

《地下鐵路條例》

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MASS TRANSIT RAILWAY ORDINANCE

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香港特別行政區

2000 年第 13 號條例

印章位置

行政長官
董建華
2000 年 3 月 2 日

本條例旨在就以下事宜及與其相關的目的作出規定——

- (a) 向根據《公司條例》(第 32 章) 成立為法團的地鐵有限公司批予專營權，由該公司經營地下鐵路、建造並經營鐵路的任何延長部分；
- (b) 規管地下鐵路在專營權下的運作，包括鐵路安全的各方面問題；
- (c) 廢除《地下鐵路公司條例》(第 270 章)，解散根據該條例成立為法團的地下鐵路公司，以及將該公司的財產、權利及法律責任轉歸予地鐵有限公司；
- (d) 關乎地鐵有限公司成立為法團的事宜，以及關乎該公司的股份的分配和若干成文法則就該公司而適用的事宜。

[]

由立法會制定。

第 I 部

導言

1. 簡稱及生效日期

- (1) 本條例可引稱為《地下鐵路條例》。
- (2) 本條例自運輸局局長以憲報公告指定的日期起實施。

HONG KONG SPECIAL ADMINISTRATIVE REGION

ORDINANCE No. 13 OF 2000

L.S.

TUNG Chee-hwa
Chief Executive
2 March 2000

An Ordinance to provide for—

- (a) the granting of a franchise to the MTR Corporation Limited, a company incorporated under the Companies Ordinance (Cap. 32), to operate the Mass Transit Railway and to construct and operate any extension to the railway;
- (b) the regulation of the operation of the Mass Transit Railway under the franchise, including all aspects of safety on the railway;
- (c) the repeal of the Mass Transit Railway Corporation Ordinance (Cap. 270), the dissolution of the Mass Transit Railway Corporation incorporated under that Ordinance and the vesting of the property, rights and liabilities of the Mass Transit Railway Corporation in the MTR Corporation Limited;
- (d) matters relating to the incorporation of the MTR Corporation Limited, the allotment of shares of the company and the application of various enactments in relation to the company, and for connected purposes.

[]

Enacted by the Legislative Council.

PART I

PRELIMINARY

1. Short title and commencement

- (1) This Ordinance may be cited as the Mass Transit Railway Ordinance.
- (2) This Ordinance shall come into operation on a day to be appointed by the Secretary for Transport by notice in the Gazette.

2. 釋義

- (1) 在本條例中，除文意另有所指外——
- “已廢除條例” (repealed Ordinance) 指《地下鐵路公司條例》(第 270 章)；
- “地下鐵路” (Mass Transit Railway) 指不時由局長簽署並由地鐵公司存放於土地註冊處的圖則所顯示的名為地下鐵路的鐵路系統或其任何部分；
- “地下鐵路公司” (Mass Transit Railway Corporation) 指由已廢除條例第 3(1) 條設立並以地下鐵路公司為名的個體；
- “地鐵公司” (Corporation) 指地鐵有限公司；
- “地鐵有限公司” (MTR Corporation Limited) 指根據《公司條例》(第 32 章) 成立為法團並以地鐵有限公司為名的個體；
- “局長” (Secretary) 指運輸局局長；
- “延長部分” (extension) 就鐵路而言，指在根據《鐵路條例》(第 519 章) 批准的方案中訂定的延長部分；
- “服務” (service) 指鐵路服務；
- “指定日期” (appointed day) 指根據第 3 條定出為指定日期的日期；
- “專營期” (franchise period) 指在第 4 條下所批予的專營權的期間，亦指按本條例延續的專營權的期間；
- “專營權” (franchise) 指根據第 4 條批予的專營權；
- “視察主任” (inspector) 指根據第 26 條委任為視察主任的人；
- “署長” (Commissioner) 指運輸署署長；
- “運輸交匯處” (transport interchange) 指根據第 31 條經署長核證並由地鐵公司存放於土地註冊處的圖則所劃定的任何地方、空間或建築物；
- “營運協議” (operating agreement) 指不時具有效力，由局長代表政府與地鐵公司訂立的協議，而且其中的條款宣布其為為施行本條例而訂立的營運協議、或為修訂或補充該協議的協議；
- “鐵路” (railway) 指地下鐵路；

2. Interpretation

- (1) In this Ordinance, unless the context requires otherwise—
- “appointed day” (指定日期) means the day designated as the appointed day under section 3;
- “Commissioner” (署長) means the Commissioner for Transport;
- “Corporation” (地鐵公司) means the MTR Corporation Limited;
- “extension” (延長部分) means, in relation to the railway, an extension provided for in a scheme authorized under the Railways Ordinance (Cap. 519);
- “franchise” (專營權) means the franchise granted under section 4;
- “franchise period” (專營期) means the period for which the franchise is granted under section 4, as extended under this Ordinance;
- “inspector” (視察主任) means a person appointed as an inspector under section 26;
- “Mass Transit Railway” (地下鐵路) means the railway system known as the Mass Transit Railway and indicated on plans endorsed by the Secretary and deposited by the Corporation with the Land Registry from time to time, or any part of that system;
- “Mass Transit Railway Corporation” (地下鐵路公司) means the entity of that name established by section 3(1) of the repealed Ordinance;
- “MTR Corporation Limited” (地鐵有限公司) means the entity of that name incorporated under the Companies Ordinance (Cap. 32);
- “MTRC” means the Mass Transit Railway Corporation;
- “operating agreement” (營運協議) means any agreement entered into between the Corporation and the Secretary acting on behalf of the Government which is declared by its terms to be an operating agreement for the purposes of this Ordinance or to be an agreement amending or supplementing such an agreement, as having effect from time to time;
- “railway” (鐵路) means the Mass Transit Railway;
- “railway premises” (鐵路處所) means—
- (a) any area, space or building occupied by the Corporation which is designed, equipped or set apart for the carriage of passengers by train or for affording facilities incidental to the carriage of passengers by train; and
 - (b) any train on premises specified in paragraph (a);
- “repealed Ordinance” (已廢除條例) means the Mass Transit Railway Corporation Ordinance (Cap. 270);
- “Secretary” (局長) means the Secretary for Transport;

“鐵路處所” (railway premises) 指——

- (a) 由地鐵公司佔用，並為列車運載乘客或提供列車運載乘客的附帶設施而設計、裝備或預留的任何地方、空間或建築物；及
- (b) 在 (a) 段指明的處所內的列車。

(2) 在本條例中凡提述鐵路的建造，即提述承擔以鐵路的設計和規劃為始而以鐵路投入運作為終的過程的每一階段。

3. 指定日期

為施行本條例，局長可藉憲報公告定出某日期為指定日期。

第 II 部

專營權的批予及延續

4. 批予專營權給地鐵公司經營鐵路

(1) 在符合本條例的規定下，現向地鐵公司批予以下事項的專營權——

- (a) 經營地下鐵路，包括鐵路的任何延長部分；
- (b) 建造鐵路的任何延長部分，

專營權為期 50 年，自指定日期起計。

(2) 由政府與地鐵公司協定就專營權具有效力的條款及條件，即列於營運協議的條款及條件。

5. 專營權的延續

(1) 在專營期屆滿前 5 年之前並屬專營期內的任何一個或多於一個時間，地鐵公司可向行政長官會同行政會議申請延續專營權。

(2) 根據本條提出的申請——

- (a) 須藉通知書向局長提出；及
- (b) 須連同地鐵公司意欲提出以支持其申請的所有資料。

(3) 局長須向行政長官會同行政會議提交報告，報告須列明局長就在顧及所有有關的考慮事項後 (包括營運協議所載的任何關於專營權的延續的條文)，應否延續專營權的問題的建議。

“service” (服務) means railway service;

“transport interchange” (運輸交匯處) means any area, space or building delineated in plans certified by the Commissioner and deposited by the Corporation in the Land Registry under section 31.

(2) Reference in this Ordinance to construction of the railway is a reference to undertaking every stage of the process beginning with its design and planning and ending when the railway is brought into operation.

3. Appointed day

The Secretary may, by notice in the Gazette, designate a day to be the appointed day for the purposes of this Ordinance.

PART II

GRANT AND EXTENSION OF FRANCHISE

4. Grant of franchise to Corporation to operate railway

(1) Subject to this Ordinance, the Corporation is granted the franchise, for a period of 50 years from the appointed day—

- (a) to operate the Mass Transit Railway, including any extension to the railway;
- (b) to construct any extension to the railway.

(2) The terms and conditions agreed between the Government and the Corporation as having effect with respect to the franchise granted under this section are those set out in the operating agreement.

5. Extension of franchise

(1) At any time or times during the franchise period, but not later than 5 years before the expiry of that period, the Corporation may apply to the Chief Executive in Council for an extension of the franchise.

(2) An application for extension of the franchise under this section—

- (a) shall be made by notice to the Secretary; and
- (b) shall be accompanied by all materials that the Corporation wishes to put forward in support of the application.

(3) The Secretary shall submit to the Chief Executive in Council a report setting out his recommendation as to whether, having regard to all relevant considerations (including any provision of the operating agreement relating to the extension of the franchise), the Corporation's franchise should be extended.

(4) 行政長官會同行政會議可批准延續專營權，但只有在其信納地鐵公司有能力的根據本條例及營運協議維持妥善而有效率的服務的情況下，才可批准延續。

(5) 關於根據本條准予延續專營權的公告須在憲報刊登。

6. 移轉專營權的限制

除非有行政長官會同行政會議的批准，否則地鐵公司不得將專營權或部分專營權移轉。

7. 地鐵公司的董事

除非有行政長官會同行政會議的准許，否則地鐵公司的董事(根據第 8 條委任的增補董事除外)當中，必須有過半數是通常居於香港的人士。

8. 行政長官可委任增補董事

(1) 行政長官可委任不超過 3 人為地鐵公司的增補董事(在本條中稱為“增補董事”)，任期由行政長官指示。

(2) 增補董事只可由行政長官免任。

(3) 在不抵觸本部的條文下，就所有目的而言，增補董事須視為猶如是在地鐵公司的全體大會上獲委任為地鐵公司董事一樣。

(4) 在不影響第(3)款的一般性的原則下，增補董事有權——

(a) 參與地鐵公司會議及地鐵公司董事局會議；

(b) 取覽關於地鐵公司事務的所有資料；及

(c) 獲提供他所指明的關於地鐵公司事務的資料，

其方式及程度如同地鐵公司任何其他董事一樣。

(5) 《公司條例》(第 32 章)及任何其他法律及任何文件，均須在本條的規限下予以解釋。

(4) The Chief Executive in Council may approve an extension of the franchise, but shall only do so if he is satisfied that the Corporation is capable of maintaining a proper and efficient service under this Ordinance and the operating agreement.

(5) Notice of any extension of the franchise granted under this section shall be published in the Gazette.

6. Restriction on transfer of franchise

The Corporation shall not transfer the franchise or any part of it without the approval of the Chief Executive in Council.

7. Directors of Corporation

Unless the Chief Executive in Council otherwise permits, a majority of those directors of the Corporation who are not additional directors appointed under section 8 must be persons ordinarily resident in Hong Kong.

8. Chief Executive may appoint additional directors

(1) The Chief Executive may appoint, for a period he directs, not more than 3 persons to be additional directors of the Corporation (in this section referred to as “additional director”).

(2) An additional director may not be removed from office except by the Chief Executive.

(3) Subject to this Part, an additional director shall be treated for all purposes as if he had been appointed at a general meeting of the Corporation as a director of the Corporation.

(4) Without affecting the generality of subsection (3), an additional director shall, in the same manner and to the same extent as any other director of the Corporation, be entitled—

(a) to participate in meetings of the Corporation and the board of directors of the Corporation;

(b) to have access to all material concerning the affairs of the Corporation; and

(c) to be furnished with such information with respect to the affairs of the Corporation as he may specify.

(5) The Companies Ordinance (Cap. 32) and any other law, and any document, shall be construed subject to this section.

第 III 部

在專營權下經營的表現

9. 地鐵公司須維持妥善而有效率的服務

地鐵公司在專營期內任何時間，均須按照本條例及營運協議維持妥善而有效率的服務。

10. 局長可取得資料

(1) 局長可藉發給地鐵公司的書面通知，規定地鐵公司在通知書所指明的在有關情況下屬合理的期間內——

- (a) 給予局長充分的便利，使其能夠取得地鐵公司與專營權相關的業務及事務的資料；及
- (b) 按通知書所指明的方式及合理的時間，向局長提供關於 (a) 段所指明的事項的資料，並給予他核實該資料的便利。

(2) 在第 (1) 款中凡提述任何資料，即提述局長為核實地鐵公司已遵從本條例的條文、營運協議及根據本條例或營運協議作出的任何指示、說明或規定而合理地需要的資料。

(3) 地鐵公司如無合理辯解而沒有遵從根據本條發出的通知書，即屬犯罪，可處第 4 級罰款。

11. 紀錄

(1) 地鐵公司須就以下關乎鐵路的事項備存紀錄，而紀錄的備存須達致令局長滿意的程度——

- (a) 使用中或正在維修的列車的數目及運載量；
- (b) 車程數目及行車路程總計；
- (c) 運載的乘客人數；
- (d) 收入；

PART III

PERFORMANCE UNDER FRANCHISE

9. Corporation to maintain proper and efficient service

The Corporation shall maintain a proper and efficient service at all times during the franchise period in accordance with this Ordinance and the operating agreement.

10. Secretary may obtain information

(1) The Secretary may, by notice in writing to the Corporation, require the Corporation—

- (a) to afford the Secretary sufficient facilities for obtaining information with respect to the business and affairs of the Corporation in connection with the franchise; and
- (b) in the manner and at the reasonable times specified in the notice, to furnish the Secretary with information with respect to the matters specified in paragraph (a) and afford to him facilities for the verification of that information,

and to do so within a period specified in the notice, being a period that is reasonable in the circumstances.

(2) In subsection (1), reference to information is a reference to information which the Secretary may reasonably require for verifying that the Corporation has complied with the provisions of this Ordinance, the operating agreement and any direction, specification or requirement given under this Ordinance or the operating agreement.

(3) If the Corporation, without reasonable excuse, fails to comply with a notice given under this section the Corporation commits an offence and is liable to a fine at level 4.

11. Records

(1) The Corporation shall keep, to the satisfaction of the Secretary, records in respect of the following matters relating to the railway—

- (a) the number and carrying capacity of trains in use or under maintenance;
- (b) the number of journeys undertaken and the total distance travelled;
- (c) the number of passengers carried;
- (d) the receipts;

- (e) 導致服務停頓 20 分鐘或以上的任何事故的詳情；
 - (f) 列車的維修；
 - (g) 已訂購的或在建造中的列車的數目、類型及運載量，以及該等列車相當可能會供在鐵路運作方面使用的詳情。
- (2) 局長可藉發給地鐵公司的書面通知，規定地鐵公司在通知書所指明的在有關情況下屬合理的期間內——
- (a) 按通知書所指明的格式及合理的時間，向局長提供按照第 (1) 款備存的紀錄的副本；
 - (b) 准許局長或局長以書面授權的任何人，在任何合理的時間查閱按照第 (1) 款備存的所有紀錄。
- (3) 局長或局長授權的人可將根據第 (2)(b) 款查閱的紀錄複製副本。
- (4) 地鐵公司如無合理辯解而沒有遵從第 (1) 款或根據第 (2) 款發出的通知書，即屬犯罪，可處第 4 級罰款。

12. 在第 10 及 11 條下的權力所受的限制

- (1) 第 10 或 11 條並不規定地鐵公司或任何其他人士——
- (a) 出示任何不能在高等法院民事法律程序中強迫該公司或該人出示的文件；或
 - (b) 在遵從任何提供資料的規定時，提供任何不能在高等法院民事法律程序中強迫該公司或該人提供作為證據的資料。
- (2) 局長或任何其他人士不得披露任何依據第 10 或 11 條取得的資料，但如他就意圖披露該等資料而諮詢地鐵公司，則屬例外。

13. 行政長官會同行政會議可作出指示

- (1) 行政長官會同行政會議如認為公眾利益有此需要，可在局長與地鐵公司協商後，就任何與專營權相關的事宜向地鐵公司作出書面指示。

- (e) details of any incident causing a service breakdown of 20 minutes or more;
 - (f) the maintenance of trains;
 - (g) the number and types of trains, and their carrying capacity, on order or under construction together with details of the likely availability of such trains for use in the operation of the railway.
- (2) The Secretary may, by notice in writing to the Corporation, require the Corporation—
- (a) to furnish to the Secretary, at the reasonable times and in the form specified in the notice, copies of the records kept by the Corporation in accordance with subsection (1);
 - (b) to permit the Secretary, or any other person authorized in writing by him, to inspect at any reasonable time all records kept by the Corporation in accordance with subsection (1),
- and to do so within a period specified in the notice, being a period that is reasonable in the circumstances.
- (3) The Secretary or other person authorized by the Secretary may make copies of records inspected under subsection (2)(b).
- (4) If the Corporation, without reasonable excuse, fails to comply with subsection (1), or with a notice given under subsection (2), the Corporation commits an offence and is liable to a fine at level 4.

12. Limitation on powers under sections 10 and 11

- (1) Nothing in section 10 or 11 requires the Corporation or any other person—
- (a) to produce any document which the Corporation or that other person could not be compelled to produce in civil proceedings in the High Court; or
 - (b) in complying with any requirement for the furnishing of information, to provide any information which the Corporation or that other person could not be compelled to provide in evidence in civil proceedings in the High Court.
- (2) Neither the Secretary nor any other person shall disclose any information obtained pursuant to section 10 or 11 unless he has consulted the Corporation regarding his intention to do so.

13. Chief Executive in Council may give directions

- (1) The Chief Executive in Council may, if he considers the public interest so requires, and after consultation between the Secretary and the Corporation, give directions in writing to the Corporation in relation to any matter concerning the franchise.

