

**For discussion on
23 March 2026**

**Legislative Council Panel on
Administration of Justice and Legal Services**

Recent development of solicitors practising as a solicitor corporation

Purpose

This paper seeks to brief Panel Members on the support and assistance provided by the Department of Justice (“**DoJ**”) in facilitating the implementation of solicitor corporations and foreign lawyer corporations led and driven by The Law Society of Hong Kong (“**Law Society**”) since the Panel meeting on 14 March 2025.

Background

2. Hong Kong’s legal profession implements a self-regulatory regime. The Legal Practitioners Ordinance (Cap. 159) and its subsidiary legislation provide for the powers and functions of the Law Society as the regulatory body for solicitors in Hong Kong. The Law Society must, in compliance with the relevant laws, exercise its powers and perform its functions independently.
3. Among other provisions, section 73(1)(a)(i) of Cap. 159 empowers the Council of the Law Society to make rules providing for matters including the professional practice (for example, the establishment of solicitor corporations and foreign lawyer corporations), conduct and discipline of solicitors and foreign lawyers. Section 73(2) of Cap. 159 requires that every rule made by the Council of the Law Society under Cap. 159 shall be subject to the prior approval of the Chief Justice of the Court of Final Appeal (“**Chief Justice**”).
4. The Legal Services Legislation (Miscellaneous Amendments) Ordinance 1997 was enacted in June 1997 to amend Cap. 159 to include provisions

regarding solicitor corporations (Part IIAA) and foreign lawyer corporations (Part IIIA). When the new provisions come into operation, solicitors will be able to practise in Hong Kong in the form of a limited company, which is another mode of practice for solicitors in addition to sole proprietorships and partnerships.

5. Currently, the relevant provisions have not yet come into operation. Subsidiary legislation, namely Solicitor Corporation Rules, Foreign Lawyer Corporation Rules, and consequential amendments to 17 pieces of subsidiary legislation under Cap. 159 (collectively “**draft rules**”) need to be made for implementing solicitor corporations and foreign lawyer corporations. The relevant legislative steps, including submission of the final version of the draft rules to the Judiciary for final approval by the Chief Justice, publication in the Gazette and going through the negative vetting procedure of the Legislative Council (“**LegCo**”), are driven and led by the Law Society.

6. While the Law Society is the key party formulating the policies for solicitor corporations and foreign lawyer corporations, DoJ will provide assistance in taking forward consequential amendments to Cap. 159 and other legislation proposed and deemed necessary by the Law Society. This includes commenting on the proposed consequential amendments upon the Law Society’s request and exploring the appropriate vehicle to take them forward.

DoJ’s efforts since the Panel meeting on 14 March 2025

7. At the Panel meeting on 14 March 2025, representatives of the Law Society reported on the latest development of solicitors practising as a solicitor corporation.¹ Since then, the Constitutional and Policy Affairs

¹ The Law Society submitted a paper to the Panel on the latest development of solicitor corporations: <https://www.legco.gov.hk/yr2025/english/panels/ajls/papers/ajls20250314cb2-418-5-e.pdf>.

DoJ issued a letter on 2 April 2025 to the Clerk to the Panel in response to Members’ query at the meeting on 14 March 2025 regarding the proposed legislative timetable, including the proposed consequential amendments to Cap. 159 for implementing solicitor corporations:

<https://www.legco.gov.hk/yr2025/english/panels/ajls/papers/ajls20250314cb2-608-1-e.pdf>.

The Law Society issued a letter on 22 April 2025 to the Clerk to the Panel to follow up on matters raised by the Panel Members at the meeting on 14 March 2025:

<https://www.legco.gov.hk/yr2025/english/panels/ajls/papers/ajlscb2-722-1-e.pdf>.

Division (“CPAD”) and the Law Drafting Division (“LDD”) of DoJ have continued to maintain close communication with the Law Society and provide necessary assistance regarding the vetting of the format of the draft rules, and procedures in implementing the legislative amendments, at the Law Society’s request.²

8. On 14 March 2025, the Law Society informed CPAD that the Chief Justice had in-principle approved the draft rules on 10 March 2025 and sought CPAD’s assistance in taking forward the Law Society’s proposed consequential amendments to Cap. 159 arising from the implementation of solicitor corporations and foreign lawyer corporations.

