


The e-form templates for Company Incorporation have been updated. You must upgrade to this version in order to submit e-forms NNC1 and NNC1G. Other changes in this version include reorganizing the buttons on the Tools bar, adding option of scrip alternative to dividend, and enhancing the data backup function to let you have a backup of CSA-generated documents as well as a second copy of data backup in a different location or device.

DOWNLOAD AND UPDATE

Please download the program and update your CSA Expert to the latest version.

	URL	http://www.plsoft.com/download/csaexp/download/update/CSAEXPUpdate.exe or visit www.plsoft.com , choose CSA > Download Center > Expert (under Program Update)
	Release Date	14 November 2014
	File size	34Mb (approx.)
	Password	(please call us to get your password)

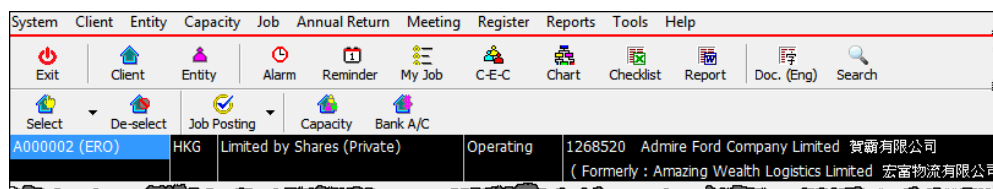
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MAJOR UPDATES

A. Reorganize buttons on Tools Bar

The buttons on the Tools Bar are redesigned and reorganized to fit small monitors with relatively low display resolution.



Three new buttons are added to the Tools Bar:



- Group Structure Chart



- The setting of “Document Output Language” in Client Master File is the default document language of the Client. This button ad-hoc (i.e. temporarily) changes the document language to English, Traditional Chinese or Simplified Chinese.

- The document language resumes to the default document language of the Selected Client when you:

- save the Client Master File of the Selected Client, or
- select another Client, or
- exit CSA program



- Without Selected Client

Buttons of “Job Posting”, “Capacity” and “Bank A/C” are moved to the second line.

B. e-Incorporation

In the past few months, we have reported several problems about e-incorporation to Companies Registry (C/R). C/R has fixed some of them and released the new templates of NNC1 and NNC1G. The old versions will not be accepted on or after 29 October 2014.

Problems fixed:

1. Corporate officer’s name must be exactly the same as the name on its Certificate of Incorporation (C/I).

Problem: The validation of corporate director’s and secretary’s company name is case-sensitive (capital and small letters must be the same). You must enter the company name exactly the same as the name on C/I.

Updates: C/R updates the templates of e-forms. The validation of officer’s company name is no longer case-sensitive. You may enter the officer’s company name in different letter cases in the Entity Master File.

2. Add leading zero to Company Number

Problem: Need to add leading zeros if the corporate director's or secretary's Company Number is less than 7-digits.

Updates: CSA automatically adds leading zeros to the Company Number on e-form. For example, "0123456" for Hong Kong company and "F0123456" for Non-Hong Kong company.

Outstanding problems:

1. Individual director's and founder member's must be in capital letters

Problem: Natural person who signs the e-form by "PIN" must have already registered with e-registry. C/R checks the person's name with the names registered. The validation is also case-sensitive. Since the name registered in e-registry is in all capital letters, the name you entered in CSA must also be in capital letters.

Solution: C/R will update this validation later. Before C/R releases the new updates, you need to enter the person's name in capital letters in the Entity Master File.

2. Unpaid Share Capital

Problem: If company has unpaid share capital, e-form NNC1 will be rejected.

Solution: C/R will fix this problem later. If the company has unpaid share capital when it incorporates, please use on-line submission or paper filing before CR fixes the problem and releases a new template for NNC1.