- (2) 該等指示可屬一般或特定性質。
- (3) 除非根據本條作出的指示與本條例有所抵觸，否則地鐵公司須遵從該指示。
- (4) 如地鐵公司遵從根據本條作出的指示並蒙受在任何方面因該項遵從而引致的任何種類的損失或損害(包括相應而生的損失)或在任何方面歸因於該項遵從而有的上述損失或損害，則政府有責任就該等損失或損害向地鐵公司支付補償。
- (5) 第(4)款所提述的損失或損害，包括因地鐵公司遵從根據本條作出而違反審慎商業原則的指示而引致的損失或損害，以及可歸因於地鐵公司遵從該等指示的損失或損害。

14. 行政長官會同行政會議可施加罰款

- (1) 如地鐵公司違反本條例或營運協議的任何條文，或違反根據本條例或營運協議作出的任何指示、說明或規定，行政長官會同行政會議可於局長作出轉介後藉書面通知，就該項違反向地鐵公司施加該通知所指明的罰款。
- (2) 除非有以下各項情況，否則不得根據第(1)款施加罰款——
 - (a) 地鐵公司已獲給予機會向行政長官會同行政會議作出申述；及
 - (b) 行政長官會同行政會議信納有以下情況——
 - (i) 地鐵公司在重大程度上違反或持續違反有關條文、指示、說明或規定；及
 - (ii) (如有關義務屬持續性質) 地鐵公司已有合理機會就該項違反作出補救。
- (3) 根據本條施加的罰款——
 - (a) 就任何違反而言——
 - (i) 首次施加的罰款不得超過相等於第 3 級罰款的款額；
 - (ii) 第二次施加的罰款不得超過相等於第 4 級罰款的款額；
 - (iii) 第三次或以後施加的罰款不得超過相等於第 5 級罰款的款額；
 - (b) 就任何持續性質的違反而言，就該項違反持續期間的每一天，不得超過 \$10,000，

在本款中，凡提述相等於某級數的罰款的款額，即提述《刑事訴訟程序條例》(第 221 章)附表 8 所示的適用於根據某條例訂定的某罪行的該級數的罰款的款額。

- (2) The directions may be of a general or specific nature.
- (3) The Corporation shall comply with any direction given, unless the direction is inconsistent with this Ordinance.
- (4) The Government is liable to pay compensation to the Corporation for loss or damage of any kind (including consequential loss) sustained by the Corporation and in any way arising from or attributable to the Corporation's compliance with a direction under this section.
- (5) Reference in subsection (4) to loss or damage includes reference to loss or damage arising from or attributable to the Corporation's compliance with a direction under this section that is contrary to prudent commercial principles.

14. Chief Executive in Council may impose financial penalty

- (1) The Chief Executive in Council may, on a reference by the Secretary, by notice in writing impose on the Corporation a financial penalty specified in the notice for any failure by the Corporation to comply with any provision of this Ordinance or the operating agreement, or with any direction, specification or requirement given under this Ordinance or the operating agreement.
- (2) The Corporation shall not be found liable to the imposition of a penalty under subsection (1) unless—
 - (a) the Corporation has been given an opportunity to make representations to the Chief Executive in Council; and
 - (b) the Chief Executive in Council is satisfied—
 - (i) that the failure is substantial or is persistent in nature; and
 - (ii) where the obligation is one of a continuing nature, that the Corporation has had a reasonable opportunity of remedying the failure.
- (3) A financial penalty imposed under this section shall not exceed—
 - (a) in respect of any failure—
 - (i) in the case of a first imposition of such a penalty, an amount equal to a fine at level 3;
 - (ii) in the case of a second imposition of such a penalty, an amount equal to a fine at level 4;
 - (iii) in the case of a third or subsequent imposition of such a penalty, an amount equal to a fine at level 5; and
 - (b) in respect of any failure which is of a continuing nature, \$10,000 for each day on which the failure continues,

and in this subsection, reference to an amount equal to a fine at a certain level is a reference to the amount shown in Schedule 8 to the Criminal Procedure Ordinance (Cap. 221) as the amount of a fine of that level for an offence under an Ordinance.

- (4) 根據本條施加的罰款，可由政府作為民事債項追討。
- (5) 行政長官會同行政會議在考慮根據本條施加罰款時，不得考慮先前為根據本條施加罰款而考慮過的地鐵公司的任何違反事宜，但如地鐵公司沒有支付該先前罰款所規定的款額，或沒有對導致該項違反的失責作出糾正，則屬例外。
- (6) 凡本條例規定違反本條例某條文即屬犯罪，則本條不適用於該條文。

第 IV 部

專營權的暫時中止、專營權的撤銷及專營期的屆滿等

15. 專營權的暫時中止

- (1) 於局長作出轉介後，行政長官會同行政會議如認為——
- (a) 緊急情況存在或相當可能出現緊急情況；或
- (b) 鐵路的運作因任何原因或相當可能因任何原因而出現嚴重停頓（看似能夠在一段合理期間內補救的停頓除外），

並認為為公眾利益應將專營權暫時中止，可命令將專營權的全部或部分暫時中止。

(2) 局長於根據第(1)(b)款作出轉介前，須在當時情況下屬切實可行的範圍內，就擬作出的轉介諮詢地鐵公司；局長並須使行政長官會同行政會議知悉地鐵公司在諮詢過程中所作出的申述。

(3) 根據第(1)款作出的暫時中止令，在行政長官會同行政會議命令予以終止前一直持續有效。

(4) 凡有根據第(1)或(3)款作出的命令，須向地鐵公司發出該命令的書面通知。

(5) 凡專營權根據第(1)款全部或部分暫時中止，政府、政府的代名人或政府指定的第三者——

- (a) 可接管地鐵公司於上述暫時中止所關乎的該部分專營權方面或在與該部分專營權有關連的情況下在該項暫時中止發生時所使用或保存的任何財產；

(4) A financial penalty imposed under this section is recoverable by the Government as a civil debt.

(5) Where the Chief Executive in Council is considering the imposition of a penalty on the Corporation under this section, he shall not take into account any failure of the Corporation which was considered for the purposes of a previous imposition of a penalty on the Corporation under this section, unless the Corporation has failed to pay that previous penalty or to rectify any default that gave rise to the failure in question.

(6) This section does not apply to any provision of this Ordinance the contravention of which is an offence under this Ordinance.

PART IV

SUSPENSION, REVOCATION AND EXPIRY OF FRANCHISE, ETC.

15. Suspension of franchise

(1) If, on a reference by the Secretary, the Chief Executive in Council considers that—

- (a) an emergency exists or is likely to come into existence; or
- (b) there is or is likely to be for any reason a substantial breakdown in the operation of the railway, other than a breakdown that appears to be capable of being remedied within a reasonable period,

and if he considers that it is in the public interest to do so, the Chief Executive in Council may order that the franchise be suspended either wholly or in part.

(2) Before making any reference to the Chief Executive in Council under subsection (1)(b) the Secretary shall, as far as is practicable in the circumstances, consult the Corporation in relation to the proposed reference; and the Secretary shall bring to the attention of the Chief Executive in Council any representations made by the Corporation during the consultation.

(3) An order for suspension under subsection (1) remains in effect until the Chief Executive in Council orders the suspension terminated.

(4) Notice in writing of any order made under subsection (1) or (3) shall be given to the Corporation.

(5) Where the franchise is suspended under subsection (1) (whether wholly or in part), the Government, its nominee or a third party designated by the Government—

- (a) may take possession of any property which at the time of such suspension is property used or kept by the Corporation for the purposes of or in connection with the suspended part of the franchise;

(b) 在上述專營權暫時中止期間，可保留根據 (a) 段接管的財產，並可視乎其認為合適而將該財產用於鐵路運作。

(6) 政府有責任就下述項目支付補償——

(a) 根據第 (5) 款接管的財產的使用、損失或損壞；及

(b) (根據第 18 條撤銷專營權的情況除外) 地鐵公司所蒙受、在任何方面因專營權根據第 (1) 款暫時中止而引致的任何種類的損失或損害 (包括相應而生的損失) 或在任何方面歸因於該項暫時中止而有的上述損失或損害。

(7) 第 (5) 款所賦予的接管財產和將該財產用於鐵路運作的權利，包括將該財產保存或保持在就該目的而言是認為屬適當的狀況的權利，及按就該目的而言是認為屬適當的方式將該財產改變的權利；而在不影響任何根據第 (6) 款享有補償的權利的原則下，就根據第 (5) 款接管的財產在保存時所處的狀況或就該財產在歸還時所處的狀況而言，本條例或任何其他法律並無對政府施加任何義務。

16. 在專營權下的失責行為

為施行第 17 及 18 條，如出現以下情況，地鐵公司即在專營權下有失責行為——

(a) 以下其中一種情況出現——

(i) 地鐵公司在重大程度上沒有履行在營運協議下的某項義務；或

(ii) 地鐵公司在重大程度上已沒有或相當可能會在重大程度上沒有按照本條例營運鐵路，

而該種情況導致或相當可能會導致——

(A) 出現嚴重服務停頓；

(B) 在鐵路乘搭列車或在鐵路處所內的人的安全受到危害，以致相當可能會導致他們嚴重受傷；或

(C) 在鐵路乘搭列車或在鐵路處所內的人嚴重受傷或死亡；或

(b) 地鐵公司展開自動清盤或有清盤令就地鐵公司而作出，

而“失責行為”一詞則須據此解釋。

(b) during the course of the suspension, may retain any property taken possession of under paragraph (a) and may use that property in the operation of the railway as it thinks fit.

(6) The Government is liable to pay compensation—

(a) for the use of, loss of or damage to any property taken possession of under subsection (5); and

(b) except where a franchise is revoked under section 18, for loss or damage of any kind (including consequential loss) sustained by the Corporation and in any way arising from or attributable to the suspension of the franchise under subsection (1).

(7) The right conferred under subsection (5) to take possession of property and to use that property in the operation of the railway includes the right to keep or maintain the property in whatever condition, or to alter the property in whatever manner, is considered appropriate for that purpose and, without affecting any entitlement to compensation under subsection (6), nothing in this Ordinance or any other law imposes on the Government any obligation in relation to the condition in which property taken under subsection (5) is to be kept or returned.

16. Default under franchise

For the purposes of sections 17 and 18, the Corporation is in default under the franchise if—

(a) either of the following occurs—

(i) there has been a substantial failure by the Corporation to discharge an obligation under the operating agreement; or

(ii) the Corporation has failed or there is a likelihood of its failing substantially to operate the railway in accordance with this Ordinance,

and the failure (or likely failure) results in or is likely to result in—

(A) a substantial breakdown of the service;

(B) the safety of persons travelling on the railway or being on the railway premises being endangered in a manner likely to result in serious injury to those persons; or

(C) serious injury to or the death of persons travelling on the railway or being on the railway premises; or

(b) a voluntary winding up of the Corporation is commenced or a winding up order in respect of the Corporation is made,

and the expression “default” shall be construed accordingly.

17. 可補救的失責行為

(1) 凡局長覺得地鐵公司有失責行為，並覺得該失責行為是可補救的，局長可向地鐵公司送達通知書，要求地鐵公司——

- (a) 對該失責行為作出補救，或採取令局長滿意的措施或作出令局長滿意的安排，以確保該失責行為得到補救；及
- (b) 在該通知書所指明的期間（該期間在有關情況下須屬合理）或在局長容許的較長期間內，作出上述補救或安排，或採取上述措施。

(2) 除非情況有需要，否則根據第 (1) 款送達的通知書所指明的期間不得少於 28 天。

18. 專營權的撤銷

(1) 凡——

- (a) 局長向行政長官會同行政會議報告，指出地鐵公司違反根據第 17 條送達的通知書；或
- (b) 行政長官會同行政會議覺得地鐵公司有失責行為，而局長已向行政長官會同行政會議報告，指出該失責行為是不可補救的，

行政長官會同行政會議可指示局長向地鐵公司送達通知書，規定地鐵公司提出因由解釋為何不應根據第 (5) 款作出命令。

(2) 根據第 (1) 款送達的通知書須指明是就第 (1)(a) 款或是就第 (1)(b) 款而發出的，而——

- (a) 就第 (1) 款 (a) 段而發出的通知書，須載有該段所提述的通知書的詳情及局長報告的摘要；
- (b) 就第 (1)(b) 款而發出的通知書，須指明有關失責行為的性質。

(3) 地鐵公司可在由根據第 (1) 款送達通知書的日期起計的 28 天內，或在行政長官會同行政會議所容許的較長期間內，向行政長官會同行政會議作出書面申述，提出因由解釋為何不應根據第 (5) 款作出命令。

(4) 在根據第 (5) 款作出命令前，行政長官會同行政會議須考慮根據第 (3) 款作出的任何申述，以及（如適用的話）第 (6) 款所提述的任何事宜。

17. Defaults capable of remedy

(1) Where it appears to the Secretary that the Corporation is in default, and that the default is one which is capable of being remedied, the Secretary may serve on the Corporation a notice calling upon the Corporation—

- (a) to remedy the default or to take measures or make arrangements to the satisfaction of the Secretary to ensure that the default is remedied; and
- (b) to do so within the period specified in the notice, being a period that is reasonable in the circumstances, or within a further period as the Secretary may allow.

(2) Unless the circumstances require otherwise, the period specified in a notice served under subsection (1) shall be a period of 28 days or more.

18. Revocation of franchise

(1) Where—

- (a) the Secretary reports to the Chief Executive in Council that the Corporation has failed to comply with a notice served under section 17; or
- (b) it appears to the Chief Executive in Council that the Corporation is in default, and the Secretary has reported to the Chief Executive in Council that the default is not one which is capable of being remedied,

the Chief Executive in Council may direct the Secretary to serve on the Corporation a notice requiring the Corporation to show cause why an order should not be made under subsection (5).

(2) A notice served under subsection (1) shall specify whether it is given in relation to subsection (1)(a) or subsection (1)(b) and shall, in addition—

- (a) if given in relation to subsection (1)(a), give particulars of the notice referred to in that paragraph and brief particulars of the report of the Secretary;
- (b) if given in relation to subsection (1)(b), specify the nature of the default.

(3) The Corporation may, within the period of 28 days from the date of service of the notice under subsection (1), or within a further period as the Chief Executive in Council may allow, make representations in writing to the Chief Executive in Council showing cause why an order should not be made under subsection (5).

(4) Before making an order under subsection (5) the Chief Executive in Council shall consider any representations made under subsection (3) and, if applicable, any matter referred to in subsection (6).

(5) 凡行政長官會同行政會議認為地鐵公司並沒有提出充分理由解釋為何不應根據本款作出命令——

(a) 而他覺得有關失責行為是可補救的，並且覺得——

(i) 局長本應根據第 17 條送達通知書但卻並無送達，或任何已送達的通知書的條款不合理；及

(ii) 該失責行為仍可補救，

則行政長官會同行政會議可藉命令指示局長根據第 17 條送達通知書或另一通知書，而該等通知書的條款由行政長官會同行政會議決定；或

(b) 在其他失責行為的情況下，如他覺得撤銷專營權是公正和合理的話，行政長官會同行政會議可在第 (8) 款規限下，藉命令撤銷專營權。

(6) 行政長官會同行政會議根據第 (5) 款行使權力時，須考慮有關失責行為在多大程度上是因地鐵公司不能控制的情況所導致。

(7) 根據——

(a) 第 (5)(a) 款作出的命令須送交局長，而局長根據第 17 條送達的通知書則須附有該命令的副本一份；

(b) 第 (5)(b) 款作出的命令須送達地鐵公司，並須於送達後在切實可行範圍內盡快在憲報刊登。

(8) 凡本條所述的程序與某事宜有關，而該事宜為根據第 53(1) 條提出的上訴的標的，則行政長官會同行政會議在該宗上訴被裁定或放棄之前，不得根據第 (5)(b) 款作出命令。

(9) 政府無責任就根據本條作出的專營權的撤銷支付任何補償，但根據第 20 條須付的補償除外。

19. 政府使用鐵路財產

(1) 凡專營權根據第 18 條被撤銷，或專營期已屆滿而沒有根據第 5 條獲延續，政府、政府的代名人或政府指定的第三者可接管地鐵公司於專營權方面或在與專營權有關連的情況下在該項撤銷發生時或專營期屆滿時所使用或保存的任何財產，並可視乎其認為合適而將該財產用於鐵路運作。

(2) 根據第 (1) 款接管的財產可按以下規定的期間予以保留——

(5) Where the Chief Executive in Council is of the opinion that sufficient cause has not been shown as to why an order under this subsection should not be made, he may, by order—

(a) if it appears to him that the default is one which was capable of being remedied and that—

(i) a notice should have been served under section 17 and was not served, or that the terms of any notice served were unreasonable; and

(ii) the default is still capable of being remedied, direct the Secretary to serve a notice, or a further notice, under section 17, in terms determined by the Chief Executive in Council; or

(b) in any other case of default, if it appears to him just and reasonable to do so, but subject to subsection (8), revoke the franchise.

(6) In exercising his powers under subsection (5), the Chief Executive in Council shall take into consideration the extent to which the default was or is occasioned by circumstances beyond the control of the Corporation.

(7) An order made—

(a) under subsection (5)(a) shall be sent to the Secretary and a copy of the order shall be attached to the Secretary's notice under section 17;

(b) under subsection (5)(b) shall be served on the Corporation and shall be published in the Gazette, as soon as practicable after that service.

(8) Where the proceedings described in this section relate to a matter which is the subject of an appeal under section 53(1), the Chief Executive in Council shall not make an order under subsection (5)(b) until the appeal has been determined or abandoned.

(9) The Government is not liable to pay any compensation in respect of the revocation of the franchise under this section, except for any compensation payable under section 20.

19. Use of railway property by Government

(1) Where the franchise is revoked under section 18 or has expired and has not been extended under section 5, the Government, its nominee or a third party designated by the Government may take possession of any property which at the time of such revocation or expiry is property used or kept by the Corporation for the purposes of or in connection with the franchise and may use that property in the operation of the railway as it thinks fit.

