

## Notifiable Transactions Listing Rules: Chapter 14

### Saturday, 13 September 2014\* - 9:00 am - 1:20 pm

(Originally scheduled on 20 September 2014)

Katherine U, Partner, Minter Ellison Lawyers



#### Course Details (EXC1401502):

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| <b>Date:</b> Saturday, 13 September 2014*    | <b>Level<sup>+</sup>:</b> Intermediate       | <b>CPD Law Points:</b> 4.0 Points                                  |
| <b>Time:</b> 9:00 am to 1:20 pm*             | <b>Language:</b> English                     | <b>CPD BC Law Credits:</b> 4.0 Hours                               |
| <b>Venue:</b> 10/F, 122 Queen's Road Central | <b>CPT Hours<sup>++</sup>:</b> 4.0 CPT Hours | <b>CFA CE/ SER Credits<sup>+++</sup>:</b> 4.0 CE / 4.0 SER Credits |

\* Please note that date and time are subject to change.

The purpose of Chapter 14 of the Listing Rules is to provide shareholders of listed companies and the general public timely disclosure of relevant information so that the public and the investors are kept fully informed of information which is necessary for them to appraise the position of the listed group. It will also provide an opportunity for them to participate in major corporate decisions. This course will provide an in-depth and detailed analysis of the current requirements in Chapter 14 of the Listing Rules by way of flowcharts and examples.

#### Course Programme Highlights:

- Introduction: What is a Notifiable Transaction?
- Five Tests
- Modifications to Five Tests
- Acquisition / Disposal of Equity Capital
- Acquisition / Disposal of Assets through Non-Wholly Owned Subsidiary
- Deemed Disposals
- Requirements
- Areas of Difficulty
- Proposed Statutory Backup to Listing Rules relating to notifiable transactions
- Case Studies and Q&A

\* Please note that the programme is subject to change.

## Connected Transactions Listing Rules: Chapter 14A (Part II)

### Saturday, 27 September 2014\* - 9:00 am - 5:30 pm

Katherine U, Partner, Minter Ellison Lawyers  
Yvonne Ho, Managing Director, Courses & Seminars Limited



#### Course Details (EXC1301442):

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|--|--|---|
| <b>Date:</b> Saturday, 27 September 2014*    | <b>Level<sup>+</sup>:</b> Intermediate       | <b>CPD Law Points:</b> 6.0 Points                                   |
| <b>Time:</b> 9:00 am to 5:30 pm              | <b>Language:</b> English                     | <b>CPD BC Law Credits:</b> 6.0 Hours                                |
| <b>Venue:</b> 10/F, 122 Queen's Road Central | <b>CPT Hours<sup>++</sup>:</b> 6.0 CPT Hours | <b>CFA CE / SER Credits<sup>+++</sup>:</b> 6.0 CE / 6.0 SER Credits |

\* Please note that date and time are subject to change.

The Consultation Conclusions on the review of the Connected Transaction Listing Rules in Chapter 14A (the "CT Rules") was published in March 2014 and the resulting new CT Rules became effective on 1 July 2014. This course will give a comprehensive detailed practical coverage of the new CT Rules by way of flowcharts and examples. The course will also provide a useful overview of the differences between the new CT Rules and the existing rules for those who are familiar with the existing rules.

#### Course Programme Highlights:

- What are Connected Transactions?
- Who is a Connected Person? Definitions of "associate", "connected subsidiary", "deemed connected person" explored
- Exemptions: total & partial exemptions
- Continuing Connected Transactions
- Requirements of Connected Transactions
- Other Applicable Rules and General Principles
- Exercises and Case Studies

\* Please note that the programme is subject to change.

<sup>+</sup> **Intermediate:** for those who are practicing in the area and would like to get more in-dept knowledge.

<sup>++</sup> **CPT Requirements:** Our courses can fulfil CPT requirements. The Securities & Futures Commission has advised that although formal endorsement will not be given for the training we provide, it does not mean that the training programmes we organize do not meet the CPT purpose. Registrants should note that your employer, as the corporate licensee of your SFC registration, is responsible for determining whether our courses or any training course satisfy CPT requirements i.e. **that the training you receive are of appropriate standard and relevance to your maintaining and enhancing the technical knowledge and professional expertise.** Please check with your employer before registering for our courses. C&S Limited does not warrant that the attendance of our courses would automatically be recognized by SFC as fulfilling your CPT requirements.

<sup>+++</sup> **CE credit:** C&S is registered with CFA Institute as an Approved Provider of Continuing education programs. "Notifiable Transactions" is eligible for 4 CE credit hours, inclusive of 4 Standards, Ethics and Regulatory (SER) credit hours and "Connected Transactions" is eligible for 6 CE credit hours, inclusive of 6 SER credit hours, as granted by CFA Institute.

**Fees and Discount Offer\***

|               | Notifiable Transactions only      | Connected Transactions only       | Notifiable Transactions & Connected Transactions |
|---------------|-----------------------------------|-----------------------------------|--|
| Regular Fee   | HK\$4,000                         | HK\$6,000                         | HK\$9,000<br>(10% off per person)                |
| HKCCA Members | HK\$3,400<br>(15% off per person) | HK\$5,100<br>(15% off per person) | HK\$8,000<br>(20% off per person)                |

\* Please note that our IDP and ODP discount packages do NOT apply to these courses. For more details, please visit our website at <http://www.courses-seminars.com>.

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- Submit cash / cheque payment in person at our office (10th Floor, 122 Queen's Road Central, Hong Kong).
- Direct transfer to our account at HSBC (102-437431-001).

**Participant(s) Details:**

Firm / Company: \_\_\_\_\_

Contact Person: \_\_\_\_\_ Nature of Business: \_\_\_\_\_

Tel: \_\_\_\_\_ Fax: \_\_\_\_\_ E-mail: \_\_\_\_\_

Address: \_\_\_\_\_

Please make additional copies, if necessary:

Name of Attendee 1: Dr. / Mr. / Mrs. / Ms.

(as on practicing certificate or registration of trainee solicitor contract)

Job Title: \_\_\_\_\_ E-mail: \_\_\_\_\_

Solicitor No. / CFA Member No.: \_\_\_\_\_ Place & Year of Admission: \_\_\_\_\_

☐ CPD Law Pts required ☐ CPT Hours required ☐ CE CFA ☐ Others: \_\_\_\_\_

Certificate required: ☐ Yes ☐ No

Register for: ☐ Notifiable Transaction only ☐ Connected Transaction only ☐ Both

Name of Attendee 2: Dr. / Mr. / Mrs. / Ms.

(as on practicing certificate or registration of trainee solicitor contract)

Job Title: \_\_\_\_\_ E-mail: \_\_\_\_\_

Solicitor No. / CFA Member No.: \_\_\_\_\_ Place & Year of Admission: \_\_\_\_\_

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Certificate required: ☐ Yes ☐ No

Register for: ☐ Notifiable Transaction only ☐ Connected Transaction only ☐ Both

Name of Attendee 3: Dr. / Mr. / Mrs. / Ms.

(as on practicing certificate or registration of trainee solicitor contract)

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Cheque for HK\$ \_\_\_\_\_ Enclosed (incl. certificate per person per course)  
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Authorised signature: \_\_\_\_\_ Date: \_\_\_\_\_

For registration conditions & further queries, please contact our office at 2901-1333 or visit our website at <http://www.courses-seminars.com>.