

**City University of Hong Kong
Course Syllabus**

**offered by Department of Accountancy
with effect from Semester A 2024/25**

Part I Course Overview

Course Title:	Companies and Securities Regulations and Practice
Course Code:	AC6691
Course Duration:	1 semester
Credit Units:	3
Level:	P6
Medium of Instruction:	English
Medium of Assessment:	English
Prerequisites: <i>(Course Code and Title)</i>	Nil
Precursors: <i>(Course Code and Title)</i>	Nil
Equivalent Courses: <i>(Course Code and Title)</i>	Nil
Exclusive Courses: <i>(Course Code and Title)</i>	Nil

Part II Course Details

1. Abstract

This course aims to provide an active learning environment so as to develop students' understanding of the relevant regulations and practice regarding the formation and operations of different types of companies and to provide, through practical training how regulations may be complied with while attaining the corporate goals and objectives.

2. Course Intended Learning Outcomes (CILOs)

(CILOs state what the student is expected to be able to do at the end of the course according to a given standard of performance.)

No.	CILOs	Weighting (if applicable)	Discovery-enriched curriculum related learning outcomes (please tick where appropriate)		
			A1	A2	A3
1.	Explain the relevant regulations for the control and monitoring of different types of corporations and their senior executives and members of the board of directors.		√		
2.	Describe and explain the relevant regulation relating to the rights and obligations of shareholders and company officials.		√		
3.	Describe the operations and regulation of the securities markets and the listed issuers in Hong Kong.		√		
4.	Provide advice to the corporate officials including the members of the board of directors and senior executives on key issues in companies and securities regulation and practices.			√	√
		100%			

A1: Attitude

Develop an attitude of discovery/innovation/creativity, as demonstrated by students possessing a strong sense of curiosity, asking questions actively, challenging assumptions or engaging in inquiry together with teachers.

A2: Ability

Develop the ability/skill needed to discover/innovate/create, as demonstrated by students possessing critical thinking skills to assess ideas, acquiring research skills, synthesizing knowledge across disciplines or applying academic knowledge to real-life problems.

A3: Accomplishments

Demonstrate accomplishment of discovery/innovation/creativity through producing /constructing creative works/new artefacts, effective solutions to real-life problems or new processes.

3. Learning and Teaching Activities (LTAs)

(LTAs designed to facilitate students' achievement of the CILOs.)

LTA	Brief Description	CILO No.				Hours/week (if applicable)
		1	2	3	4	
Lecture	Students will engage in lectures that explain the relevant regulations for the control and monitoring of different types of companies and their senior executives and members of the board of directors; . Explain and describe the relevant regulations relating to the rights and obligations of shareholders and company officials; and Explain the operations and regulation of the securities markets and the listed issuers in Hong Kong.	√	√	√		2hrs/wk for 13 weeks duration
Discussion on case	Students will engage in class discussions that assist in developing their skills in analysing and advising the corporate officials on key issues in companies and securities regulation and practices.			√	√	0.5hr/wk for 13 weeks duration
In-class activity*	Students will engage in in-class activities that assist in developing their skills in analysing and advising the corporate official on key issues in companies and securities regulation and practices.			√	√	0.5hr/wk for 13 weeks duration

*DEC LTA element

4. Assessment Tasks/Activities (ATs)

(ATs are designed to assess how well the students achieve the CILOs.)

Assessment Tasks/Activities	CILO No.				Weighting*	Remarks
	1	2	3	4		
Continuous Assessment: 50%						
Class-based assessment activities [#]	√	√	√	√	25-35%	
2-hour mid-term test	√	√	√	√	15-25%	
Examination: 50% (duration: 3 hours)						
Final examination	√	√	√	√	50%	
					100%	

* The weightings should add up to 100%.

[#] DEC AT element

Students are required to pass both coursework and examination components to guarantee to pass the course. Failing either component may lead to failure in the course. The passing mark is generally 50.