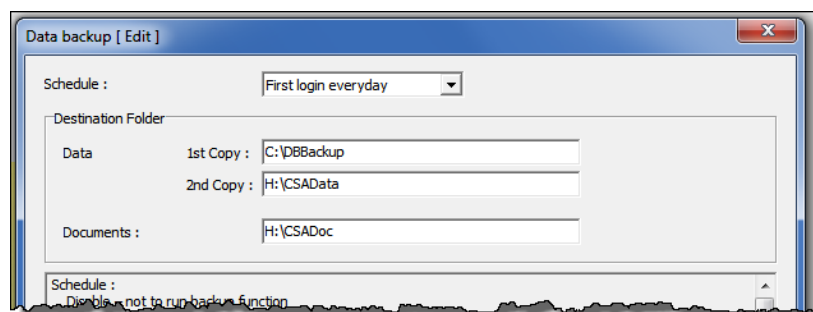
Note:

The above issues apply to e-filing only and do not affect paper filing.

C. Data Backup

Settings:

The Data Backup function at { System > System Administration > Data Backup > Settings } is enhanced to have a second copy of data backup and a backup of the CSA documents in "Client's Folder".

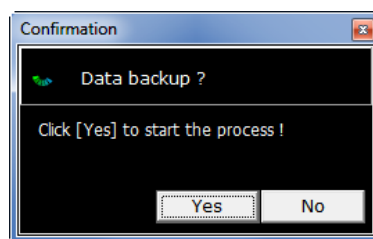


Option	Definition
Schedule	
Disable	Do not run the automatic backup function.

	If you choose this option, you should do backup manually according to your own schedule.
First login everyday	Backup when the first user run (login) CSA. If you choose this option, you may wish to do backup manually from time to time for the work done on the current day (since the content of the automatic backup reflects only work done on the previous day).
Every time logout	Backup whenever a user exits (logout) CSA. If you choose this option, CSA will do backup whenever a logout occurs for each and every users. The backup may have to be overwritten very frequently. However, you may choose not to backup before you exit CSA.
Data Backup	
1st Copy *	The first copy of the data backup should be at the local harddisk of the SQL Server, such as "C:\DBBackup".
2nd Copy *	The second copy can be a USB device plugged into the SQL Server, such as "H:\CSAData". * Please note that the location of either backup MUST be a local device of the SQL server. A network location is not allowed.)
Documents Backup	The "Client's Folder" is compressed into a ZIP file. The location of "Client's Folder" is to be defined at { System > System Administration > Common System Settings > Folder }.

Backup Now:

To run the backup function immediately, select { System > System Administration > Data Backup > Execute }. The click [Yes] to start the backup.



D. Final Dividend with Scrip Alternative

1. Final Dividend with Scrip Alternative

An option of scrip alternative is added to Final Dividend in AGM.

For example, the resolution of final dividend with scrip option as shown in the above picture is as follows:

FINAL DIVIDEND

RESOLVED THAT the final dividend for the year ended 31st March, 2015 of HKD0.08 per Ordinary share, absorbing a sum of HKD800.00, be recommended to be paid in Cash with Scrip Alternative on or before 1st May, 2015. The eligible Members registered at the close of business on 1st March, 2015 may elect to receive the final dividend wholly or partly in the form of new shares instead of cash

2. New data fields in AGM

Field	Definition
Type	Type of Dividend: Final dividend in AGM or Interim dividend in EGM.
Ex-Dividend	The record date that a shareholder must be on the company's Register of Members in order to receive the dividend.
Pay On	Payment date of dividend
Scrip Alternative	Check the box if the shareholders have an option to receive their dividends in form of new shares.
Adjourned	Date of the final adjourned meeting
Period	Covering period of interim dividend

3. Format Files

The format file of Board Meeting and AGM are revised to handle the final dividend with script alternative. If you have customized versions of minutes, please refer to the following sections to make necessary amendments on your customized minutes.