(2) Property taken possession of under subsection (1) may be retained—

- (a) 首段保留期間不超過 2 年，由行政長官會同行政會議決定；及
- (b) 以後接續的每段延續期間均不超過 6 個月，由行政長官會同行政會議決定，

而有關任何該等決定的公告須在憲報刊登。

(3) 除第 (4) 款另有規定外及在不抵觸第 (5) 款的規定下，於本條所指的保留期間內的任何時間或於保留期間屆滿時，根據第 (1) 款接管的財產可歸還地鐵公司，或按行政長官會同行政會議認為合適的方式及條款另作處置。

(4) 於任何財產根據第 (2) 款被保留的期間內的任何時間，地鐵公司可向局長發出書面通知，告知政府地鐵公司不欲該財產歸還地鐵公司；在此情況下，政府無權根據第 (3) 款將該財產歸還地鐵公司。

(5) 第 (1) 款所賦予的接管財產和將該財產用於鐵路運作的權利，包括將該財產保存或保持在就該目的而言是認為屬適當的狀況的權利，及按就該目的而言是認為屬適當的方式將該財產改變的權利；而在不影響任何根據第 20 條享有補償的權利的原則下，本條例或任何其他法律，並不就根據第 (1) 款接管的財產被保存時所處的狀況或該財產在歸還時所處的狀況，對政府施加任何義務。

(6) 為根據第 (3) 款處置根據第 (1) 款接管的財產的目的並在為達致該目的而有需要的範圍內，並只限於為該目的及在該範圍內，有關財產的所有權須當作轉歸予政府。

20. 就根據第 19 條使用鐵路財產的補償

(1) 政府有責任就根據第 19 條接管的財產的使用、損失或損壞支付補償。

(2) 如根據第 19 條接管的財產在根據第 19(3) 條作處置時並非予以歸還地鐵公司，則按照第 (1) 款支付的補償，須以該財產並無獲替換或其損失並無以其他方式予以補償的範圍為限。

(3) 凡根據第 19 條接管的財產，是政府、政府的代名人或政府指定的第三者已憑藉行使第 15(5) 條賦予的權力而管有的財產，則根據第 15(6) 條須付的補償款額，須自若非因本款即須根據本條支付的補償款額中扣除。

(a) for an initial period not exceeding 2 years, as may be determined by the Chief Executive in Council; and

(b) for such further successive periods not exceeding 6 months each as the Chief Executive in Council may determine,

and notice of any such determination shall be published in the Gazette.

(3) Subject to subsections (4) and (5), at any time during or upon the expiry of a period of retention under this section, property taken possession of under subsection (1) may be returned to the Corporation or may be otherwise disposed of in a manner and upon terms the Chief Executive in Council may think fit.

(4) At any time during the period for which any property is retained under subsection (2), the Corporation may by notice in writing to the Secretary inform the Government that the Corporation does not wish the property to be returned to the Corporation, and in that case the Government is not entitled to return the property to the Corporation under subsection (3).

(5) The right conferred under subsection (1) to take possession of property and to use that property in the operation of the railway includes the right to keep or maintain the property in whatever condition, or to alter the property in whatever manner, is considered appropriate for that purpose and, without affecting any entitlement to compensation under section 20, nothing in this Ordinance or any other law imposes on the Government any obligation in relation to the condition in which property taken under subsection (1) is to be kept or returned.

(6) For the purpose of, and to the extent necessary to effect, the disposal under subsection (3) of any property taken possession of under subsection (1) (and for that purpose and to that extent only), title in the property is deemed to be vested in the Government.

20. Compensation for use of railway property under section 19

(1) The Government is liable to pay compensation for the use of, loss of or damage to any property taken possession of under section 19.

(2) If property taken possession of under section 19 is disposed of under section 19(3) otherwise than by being returned to the Corporation, compensation is payable in accordance with subsection (1) to the extent that the property is not replaced or its loss compensated for in some other manner.

(3) Where property taken possession of under section 19 is property that is already in the possession of the Government, its nominee or a third party designated by the Government by virtue of the exercise of powers conferred under section 15(5), the amount of any compensation payable under section 15(6) shall be deducted from the amount of compensation that would otherwise be payable under this section.

(4) 地鐵公司根據第 19(4) 條發出的通知書並不影響地鐵公司根據本條享有補償的權利；因此，在計算就該通知書所指明的財產而根據本條須付的補償款額時，所用方式須猶如在無發出該通知書的情況下已根據第 19(3) 條處置有關財產一樣。

(5) 根據本條須付予地鐵公司的補償款額的計算方式，須按照營運協議內關乎計算根據本條須付的補償的條文。

21. 政府可被要求接管鐵路財產

(1) 凡行使第 19(1) 條所賦予的權力而接管地鐵公司於專營權方面或在與專營權有關連的情況下所使用或保存的任何財產，並於該次接管有任何其他根據該款政府、政府的代名人或政府指定的第三者有權接管但沒有如此接管的財產，則地鐵公司可向局長發出通知書，要求政府接管該財產。

(2) 根據第 (1) 款就某財產發出的通知書，須在自行行使第 19(1) 條所賦予的權力的日期起計的 6 個月內發出，並須——

(a) 指明該財產及其所在位置；

(b) 載有資料或連同文件，核實該財產於行使第 19(1) 條所賦予的權力時，是地鐵公司於專營權方面或在與專營權有關連的情況下所使用或保存的財產；及

(c) 載有政府接觸和接管該財產所需的所有資料。

(3) 除非接管受到某些法律上的阻礙或除非無法接觸該財產，否則政府須接管第 (1) 款所指的通知書所指明的財產。

(4) 就第 20(1) 及 (2) 條而言，政府根據本條接管財產須視為猶如根據第 19(1) 條接管該財產一樣。

(5) 為處置根據第 (3) 款接管的財產的目的並在為達致該目的而有需要的範圍內，並只限於為該目的及在該範圍內，有關財產的所有權須當作轉歸予政府。

(4) Notice given by the Corporation under section 19(4) does not affect the Corporation's entitlement to compensation under this section and, accordingly, the amount of any compensation payable under this section in respect of property specified in such a notice shall be calculated as if the property had been disposed of under section 19(3) without that notice having been given.

(5) The amount of any compensation payable to the Corporation under this section shall be calculated in accordance with the provisions of the operating agreement relating to the calculation of compensation payable under this section.

21. Government may be required to take possession of railway property

(1) Where there has been any occasion of exercise of the power conferred under section 19(1) to take possession of property used or kept by the Corporation for the purposes of or in connection with the franchise the Corporation may, by notice to the Secretary, request the Government to take possession of any other property which the Government, its nominee or a third party designated by the Government was entitled to take possession of, but did not take possession of, under that subsection on that occasion.

(2) A notice under subsection (1) shall be given within a period of 6 months from the occasion on which the power conferred under section 19(1) was exercised and shall, as regards any property which the Government is requested to take possession of—

(a) specify the property and its location;

(b) contain information, or be accompanied by documents, verifying that the property was, on the occasion of the exercise of the power under section 19(1), property which was used or kept by the Corporation for the purposes of or in connection with the franchise; and

(c) contain all information necessary for the Government to gain access to and take possession of the property.

(3) Unless there is some legal impediment to its doing so, or it is unable to gain access to the property, the Government shall take possession of the property specified in the notice referred to in subsection (1).

(4) A taking of possession of property by the Government under this section shall be treated for the purposes of section 20(1) and (2) as if it were a taking of possession of that property under section 19(1).

(5) For the purpose of, and to the extent necessary to effect, the disposal of any property taken possession of under subsection (3) (and for that purpose and to that extent only), title in the property is deemed to be vested in the Government.

(6) 任何人均不得以根據本條接管的財產並非政府根據本條有權接管的財產為理由，而就接管該財產提出針對政府的訴訟。

(6) No action lies against the Government in respect of the taking of possession of any property under this section on the ground that the property was not property which the Government was entitled to take possession of under this section.

22. 進入的權力

政府、政府的代名人或政府指定的第三者為根據本部接管財產的目的，可進入為該目的而有合理需要進入的任何處所。

22. Power of entry

The Government, its nominee or a third party designated by the Government may, for the purpose of taking possession of property under this Part, enter upon any premises where it is reasonably necessary to do so for that purpose.

第 V 部

補償

PART V

COMPENSATION

23. 補償申索的和解或裁定

- (1) 政府可就任何根據本條例作出的補償申索作出妥協或和解。
- (2) 政府與申索人如沒有就根據本條例須付予申索人的補償款額(如有的話)達成協議，則該項補償須藉根據《仲裁條例》(第 341 章)進行的仲裁釐定。
- (3) 為第(2)款所指的仲裁的目的，政府與申索人須視為已訂立《仲裁條例》(第 341 章)所指的仲裁協議，而其條款包括一項規定，說明該項補償在沒有達成協議的情況下須由單一仲裁員釐定。

23. Settlement or determination of claim for compensation

- (1) The Government may compromise or settle any claim for compensation under this Ordinance.
- (2) In default of an agreement between the Government and a claimant as regards the amount of compensation, if any, payable to the claimant under this Ordinance, the compensation shall be determined by arbitration under the Arbitration Ordinance (Cap. 341).
- (3) For the purposes of an arbitration under subsection (2), the Government and the claimant shall be regarded as having made an arbitration agreement within the meaning of the Arbitration Ordinance (Cap. 341) the terms of which include a provision that the compensation shall, in the absence of an agreement, be determined by a single arbitrator.

24. 暫繳付款以待釐定補償

- (1) 政府在等待仲裁員按第 23 條的規定釐定補償的期間，可向申索人支付某個款額，作為根據仲裁員的釐定而須付的款額(如有的話)的暫繳付款。
- (2) 政府根據第(1)款就任何申索作出的付款並不影響該宗申索，亦不影響根據本部向仲裁員提交該宗申索或仲裁員根據本部就該宗申索作出裁定；但根據仲裁員就該宗申索作出的裁定而須付的補償款額，須扣減該項付款。

24. Provisional payment pending determination of compensation

- (1) Pending any determination of compensation by an arbitrator as provided in section 23, the Government may pay to a claimant an amount as a provisional payment of the amount, if any, payable under the arbitrator's determination.
- (2) A payment by the Government under subsection (1) in respect of a claim does not prejudice the claim or the submission of the claim to, or its determination by, the arbitrator under this Part; but the amount of compensation payable under the arbitrator's determination in respect of the claim shall be reduced by the amount of the payment made.

(3) 凡根據第 (2) 款扣減根據第 (1) 款作出的付款的款額，則就第 25(1) 條而言，只有經如此扣減後的補償款額方可獲付利息。

(4) 凡政府根據第 (1) 款就任何申索作出付款的款額，超過仲裁員就該宗申索而釐定的補償款額，則超出的款額可由政府作為民事債項追討。

25. 補償的利息

(1) 除本條及第 24(3) 條另有規定外，根據本條例須付的補償款項自其須予支付的日期起至已予支付為止孳生利息，利率為香港金融管理局所釐定的基本利率減去 100 個基點。

(2) 就根據本條例須付的補償款額達成協議後或於該補償款額由仲裁員釐定後的任何時間，政府可藉憲報公告，規定申索人在該公告指明的時間內和在該公告指明的地點領取該款額；政府如作出該規定，即無須根據本條例就如此指明的時間屆滿後的期間支付利息。

(3) 政府無須根據本條例就任何與仲裁程序相關的訟費或報酬支付利息。

第 VI 部

鐵路的安全

26. 視察主任的委任

(1) 局長可為施行本部而以書面委任任何人為視察主任。

(2) 並非公職人員的視察主任，可獲支付由財政司司長釐定的款額作為其服務酬金，而該款額須從立法會就此項用途而撥出的款項支付。

(3) 視察主任在行使任何權力時，如有人提出要求，須向該人出示他的身分證明及委任證明。

(4) 視察主任可帶同他合理地需要的人，以協助行使他的權力。

(3) Where the amount of compensation payable under a determination of the arbitrator is reduced under subsection (2) by the amount of any payment made under subsection (1), only the amount of the compensation as so reduced bears interest for the purpose of section 25(1).

(4) Where the amount of a payment made by the Government under subsection (1) in respect of a claim exceeds the amount of the compensation determined by the arbitrator in respect of the claim, the amount of the excess is recoverable by the Government as a civil debt.

25. Interest on compensation

(1) Subject to this section and to section 24(3), a sum of money payable as compensation under this Ordinance bears interest as from the date on which the sum becomes payable until payment of the sum, calculated at a rate equal to the rate fixed by the Hong Kong Monetary Authority and known as the base rate, less 100 basis points.

(2) At any time after agreement or determination by an arbitrator of an amount of compensation to be paid under this Ordinance, the Government may, by notice published in the Gazette, require the claimant to collect the amount within the time and at the place specified in the notice, and in such case no interest is payable under this Ordinance in respect of the period after the expiry of the time so specified.

(3) No interest is payable under this Ordinance on any costs or remuneration in connection with the arbitration proceedings.

PART VI

SAFETY OF RAILWAY

26. Appointment of inspectors

(1) The Secretary may in writing appoint any person as an inspector for the purposes of this Part.

(2) An inspector who is not a public officer may be paid, as a fee for his services, an amount determined by the Financial Secretary, and that amount shall be paid out of moneys provided for the purpose by the Legislative Council.

(3) When exercising any power, an inspector shall produce evidence of his identity, and of his appointment, to any person who requests him to do so.

(4) An inspector may take with him other persons whom he reasonably requires to assist him in the exercise of his powers.

27. 視察主任的一般權力

- (1) 視察主任可——
 - (a) 於任何合理時間進入本款適用的處所；
 - (b) 對本款適用的處所或任何在與專營權有關連的情況下所使用的機械、機械裝置或設備進行他認為合宜的測試或檢查；
 - (c) 規定本款適用的人——
 - (i) 作出視察主任合理地認為是便利任何測試或檢查所需的任何事情；
 - (ii) 向視察主任提供視察主任所指定的關乎鐵路的資料或關乎與鐵路相關的任何機械、機械裝置或設備的資料，並回答為該目的所需的任何問題或出示為該目的所需的任何文件以供查閱；及
 - (iii) 提供任何根據第 (ii) 節視察主任可規定出示以供查閱的文件的副本。
- (2) 第 (1) 款適用於——
 - (a) 鐵路、鐵路處所及正在或曾在鐵路上進行工程的承建商或次承建商的處所；及
 - (b) 地鐵公司的僱員、(a) 段所述的任何承建商或次承建商及其僱員。
- (3) 本條所賦予或根據第 33 條訂立的規例所賦予的權力，只可由視察主任為以下目的而行使——
 - (a) 確保鐵路或鐵路處所的安全；或
 - (b) 調查涉及鐵路的意外，或在鐵路或鐵路處所內發生的意外，而該項調查是依據上述規例而指示該主任進行的，
 而就鐵路的延長部分而言，上述權力只可在有關延長部分已投入運作並供公眾使用後方可行使。
- (4) 本條並不規定任何人——
 - (a) 出示任何不能在高等法院民事法律程序中強迫他出示的文件；或
 - (b) 在遵從任何提供資料的規定時，提供不能在高等法院民事法律程序中強迫他提供作為證據的資料。
- (5) 除非視察主任已事先給予地鐵公司合理通知，否則他不得披露任何依據本條取得的資料，但向局長披露該等資料則不受本條所限。

27. General powers of inspectors

- (1) An inspector may—
 - (a) at all reasonable times enter upon premises to which this subsection applies;
 - (b) carry out on premises to which this subsection applies, or on any machinery, plant or equipment used in connection with the franchise, any test or inspection he considers expedient;
 - (c) require a person to whom this subsection applies—
 - (i) to do anything which the inspector reasonably considers to be necessary for facilitating any test or inspection;
 - (ii) to provide the inspector with information which the inspector specifies relating to the railway or any machinery, plant or equipment connected with the railway, and to answer any question or produce for inspection any document which is necessary for that purpose; and
 - (iii) to provide a copy of any document which the inspector may require to be produced for inspection under subparagraph (ii).
- (2) Subsection (1) applies to—
 - (a) the railway, the railway premises and the premises of any contractor or subcontractor who is carrying out or has carried out any work on the railway; and
 - (b) any employee of the Corporation and any contractor or subcontractor mentioned in paragraph (a) and his employees.
- (3) The powers conferred by this section or by regulations made under section 33 may be exercised by an inspector only for the purpose of—
 - (a) ensuring the safety of the railway or railway premises; or
 - (b) investigating an accident which involved the railway or which occurred on the railway or on railway premises, when the inspector is directed to do so pursuant to those regulations,
 and are exercisable in relation to an extension to the railway only if the extension has been brought into operation for public use.
- (4) Nothing in this section requires any person—
 - (a) to produce any document which he could not be compelled to produce in civil proceedings in the High Court; or
 - (b) in complying with any requirement for the furnishing of information, to provide any information which he could not be compelled to provide in evidence in civil proceedings in the High Court.
- (5) An inspector shall not disclose, except to the Secretary, any information obtained pursuant to this section unless he has given reasonable notice to the Corporation beforehand.

- (6) 任何人——
- (a) 無合理辯解而沒有遵從根據第(1)(c)款作出的規定；
 - (b) 明知而向根據第(1)(c)款行事的視察主任提供在要項上屬虛假或具誤導性的資料；或
 - (c) 妨礙視察主任行使第(1)款賦予他的權力，
- 即屬犯罪，可處第 2 級罰款及監禁 6 個月。

**28. 局長基於安全方面的考慮可規定
地鐵公司進行工程**

- (1) 凡局長認為——
- (a) 鐵路已投入運作的某部分或該部分的任何機械、機械裝置或設備的狀況；或
 - (b) 鐵路或鐵路某部分的運作方式，
- 引致或相當可能引致有人受傷的危險，局長可規定地鐵公司進行工程或採取步驟，以確保有關的狀況或運作方式，不再引致或不再相當可能引致上述危險。
- (2) 根據第(1)款作出的規定，須藉向地鐵公司發出書面通知作出。該通知書——
- (a) 須指明所規定進行的工程或採取的步驟；
 - (b) 可指明地鐵公司須於何時之前開始進行指明的工程或採取指明的步驟，以及必須於何時完成該工程或步驟。
- (3) 地鐵公司如無合理辯解而違反根據本條發出的通知書，即屬犯罪，可處第 6 級罰款，而就經證實地鐵公司無合理辯解而持續違反該通知書的期間的每一天，可另處罰款 \$10,000。
- (4) 看來是由局長為施行本條而簽署的通知書的文件的文本——
- (a) 在就第(3)款所訂罪行而進行的法律程序中出示時，即須接納為證據，而無須再作證明；及
 - (b) 即為局長意見的充分證據及該文件所載其他事項的充分證據。

- (6) Any person who—
- (a) without reasonable excuse, fails to comply with a requirement under subsection (1)(c);
 - (b) knowingly furnishes to an inspector acting under subsection (1)(c) information that is false or misleading in a material particular; or
 - (c) obstructs an inspector in the exercise of his powers under subsection (1),
- commits an offence and is liable to a fine at level 2 and to imprisonment for 6 months.

