

**City University of Hong Kong**  
**Information on a Course**  
offered by School of Law  
with effect from Semester A in 2013 / 2014

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**Part I**

**Course Title:** Civil and Commercial Law Concepts in Hong Kong and the PRC

**Course Code:** LW6921

**Course Duration:** 1 semester

**Credit Units:** 3

**Level:** P6

**Medium of Instruction:** English

**Prerequisites:** Nil

**Precursors:** Nil

**Equivalent Courses:** Nil

**Exclusive Courses:** Nil

**Part II**

**Course Aims**

*This course aims to*

- Introduce concepts of civil and commercial law in Hong Kong and the PRC;
- Give students a practical understanding of the application and interpretation of civil and commercial law;
- Enable students to analyse and compare the basic concepts of common law and civil law with respect to commercial transactions;
- Enable students to deal with legal materials they will likely encounter during their professional practice as legal translators;
- Enable students to prepare context-oriented translations of legal texts.

**Course Intended Learning Outcomes (CILOs)**

*Upon successful completion of this course, students should be able to:*

No.	CILOs	Weighting (if applicable)
1.	Prepare context-oriented legal translations related to Hong Kong and PRC civil and commercial law	40%

2.	Describe and explain the basic principles, important concepts and institutions of civil and commercial law in Hong Kong and the PRC	20%
3	Apply the statutory provisions and principles of law to simple practical fact patterns	10%
4.	Discover the major differences of Hong Kong and PRC civil and commercial law	20%
5.	Research Chinese and English legal texts in databases and libraries	10%

Alignment of CILOs with PILOs:

<b>PILOs (Postgraduate Certificate / Postgraduate Diploma / Master of Arts in Language Studies (with specialization in Language and Law, Linguistics, or Translation and Interpretation))</b>		<b>CILOs</b>
	Students who specialize in language and law should have obtained training vital for the transformation of Hong Kong from a unilingual to a bilingual legal system, and have acquired the linguistic and conceptual tools required for legal writing, legal translation, and bilingual legal drafting.	1,2,3,4,5

**Teaching and Learning Activities (TLAs)**

*(Indicative of likely activities and tasks designed to facilitate students' achievement of the CILOs. Final details will be provided to students in their first week of attendance in this course)*

TLA No.	TLAs	Hours/week (if applicable)
TLA 1	<i>Lecture:</i> The course leader will present and explain the substantive law on the topics listed below in the course syllabus.	
TLA 2	<i>Interactive class discussions:</i> Students will learn how to apply the law to simple cases. Students will also be engaged in discovery of the major differences of Hong Kong and PRC civil and commercial law.	
TLA 3	<i>Translation exercises:</i> Students will translate legal texts (statutes, contracts) from Chinese into English.	
TLA 4	<i>Research:</i> Students will use relevant legal materials and authorities to write one paper.	

CILO No.	TLA1	TLA2	TLA3	TLA4	Hours / course (if applicable)
CILO 1	√	√	√	√	
CILO 2	√	√	√	√	
CILO 3	√	√		√	
CILO 4	√	√		√	
CILO 5		√		√	

## Assessment Tasks/Activities

*(Indicative of likely activities and tasks designed to assess how well the students achieve the CILOs. Final details will be provided to students in their first week of attendance in this course)*

CILO No.	Type of Assessment Tasks/Activities	Weighting (if applicable)	Remarks
CILO 2, 4, 5	AT1: Coursework assignment	30%	
CILO 1, 2, 3, 4	AT2: 3-hour examination	70%	

### AT1: Coursework Assignment

Students will write a 2000 word essay to critically investigate legal concepts covered by this course.

### AT2: 3-Hour Examination

This will test in a controlled and supervised environment students' acquisition of knowledge and understanding and the ability to prepare context-oriented legal translations and to apply the various areas of substantive law to simple practical fact patterns.

A student must obtain a minimum mark of 30% in both coursework and examination and an overall mark of 40% in order to pass a course.

**Grading of Student Achievement:** Grading is based on student performance in assessment tasks/activities in accordance with the University guidelines.

## Part III

### Keyword Syllabus

Legal system of Hong Kong and the PRC; civil law; commercial law; contract law- elements of contract; agency; business organizations- company and partnership; and tort law negligence.

### Detailed Syllabus

1. An introduction to the course; basic legal concept of common law of H K and civil law of PRC; PRC and Hong Kong legal materials; and how to access to legal databases

## Part I Hong Kong

2. Introduction to elements of contract offer, acceptance, intention to create legal relations, consideration and promissory estoppel
3. Vitiating factors and content of contract
4. Discharge of contract and remedies
5. Agency
6. Introduction to tort of negligence
7. Specific torts of negligence: occupier's liability and employer's liability

## Part II The PRC

8. Contract I: principle of contract law, formation of contract, validity of contract, contractual interpretation
9. Contract II: performance of contract, assignment of contract, dissolution and termination of contract, breach of contract and remedies
10. Tort I: principles and functions of tort law, basic elements of tort, defences
11. Tort II: tortious liability for others, stricter form of liability, the law of damages, statutory limitation
12. Company Law I: nature of company, limited liability and piercing the veil, constitution of company, shareholders' meeting, directors and board of directors, board of supervisors
13. Company Law II: corporate capital, corporate governance, minority shareholder protection, merger and acquisition, insolvency and bankruptcy

## Recommended Reading

### *Textbooks*

- Vanessa, Stott, An Introduction to Hong Kong Business Law (4<sup>th</sup> ed., Singapore: Pearson Education South Asia, 2010)
- D. K. Srivastava, Business Law in Hong Kong (3<sup>rd</sup> ed., Hong Kong: Sweet & Maxwell Asia, 2012)
- B. Ling, Contract Law in China (Hong Kong : Sweet & Maxwell Asia, 2002)
- M. K. Gu, Understanding Chinese Company Law (Hong Kong: HKU, 2010)
- G. Wang, Wang's Business Law of China (4<sup>th</sup> ed., Hong Kong: LexisNexis, 2003)

### *Other Reading Materials*

Tort Law of the PRC 2009

Others recommended by course leaders from time to time

***Online Resources***

<http://www.legislation.gov.hk/eng/index.htm>

[http://www.judiciary.gov.hk/en/legal\\_ref/judgments.htm](http://www.judiciary.gov.hk/en/legal_ref/judgments.htm)

iSinoLaw - <http://www.isinolaw.com/>

China Law Info - <http://www.chinalawinfo.com/>

West Law from CityU Library

LexisNexis from CityU Library