Board Meeting

(Minutes format file name: "board_C-1")

Final dividend proposed by AGM:

[BEGIN_CONVENE_AGM_MEETING]

```
...  
[BEGIN_DIVIDEND_CASH]  
  
...  
[END_DIVIDEND_CASH  
[BEGIN_DIVIDEND_SCRIP]  
  
...  
[END_DIVIDEND_SCRIP]  
[END_CONVENE_AGM_MEETING]
```

Final dividend proposed by AGM written resolution:

```
[BEGIN_CONVENE_AGM_WRITTEN]  
  
...  
[BEGIN_DIVIDEND_CASH]  
  
...  
[END_DIVIDEND_CASH]  
[BEGIN_DIVIDEND_SCRIP]  
  
...  
[END_DIVIDEND_SCRIP]  
[END_CONVENE_AGM_WRITTEN]
```

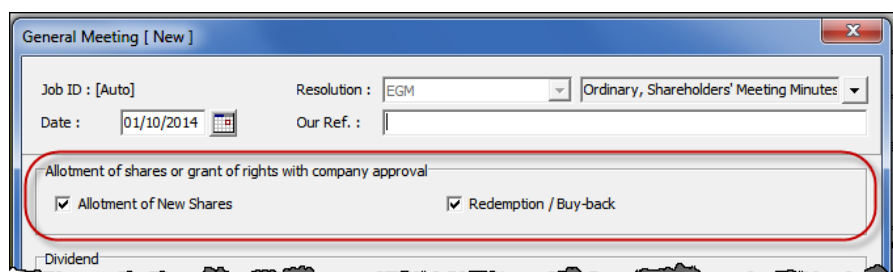
AGM

(Minutes format file name: "AGM_C-1")

```
[BEGIN_DIVIDEND_CASH]  
  
...  
[END_DIVIDEND_CASH]  
[BEGIN_DIVIDEND_SCRIP]  
  
...  
[END_DIVIDEND_SCRIP]
```

E. Allotment of Shares or Grant of Rights with Company Approval in EGM

Under section 141 of Companies Ordinance, directors are granted the rights in AGM to allot or convert shares. Accordingly, the options of granting the rights to directors for allotment and redemption / buy-back are now added to the job of EGM as well.

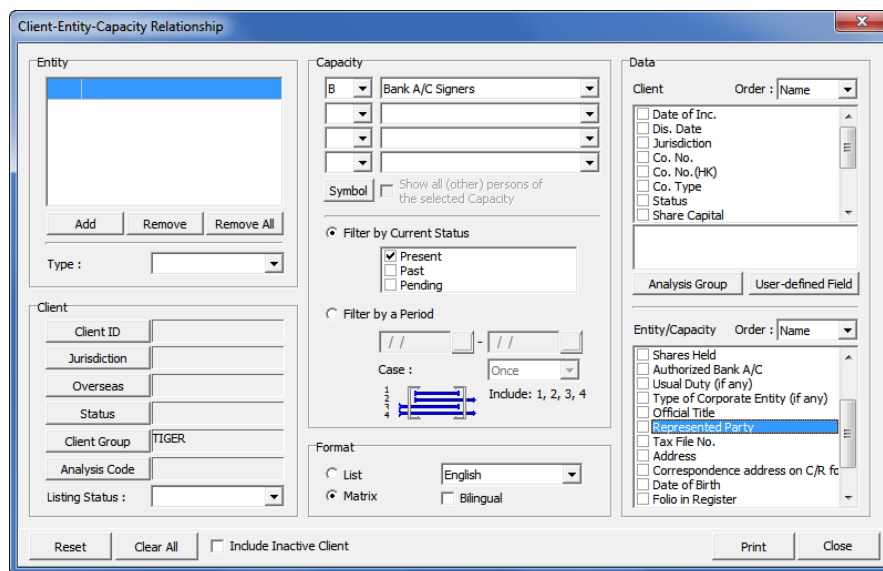


F. C-E-C

C-E-C has the following enhancements:

- "Bank Account Signers" is added to Capacity

- Symbol of selected Capacity is placed beside the capacity. You may change the symbol directly from the drop-down menu. The [Symbol] button opens the list of symbols for all Capacities.
- “Represented Party” is added to Capacity’s data. For example, director “Chan Tai Man” is representing Party A as defined in Capacity Master File.