**28. Secretary may require Corporation to
carry out works in interest of safety**

- (1) Where in the opinion of the Secretary—
- (a) the condition of a part of the railway which has been brought into operation, or of any machinery, plant or equipment of such part; or
 - (b) the manner in which the railway or a part of it is being operated,
- is such as to cause, or to be likely to cause, a risk of injury to any person, the Secretary may require the Corporation to carry out work or to take steps to ensure that the condition or manner of operation in question will cease to cause or to be likely to cause any such risk.
- (2) A requirement under subsection (1) shall be effected by notice in writing given to the Corporation, and the notice—
- (a) shall specify the work or steps required to be carried out or taken;
 - (b) may specify the time before which the Corporation shall commence to carry out the work or take the steps and the time by which the work or steps must be completed.
- (3) If the Corporation fails without reasonable excuse to comply with a notice given under this section the Corporation commits an offence and is liable to a fine at level 6 and to a further fine of \$10,000 for each day during which it is proved that the failure to comply with the notice has continued without reasonable excuse.
- (4) A copy of a document which purports to be a notice signed by the Secretary for the purposes of this section—
- (a) is admissible in evidence in proceedings for an offence under subsection (3) on its production without further proof; and
 - (b) is sufficient evidence of the opinion of the Secretary and of the other matters contained in the document.

29. 僱員疏忽作為或不作為的罪行

(1) 地鐵公司的僱員如——

- (a) 在與其職責相關的情況下，疏忽地作出或疏忽地不作出任何與已投入運作的鐵路部分或鐵路處所部分的狀況或運作有關的事情；及
- (b) 因作出或不作出上述事情而危害或相當可能危害在鐵路上或在鐵路處所內的人的安全，

即屬犯罪，並且——

- (i) 除第 (ii) 段另有規定外，可處第 2 級罰款；或
- (ii) 如 (a) 段所述的作出或不作出有關事情導致在鐵路上或在鐵路處所內的人嚴重受傷或死亡，可處第 2 級罰款及監禁 6 個月。

(2) 就本條而言，疏忽指僱員沒有採取一名合理的僱員在有關的處境下會採取的謹慎態度，或沒有運用一名合理的僱員在有關的處境下會運用的技巧。

30. 故意危害安全的罪行

任何人如——

- (a) 故意作出或故意不作出任何與鐵路或鐵路處所有關的事情；及
- (b) 因作出或不作出上述事情而危害或相當可能危害在鐵路上或在鐵路處所內的任何人的安全，

即屬犯罪，可處第 6 級罰款及監禁 3 年。

第 VII 部**運輸交匯處****31. 運輸交匯處**

(1) 地鐵公司須預留該公司認為為進行和便利鐵路與任何其他運輸設施之間的接駁而屬必需或合宜的任何地方、空間或建築物或其部分，作為運輸交匯處。

(2) 地鐵公司須在署長同意下，就每一個運輸交匯處擬備劃定該交匯處界線的圖則。

(3) 地鐵公司可在署長同意下，不時更改運輸交匯處的界線。

29. Offence of negligent act or omission by employee

(1) If—

- (a) in connection with his duty, an employee of the Corporation negligently does or omits to do anything in relation to the condition or operation of a part of the railway or railway premises after that part has come into operation; and
- (b) by that act or omission, the safety of a person being on the railway or on railway premises is endangered, or is likely to be endangered,

the employee commits an offence and is liable—

- (i) except as provided in paragraph (ii), to a fine at level 2; or
- (ii) if the act or omission results in serious injury to or the death of a person being on the railway or railway premises, to a fine at level 2 and to imprisonment for 6 months.

(2) For the purposes of this section, negligence is the failure to exercise the care or skill that a reasonable employee in the situation would exercise.

30. Offence of wilfully endangering safety

If—

- (a) a person wilfully does or omits to do anything in relation to the railway or railway premises; and
- (b) by that act or omission, the safety of any person being on the railway or on railway premises is endangered, or is likely to be endangered,

the first-mentioned person commits an offence and is liable to a fine at level 6 and to imprisonment for 3 years.

PART VII**TRANSPORT INTERCHANGES****31. Transport interchanges**

(1) The Corporation shall set apart as a transport interchange the whole or a part of any area, space or building, as the Corporation thinks necessary or expedient for the purpose of effecting and facilitating interchange between the railway and any other mode of transport.

(2) The Corporation shall, with the agreement of the Commissioner, prepare plans delineating the boundaries of every transport interchange.

(3) The Corporation may, with the agreement of the Commissioner, vary the boundaries of a transport interchange from time to time.

(4) 凡地鐵公司根據第(3)款更改運輸交匯處的界線，該公司須擬備劃定經如此更改的運輸交匯處界線的圖則，而自關於該等圖則的公告根據第(6)款刊登之日起，或自該公告所指明的任何較後日期起，該等圖則即取代任何先前的圖則。

(5) 根據第(2)或(4)款擬備的圖則，須予以編號和註明日期，以及由署長簽署和核證為該等圖則所關乎的運輸交匯處的圖則，該等圖則並須由地鐵公司存放於土地註冊處。

(6) 地鐵公司須安排於憲報刊登關於根據第(5)款存放圖則的公告。

32. 其他條例的適用範圍

(1) 除第(2)款另有規定外，《公共巴士服務條例》(第230章)適用於運輸交匯處以及就運輸交匯處而適用，而《道路交通條例》(第374章)中適用於私家路的規定，則適用於運輸交匯處內的道路，並就運輸交匯處內的道路而適用。

(2) 如根據本條例訂立的關於運輸交匯處的規例或附例與第(1)款指明的法律條文有所抵觸，則在有抵觸之處的範圍內，該等規例或附例凌駕於該等法律條文。

第 VIII 部

規例與附例

33. 規例

(1) 局長可就任何為有效施行本條例而屬必需的事情訂立規例，包括(但不限於)為以下任何或所有目的訂立規例——

- (a) 管制和規管——
 - (i) 地鐵公司對鐵路的維修及運作；及
 - (ii) 公眾人士對鐵路的使用及他們在鐵路處所內的行為；
- (b) 為施行第10條而訂定關於向地鐵公司取得資料的條文；
- (c) 為施行第11條而訂定關於地鐵公司備存紀錄的條文；

(4) Where the boundaries of a transport interchange are varied under subsection (3), the Corporation shall prepare plans delineating the boundaries of the transport interchange as varied and those plans shall supersede any previous plans as from the day on which a notice relating to those plans is published under subsection (6), or as from any later date that may be specified in the notice.

(5) Plans prepared under subsection (2) or (4) shall be numbered, dated and signed and certified by the Commissioner as being plans of the transport interchange to which they relate, and shall be deposited by the Corporation in the Land Registry.

(6) The Corporation shall cause a notice of the deposit of plans under subsection (5) to be published in the Gazette.

32. Application of other Ordinances

(1) Subject to subsection (2), the Public Bus Services Ordinance (Cap. 230) and the Road Traffic Ordinance (Cap. 374) as it applies to private roads apply to and in relation to transport interchanges and roads in transport interchanges respectively.

(2) If there is any inconsistency between a regulation or bylaw made under this Ordinance in relation to a transport interchange and a provision of a law specified in subsection (1) then, to the extent of that inconsistency, the regulation or bylaw prevails.

PART VIII

REGULATIONS AND BYLAWS

33. Regulations

(1) The Secretary may make regulations for anything that is necessary for the effective carrying out of this Ordinance, including but not limited to regulations for the purpose of any or all of the following—

- (a) controlling and regulating—
 - (i) the maintenance and operation of the railway by the Corporation; and
 - (ii) the use of the railway by members of the public and their conduct while on railway premises;
- (b) providing for the obtaining of information from the Corporation for the purpose of section 10;
- (c) providing for the keeping of records by the Corporation for the purpose of section 11;

- (d) 為在鐵路上或在鐵路處所內的人的安全而訂定條文；
 - (e) 為調查在鐵路或鐵路處所內發生的意外或涉及鐵路的意外而訂定條文；
 - (f) 管制和規管運輸交匯處的使用；
 - (g) 規管在鐵路上的失物的處置；及
 - (h) 就根據本條例須訂明或可訂明的任何事情訂定條文。
- (2) 為施行第 (1)(e) 款而訂立的規例可——
- (a) 賦予視察主任強迫有關人士提供關於意外的資料的權力，包括為此目的而傳召某人到他面前的權力，並可就付款予被如此傳召的人訂定條文；及
 - (b) 規定對視察主任的傳召或規定須予遵從，並可禁止妨礙視察主任行事，及可禁止提供虛假或具誤導性的資料。
- (3) 為施行第 (1)(f) 款而訂立的規例可就運輸交匯處及其使用——
- (a) 賦權署長就車輛與行人交通的管制和規管，以及公共運輸服務、停車場與泊車位的運作，向地鐵公司作出指示；
 - (b) 賦權署長作出或安排作出地鐵公司根據規例須作出或被指示作出但並沒有作出的任何作為，並將作出或安排作出該作為所招致或附帶的任何費用作為民事債項向地鐵公司追討；
 - (c) 對於地鐵公司就以下方面在取得署長批准後提供的足夠、有效率、安全和持續的道路和設施，作出管制和規管——
 - (i) 車輛及公眾人士使用運輸交匯處；
 - (ii) 公共運輸服務的運作；
 - (iii) 車輛的停泊；
 - (d) 賦權地鐵公司——
 - (i) 豎立或放置交通標誌、道路標記及交通燈；
 - (ii) 設置斑馬線及交通燈管制的過路處；
 - (iii) 更改、暫停或取消任何根據為施行本段而訂立的規例作出的事情，或在署長的批准下作出上述事情；
 - (e) 賦權地鐵公司——

- (d) providing for the safety of persons being on the railway or on railway premises;
 - (e) providing for the investigation of accidents on the railway or on railway premises, or in which the railway is involved;
 - (f) controlling and regulating the use of transport interchanges;
 - (g) regulating the disposal of lost property on the railway; and
 - (h) providing for anything which under this Ordinance is to be or may be prescribed.
- (2) Regulations made for the purpose of subsection (1)(e)—
- (a) may confer powers upon an inspector to compel the giving of information concerning accidents, including power to summon a person to attend before him for the purpose, and may make provision for the payment of persons so summoned; and
 - (b) may require compliance with a summons or requirement made by an inspector, and may prohibit the obstruction of an inspector, or the giving of false or misleading information.
- (3) Regulations made for the purpose of subsection (1)(f) may, in relation to transport interchanges and their use—
- (a) confer powers upon the Commissioner to give directions to the Corporation in respect of the control and regulation of vehicular and pedestrian traffic and the operation of public transport services, car parks and parking spaces;
 - (b) confer powers upon the Commissioner to do any act, or cause any act to be done, which the Corporation is required or directed to do under the regulations but has failed to do, and to recover any costs incurred by or incidental to such act from the Corporation as a civil debt;
 - (c) control and regulate the provision by the Corporation, subject to the approval of the Commissioner, of adequate, efficient, safe and continuous roads and facilities for—
 - (i) the use of transport interchanges by vehicles and members of the public;
 - (ii) the operation of public transport services;
 - (iii) the parking of vehicles;
 - (d) confer powers upon the Corporation—
 - (i) to erect or place traffic signs, road markings and light signals;
 - (ii) to establish zebra crossings and light signal crossings;
 - (iii) to alter, suspend or cancel anything done under regulations made for the purposes of this paragraph,
 or to do so subject to the approval of the Commissioner;
 - (e) confer powers upon the Corporation—

- (i) 劃定巴士站、小巴士、的士候客處、限制區、禁區、停車場及泊車位；
- (ii) 施加速度限制；
- (iii) 更改、暫停或取消任何根據為施行本段而訂立的規例作出的事情，或在署長的批准下作出上述事情；
- (f) 賦權地鐵公司或獲地鐵公司為此而授權的任何人為管制交通或為車輛停泊而發出許可證、授權書、通行證及票單；
- (g) 就車輛及公眾人士進入任何運輸交匯處，作出規定；
- (h) 就任何根據本條例須預先取得署長的批准方可作出的事情，授權地鐵公司在預先取得該批准並非切實可行的情況下，可不預先取得該批准而作出該項事情；
- (i) 就地鐵公司僱員或獲地鐵公司為此而授權的其他人管制和規管車輛與行人交通的權力，訂定條文；及
- (j) 規定無須就根據或憑藉該等有利於運輸交匯處在對鐵路提供服務方面的運作的規例所作出的任何事情，或根據或憑藉該等規例而規定須作出的任何事情，向地鐵公司支付補償。

34. 附例

- (1) 地鐵公司可為以下任何或所有目的，以其法團印章，訂立附例——
 - (a) 訂明與使用其服務有關的條款及條件；
 - (b) 管制和規管——
 - (i) 使用鐵路或在鐵路處所的公眾人士的行為；
 - (ii) 證明 (不論是藉發出車票或其他方法) 鐵路車費的支付及任何運載鐵路乘客合約的系統；
 - (iii) 在鐵路處所進行廣告宣傳；及
 - (iv) 在鐵路處所發現的財物的保管及處置；
 - (c) 保護地鐵公司在鐵路處所的財產；
 - (d) 就運輸交匯處方面——

- (i) to designate bus stops, light bus stands, taxi ranks, restricted and prohibited zones, car parks and parking spaces;
- (ii) to impose speed limits;
- (iii) to alter, suspend or cancel anything done under regulations made for the purposes of this paragraph, or to do so subject to the approval of the Commissioner;
- (f) confer powers upon the Corporation or any person authorized by the Corporation in that behalf to issue permits, authorizations, passes and tickets for traffic control or parking purposes;
- (g) provide for access to any transport interchange by vehicles and members of the public;
- (h) in any case where the prior approval of the Commissioner is required under this Ordinance for the doing of any act, authorize the Corporation to do that act without obtaining that prior approval where it is impracticable to do so;
- (i) provide for the powers of the employees of the Corporation, or other persons authorized by the Corporation in that regard, in controlling and regulating vehicular and pedestrian traffic; and
- (j) provide that no compensation is payable to the Corporation for anything done or required to be done under or by virtue of those regulations which are for the benefit of the operation of the transport interchanges in serving the railway.

34. Bylaws

- (1) The Corporation may, under its common seal, make bylaws for any or all of the following purposes—
 - (a) prescribing the terms and conditions relating to the use of its service;
 - (b) controlling and regulating—
 - (i) the conduct of members of the public using the railway or on railway premises;
 - (ii) a system for evidencing (whether by the issue of tickets or otherwise) the payment of fares on the railway and any contract of carriage of passengers on the railway;
 - (iii) advertising on railway premises; and
 - (iv) the custody and disposal of property found on railway premises;
 - (c) protecting the property of the Corporation on railway premises;
 - (d) in relation to a transport interchange—

- (i) 按署長的批准而管制和規管各種類的車輛與行人交通；
 - (ii) 管制和規管在巴士站、小巴士站及的士候客處的車輛及公眾人士的行為；
 - (iii) 管制和規管在停車場及泊車位的車輛及公眾人士的行為；
 - (iv) 管制和規管在運輸交匯處其他部分的公眾人士的行為；
 - (v) 就作出任何下述事情，訂定條文——
 - (A) 在署長的批准下，豎立或放置交通標誌、道路標記及交通燈；
 - (B) 在署長的批准下，設置斑馬線及交通燈管制的過路處；
 - (C) 在署長的批准下，更改、暫停或取消任何根據為施行本節而訂立的附例作出的事情；
 - (vi) 就作出下述事情，訂定條文——
 - (A) 在署長的批准下，劃定巴士站、小巴士站、的士候客處、限制區、禁區、停車場及泊車位；
 - (B) 在署長的批准下，施加速度限制；
 - (C) 在署長的批准下，更改、暫停或取消任何根據為施行本節而訂立的附例作出的事情；
 - (vii) 就為管制交通或為車輛停泊而發出許可證、授權書、通行證及票單，訂定條文，以及就設定和收取車輛停泊費，訂定條文；
 - (viii) 就下述事情，訂定條文——
 - (A) 拖走、鎖押、移走和處置任何在運輸交匯處內造成阻礙的車輛或物件；
 - (B) 就該等車輛或物件的拖走或移走、鎖押、存放、扣留或維修，設定和收取經署長批准的收費；
 - (ix) 為限制或免除地鐵公司就任何財產損失或損壞所負的法律責任而訂定條文；
 - (x) 授權任何人為施行本段而代其行事。
- (2) 根據本條訂立的附例，不得與本條例或根據本條例訂立的規例有所抵觸。
- (3) 根據本條訂立的所有附例，均須經立法會批准。

- (i) controlling and regulating classes of vehicular and pedestrian traffic as may be approved by the Commissioner;
- (ii) controlling and regulating vehicles and the conduct of members of the public at bus stops, light bus stands and taxi ranks;
- (iii) controlling and regulating vehicles and the conduct of members of the public in car parks and at parking spaces;
- (iv) controlling and regulating the conduct of members of the public at other parts of a transport interchange;
- (v) providing for any of the following things to be done subject to the approval of the Commissioner—
 - (A) erecting or placing traffic signs, road markings and light signals;
 - (B) establishing zebra crossings and light signal crossings;
 - (C) altering, suspending or cancelling anything done under bylaws made for the purposes of this subparagraph;
- (vi) providing for the following things to be done subject to the approval of the Commissioner—
 - (A) designating bus stops, light bus stands, taxi ranks, restricted and prohibited zones, car parks and parking spaces;
 - (B) imposing speed limits;
 - (C) altering, suspending or cancelling anything done under bylaws made for the purposes of this subparagraph;
- (vii) providing for the issuing of permits, authorizations, passes and tickets for traffic control or parking purposes and the imposing and collecting of charges for parking;
- (viii) providing for—
 - (A) the towing away, impounding, removal and disposal of any vehicle or thing causing obstruction in a transport interchange;
 - (B) the imposition and collection of charges as approved by the Commissioner in respect of any such towage or removal and of any impounding, storage, detention or service of such vehicle or thing;
- (ix) providing for the limitation or exclusion of liabilities of the Corporation in respect of any loss or damage to property;
- (x) authorizing any person to act on its behalf for the purposes of this paragraph.

(2) Bylaws shall not be made under this section which are inconsistent with this Ordinance or regulations made under this Ordinance.

(3) Bylaws made under this section are subject to the approval of the Legislative Council.