5. Assessment Rubrics

(Grading of student achievements is based on student performance in assessment tasks/activities with the following rubrics.)

Applicable to students admitted before Semester A 2022/23 and in Semester A 2024/25 & thereafter

	Assessment Task	Criterion	Excellent (A+, A, A-)	Good (B+, B, B-)	Fair (C+, C, C-)	Marginal (D)	Failure (F)
1.	Class-based assessment activities	1.1 Capacity for self-direct learning to understand of the relevant regulations of the securities markets and listed issuers in Hong Kong. 1.2 Ability to advise the corporate officials on key issues in companies and securities regulation and practices.	High	Significant	Moderate	Basic	Not even reaching marginal levels
2.	2-hour mid-term test	2.1 Ability to explain in details the relevant regulations and practice for the control and monitoring of different types of corporations. 2.2 Ability to explain in details the relevant regulations and practice relating to the rights and obligations of shareholders and company officials.	High	Significant	Moderate	Basic	Not even reaching marginal levels
3.	Final examination	3.1 Ability to explain in details the operations and regulation of the securities markets and the listed issuers in Hong Kong. 3.2 Ability to advise to the corporate officials on key issues in companies and securities regulations and practice.	High	Significant	Moderate	Basic	Not even reaching marginal levels

Applicable to students admitted from Semester A 2022/23 to Summer Term 2024

Assessment Task	Criterion	Excellent (A+, A, A-)	Good (B+, B)	Marginal (B-, C+, C)	Failure (F)
1. Class-based assessment activities	1.1 Capacity for self-direct learning to understand of the relevant regulations of the securities markets and listed issuers in Hong Kong. 1.2 Ability to advise the corporate officials on key issues in companies and securities regulation and practices.	High	Significant	Basic	Not even reaching marginal levels
2. 2-hour mid-term test	2.1 Ability to explain in details the relevant regulations and practice for the control and monitoring of different types of corporations. 2.2 Ability to explain in details the relevant regulations and practice relating to the rights and obligations of shareholders and company officials.	High	Significant	Basic	Not even reaching marginal levels
3. Final examination	3.1 Ability to explain in details the operations and regulation of the securities markets and the listed issuers in Hong Kong. 3.2 Ability to advise to the corporate officials on key issues in companies and securities regulations and practice.	High	Significant	Basic	Not even reaching marginal levels

Part III Other Information (more details can be provided separately in the teaching plan)

1. Keyword Syllabus

Types and formation of company, companies officers, share capital and dividend policy, loan capital, statutory records, securities market, ongoing obligations under Stock Exchange requirements, ethics, minority protection, amalgamations, reconstructions and takeovers.

2. Reading List

2.1 Compulsory Readings

(Compulsory readings can include books, book chapters, or journal/magazine articles. There are also collections of e-books, e-journals available from the CityU Library.)

1.	Cheng Po Wah and others, The Hong Kong Company Secretary's Handbook Practice and procedure (Longman), latest edition.
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2.2 Additional Readings

(Additional references for students to learn to expand their knowledge about the subject.)

1.	Goo S.H. and Carver A, Corporate Governance, The Hong Kong Debate (Thomson), latest edition.
2.	Stott Vanessa, Hong Kong Company Law (Longman), latest edition.
3.	The Companies Ordinance.
4.	The Companies (Winding Up and Miscellaneous) Ordinance
5.	The Securities and Futures Ordinance.
6.	Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.
7.	The Codes on Takeovers & Mergers and Share Buy-backs.
8.	www.hkex.com.hk
9.	www.hksfc.org
10.	www.hkexnews.com.hk
11.	www.legislation.gov.hk
12.	The Hong Kong Chartered Governance Institute (HKCGI) online study materials of the Chartered Governance Qualifying Programme (CGQP) Modules Corporate Governance, Hong Kong Company Law, and Corporate Secretaryship and Compliance.