(a) Proposed consequential amendments to Cap. 159

9. As requested by the Law Society on 14 March 2025, CPAD provided its preliminary views on their proposed consequential amendments to Cap. 159 on 6 August 2025 after studying the relevant legislative proposals and their potential implications on the draft rules. After the Law Society responded to CPAD’s preliminary views on 5 November 2025, CPAD provided its further comments on 19 December 2025. CPAD also informed the Law Society on 19 December 2025 that, subject to their clarifications of certain outstanding matters (including the proposed amendments which may lead to adjustments in the draft rules), DoJ was prepared to include such amendments in the upcoming Statute Law (Miscellaneous Provisions) Bill (“**Omnibus Bill**”) provided that the Drafting Instructions and other supporting materials could reach DoJ in time. CPAD has emphasised to the Law Society that sufficient time is required for DoJ to draft and steer the Omnibus Bill through various legislative procedures (including seeking the Law Society’s comments on the relevant provisions of the draft Bill and going through the internal clearance procedure for Government bills). Whether the proposed

² LDD would provide assistance to the Law Society to ensure that the format of the rules drafted by the Law Society comply with the current drafting practice in Hong Kong and are consistent with those of Hong Kong legislation in general. CPAD would provide comments to the Judiciary as requested on the content of the rules drafted by the Law Society from the legal policy perspective. In case the proposed rules involve consequential amendments to Cap. 159, CPAD would separately discuss with the Law Society on taking forward these amendments by way of a suitable vehicle.

consequential amendments to Cap. 159 could be included in the upcoming Omnibus Bill would depend on the Law Society’s progress in issuing the Drafting Instructions and providing their comments on the relevant provisions of the draft Bill. The Law Society just issued the relevant Drafting Instructions on 12 March 2026. DoJ is actively following up.

(b) Proposed consequential amendments to legislation other than Cap. 159

10. CPAD also invited the Law Society on 19 December 2025 to consider whether consequential amendments to legislation other than Cap. 159 were necessary to be included in the upcoming Omnibus Bill for the implementation of solicitor corporations and foreign lawyer corporations. On 14 and 25 January 2026, the Law Society expressed difficulties in identifying and formulating the consequential amendments to legislation other than Cap. 159. CPAD informed the Law Society on 16 January 2026 that it stood ready to assist them in seeking policy input and support from the relevant policy bureaux for legislation falling outside DoJ’s purview. To facilitate the Law Society in identifying and formulating such amendments, CPAD further provided the Law Society with a list of relevant provisions in legislation other than Cap. 159 for their reference on 6 February 2026. On 12 March 2026, the Law Society informed CPAD that they were actively preparing the relevant Drafting Instructions and requested CPAD’s assistance in liaising with the regulatory and statutory bodies concerned on their behalf.

(c) Draft rules

11. Unlike consequential amendments to Cap. 159 and other primary legislation mentioned above, the Law Society is empowered under section 73 of Cap. 159 to make subsidiary legislation providing for the establishment of solicitor corporations and foreign lawyer corporations subject to the Chief Justice’s prior approval. CPAD has since 2023 provided several rounds of comments upon the Judiciary’s request. As requested by the Law Society in April and August 2025, LDD vetted the format of the draft rules and issued the final drafts to them within the same month for their onward submission to the Chief Justice for seeking final approval. Once the Chief Justice’s final

approval is obtained, the Law Society could proceed with submitting the final drafts to the LegCo for negative vetting. On 12 March 2026, the Law Society informed CPAD that they have further updated the draft rules which will be sent to LDD for format vetting and then to the Chief Justice for final approval.

Way Forward

12. DoJ will continue to work closely with the Law Society with a view to facilitating the smooth implementation of solicitor corporations and foreign lawyer corporations.

Department of Justice

March 2026