(4) 地鐵公司須安排將根據本條訂立的所有附例的印本備存於其註冊辦事處，並以合理價錢出售予任何人。

35. 與規例及附例有關的進一步權力

(1) 根據第 33 條訂立的規例或根據第 34 條訂立的附例，可賦權在鐵路處所或運輸交匯處的地鐵公司僱員或獲地鐵公司為此而授權的人——

- (a) 羈留任何被合理地懷疑已違反本條例、該等規例或附例的人，並採取該等規例或附例訂定的任何其他步驟，以確保按照法律處置該人；
- (b) 就任何違反本條例、該等規例或附例的事項，截停、搜查和羈留任何車輛。

(2) 根據第 33(1)(f) 條訂立的規例或根據第 34 條訂立的附例，可賦權地鐵公司僱員或獲地鐵公司為此而授權的任何人——

- (a) 要求被懷疑違反本條例、該等規例或附例的人，向其提供該人的個人詳情；
- (b) 要求牽涉入該違反事項的車輛的登記車主，向其提供車輛在關鍵時間的駕駛人的個人詳情。

(3) 根據第 33 條訂立的規例或根據第 34 條訂立的附例，可規定凡違反該等規例或附例任何指明的條文，即屬犯罪，並可訂明該等罪行的罰則，最高罰則為第 2 級罰款及監禁 6 個月。

(4) 根據第 33 條訂立的規例或根據第 34 條訂立的附例，如規定小販在鐵路處所販賣屬犯罪，則亦可規定《公眾衛生及市政條例》(第 132 章) 第 86、86A、86C 及 86D 條的全部或任何部分均適用於該罪行，猶如該罪行是該條例第 83 條所指的小販罪行一樣。

(5) 根據第 34(1)(d) 條訂立的附例，可規定凡違反該等附例任何指明的條文即須繳付定額罰款，並可就追討該等罰款訂定條文。

(4) The Corporation shall cause printed copies of all bylaws made under this section to be kept at its registered office and to be available for sale to any person at a reasonable cost.

35. Further powers in relation to regulations and bylaws

(1) Regulations made under section 33 or bylaws made under section 34 may confer authority upon employees of the Corporation or persons authorized by the Corporation in that regard on railway premises or in transport interchanges—

- (a) to detain any person reasonably suspected of having contravened this Ordinance, the regulations or bylaws and to take such other steps as may be provided for in the regulations or bylaws to ensure that the person is dealt with in accordance with law;
- (b) to stop, search and detain any vehicle in connection with any contravention against this Ordinance, the regulations or bylaws.

(2) Regulations made under section 33(1)(f) or bylaws made under section 34 may confer powers upon an employee of the Corporation or any person authorized by the Corporation in that regard—

- (a) to request a person suspected of having contravened this Ordinance, the regulations or bylaws to give his personal particulars to the requestor;
- (b) if a vehicle is involved in that contravention, to request the registered owner of the vehicle to give the personal particulars of the driver of the vehicle at the material time to the requestor.

(3) Regulations made under section 33 or bylaws made under section 34 may provide that a contravention of a specified provision of the regulations or bylaws is an offence and may prescribe penalties for that contravention not exceeding a fine at level 2 and imprisonment for 6 months.

(4) Regulations made under section 33 or bylaws made under section 34 which provide that hawking on railway premises is an offence may also provide that all or any part of sections 86, 86A, 86C and 86D of the Public Health and Municipal Services Ordinance (Cap. 132) are to apply as if that offence was a hawker offence within the meaning of section 83 of that Ordinance.

(5) Bylaws made under section 34(1)(d) may provide for a fixed penalty to be payable for contravention of any specified provision of the bylaws and for the recovery of that fixed penalty.

第 IX 部

轉歸條文及過渡性安排

36. 釋義

(1) 在本部中，除文意另有所指外，“財政年度”(financial year)指於 12 月 31 日結束的一年，而凡提述地下鐵路公司的上一個完整財政年度，即為提述於指定日期前結束的地下鐵路公司的上一個財政年度。

(2) 在本部中，凡提述地下鐵路公司的財產、權利及法律責任，即為提述——

- (a) 每一類別的財產及資產(不論是實體的或是無形的)，以及每一類別的權利及法律責任(不論是現存的或是將來的，實有的或是或有的)；
- (b) 不論位於何處的財產或受任何地方的法律管限的權利及法律責任；
- (c) 所有該等財產、權利及法律責任，不論地下鐵路公司能否將其移轉或轉讓。

轉歸

37. 地下鐵路公司的財產等轉歸予地鐵公司

(1) 地下鐵路公司在緊接指定日期前享有的所有財產及權利，及該公司在緊接指定日期前負上的所有法律責任，均於指定日期當日憑藉本條成為地鐵公司的財產、權利及法律責任。

(2) 第 38 至 41 條為本條的補充條文，並相應地在受第 (1) 款的規限下，以及在不限制第 (1) 款的一般性的原則下，自指定日期起生效。

38. 影響地下鐵路公司的協議、交易等

(1) 任何由地下鐵路公司訂立的協議、完成的交易或作出的其他事項，或任何對該公司或關乎該公司而訂立的協議、完成的交易或作出的其他事項，如在緊接指定日期前有效，即該等協議、交易或事項自指定日期起具有效力，猶如它們是由地鐵公司訂立、完成或作出，或對地鐵公司或關乎地鐵公司而訂立、完成或作出一樣，並猶如地鐵公司與地下鐵路公司在法律上是同一人一樣在各方面具有效力。

(2) 據此——

- (a) 在任何不論是否屬書面形式的由地下鐵路公司訂立的協議、完成的交易或作出的其他事項中，或在任何不論是否屬書面形式的對該公司或關乎該公司而訂立的協議、完成的交易或作出的其他事項中；

PART IX

VESTING PROVISIONS AND TRANSITIONAL ARRANGEMENTS

36. Interpretation

(1) In this Part, unless the context requires otherwise, “financial year” (financial year) means a year ending with 31 December, and reference to the last complete financial year of MTRC is a reference to the last financial year of MTRC ending before the appointed day.

(2) Reference in this Part to property, rights and liabilities of MTRC is a reference to—

- (a) property and assets of every description (whether tangible or intangible) and rights and liabilities of every description (whether present or future, actual or contingent);
- (b) property wherever situated or rights and liabilities under the law of any place;
- (c) all such property, rights and liabilities, whether or not capable of being transferred or assigned by MTRC.

Vesting

37. Property, etc. of MTRC to vest in Corporation

(1) On the appointed day all the property, rights and liabilities to which MTRC was entitled or subject immediately before that day become by virtue of this section property, rights and liabilities of the Corporation.

(2) Sections 38 to 41 are supplementary to this section and, accordingly, have effect on and from the appointed day subject to, and without limiting the generality of, subsection (1).

38. Agreements, transactions, etc. affecting MTRC

(1) Any agreement made, transaction effected or other thing done by, to or in relation to MTRC which is in force or effective immediately before the appointed day shall have effect as from that day as if made, effected or done by, to or in relation to the Corporation, in all respects as if the Corporation were the same person in law as MTRC.

(2) Accordingly, references (whether express or implied) to MTRC—

- (a) in any agreement made, transaction effected or other thing done by, to or in relation to MTRC (whether or not in writing);

- (b) 在為進行任何法院、其他審裁處或主管當局席前的程序而發出、擬備或使用的任何程序文件或其他文件中；
- (c) 在關於或影響憑藉第 37 條轉歸予地鐵公司的地下鐵路公司的任何財產、權利或法律責任的任何其他文件(成文法則除外)中，

凡提述(不論以明示或隱含的方式)地下鐵路公司，須自指定日期起視為提述地鐵公司。

(3) 如在緊接指定日期前有某項有效的由地下鐵路公司訂立的協議、完成的交易或作出的其他事項，或有某項有效的對該公司或關乎該公司而訂立的協議、完成的交易或作出的其他事項，而該項協議、交易或事項提述(不論以何措詞，亦不論以明示或隱含的方式)受僱於該公司或參與該公司業務的人，則該項協議、交易或事項須就須於指定日期當日或之後作出的任何事情具有效力，猶如該項提述，均以對地鐵公司所委任的人的提述取代一樣，或(如無上述委任)以對身分與該受僱於地下鐵路公司或參與該公司業務的人最為接近的受僱於地鐵公司或參與地鐵公司業務的人的提述取代一樣。

(4) 為免生疑問，本部凡提述任何由地下鐵路公司訂立的協議、完成的交易或作出的其他事項，或任何對該公司或關乎該公司而訂立的協議、完成的交易或作出的其他事項，包括提述——

- (a) 該公司所訂立或參與訂定的、或該公司給予的或給予該公司的、或致予該公司的任何擔保、轉易書、契據、租契、特許、牌照、通知、通知書、公告、許可、許可證、授予或包含任何抵押的文件、債券、委託、指示以及其他文件或文書；
 - (b) 不論是否屬書面形式的給予該公司或由該公司給予的任何指令、命令、指示、委託、授權書、授權、承諾或同意，不論是給予該公司或是給予該公司聯同另一人，亦不論是由該公司單獨給予或是由該公司聯同另一人共同給予；
 - (c) 根據任何法例發出的指示、命令、通知、通知書或公告；
 - (d) 該公司不屬其中一方的合約；
 - (e) 任何登記冊或註冊紀錄冊內的任何記項。
- (5) 第 39 至 41 條為免生疑問而訂，並不影響本條的一般性規定。

39. 抵押

(1) 由地下鐵路公司或由作為該公司的代名人、代理人或受託人的人在緊接指定日期之前持有的任何抵押，均須由地鐵公司持有，或由該人作為地鐵公司的代名人、代理人或受託人持有(視情況所需而定)，並可供地鐵公司使用(不論為地鐵公司本身的利益，或為任何其他人的利益使用，視屬何情況而定)。

- (b) in any process or other document issued, prepared or employed for the purpose of any proceedings before any court or other tribunal or authority;
- (c) in any other document whatever (other than an enactment) relating to or affecting any property, right or liability of MTRC which vests by virtue of section 37 in the Corporation,

shall be taken as from the appointed day as referring to the Corporation.

(3) Where immediately before the appointed day there is in force or effective an agreement made, transaction effected or other thing done by, to or in relation to MTRC which refers (in whatever terms and whether expressly or by implication) to a person employed by or engaged in the business of MTRC, that agreement, transaction or other thing shall have effect, in relation to anything falling to be done on or after the appointed day, as if for that reference there were substituted a reference to such person as the Corporation may appoint or, in default of appointment, to the person employed by or engaged in the business of the Corporation who corresponds as nearly as may be to the person employed by or engaged in the business of MTRC in question.

(4) For the avoidance of doubt, reference in this Part to any agreement made, transaction effected or other thing done by, to or in relation to MTRC includes reference to—

- (a) any guarantee, conveyance, deed, lease, licence, notice, permit, document granting or comprising any security, bond, mandate, instruction and other document or instrument entered into by, given to or by or addressed to MTRC;
- (b) any instruction, order, direction, mandate, power of attorney, authority, undertaking or consent given to or by MTRC, whether alone or jointly with another person and whether in writing or not;
- (c) any direction, order or notice made under any legislation;
- (d) any contract to which MTRC was not a party;
- (e) any entry on any register.

(5) Sections 39 to 41 are for the avoidance of doubt and do not affect the generality of this section.

39. Security

(1) Any security held immediately before the appointed day by MTRC, or by a person as nominee of, agent of or trustee for MTRC, shall be held by the Corporation, or by that person as nominee of, agent of or trustee for the Corporation (as the case may require), and shall be available to the Corporation (whether for its own benefit or for the benefit of any other person, as the case may be).

(2) 就憑藉本部轉歸予地鐵公司的任何抵押或以該抵押作為保證的任何法律責任而言，地鐵公司所享有的權利與優先權，以及規限地鐵公司的義務與附帶條件，與地下鐵路公司假如繼續持有該抵押則本來會享有的和受規限的一樣。

(3) 在本條中，“抵押”(security)指任何藉以保證債項或法律責任(不論是現存或是將來的，實有的或是有的)會獲得償付或履行的法律上或衡平法上的權益，不論該權益是否以書面證明。

40. 雜項補充條文

(1) 就任何憑藉本部轉歸予地鐵公司的權利或法律責任而言，地鐵公司及所有其他人具有同樣的權利、權力及補救方法，以確定、完成或強制執行該項轉歸的權利或法律責任，猶如該項權利或法律責任在所有時候均屬地鐵公司的權利或法律責任一樣；而在本款中，凡提述權利及權力，均尤其包括對提出法律程序或在法律程序中抗辯或向任何有關當局作出申請或反對該等申請的權利和權力的提述。

(2) 任何待決或已展開的由地下鐵路公司或針對該公司提出的法律程序，或任何待決或已展開的由該公司或針對該公司向有關當局作出的申請，均須由地鐵公司繼續或針對地鐵公司繼續進行，而與地下鐵路公司無關。

(3) 任何裁定地下鐵路公司勝訴或敗訴的判決或裁決，如於指定日期之前仍未獲完全遵行，則在於緊接指定日期前可由該公司或針對該公司強制執行的範圍內，可由地鐵公司或針對地鐵公司強制執行。

(4) 為施行任何下述的於緊接指定日期前有效的條例，地下鐵路公司根據該等條例而具有的職能，均成為地鐵公司的職能——

- (a) 與地下鐵路公司業務的任何部分有關的條例；或
- (b) 授權進行擬用於與地下鐵路公司業務的任何部分有關方面的工程或授權為進行任何此等工程而取得土地的條例。

41. 與僱傭有關的事宜

(1) 就任何與地下鐵路公司訂立並在緊接指定日期前有效的僱傭合約而言，第 37 條的效用只是藉着以地鐵公司取代地下鐵路公司而自指定日期起修改該合約，據此，根據該條適用的僱傭合約而受僱於地下鐵路公司及地鐵公司，在各方面均當作單一項連續受僱。

(2) In relation to any security vested in the Corporation by virtue of this Part and any liabilities secured by the security, the Corporation shall be entitled to the rights and priorities, and shall be subject to the obligations and incidents, which MTRC would have been entitled to and subject to if it had continued to hold the security.

(3) In this section, “security” (抵押) means any interest, legal or equitable, by means of which the payment or discharge of a debt or liability (whether present or future, actual or contingent) is secured, whether or not that interest is evidenced in writing.

40. Miscellaneous supplementary provisions

(1) The Corporation and all other persons have the same rights, powers and remedies for ascertaining, perfecting or enforcing any right or liability vested in the Corporation by virtue of this Part as they would have had if that right or liability had at all times been a right or liability of the Corporation; and in this subsection reference to rights and powers includes in particular a reference to rights and powers as to the taking or resisting of legal proceedings or the making or resisting of applications to any authority.

(2) Any legal proceedings or applications to any authority pending or commenced by or against MTRC shall be continued by or against the Corporation to the exclusion of MTRC.

(3) Any judgment or award obtained by or against MTRC and not fully satisfied before the appointed day is enforceable by or against the Corporation to the extent that it was enforceable by or against MTRC immediately before that date.

(4) The functions of MTRC under any Ordinance as in force immediately before the appointed day which—

- (a) relates to any part of the business of MTRC; or
- (b) authorizes the carrying out of works designed to be used in connection with any part of the business of MTRC or the acquisition of land for the purpose of carrying out any such works,

become the functions of the Corporation for the purposes of that Ordinance.

41. Employment-related matters

(1) The effect of section 37 in relation to any contract of employment with MTRC in force immediately before the appointed day is merely to modify that contract (as from that day) by substituting the Corporation for MTRC and, accordingly, employment with MTRC and the Corporation under a contract of employment to which that section applies is deemed for all purposes to be a single continuing employment.

(2) 第 37 條的效用，是將就每類別的長俸、津貼、酬金及福利的支付而由地下鐵路公司訂立的協議、完成的交易或作出的其他事項，或就上述支付而對該公司或關乎該公司而訂立的協議、完成的交易或作出的其他事項之下的該公司的權利及法律責任(包括地下鐵路公司所採用並在緊接指定日期前有效的薪酬檢討機制之下的該等權利及法律責任)，連同該公司的所有其他權利及法律責任轉歸予地鐵公司，而據此——

(a) 任何構成或關乎地下鐵路公司退休金計劃、地下鐵路公司留職獎金計劃、歐洲辦事處退休金計劃(該等計劃是為地下鐵路公司或與地下鐵路公司有關的任何其他法人團體的僱員的福利而設立的)的契據、規則、證明書、註冊文件、豁免書或其他文件；或

(b) 任何地下鐵路公司須予支付酬金或福利的權利，

如在緊接指定日期前屬有效，則在文意許可的情況下，其所具有的解釋及效力猶如該文件中對地下鐵路公司的提述是對地鐵公司的提述一樣，亦猶如該項支付酬金或福利的權利乃地鐵公司所須支付者一樣。

(3) 地下鐵路公司的董事或核數師均不能僅憑藉第 37 或 38 條而成為地鐵公司的董事或核數師。

關乎地鐵公司作為公司的事宜

42. 股本

(1) 地鐵公司須於指定日期向財政司司長法團發行股份，該等股份須由財政司司長法團以信託方式代政府持有。

(2) 依據本條發行的股份——

(a) 每股的面值須為財政司司長所指示的款額，並須附有他所決定的權利；

(b) 須按面值並作為已繳足股款的股份發行，並須視為已按面值以現金繳足股款的股份；及

(c) 總面值不得大於緊接指定日期前地下鐵路公司的已發行股份的總面值。

(3) 《公司條例》(第 32 章)第 43(1) 條並不就依據本條分配股份而適用。

(2) Section 37 is effective to vest in the Corporation the rights and liabilities of MTRC under any agreement made, transaction effected or other thing done by, to or in relation to MTRC (including under the pay review mechanism which has been adopted by MTRC and effective immediately before the appointed day) for the payment of pensions, allowances, gratuities and benefits of every description along with all other rights and liabilities of MTRC and, accordingly—

(a) any deed, rule, certificate, registration, exemption or other document constituting or relating to the Mass Transit Railway Corporation Retirement Scheme, the Mass Transit Railway Corporation Retention Bonus Scheme and the U.K. Office Retirement Scheme established for the benefit of employees of MTRC or any other body corporate related to MTRC; or

(b) any entitlement to gratuities or benefits payable by MTRC, in force or effective immediately before the appointed day is construed and has effect, so far as the context allows, as if reference in that document to MTRC was a reference to the Corporation and as if that entitlement was payable by the Corporation.

(3) No member of the Board of MTRC or auditor of MTRC becomes by virtue only of section 37 or 38 a director or auditor of the Corporation.

Matters relating to Corporation as a company

42. Share capital

(1) The Corporation shall, on the appointed day, issue shares to the Financial Secretary Incorporated which shall be held by the Financial Secretary Incorporated in trust on behalf of the Government.

(2) Shares issued in pursuance of this section—

(a) shall each be of a par value of an amount that the Financial Secretary directs and shall carry such rights as he determines;

(b) shall be issued at par as fully paid and shall be treated as if they had been paid up in cash as to the par value; and

(c) shall have an aggregate par value of not more than the aggregate par value of the issued shares of MTRC immediately before the appointed day.

(3) Section 43(1) of the Companies Ordinance (Cap. 32) does not apply in relation to an allotment of shares pursuant to this section.

