

A Practical Introduction to the New Companies Ordinance (Cap.622) and the Companies (Winding-Up and Miscellaneous Provisions) Ordinance (Cap.32)

by Professor Anselmo Reyes SC

A series of 5 Saturday lectures on 17, 24 May and 7, 14, 21 June 2014 (10 am - 12 noon)

A lecture series on practical aspects of Hong Kong Companies and Insolvency Law

The lectures make the basic principles of Company Law and Winding-Up accessible to all professionals, with particular focus on the **practical implications** of the new Companies Ordinance (Cap.622) for members of the legal and other professions.

Professor Anselmo Reyes SC

Professor Reyes was a High Court Judge from 2003 to 2012. He is now Professor of Legal Practice at the University of Hong Kong. He also practises as a commercial arbitrator and is the Representative of HAPRO.

Professor Reyes has had extensive teaching experience. His audiences have ranged from the general public to law students, lawyers and judges. He has been widely acclaimed as “a very passionate teacher” with “the amazing ability to explain complex concepts clearly”.

Who should attend:

- Lawyers • Accountants • Directors • Shareholders • Investors
- Human Resources Professionals • Business Development Managers

TWO (2) Law Society of Hong Kong CPD Points for each lecture are being applied for.

| Date | Time | Venue |
|---------------------------|----------------------------|--|
| Lecture 1 (17 May, 2014) | 10:00 am to 12:00 pm | Asia Society Hong Kong Center* 9 Justice Drive, Admiralty, Hong Kong (next to the British Consulate General Hong Kong) 亞洲協會香港中心, 香港賽馬會復修軍火庫 * 香港金鐘正義道九號 (英國駐香港總領事館旁) |
| Lecture 2 (24 May, 2014) | | |
| Lecture 3 (7 June, 2014) | | |
| Lecture 4 (14 June, 2014) | | |
| Lecture 5 (21 June, 2014) | | |

* Parking space available, with wheelchair access

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Topics covered:

| | |
|------------------|---|
| Lecture 1 | Corporate Personality, Company Articles, Directors Duties, Fiduciary Obligations <ul style="list-style-type: none">• How far can you limit your liability through incorporation?• What should directors watch out for in their day-to-day work?• What function do Articles serve and what should you look out for in them? |
| Lecture 2 | Company Meetings, Class Rights, Share and Loan Capital, Dividends, Debentures <ul style="list-style-type: none">• When can you take money out from a company?• How do you alter class rights?• What restrictions are there on declaring dividends? |
| Lecture 3 | Minority Shareholder Rights, Indoor Management Rule, Investor Protection <ul style="list-style-type: none">• How to protect your minority interest in a company?• What protection is there when you invest in a company?• How does one ensure that a transaction with a company has been authorised? |
| Lecture 4 | Winding Up, Duties of Liquidators, Duties of Auditors <ul style="list-style-type: none">• How to prepare yourself for or against a winding-up petition?• What must accountants and auditors know to avoid criminal liability? |
| Lecture 5 | Schemes of Arrangement, Corporate Rescue, Regulation of Offshore Companies Doing Business in Hong Kong, Cross-Border Insolvency <ul style="list-style-type: none">• How to save a company in trouble?• How to handle insolvency situations in offshore companies? |

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Fee (All profits will be used to support HAPRO's activities)

| | Regular | Special discount [#] | Student |
|--------------------|---------|-------------------------------|---------|
| 5-lecture series | \$1,300 | \$1,040 | \$980 |
| Individual lecture | \$300 | \$240 | \$250 |

[#] for members of the Hong Kong Corporate Counsel Association

REGISTRATION

Please fill out the registration form and return to us by fax (2858 9226) or by email to Mr. Daniel Zhu (zy@hcch.nl).

Title (Mr/ Ms/ Mrs): _____ Surname: _____ Other Name: _____

Tel: _____ Fax: _____ Email: _____

Organisation: _____

I would like to attend (please check):

- | <u>Date</u> | <u>Topic</u> |
|---|---|
| <input type="checkbox"/> 17 May, 2014 | Corporate Personality, Company Articles, Directors Duties, Fiduciary Obligations |
| <input type="checkbox"/> 24 May, 2014 | Company Meetings, Class Rights, Share and Loan Capital, Dividends, Debentures |
| <input type="checkbox"/> 7 June, 2014 | Minority Shareholder Rights, Indoor Management Rule, Investor Protection |
| <input type="checkbox"/> 14 June, 2014 | Winding Up, Duties of Liquidators, Duties of Auditors |
| <input type="checkbox"/> 21 June, 2014 | Schemes of Arrangement, Corporate Rescue, Regulation of Offshore Companies Doing Business in Hong Kong, Cross-Border Insolvency |
| <input type="checkbox"/> All 5 lectures | |

Please indicate the name of the association for which special discount is available:

Please issue a cheque for the appropriate amount in favour of "Asia Pacific Regional Office of the Hague Conference on Private International Law" together with the registration form and sent to Mr. Daniel Zhu, Hague Conference on Private International Law Asia Pacific Regional Office, 1410 Hong Kong Plaza, 188 Connaught Road West, Hong Kong"

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Asia Society is the leading regional knowledge based platform for furthering the understanding of the countries and cultures of Asia and global issues that impact the region.



The Hong Kong Corporate Counsel Association is the pioneer association representing in-house lawyers in Hong Kong. It provides benefits and services for its members' professional development.

Organiser:



Asia Pacific Regional Office of the Hague Conference on Private International Law (HCCH)

The HCCH is the world's foremost organisation for cross-border co-operation in civil and commercial legal matters. Its purpose is "to work for the progressive unification of the rules of private international law". It develops and services multilateral legal instruments on private international law, commonly known as the Hague Conventions, which respond to global needs.

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