G. Listing Status

Client’s listing status at { Client > Listing Status } now allows a company to have more than one listing records in one jurisdiction for keeping the historical record. For example, a company was listed on GEM and is now listed on the main board of the Stock Exchange.

H. AGM – Resignation of Auditor

A new situation regarding the change of Auditor is added to AGM. The existing Auditor is retired but no new Auditor has been appointed.

The resolution for this change is as follows:

AUDITOR

It was RESOLVED THAT Messrs A & A Secretarial 甲級秘書, the existing Auditors of the Company be retired. No Auditor would be nominated for appointment for the time being.

It was RESOLVED THAT the Directors be authorized to appoint Auditors at a later time and to fix their remunerations.

The section in the format file is: (Minutes format file name: “AGM_C-1”)

```
[BEGIN_AGM_RESIGN_AUDITOR]
...
[END_AGM_RESIGN_AUDITOR]
```

I. Other Revisions:

1. Members of B.V.I. Companies

Registered Capital and Paid-up Capital are added to “Shares Held by Member” of Capacity Master File.

2. First Board Meeting – Founder Member’s Share Certificate

Number of the share certificate held by founder member is shown on First Board Meeting according to the records in “Share Certificate Management Master File”. Thus, the share certificate information can be shown in minutes without doing the job of “Company Formation”.

Moreover, the founder members are listed by the share certificate number.

3. Registers

- Enlarged the font size of both English and Chinese to size 10 except Register of Members
- Fixed the problem of not showing the old address if the address was changed before the appointment

4. Applicant of a Notice of No Objection to a Company being Deregistered (IR1263)

The applicant of IR1263 can be the member, director or nominated person of the company. If you select “Member” or “Director”, we give you the names of Members or Directors to choose from. If you select “Nominated Person”, we give you the names of Entities.

Application for Deregistration (Hong Kong) [Edit - A0000020023]

Effective Date : / / Instant Minutes : Ordinary, Shareholders' Written Resolution Options

C/R Form : Word File Our Ref. :

IR1263 | NDR.1

Applicant

Capacity : Member Au Hoi Man Tel : 2542-2111

(1) Whether the Company is engaged on any business Yes

(2) The date of cessation of the business 01/07/2014

(3) Whether the Company will start / resume business after the date of this application No

5. Notice of Location of Registers and Company Records (NR2)

Enhance the job to handle the change of location of “Register of Charges” and “Copies of Instruments Creating Charges” for non-Hong Kong companies.

6. Change of Auditor

Auditor can be resigned or be removed by the company. The content in the covering letter and EGM mentioned the auditor is being “removed” only.

The Covering Letter is modified to mention both situations. (Letter format file name: "REMAUD")

English version of EGM stated the existing auditor is "resigned" or "removed". The VDL code is "@Reason()" in the format file "EGM_C-1.MIE".

7. Checklist (Client Leading)

Added "Document Output Language" to available data

8. Next A/R Scheduled Date

Enhancement is done to the calculation of next A/R due dates. Therefore, if a due date is fall within a weekend (i.e. Saturday or Sunday), the next A/R scheduled date will be changed (backward) to Friday.

For existing Client records, you may run { Tools > File Utilities > Recalculate Next A/R Scheduled Date } to update the A/R scheduled date.

9. My Job

Fixed the problem of not listing all the unposted jobs.

10. Return of Change of Address of Registered Non-Hong Kong Company (NN9)

Fixed the problem of not generating the new principal place of business of Hong Kong in point 3(b).

11. Reclassification of Shares

Fixed the problem in converting authorized shares and paid-up capital.

12. Client Comprehensive Report

If a Member holds zero share, show "0" on the report instead of leaving it blank.

~ End ~