43. 帳目

- (1) 就地鐵公司為《公司條例》(第 32 章) 的施行而擬備的任何帳目而言——
- 自指定日期起，須將地鐵公司視為猶如是地下鐵路公司的延續一樣；
 - 憑藉本部而轉歸予地鐵公司的地下鐵路公司的任何資產的價值及地下鐵路公司的任何法律責任的款額，即在地下鐵路公司上一個完整財政年度經審計的帳目中定出的該資產的價值或該法律責任的款額；及
 - 釐定就任何項目須撥入的款額時，地下鐵路公司所作的任何事情（不論藉獲取、重估或處置任何資產，或藉招致、重估或解除任何法律責任，或藉提撥任何款額作準備金或儲備金，或藉其他方式）均猶如是由地鐵公司作出的一樣。
- (2) 相應地（並在不影響第 (1) 款的一般性的原則下）——
- 就不時撥入地鐵公司的任何儲備金而代表其累積已實現利潤的款額的釐定而言，地下鐵路公司所實現及保留的利潤猶如是地鐵公司所實現及保留的一樣；
 - 地下鐵路公司的每一項其他的儲備金或準備金，均成為地鐵公司的儲備金或準備金；及
 - 地鐵公司的每一項儲備金或準備金，如屬依據 (b) 段成為地鐵公司的儲備金或準備金者，其款額、類別及性質，在各方面均與於緊接指定日期前地下鐵路公司的相應儲備金或準備金的款額、類別及性質相同。
- (3) 在不影響第 (1) 款的一般性的原則下，自指定日期起，地下鐵路公司在指定日期所屬的地下鐵路公司的財政年度開始後賺取的所有利潤或招致的所有損失，均視為地鐵公司的利潤或損失。
- (4) 就地鐵公司為施行《公司條例》(第 32 章) 而擬備的帳目而言，憑藉本部完成的對地鐵公司作出的轉歸，須視為——
- 於緊接地下鐵路公司的上一個完整財政年度結束後完成；及
 - 已將地下鐵路公司於緊接其上一個完整財政年度結束前享有或受規限的所有財產、權利及法律責任轉歸。

43. Accounts

- (1) For the purpose of any accounts prepared by the Corporation for the purposes of the Companies Ordinance (Cap. 32)—
- the Corporation shall be treated, on and from the appointed day, as if it were the continuation of MTRC;
 - the value of any asset and the amount of any liability of MTRC vested in the Corporation by virtue of this Part is taken to be the value assigned to that asset or the amount assigned to that liability in the audited accounts of MTRC for the last complete financial year of MTRC; and
 - the amount to be included in respect of any item is determined as if anything done by MTRC (whether by way of acquiring, revaluing or disposing of any asset or incurring, revaluing or discharging any liability, or by carrying any amount to any provision or reserve, or otherwise) had been done by the Corporation.
- (2) Accordingly (and without affecting the generality of subsection (1))—
- the amount to be included from time to time in any reserves of the Corporation as representing the Corporation's accumulated realised profits is determined as if the profits realised and retained by MTRC had been realised and retained by the Corporation;
 - every other reserve or provision of MTRC becomes a reserve or provision of the Corporation; and
 - the amount, description and character of every reserve or provision of the Corporation which becomes a reserve or provision of the Corporation pursuant to paragraph (b) is the same in all respects as those of the corresponding reserve or provision of MTRC immediately before the appointed day.
- (3) Without affecting the generality of subsection (1), on and from the appointed day all profits or losses of MTRC earned or incurred after the beginning of the financial year of MTRC in which the appointed day occurs are treated as profits or losses of the Corporation.
- (4) For the purposes of the accounts of the Corporation prepared for the purposes of the Companies Ordinance (Cap. 32), the vesting in the Corporation effected by virtue of this Part is taken—
- to have been effected immediately after the end of the last complete financial year of MTRC; and
 - to have been a vesting of all the property, rights and liabilities to which MTRC was entitled or subject immediately before the end of the last complete financial year of MTRC.

(5) 《公司條例》(第 32 章) 第 122(1) 條對地鐵公司適用及就該公司而適用，猶如該款對“自該公司成立為法團以來的一段期間”的提述，是對緊接地下鐵路公司的上一個完整財政年度後開始的期間的提述一樣。

44. 股息的分發

就《公司條例》(第 32 章) 第 IIA 部所適用的、由地鐵公司在其包括指定日期在內的財政年度內或在就該財政年度提交任何帳目或將其存檔之前的任何時間作出的任何分發而言——

- (a) 該條例第 79F 至 79L 條猶如以下所述般具有效力——
- (i) 在該等條文中提述公司的帳目，即為提述地下鐵路公司的帳目；及
 - (ii) 在該等條文中提述公司最近的周年帳目或提述公司的初步帳目，即為提述按照已廢除條例第 16 條就地下鐵路公司的上一個完整財政年度擬備的該公司的帳目；
- (b) (a)(ii) 段中所述的地下鐵路公司的帳目，視為符合該條例第 79G 及 79I 條的規定。

課稅及收入事宜

45. 課稅

(1) 為施行《稅務條例》(第 112 章)，自指定日期起，地鐵公司即視為猶如是地下鐵路公司的延續以及與地下鐵路公司在法律上是屬同一人一樣。

- (2) 相應地(並在不影響第(1)款的一般性的原則下)——
- (a) 憑藉本部將任何財產、權利或法律責任轉歸予地鐵公司，就《稅務條例》(第 112 章)的任何目的而言，並不構成該財產、權利或法律責任的出售或其他處置或其性質的改變；
 - (b) 凡地下鐵路公司在其上一個完整財政年度結束時蒙受虧損，而該等虧損可為施行《稅務條例》(第 112 章) 第 19C 條而結轉和與地下鐵路公司的應評稅利潤相抵銷，但未曾如此結轉和抵銷者，則該等虧損總額即當作為地鐵公司的虧損，並據此為施行該條例可供抵銷地鐵公司的應評稅利潤(或地鐵公司在其作為合夥人的合夥中所佔的應評稅利潤)。

(5) Section 122(1) of the Companies Ordinance (Cap. 32) applies to and in relation to the Corporation as if reference in that subsection to the period since the incorporation of the company was a reference to the period beginning immediately after the last complete financial year of MTRC.

44. Distribution of dividend

For the purpose of any distribution to which Part IIA of the Companies Ordinance (Cap. 32) applies and which is made by the Corporation during the financial year of the Corporation which includes the appointed day or at any time before any accounts are laid or filed in respect of that year—

- (a) sections 79F to 79L of that Ordinance have effect as if—
- (i) reference in those sections to the company's accounts is a reference to the accounts of MTRC; and
 - (ii) reference in those sections to the company's last annual accounts or to the initial accounts of the company is a reference to the accounts of MTRC prepared in accordance with section 16 of the repealed Ordinance in respect of the last complete financial year of MTRC;
- (b) the accounts of MTRC mentioned in paragraph (a)(ii) are regarded as satisfying the requirements of sections 79G and 79I of that Ordinance.

Taxation and revenue matters

45. Taxation

(1) For the purposes of the Inland Revenue Ordinance (Cap. 112), on and from the appointed day the Corporation is treated as if it were the continuation of and the same person in law as MTRC.

- (2) Accordingly (and without affecting the generality of subsection (1))—
- (a) a vesting in the Corporation of any property, right or liability by virtue of this Part does not constitute a sale or other disposal of or a change in the nature of that property, right or liability for any purpose under the Inland Revenue Ordinance (Cap. 112);
 - (b) the aggregate amount of any losses sustained by MTRC which are capable of but have not been carried forward and set off against assessable profits of MTRC for the purposes of section 19C of the Inland Revenue Ordinance (Cap. 112) as at the end of the last complete financial year of MTRC are deemed to be losses of the Corporation and, accordingly, available for set off against the assessable profits of the Corporation (or the Corporation's share of assessable profits of a partnership in which it is a partner) for the purposes of that Ordinance.

- (3) 按照第 43(3) 條視為地鐵公司利潤的地下鐵路公司利潤——
- (a) 就計算地下鐵路公司在任何課稅年度根據《稅務條例》(第 112 章) 第 IV 部應課稅的利潤而言，不得計算在內；及
- (b) 就計算地鐵公司在評稅基期包括指定日期在內的課稅年度根據《稅務條例》(第 112 章) 第 IV 部應課稅的利潤而言，須予計算在內。

46. 印花稅

不可就憑藉本部生效的任何財產或權利的移轉或轉歸徵收印花稅或其他稅項。

雜項

47. 土地權益

憑藉本部將土地權益轉歸予地鐵公司——

- (a) 就《業主與租客(綜合)條例》(第 7 章) 第 53(4)(a) 或 (7)(a)、119E(2) 或 119H(1)(a) 條而言，並不構成取得、處置、轉讓、移轉或放棄管有該權益；
- (b) 就任何關於或影響該權益的文書而言，並不構成轉讓、移轉、轉予、放棄管有、處理或以其他方式處置該權益；
- (c) 不屬違反禁止讓與契諾或條件；
- (d) 並不引致任何優先購買權利、沒收租賃權、重收權、認購權、損害賠償或其他影響土地的訴訟權利產生；
- (e) 並不使任何合約或抵押失效或獲得解除；
- (f) 並不使任何租賃權益併入其預期的復歸權內；
- (g) 並不終絕、影響、更改、縮減或延遲該項權益的優先權，不論該優先權是根據《土地註冊條例》(第 128 章)、普通法或衡平法而存在的。

(3) The profits of MTRC treated as profits of the Corporation in accordance with section 43(3)—

- (a) shall not be taken into account for the purpose of computing the profits of MTRC which are chargeable to tax under Part IV of the Inland Revenue Ordinance (Cap. 112) for any year of assessment; and
- (b) shall be taken into account for the purpose of computing the profits of the Corporation which are chargeable to tax under Part IV of the Inland Revenue Ordinance (Cap. 112) for the year of assessment the basis period for which includes the appointed day.

46. Stamp duty

No stamp or other duty is chargeable in respect of the transfer or vesting of any property or rights taking effect by virtue of this Part.

Miscellaneous

47. Interests in land

The vesting in the Corporation of an interest in land by virtue of this Part does not—

- (a) constitute an acquisition, disposal, assignment, transfer or parting with possession of that interest for the purposes of section 53(4)(a) or (7)(a), 119E(2) or 119H(1)(a) of the Landlord and Tenant (Consolidation) Ordinance (Cap. 7);
- (b) constitute an assignment, transfer, devolution, parting with possession, dealing with or other disposition of that interest for the purposes of any instrument concerning or affecting that interest;
- (c) operate as a breach of covenant or condition against alienation;
- (d) give rise to any right of pre-emption, right of forfeiture, right of re-entry, option, damages or other right of action affecting land;
- (e) invalidate or discharge any contract or security;
- (f) operate so as to merge any leasehold interest in the reversion expectant on it;
- (g) extinguish, affect, vary, diminish or postpone any priority of that interest, whether under the Land Registration Ordinance (Cap. 128), at law or in equity.

48. 完成外地財產、權利及法律責任的轉歸

(1) 在地鐵公司認為適當時，地下鐵路公司與地鐵公司須採取一切必需或合宜的步驟，以確保任何外地財產、權利或法律責任根據本部轉歸予地鐵公司一事在有關的外地法律之下是有效的。

(2) 在地下鐵路公司的任何外地財產、權利或法律責任轉歸予地鐵公司一事在有關的外地法律之下生效之前，地下鐵路公司須為地鐵公司的利益而持有該項財產或權利，並代地鐵公司履行該項法律責任。

(3) 地下鐵路公司根據本條招致的費用及開支，須由地鐵公司支付。

(4) 第(1)或(2)款並不視為影響任何外地財產、權利或法律責任憑藉第37條或本條轉歸予地鐵公司一事在香港法律之下的效力。

(5) 在本條中，凡提述外地財產、權利或法律責任，即為提述符合以下情況的有關財產、權利或法律責任：在任何程序中就有關財產、權利或法律責任出現的爭論點，按照國際私法規則須參照香港以外地方的法律而裁定。

49. 轉歸的證據

(1) 就各方面而言，出示本條例的政府印務局文本，或出示經律師核證為該文本的真實副本的文件，即為憑藉本部完成的轉歸的確證。

(2) 在不影響第(1)款的一般性的原則下，在指定日期或其後由地鐵公司或代地鐵公司發出的證明書，如證明其內所指明的財產、權利或法律責任(該財產、權利或法律責任在緊接指定日期前是屬於地下鐵路公司的)根據本部轉歸予地鐵公司，則就各方面而言，該證明書即為經如此證明的事實的確證。

(3) 地鐵公司須就地下鐵路公司的財產轉歸予地鐵公司一事，將本條例的政府印務局文本在土地註冊處註冊，或安排將該文本在土地註冊處註冊。

50. 免去禁止轉歸的條文

如任何契據、合約或其他文件所載的某項條文——

(a) 禁止本部所指的轉歸或具有禁止本部所指的轉歸的效力；或

48. Perfection of vesting of foreign property, rights and liabilities

(1) MTRC and the Corporation shall take, as and when the Corporation considers appropriate, all steps necessary or desirable for securing that the vesting in the Corporation under this Part of any foreign property, right or liability is effective under the relevant foreign law.

(2) Until the vesting of any foreign property, right or liability of MTRC in the Corporation becomes effective under the relevant foreign law, MTRC shall hold that property or right for the benefit of, and discharge that liability on behalf of, the Corporation.

(3) Any costs and expenses incurred by MTRC under this section shall be met by the Corporation.

(4) Nothing in subsection (1) or (2) shall be taken as prejudicing the effect under the laws of Hong Kong of the vesting in the Corporation by virtue of section 37 or this section of any foreign property, right or liability.

(5) In this section, reference to any foreign property, right or liability is a reference to any property, right or liability in respect of which any issue arising in any proceedings would have to be determined (in accordance with the rules of private international law) by reference to the law of a place outside Hong Kong.

49. Evidence of vesting

(1) The production of a Government Printer's copy, or a document certified by a solicitor to be a true copy of a Government Printer's copy, of this Ordinance shall be conclusive evidence for all purposes of any vesting effected by virtue of this Part.

(2) Without affecting the generality of subsection (1), a certificate given by or on behalf of the Corporation on or after the appointed day that any property, right or liability specified in the certificate (being property or a right or liability which immediately before the appointed day was that of MTRC) is vested in the Corporation under this Part is conclusive evidence for all purposes of the fact so certified.

(3) The Corporation shall register or cause to be registered in the Land Registry a Government Printer's copy of this Ordinance in respect of the vesting of the properties of MTRC in the Corporation.

50. Waiver of prohibition of vesting

A provision contained in any deed, contract or other document—

(a) prohibiting or having the effect of prohibiting the vesting under this Part; or

(b) 表明因本部所指的轉歸而令一項失責發生或當作有一項失責發生，或令某項權利或法律責任終止，而地下鐵路公司是訂立該契據、合約或文件的一方，則該項條文即當作已被免去。

51. 證據：簿冊及文件

(1) 在指定日期前會就任何事宜而作為對地下鐵路公司有利或不利的證據的簿冊及其他文件，就同一事宜而言，可接納為對地鐵公司有利或不利的證據。

(2) 在本條中，“文件”(documents)一詞的涵義，與《證據條例》(第 8 章)第 46 條中該詞的涵義相同。

52. 地下鐵路公司繼續存在直至被解散為止

(1) 儘管有第 64 條訂定的廢除，地下鐵路公司在指定日期後繼續存在，直至按照第 (3) 款被解散為止，而在本條中，該段繼續存在的期間稱為“過渡期”。

(2) 儘管有第 64 條訂定的廢除，在過渡期內——

(a) 已廢除條例第 4 及 9 條，經附表 1 所列出的修改後，繼續對地下鐵路公司有效及就該公司而有效；

(b) 已廢除條例第 16 條繼續就地下鐵路公司的上一個完整財政年度的帳目的擬備及審計而適用，而該公司須按照該條擬備該等帳目，

猶如第 64 條不曾制定一樣。

(3) 局長一俟信納地下鐵路公司無須進一步根據本條例作出任何事情以及在諮詢地下鐵路公司與地鐵公司後，可藉憲報公告，於他在公告所指明的日期將地下鐵路公司解散。

(4) 地下鐵路公司所招致的因該公司根據本條繼續存在而產生的費用及開支，須由地鐵公司承擔。

(b) to the effect that a default shall occur or be deemed to occur, or any right or liability shall cease, as a result of the vesting under this Part, and to which MTRC is a party, is deemed to have been waived.

51. Evidence: books and documents

(1) Books and other documents which would, before the appointed day, have been evidence in respect of any matter for or against MTRC are admissible in evidence in respect of the same matter for or against the Corporation.

(2) In this section “documents” (文件) has the same meaning as in section 46 of the Evidence Ordinance (Cap. 8).

52. MTRC to continue in existence until dissolved

(1) Despite the repeal effected by section 64, MTRC continues in existence after the appointed day until it is dissolved in accordance with subsection (3), and in this section the period of that continued existence is referred to as “the transitional period”.

(2) During the transitional period, and despite the repeal effected by section 64—

(a) sections 4 and 9 of the repealed Ordinance, modified as set out in Schedule 1, continue to have effect to and in relation to MTRC;

(b) section 16 of the repealed Ordinance continues to apply in relation to the preparation and auditing of accounts in respect of the last complete financial year of MTRC, and MTRC shall prepare those accounts in accordance with that section,

as if section 64 had not been enacted.

(3) As soon as he is satisfied that nothing further remains to be done by MTRC under this Ordinance, and after consulting MTRC and the Corporation, the Secretary may, by notice published in the Gazette, dissolve MTRC on a day he specifies in the notice.

(4) The costs and expenses arising from the continuation of MTRC under this section and incurred by MTRC shall be borne by the Corporation.

