



HONG KONG COMPANIES ORDINANCE



THOMSON REUTERS™

DATE: 5 MARCH 2014
TIME: 8:45AM - 5PM
LOCATION: HONG KONG



The new HK Companies Ordinance will be introduced on March 3rd, in a move which will affect all companies based in Hong Kong. The Ordinance will see significant changes in the regulations companies have to follow, leading to Directors, C-Level individuals and In-House Legal experts having to adapt their approach to all levels of company administration.

Running the first event scheduled after the introduction of these changes in legislation, featuring individuals key to these regulatory changes, ALB's Hong Kong Companies Ordinance event will ensure attendees gain a comprehensive understanding of:

- How Directors Duties will change post March 3rd
- What will Directors and Officers duties look like post implementation and what can they do about it
- How share capital and maintenance will be affected
- What's new in Company Registry
- Where has company administration been affected by the Ordinance
- What the future holds and what will potentially be introduced post implementation

Don't miss this vital opportunity to join an audience limited to just 50 people to hear from the key people involved in implementation and creation of this Ordinance.

EXPERT SPEAKERS INCLUDE



STEFAN LO, *Senior Government Counsel, Department of Justice, HKSARG*



PROF TED TYLER, *Senior Assistant Law Officer (Companies Ordinance Rewrite), Department of Justice, HKSARG*



ANNE CARVER, *Professional Consultant, School of Law, Chinese University of Hong Kong*



PROF DAVID DONALD, *School of Law, Chinese University of Hong Kong*

BOOKING DETAILS

Register early for this event and save up to US\$100!

Early bird booking rates in place until February 21st – please visit event website to register (www.regonline.sg/HKCO). **HKCCA members can benefit from a 25% discount.**

For more information, please contact **Colin Carter** at colin.carter@thomsonreuters.com or call **(65) 6318 4746**

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PROGRAM AGENDA

08:45 Networking and Registration	11:15 Directors and Officers Liabilities <ul style="list-style-type: none">– Who is a responsible person, and how are they defined?– How does this differ from the “officer in default” provisions under the predecessor legislation?– What offences should responsible persons be aware of, and what are the potential penalties?– Changes to D&O exemption provisions– Indemnification; what remains covered in the new CO?	<ul style="list-style-type: none">– Which forms are implemented immediately, and which are covered by the 3 months transition period?
09:15 Chairs Opening Remarks		14:45 Afternoon Networking Break
09:20 The New Companies Ordinance: An overview <p>In this session, one of the key members of the Companies Ordinance Rewrite Team, in the Commercial Unit of the Department of Justice, will highlight the key principles behind the changes in the Companies Ordinance, and provide a valuable insight into what the key issues in-house legal representatives will have to take into account following the introduction of the new Ordinance.</p>	12:15 Lunch	15:00 Company Administration <ul style="list-style-type: none">– How have company meetings and resolutions been changed by the new CO?– How can technology be used to change the way a company undertakes meetings, voting and related administration?– What changes have been made to requirements of the common seal and the method for execution of documents under seal?
10:00 Changes in Directors Duties <ul style="list-style-type: none">– Scope of these changes– What has become codified, and what remains uncoded in March?– Definition of “director” – which persons are subject to the new statutory duty of care?– The dual objective / subjective test in the statutory duty of care. How is this test applied?	13:15 Share Capital and Capital Maintenance <ul style="list-style-type: none">– What are the new processes for capital reduction, and how does this fit within pre-existing capital reduction methods available under the predecessor Ordinance?– How can these additional methods be used in practice?– What is the “Solvency statement”, and what does a director / signatory have to commit to?– How does the new CO affect Share buy-backs for listed and unlisted companies?	16:00 Has the Companies Ordinance re-write matched expectations? <ul style="list-style-type: none">– Rewrite and reform; what remains the same?– What happens to the current CO?– What further changes may be made to the new CO post implementation?
11:00 Morning Networking Break	14:15 Companies Registry forms – what’s new <ul style="list-style-type: none">– 83 new forms: an overview of scope, subject and affected areas.	16:30 Chair’s closing remarks
		16:40 End of conference

DELEGATE RATES

- **HKCCA members** – US\$221.25 (Early Bird Rate), US\$258.75 (full price, post Feb 21st) **25% discount
- **In-House Counsel / Government / Not for Profit** – US\$295 (Early Bird Rate), US\$345 (full price, post Feb 21st)
- **Other (including law firms / service providers)** – US\$595 (Early Bird Rate), US\$695 (full price, post Feb 21st)

Please visit event website to register (www.regonline.sg/HKCO). For more information, please contact **Colin** at colin.carter@thomsonreuters.com or call **(65) 6318 4746**