 | 7 |
| — Minimum — maximum number permissible | 6 - 8 | 6 - 8 | 14 |
| — Minimum — maximum number of vacancies to be filled | 2 - 4 | 3 - 5 | 7 |

72 (2008 12 9 5 30)

Completed ballot papers must be returned to the Registrar not less than 72 hours before the date and time fixed for the annual general meeting (i.e. before 5:30 p.m. on 9 December 2008).

1.

If equal votes have been cast between any candidates, the President shall have a casting vote to determine which one or more of these candidates shall be elected.

2. 2005

36
17 (2008
11 25 5 30)

Notes: 1. The above paragraphs are purely explanatory and members should always refer to the Professional Accountants Ordinance and By-laws for formal guidance on the election procedures.
2. Starting from 2005, members may choose to cast their votes online at the Institute's website. Details for voting online will be sent to members together with the ballot papers not less than 17 days before the 36th annual general meeting (i.e. before 5:30 p.m. on 25 November 2008).

選舉時間表

Timetable

The following is a timetable governing the various stages of the election to be conducted in accordance with the Professional Accountants Ordinance and By-laws.

| 選舉程序 Procedures | 截止日期 Deadline | 依據的附例 Authority |
|--|--|--|
| Nomination of Council members | 2008 11 18 5 30 18 November 2008, 5:30 p.m. | 2 (3) (24) By-law 2(3) (to be lodged with the Registrar not less than 24 days prior to A.G.M.) |
| Posting of nominations of Council members to members | 2008 11 25 5 30 25 November 2008, 5:30 p.m. | 2 (5) (17) By-law 2(5) (not less than 17 days prior to A.G.M.) |
| * * Issue of ballot paper to members | 2008 11 25 5 30 25 November 2008, 5:30 p.m. | 3 (1) (17) By-law 3(1) (not less than 17 days prior to A.G.M.) |
| * * Return of completed ballot paper to the Institute | 2008 12 9 5 30 9 December 2008, 5:30 p.m. | 3 (4) (72) By-law 3(4) (to be returned to the Registrar not less than 72 hours prior to A.G.M.) |

* 13 (1)(b)

* According to section 13(1) (b), these procedures will become operative if the number of nominations exceeds the number of vacancies for elected members.

選舉結果披露

3 (5)

www.hkicpa.org.hk
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Disclosure of election result

The result of the election will be disclosed to members on the Institute's website, www.hkicpa.org.hk, after the Council meeting at which the result is delivered by the auditor under by-law 3(5), and will be formally announced at the 36th Annual General Meeting at which the election is to be held.



Hong Kong Institute of
Certified Public Accountants
香港會計師公會

213
(852) 2287-7228
hkcipa@hkcipa.org.hk

37
(852) 2865-6603
www.hkcipa.org.hk

37th floor, Wu Chung House, 213 Queen's Road East, Wanchai, Hong Kong
Tel: (852) 2287-7228 Fax: (852) 2865-6603
Email: hkcipa@hkcipa.org.hk Web: www.hkcipa.org.hk