第 X 部

雜項

53. 向行政長官會同行政會議提出上訴

(1) 本條適用於由局長或署長或他們任何人授權的任何人根據本條例的任何條文(第 15(5)、19(1)、22、26 或 33 條除外)作出的任何決定。

(2) 如地鐵公司因本條所適用的任何決定而感到受屈，可在該決定作出後的 28 天內，以呈請方式向行政長官會同行政會議提出上訴。

(3) 行政長官會同行政會議對根據本條提出的上訴所作的決定為終局決定。

(4) 凡地鐵公司根據本條提出上訴反對某決定，該決定在該上訴被裁定之前不得生效，但如行政長官會同行政會議另有指示，則屬例外。

(5) 如地鐵公司提出要求，任何作出本條所適用的決定的人，須在有關情況下屬合理的期間內，向地鐵公司提供作出該決定的原因。

(6) 在本條中，提述由任何人作出的決定，包括提述由該人作出的指示或由該人施加的規定。

54. 某些法律對地鐵公司的適用範圍

(1) 就根據專營權提供服務而言，在附表 2 所列範圍內，《公眾衛生及市政條例》(第 132 章)不適用於地鐵公司。

(2) 建築事務監督可——

(a) 在顧及與鐵路的運作或建造有關的建築工程或其他工程的特殊性質後；
及

(b) 按他就一般或任何個別情況所指明的條件，

豁免任何上述工程，使其不受《建築物條例》(第 123 章)任何條文的規限。

(3) 除第 (2) 款另有規定外，《建築物條例》(第 123 章)適用於由地鐵公司或代表地鐵公司進行的任何建築工程或其他工程。

PART X

MISCELLANEOUS

53. Appeal to Chief Executive in Council

(1) This section applies to any decision of the Secretary or the Commissioner, or any person authorized by either of them, which is made under any provision of this Ordinance other than section 15(5), 19(1), 22, 26 or 33.

(2) If the Corporation is aggrieved by any decision to which this section applies the Corporation may, within 28 days after the making of the decision, appeal by petition to the Chief Executive in Council.

(3) The decision of the Chief Executive in Council on any appeal under this section is final.

(4) Where the Corporation appeals under this section, the decision under appeal shall not have effect until the appeal has been determined, unless the Chief Executive in Council directs otherwise.

(5) Any person who has made a decision to which this section applies shall, if so requested by the Corporation, and within a period that is reasonable in the circumstances, furnish the Corporation with reasons for his decision.

(6) In this section, reference to a decision made by any person includes reference to a direction given or a requirement imposed by that person.

54. Application of certain laws to Corporation

(1) The Public Health and Municipal Services Ordinance (Cap. 132) does not apply to the Corporation, in relation to the provision of a service under the franchise, to the extent set out in Schedule 2.

(2) The Building Authority may—

(a) having regard to the exceptional nature of building or other works connected with the operation or construction of the railway; and

(b) on such conditions as he may specify, either generally or in any particular case,

exempt any of those works from any provision of the Buildings Ordinance (Cap. 123).

(3) Except as provided in subsection (2), the Buildings Ordinance (Cap. 123) applies to any building or other works carried out by or on behalf of the Corporation.

55. 鐵路處所為公眾地方

為免生疑問和在不影響任何其他條例的原則下，現宣布為施行《公安條例》(第 245 章)，鐵路處所及運輸交匯處為公眾地方。

56. 地鐵公司可以其名義提出檢控

在不影響任何與刑事罪行檢控有關的條例或律政司司長在刑事罪行檢控方面的權力的原則下，本條例所訂罪行的檢控可以地鐵公司的名義提出。

57. 無須為違反法定責任而負上民事法律責任

(1) 如地鐵公司違反任何本條例所設定或依據本條例所設定的責任，則有關違反並不產生任何民事法律責任。

(2) 如地鐵公司因疏忽或其他情況而在本條例以外的法律規則下負有民事法律責任，則不論引致該民事法律責任的情況是否同時違反任何本條例所設定或依據本條例所設定的責任，第 (1) 款亦不影響該民事法律責任。

58. 將政府在地鐵公司中的股份出售等所得的收益

(1) 除第 (2) 款另有規定外，財政司司長法團以地鐵公司股份持有人身分收到的款項，或將其持有的地鐵公司股份出售或作其他方式的交易而獲得的款項，均構成政府一般收入的一部分。

(2) 財政司司長法團就以下事項所招致的開支，可從第 (1) 款指明的款項中撥款支付——

- (a) 收購地鐵公司股份；
- (b) 持有地鐵公司股份或將財政司司長法團持有的地鐵公司股份出售或作其他方式的交易；
- (c) 將任何地鐵公司股份在聯合交易所(即根據《證券交易所合併條例》(第 361 章)第 27 條設立的證券市場)或在《財政資源規則》(第 24 章，附屬法例)附表 2 指明的證券市場上市，

而就《公共財政條例》(第 2 章)第 3 條而言，為上述目的而運用或保留的任何款額並不構成政府一般收入的一部分。

55. Railway premises are public places

For the avoidance of doubt, and without affecting any other Ordinance, it is declared that the railway premises and transport interchanges are public places for the purposes of the Public Order Ordinance (Cap. 245).

56. Corporation may prosecute in its name

Without affecting any Ordinance relating to the prosecution of criminal offences or the powers of the Secretary for Justice in relation to the prosecution of criminal offences, prosecutions for an offence under this Ordinance may be brought in the name of the Corporation.

57. No civil liability for breach of statutory duty

(1) No breach of any duty of the Corporation created by or pursuant to this Ordinance gives rise to any civil liability.

(2) Subsection (1) does not affect any civil liability of the Corporation for negligence or otherwise which arises independently of a breach of any duty of the Corporation created by or pursuant to this Ordinance, regardless whether the circumstances giving rise to such civil liability would also be a breach of any duty created by or pursuant to this Ordinance.

58. Proceeds from sale, etc. of Government's shares in Corporation

(1) Except as provided in subsection (2), monies received by the Financial Secretary Incorporated as the person holding shares in the Corporation, or from the sale of or other dealing in shares in the Corporation which are held by the Financial Secretary Incorporated, form part of the general revenue.

(2) Expenses incurred by the Financial Secretary Incorporated in connection with—

- (a) the acquisition of shares in the Corporation;
- (b) the holding of shares in the Corporation, or the sale of or other dealing in shares in the Corporation held by the Financial Secretary Incorporated;
- (c) the listing of any shares in the Corporation on the Unified Exchange (being the stock market established under section 27 of the Stock Exchanges Unification Ordinance (Cap. 361)) or on a stock market specified in Schedule 2 to the Financial Resources Rules (Cap. 24 sub. leg.),

may be defrayed from the monies specified in subsection (1), and any amount applied or retained for that purpose does not form part of the general revenue for the purposes of section 3 of the Public Finance Ordinance (Cap. 2).

59. 地鐵公司證券作為特准投資項目

(1) 就《受託人條例》(第 29 章)附表 2 第 1(a) 段而言，地鐵公司須當作在包括指定日期在內的公曆年中已如該條文所述般派發股息(不論實際上地鐵公司有否在該年派發該股息)和在緊接該年之前的 5 年內每年已如該條文所述般派發股息。

(2) 就《受託人條例》(第 29 章)附表 2 第 2 段而言，以下的債務證券須當作符合該段規定的債務證券——

- (a) 在指定日期前由地下鐵路公司發行或保證支付本金及利息，並憑藉第 IX 部轉歸予地鐵公司的任何債務證券；或
- (b) 在政府實益擁有超過一半的地鐵公司已發行股本的面值的任何期間，由地鐵公司發行或保證支付本金及利息的任何債務證券。

60. 地鐵公司並非公共機構

除任何條例另有明文規定外，地鐵公司並非《釋義及通則條例》(第 1 章)所指的公共機構。

61. 有關局長諮詢地鐵公司的規定

為免生疑問，現宣布本條例中規定或訂定局長須就任何事項諮詢地鐵公司或任何其他人的條文，並不規定局長必須就有關事項取得地鐵公司或該其他人的同意。

62. 公告等是否附屬法例的問題

根據第 1(2) 條訂立的生效日期公告、根據第 33 條訂立的規例及根據第 34 條訂立的附例均為附屬法例；根據本條例發出的任何其他文書均非附屬法例。

63. 通知書的送達

- (1) 在本條例下向局長發出的通知書，可送遞至局長或以郵遞寄予局長。

59. Securities of Corporation as authorized investment

(1) For the purposes of paragraph 1(a) of the Second Schedule to the Trustee Ordinance (Cap. 29), the Corporation is deemed to have paid a dividend as there mentioned in the calendar year in which the appointed day falls (whether or not the Corporation does in fact pay such a dividend in that year) and in each of the 5 years immediately preceding that year.

(2) For the purposes of paragraph 2 of the Second Schedule to the Trustee Ordinance (Cap. 29)—

- (a) any debt security which was issued by, or the payment of principal and interest on which was guaranteed by, MTRC before the appointed day and which becomes vested in the Corporation by virtue of Part IX; or
- (b) during any period for which the Government beneficially owns more than half in nominal value of the issued share capital of the Corporation, any debt security which is issued by, or the payment of principal and interest on which is guaranteed by, the Corporation,

is deemed to be a debt security which satisfies the requirements of that paragraph.

60. Corporation not a public body

Unless otherwise expressly provided for in any Ordinance, the Corporation is not a public body within the meaning of the Interpretation and General Clauses Ordinance (Cap. 1).

61. Requirement for Secretary to consult Corporation

For the avoidance of doubt, a provision of this Ordinance requiring or providing for the Secretary to consult with the Corporation or any other person in relation to any matter does not oblige the Secretary to obtain the agreement of the Corporation or that other person in relation to the matter.

62. Whether a notice, etc. is subsidiary legislation

A commencement notice issued under section 1(2), a regulation made under section 33 and a bylaw made under section 34 are all subsidiary legislation; any other instrument issued under this Ordinance is not subsidiary legislation.

63. Service of notices

- (1) A notice to be given to the Secretary under this Ordinance may be delivered to the Secretary or sent to him by post.

(2) 就在本條例下發出通知書而言，局長的地址即營運協議指明為供在該協議下向局長送達通知書用的地址。

(3) 在本條例下向地鐵公司發出的通知書，須註明地鐵公司的主席為收件人，並可送遞至地鐵公司或以郵遞寄予該公司。

(4) 就在本條例下發出通知書而言，地鐵公司的地址即營運協議指明為供在該協議下向地鐵公司送達通知書用的地址。

(5) 就本條而言，只要將通知書送遞局長或地鐵公司的地址，並將該通知書留交任何表面看來有權收取擬給予局長或地鐵公司的通訊的人，即為將通知書送遞至局長或地鐵公司。

64. 廢除等

(1) 在符合第 52 條及本條的規定下，《地下鐵路公司條例》(第 270 章)、任何根據該條例訂立的附屬法例及任何其他根據該條例發出並在憲報刊登的文書均自指定日期起廢除。

(2) 自指定日期起，在緊接指定日期前仍然有效而於附表 3 第 2 欄指明的根據已廢除條例訂立的規例和根據該等規例作出的公告，在作出該附表第 3 欄指明的修改下，分別予以採納而成為根據本條例訂立的規例和根據該等規例作出的公告。

(3) 自指定日期起，在緊接指定日期前仍然有效而於附表 4 第 2 欄指明的根據已廢除條例訂立的附例，在作出該附表第 3 欄指明的修改下，予以採納而成為根據本條例訂立的附例。

(4) 自指定日期起，在緊接指定日期前仍然有效而於附表 5 第 2 欄指明的根據已廢除條例刊登的公告，在作出該附表第 3 欄指明的修改下，予以採納而成為根據本條例刊登的公告。

(5) 除文意另有所指外，在緊接指定日期前存在的任何條例或文件中凡提述已廢除條例、已廢除條例的條文或根據已廢除條例刊登的公告，就指定日期當日及其後的期間而言，須當作提述本條例、本條例的條文或根據本條例刊登的公告。

(2) The address of the Secretary for the purposes of the giving of any notice under this Ordinance is the address specified in the operating agreement as the address for the service of notices on the Secretary under that agreement.

(3) A notice to be given to the Corporation under this Ordinance shall be marked for the attention of the chairman of the Corporation and may be delivered to the Corporation or sent to it by post.

(4) The address of the Corporation for the purposes of the giving of any notice under this Ordinance is the address specified in the operating agreement as the address for the service of notices on the Corporation under that agreement.

(5) For the purposes of this section, a notice is delivered to the Secretary or the Corporation if it is delivered to the address of the Secretary or the Corporation and left with a person apparently authorized to receive communications intended for the Secretary or the Corporation.

64. Repeal, etc.

(1) Subject to section 52 and this section, the Mass Transit Railway Corporation Ordinance (Cap. 270), any subsidiary legislation made under that Ordinance and any other instrument issued under that Ordinance and published in the Gazette are repealed as from the appointed day.

(2) With effect from the appointed day, the regulations made under the repealed Ordinance and the notices made under those regulations subsisting immediately before that day and specified in column 2 of Schedule 3 are, subject to the modifications specified in column 3 of that Schedule, adopted as and become regulations made under this Ordinance and notices made under those regulations respectively.

(3) With effect from the appointed day, the bylaws made under the repealed Ordinance subsisting immediately before that day and specified in column 2 of Schedule 4 are, subject to the modifications specified in column 3 of that Schedule, adopted as and become bylaws made under this Ordinance.

(4) With effect from the appointed day, the notices published under the repealed Ordinance subsisting immediately before that day and specified in column 2 of Schedule 5 are, subject to the modifications specified in column 3 of that Schedule, adopted as and become notices published under this Ordinance.

(5) Unless the context requires otherwise, a reference in any Ordinance or document in existence immediately before the appointed day to the repealed Ordinance or its provisions, or to a notice published under the repealed Ordinance, is deemed to be, in respect of the period on and after the appointed day, a reference to this Ordinance or its provisions or to a notice published under this Ordinance.

65. 相應修訂

除根據第 1(2) 條訂立的任何公告另有規定外，附表 6 列出的相應修訂自指定日期起具有效力。

附表 1

[第 52(2)(a) 條]

已廢除條例第 4 及 9 條

為施行第 52(2)(a) 條，已廢除條例第 4 及 9 條經修改如下——

“4. 地下鐵路公司的董事局

(1) 地下鐵路公司的董事局由以下成員組成——

- (a) 由行政長官委任的主席一名；及
- (b) 由行政長官委任的一名或多於一名其他人士。

(2) 董事局是地下鐵路公司的管治機構，具有權限以地下鐵路公司的名義行使和執行《地下鐵路條例》(2000 年第 13 號) 第 IX 部或根據該部授予或委予地下鐵路公司的權力、職能及職責，以及作出其認為有利於或有助於實現該等權力、職能及職責的事情，以及為其認為屬該等權力、職能及職責所合理地附帶或相應引致的任何目的而作出事情。

(3) 主席及任何根據第 (1)(b) 款委任的人可——

- (a) 藉向行政長官呈交通知書而辭去其職務；或
- (b) 被行政長官免任。

(4) 關於董事局會議的安排，以及董事局會議的程序，均由董事局決定。

9. 地下鐵路公司的文件

(1) 地下鐵路公司可訂立和簽立任何董事局認為有利於或有助於達致《地下鐵路條例》(2000 年第 13 號) 第 IX 部的目標或屬達致該等目標所合理地附帶或相應引致的文件。

(2) 地下鐵路公司訂立的文件如經下述程序須當作已妥為簽立——

- (a) 在一名董事局成員在場見證下蓋上地下鐵路公司的印章；或
- (b) 由一名董事局成員代表地下鐵路公司簽署。

(3) 除非相反證明成立，否則任何看來是按照第(2)款簽立的文件須當作已妥為簽立。

(4) 就地下鐵路公司按照第 (2)(b) 款簽立的文件而言，如在本款以外有法律規定簽立有關文件必須加蓋印章，則所簽立的文件不會僅因此而無法律效力。”。

附表 2

[第 54(1) 條]

不適用的《公眾衛生及市政條例》條文

1. 地鐵公司無須根據《公眾衛生及市政條例》(第 132 章) (“該條例”) 第 127 條就該條例第 12(1)(g) 條所述的妨擾作出補救。

2. 該條例第 22 條不適用於建造鐵路的延長部分的過程中由地鐵公司或代表地鐵公司作出的任何事情。

65. Consequential amendments

Subject to any notice issued under section 1(2), the consequential amendments set out in Schedule 6 have effect on and from the appointed day.

SCHEDULE 1

[s. 52(2)(a)]

SECTIONS 4 AND 9 OF THE REPEALED ORDINANCE

Sections 4 and 9 of the repealed Ordinance, as modified for the purposes of section 52(2)(a), are as follows—

“4. Board of MTRC

(1) The Board of the Mass Transit Railway Corporation (“MTRC”) comprises—

- (a) a chairman appointed by the Chief Executive; and
- (b) such one or more other persons as the Chief Executive may appoint.

(2) The Board is the governing body of MTRC with authority, in the name of MTRC, to exercise and perform the powers, functions and duties conferred or imposed on MTRC by or under Part IX of the Mass Transit Railway Ordinance (13 of 2000) and to do such things as it considers expedient for or conducive to the attainment of such powers, functions and duties or for any purpose it considers reasonably incidental to or consequential upon such powers, functions and duties.

(3) The Chairman and any person appointed under subsection (1)(b) may—

- (a) resign his office by notice to the Chief Executive; or
- (b) be removed from office by the Chief Executive.

(4) Arrangements relating to meetings of the Board, and the procedure at meetings of the Board, shall be such as the Board may determine.

9. Documents of MTRC

(1) The Mass Transit Railway Corporation (“MTRC”) may make and execute all such documents as may be considered by the Board to be expedient for or conducive to the attainment of the objects of Part IX of the Mass Transit Railway Ordinance (13 of 2000) or to be reasonably incidental to or consequential upon the attainment of those objects.

(2) A document made by MTRC is deemed to be duly executed—

- (a) if sealed with the seal of MTRC in the presence of a member of its Board; or
- (b) if signed on behalf of MTRC by a member of its Board.

(3) Any document purporting to be executed in accordance with subsection (2) is, unless the contrary is proved, deemed to have been duly executed.

(4) A document executed by MTRC in accordance with subsection (2)(b) is not ineffectual in law by reason only of the fact that, apart from this subsection, it would be required by law to be executed under seal.”.

SCHEDULE 2

[s. 54(1)]

PROVISIONS OF PUBLIC HEALTH AND MUNICIPAL SERVICES
ORDINANCE DISAPPLIED

1. No remedy lies against the Corporation under section 127 of the Public Health and Municipal Services Ordinance (Cap. 132) (“PHMSO”) in respect of a nuisance described in section 12(1)(g) of the PHMSO.

2. Section 22 of the PHMSO does not apply to anything done by or on behalf of the Corporation in the course of constructing an extension.

3. 根據該條例第 29 或 35 條就廁所或廁所設施的適當程度、充足程度或建造方式或其發牌事宜而訂立的規例，不適用於鐵路處所。

4. 該條例第 30 及 36 條不適用於鐵路處所。

5. 該條例第 IX 部及根據該條例第 104 條訂立的任何規例，不適用於由地鐵公司或代表地鐵公司於鐵路或鐵路處所豎設的任何標誌或宣傳品。

附表 3

[第 64(2) 條]

根據本條例第 64(2) 條採納的規例等

項	規例	修改
1.	《地下鐵路規例》(第 270 章，附屬法例)	在第 4(1)、(2) 及 (3)、5(1)、(3) 及 (4) 及 9(c) 條中，廢除所有“政務司司長”而代以“局長”。
2.	《地下鐵路(運輸交匯處)規例》(第 270 章，附屬法例)	在第 18 條中，廢除“第 24 條”而代以“第 33 條”。
3.	《地下鐵路(運輸交匯處)(停車場的指定)公告》(第 270 章，附屬法例)	
4.	《地下鐵路(運輸交匯處)(禁區及限制區的指定)公告》(第 270 章，附屬法例)	

附表 4

[第 64(3) 條]

根據本條例第 64(3) 條採納的附例

項	附例	修改
1.	《地下鐵路附例》(第 270 章，附屬法例)	<p>在第 2 條中——</p> <p>(a) 廢除“地鐵公司”的定義而代以—— ““地鐵公司”(Corporation)指地鐵有限公司；”；</p> <p>(b) 廢除“鐵路”的定義而代以—— ““鐵路”(railway)指地下鐵路。”。</p>

3. Regulations made under section 29 or 35 of the PHMSO as to the suitability, sufficiency or mode of construction of latrines or latrine accommodation, or the licensing thereof, do not apply to railway premises.

4. Sections 30 and 36 of the PHMSO do not apply to railway premises.

5. Part IX and any regulations made under section 104 of the PHMSO do not apply to any sign or advertisement erected by or on behalf of the Corporation on the railway or on railway premises.

SCHEDULE 3

[s. 64(2)]

REGULATIONS, ETC. ADOPTED UNDER SECTION 64(2)
OF THIS ORDINANCE

Item	Regulation	Modification
1.	Mass Transit Railway Regulations (Cap. 270 sub. leg.)	In regulations 4(1), (2) and (3), 5(1), (3) and (4) and 9(c), by repealing “Chief Secretary for Administration” wherever it appears and substituting “Secretary”.
2.	Mass Transit Railway (Transport Interchange) Regulation (Cap. 270 sub. leg.)	In section 18, by repealing “section 24” and substituting “section 33”.
3.	Mass Transit Railway (Transport Interchange) (Designation of Car Park) Notice (Cap. 270 sub. leg.)	
4.	Mass Transit Railway (Transport Interchange) (Designation of Prohibited and Restricted Zones) Notice (Cap. 270 sub. leg.)	

SCHEDULE 4

[s. 64(3)]

BYLAWS ADOPTED UNDER SECTION 64(3)
OF THIS ORDINANCE

Item	Bylaw	Modification
1.	Mass Transit Railway By-laws (Cap. 270 sub. leg.)	<p>In by-law 2—</p> <p>(a) by repealing the definition of “Corporation” and substituting— ““Corporation” (地鐵公司) means the MTR Corporation Limited;”;</p> <p>(b) by repealing the definition of “railway” and substituting— ““railway” (鐵路) means the Mass Transit Railway;”.</p>

項	附例	修改
2.	《地下鐵路(運輸交匯處)附例》 (第 270 章, 附屬法例)	<p>(a) 在第 2(1) 條中, 廢除 “第 24A 條” 而代以 “第 31 條”。</p> <p>(b) 在附表 1 中——</p> <p>(i) 在第 1 及 2 號圖形中, 廢除 “《地下鐵路公司條例》(第 270 章)” 而代以 “《地下鐵路條例》(2000 年第 13 號)”;</p> <p>(ii) 在第 18 號圖形中, 廢除 “地下鐵路公司” 而代以 “地鐵有限公司”。</p> <p>(c) 在附表 3 中——</p> <p>(i) 在表格 1 中——</p> <p>(A) 廢除 “Hong Kong Special Administrative Region Government” 而代以 “Government of the HKSAR”;</p> <p>(B) 廢除 “地下鐵路公司” 而代以 “地鐵有限公司”;</p> <p>(ii) 在表格 2 中——</p> <p>(A) 廢除所有 “地下鐵路公司” 而代以 “地鐵有限公司”;</p> <p>(B) 廢除 “Hong Kong Special Administrative Region Government” 而代以 “Government of the HKSAR”;</p> <p>(C) 廢除 “地下鐵路公司” 而代以 “地鐵有限公司”;</p> <p>(iii) 在表格 3、4 及 5 中, 廢除所有 “地下鐵路公司” 而代以 “地鐵有限公司”。</p>

附表 5

[第 64(4) 條]

根據本條例第 64(4) 條採納的公告

項	公告	修改
1.	《地下鐵路(運輸交匯處)(圖則的存放公告》(第 270 章, 附屬法例)	<p>在第 1(1) 及 (2) 條中——</p> <p>(a) 廢除 “第 24A(2) 條” 而代以 “第 31(2) 條”;</p>

Item	Bylaw	Modification
2.	Mass Transit Railway (Transport Interchange) Bylaw (Cap. 270 sub. leg.)	<p>(a) In section 2(1), by repealing “section 24A” and substituting “section 31”.</p> <p>(b) In Schedule 1—</p> <p>(i) in Figure Nos. 1 and 2, by repealing “MASS TRANSIT RAILWAY CORPORATION ORDINANCE (CAP. 270)” and substituting “MASS TRANSIT RAILWAY ORDINANCE (13 OF 2000)”;</p> <p>(ii) in Figure No. 18, by repealing “MASS TRANSIT RAILWAY CORPORATION” and substituting “MTR CORPORATION LIMITED”.</p> <p>(c) In Schedule 3—</p> <p>(i) in Form 1—</p> <p>(A) by repealing “Hong Kong Special Administrative Region Government” and substituting “Government of the HKSAR”;</p> <p>(B) by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”;</p> <p>(ii) in Form 2—</p> <p>(A) by repealing “Mass Transit Railway Corporation” wherever it appears and substituting “MTR Corporation Limited”;</p> <p>(B) by repealing “Hong Kong Special Administrative Region Government” and substituting “Government of the HKSAR”;</p> <p>(C) by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”;</p> <p>(iii) in Forms 3, 4 and 5, by repealing “Mass Transit Railway Corporation” wherever it appears and substituting “MTR Corporation Limited”.</p>

SCHEDULE 5

[s. 64(4)]

NOTICES ADOPTED UNDER SECTION 64(4) OF THIS ORDINANCE

Item	Notice	Modification
1.	Mass Transit Railway (Transport Interchange) (Deposit of Plans) Notice (Cap. 270 sub. leg.)	<p>In section 1(1) and (2)—</p> <p>(a) by repealing “section 24A(2)” and substituting “section 31(2)”;</p>

項	公告	修改
		(b) 廢除“由署長”而代以“由地鐵公司”； (c) 廢除“第 24A(5) 條”而代以“第 31(5) 條”。

Item	Notice	Modification
		(b) by repealing “by the Commissioner” and substituting “by the Corporation”; (c) by repealing “section 24A(5)” and substituting “section 31(5)”.

附表 6 [第 65 條]

相應修訂

《資本投資基金》

1. 修訂條文

《資本投資基金》(第 2 章, 附屬法例) 第 3 條現予修訂——

- (a) 廢除 (a) 款而代以——
“(a) 發行給財政司司長法團並由財政司司長法團代政府持有的地鐵有限公司股份;”;
- (b) 在 (f) 款中, 廢除“《地下鐵路公司條例》(第 270 章)”而代以“《地下鐵路條例》(2000 年第 13 號)”。

《工廠及工業經營 (電力) 規例》

2. 適用範圍

《工廠及工業經營 (電力) 規例》(第 59 章, 附屬法例) 第 3(2)(e) 條現予修訂, 廢除“《地下鐵路公司條例》(第 270 章)”而代以“《地下鐵路條例》(2000 年第 13 號)”。

《稅務 (符合資格的債務票據) 令》

3. 修訂條文

《稅務 (符合資格的債務票據) 令》(第 112 章, 附屬法例) 第 1 及 2 條現予修訂, 在“全資擁有”之後加入“或部分擁有”。

4. 修訂附表

附表第 1 項現予修訂, 廢除“地下鐵路公司”而代以“地鐵有限公司, 在政府實益擁有超過一半的地鐵有限公司當其時已發行股本面值的期間”。

SCHEDULE 6

[s. 65]

CONSEQUENTIAL AMENDMENTS

Capital Investment Fund

1. Paragraph amended

Paragraph 3 of the Capital Investment Fund (Cap. 2 sub. leg.) is amended—

- (a) by repealing subparagraph (a) and substituting—
“(a) the shares in the MTR Corporation Limited issued to the Financial Secretary Incorporated and held by the Financial Secretary Incorporated on behalf of the Government;”;
- (b) in subparagraph (f), by repealing “Mass Transit Railway Corporation Ordinance (Cap. 270)” and substituting “Mass Transit Railway Ordinance (13 of 2000)”.

Factories and Industrial Undertakings
(Electricity) Regulations

2. Application

Regulation 3(2)(e) of the Factories and Industrial Undertakings (Electricity) Regulations (Cap. 59 sub. leg.) is amended by repealing “Mass Transit Railway Corporation Ordinance (Cap. 270)” and substituting “Mass Transit Railway Ordinance (13 of 2000)”.

Inland Revenue (Qualifying Debt Instruments) Order

3. Sections amended

Sections 1 and 2 of the Inland Revenue (Qualifying Debt Instruments) Order (Cap. 112 sub. leg.) are amended by repealing “wholly-owned” and substituting “wholly- or partly-owned”.

4. Schedule amended

The Schedule is amended, in item 1, by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited, for as long as the Government beneficially owns more than half in nominal value of the issued share capital of the company for the time being”.

《新界土地契約(續期)條例》

5. 釋義

《新界土地契約(續期)條例》(第150章)第3(1)條現予修訂，在“特殊用途契約”定義的(a)(iii)段中，廢除“香港地下鐵路公司”而代以“地鐵有限公司”。

《銀行業條例》

6. 資本充足比率

《銀行業條例》(第155章)附表3第1段現予修訂，在“香港公營單位”的定義中，廢除“地下鐵路公司”而代以“地鐵有限公司”。

《銀行業條例(公共法定法團的指定)公告》

7. 廢除

《銀行業條例(公共法定法團的指定)公告》(第155章，附屬法例)現予廢除。

《1997年銀行業條例(根據第2(14)(d)條作出的宣布)(第2號)公告》

8. 修訂附表

《1997年銀行業條例(根據第2(14)(d)條作出的宣布)(第2號)公告》(第155章，附屬法例)的附表第1部第1(a)段現予修訂，廢除“地下鐵路公司”而代以“地鐵有限公司”。

《防止賄賂條例》

9. 公共機構

《防止賄賂條例》(第201章)附表1第37項現予修訂，廢除“香港地下鐵路公司”而代以“地鐵有限公司”。

《東區海底隧道條例》

10. 釋義

《東區海底隧道條例》(第215章)第2條現予修訂——

- (a) 在第(1)款中，在“地下鐵路公司”的定義中，廢除“指”而代以“(在第(5)(a)款的規限下)指”；

New Territories Leases (Extension) Ordinance

5. Interpretation

Section 3(1) of the New Territories Leases (Extension) Ordinance (Cap. 150) is amended, in the definition of “lease for special purposes”, in paragraph (a)(iii), by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Banking Ordinance

6. Capital Adequacy Ratio

The Third Schedule to the Banking Ordinance (Cap. 155) is amended, in paragraph 1, in the definition of “public sector entity in Hong Kong”, by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Banking Ordinance (Designation of Public Statutory Corporation) Notice

7. Repeal

The Banking Ordinance (Designation of Public Statutory Corporation) Notice (Cap. 155 sub. leg.) is repealed.

Banking Ordinance (Declaration under section 2(14)(d)) (No. 2) Notice 1997

8. Schedule amended

The Schedule to the Banking Ordinance (Declaration under section 2(14)(d)) (No. 2) Notice 1997 (Cap. 155 sub. leg.) is amended, in Part 1, in paragraph 1(a), by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Prevention of Bribery Ordinance

9. Public bodies

Schedule 1 to the Prevention of Bribery Ordinance (Cap. 201) is amended, in item 37, by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Eastern Harbour Crossing Ordinance

10. Interpretation

Section 2 of the Eastern Harbour Crossing Ordinance (Cap. 215) is amended—

- (a) in subsection (1), in the definition of “Mass Transit Railway Corporation” and “Corporation”, by adding “, subject to subsection (5)(a),” after “mean”;

(b) 加入——

“(5) 就《地下鐵路條例》(2000 年第 13 號) (在本條中稱為“地鐵條例”) 第 3 條所指的指定日期及其後的期間而言——

- (a) 本條例或根據本條例作出的公告或其他文件中凡提述地下鐵路公司，即提述地鐵條例第 2(1) 條所界定的地鐵有限公司；
- (b) 本條例或根據本條例作出的公告或其他文件中凡提述《地下鐵路公司條例》(第 270 章) 或該條例的條文，即提述地鐵條例或地鐵條例中具相應效力的條文。”。

《汽車保險(第三者風險)條例》

11. 汽車使用人就第三者風險投保的義務

《汽車保險(第三者風險)條例》(第 272 章) 第 4(4)(bc) 條現予修訂，廢除“地下鐵路公司”而代以“地鐵有限公司”。

《證券(雜項)規則》

12. 釋義

《證券(雜項)規則》(第 333 章，附屬法例) 第 2 條現予修訂，在“指明文書”的定義中，廢除“地下鐵路公司”而代以“地鐵有限公司”。

《保障投資者條例》

13. 修訂附表

《保障投資者條例》(第 335 章) 附表第 IVA 部第 7 項現予廢除。

《吸煙(公眾衛生)條例》

14. 禁止吸煙的公共交通工具

《吸煙(公眾衛生)條例》(第 371 章) 附表 1 第 5 項現予修訂，廢除“《地下鐵路公司條例》(第 270 章)”而代以“《地下鐵路條例》(2000 年第 13 號)”。

《申訴專員條例》

15. 本條例適用的機構

《申訴專員條例》(第 397 章) 附表 1 第 I 部現予修訂，廢除“香港地下鐵路公司。”。

(b) by adding—

“(5) In relation to the period on and after the day which is the appointed day for the purposes of section 3 of the Mass Transit Railway Ordinance (13 of 2000) (in this section referred to as the “2000 Ordinance”), a reference in this Ordinance or in any notice or other document made under this Ordinance—

- (a) to the Mass Transit Railway Corporation or the Corporation is a reference to the MTR Corporation Limited as defined in section 2(1) of the 2000 Ordinance;
- (b) to the Mass Transit Railway Corporation Ordinance (Cap. 270) or a provision of that Ordinance is a reference to the 2000 Ordinance or the provision to corresponding effect in the 2000 Ordinance.”.

Motor Vehicles Insurance (Third Party Risks) Ordinance

11. Obligation on users of motor vehicles to be insured against third party risks

Section 4(4)(bc) of the Motor Vehicles Insurance (Third Party Risks) Ordinance (Cap. 272) is amended by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Securities (Miscellaneous) Rules

12. Interpretation

Rule 2 of the Securities (Miscellaneous) Rules (Cap. 333 sub. leg.) is amended, in the definition of “specified instrument”, by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Protection of Investors Ordinance

13. Schedule amended

Part IVA of the Schedule to the Protection of Investors Ordinance (Cap. 335) is amended by repealing item 7.

Smoking (Public Health) Ordinance

14. Public transport carriers where smoking is prohibited

Schedule 1 to the Smoking (Public Health) Ordinance (Cap. 371) is amended, in item 5, by repealing “Mass Transit Railway Corporation Ordinance (Cap. 270)” and substituting “Mass Transit Railway Ordinance (13 of 2000)”.

The Ombudsman Ordinance

15. Organizations to which this Ordinance applies

Schedule 1 to The Ombudsman Ordinance (Cap. 397) is amended, in Part I, by repealing “Mass Transit Railway Corporation.”.

《噪音管制條例》

16. 第 13 條對地鐵有限公司及九廣鐵路公司的適用

《噪音管制條例》(第 400 章)第 37 條現予修訂，廢除“地下鐵路公司”而代以“地鐵有限公司”。

《大欖隧道及元朗引道規例》

17. 公司的義務

《大欖隧道及元朗引道規例》(第 474 章，附屬法例)第 2(7) 條現予修訂，在“青馬管制區”的定義中，廢除“地下鐵路公司”而代以“地鐵有限公司”。

《機場管理局附例》

18. 釋義

《機場管理局附例》(第 483 章，附屬法例)第 2 條現予修訂，在“地下鐵路區”的定義中，廢除“地下鐵路公司”而代以“地鐵有限公司”。

《青馬管制區條例》

19. 釋義

《青馬管制區條例》(第 498 章)第 2 條現予修訂，在“青馬管制區”的定義中，廢除“地下鐵路公司”而代以“地鐵有限公司”。

《1999 年立法會(修訂)條例》

20. 取代附表

《1999 年立法會(修訂)條例》(1999 年第 48 號)第 43 條現予修訂，在新的附表 1A 的第 93 項中，廢除“香港地下鐵路公司”而代以“地鐵有限公司”。

Noise Control Ordinance

16. Application of section 13 to MTR Corporation Limited and Kowloon-Canton Railway Corporation

Section 37 of the Noise Control Ordinance (Cap. 400) is amended by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Tai Lam Tunnel and Yuen Long Approach Road Regulation

17. The Company's obligations

Section 2(7) of the Tai Lam Tunnel and Yuen Long Approach Road Regulation (Cap. 474 sub. leg.) is amended, in the definition of “Tsing Ma Control Area”, by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Airport Authority Bylaw

18. Interpretation

Section 2 of the Airport Authority Bylaw (Cap. 483 sub. leg.) is amended, in the definition of “MTR Area”, by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Tsing Ma Control Area Ordinance

19. Interpretation

Section 2 of the Tsing Ma Control Area Ordinance (Cap. 498) is amended, in the definition of “Tsing Ma Control Area”, by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.

Legislative Council (Amendment) Ordinance 1999

20. Schedules substituted

Section 43 of the Legislative Council (Amendment) Ordinance 1999 (48 of 1999) is amended, in new Schedule 1A, in item 93, by repealing “Mass Transit Railway Corporation” and substituting “MTR Corporation Limited”.