

LW3902: THE LAW RELATING TO COMPANIES

Effective Term

Semester B 2023/24

Part I Course Overview

Course Title

The Law Relating to Companies

Subject Code

LW - Law

Course Number

3902

Academic Unit

School of Law (FL)

College/School

School of Law (FL)

Course Duration

One Semester

Credit Units

3

Level

B1, B2, B3, B4 - Bachelor's Degree

Medium of Instruction

English

Medium of Assessment

English

Prerequisites

LW2903 Business and Law for BBA and Out of Discipline Students except those enrolling in BBA Accountancy and Law Major.

Precursors

Nil

Equivalent Courses

Nil

Exclusive Courses

BBA students who have taken LW3902 or required to do LW3902 as a required course cannot take the law elective course LW4656 Company Law 1

Part II Course Details

Abstract

The aims and objectives of this course are as follows:

- To introduce the student to the law of business organisations.
- To understand the historical development of, and differences between, the various forms of business organisations.
- To appreciate and examine the concepts of separate legal entity and limited liability.
- To provide students with an understanding of how the law taught interacts with their working lives in a practical and understandable way.
- To understand the constitutional framework of corporate bodies, the relationships between internal organs, and the relationships between the company and external agencies.
- To appreciate the legal regime affecting corporate directors and shareholders and to explore the relationships between them.
- To explore aspects of corporate law which are of particular interest and relevance to the student's major discipline.
- To develop student awareness of the implications of laws relating to companies in facilitating or limiting the achievement of commercial or other goals – and in balancing the competing interests of the investors, creditors, managers, employees and the public.
- To encourage students to think creatively about applying legal principles to real world fact situations.
- To appreciate how legal knowledge can assist in formulating risk management strategies in the business context.

Course Intended Learning Outcomes (CILOs)

CILOs	Weighting (if app.)	DEC-A1	DEC-A2	DEC-A3
1	Describe and explain the basic principles of the law relating to companies.	x	x	
2	Recognise and identify how company law principles are relevant in the provision of professional services to clients in the discipline of accounting.	x	x	
3	Apply the fundamental and basic principles of company law to client problems that may arise in the context of an accountancy practice.			x

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.

Learning and Teaching Activities (LTAs)

LTAs	Brief Description	CILO No.	Hours/week (if applicable)	
1	Lectures	The course leader will present and explain the substantive law on the topics listed below in the course syllabus.	1, 2, 3	2 hours

2	Tutorials	Students will be expected to work through problem type questions in the tutorial, apply the relevant principles discussed in the lecture, analyze and then hypothesize on the projected answer to the problem.	1, 2, 3	1 hour
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Assessment Tasks / Activities (ATs)

ATs	CILO No.	Weighting (%)	Remarks (e.g. Parameter for GenAI use)	
1	Tutorial Participation and Coursework	1, 2, 3	40	<p>- Your participation during the interactive small group sessions allows you to demonstrate your capacity to understand, analyse and apply rules and principles. Your responses in these sessions will enable you and your teachers to assess the adequacy of your learning and how to improve it where necessary. Students will be graded on their understanding and application of the law, as well as their ability to provide the reader with evidence of a persuasive legal argument. Logic, the use, application and understanding of case law will also be graded.</p> <p>- The use of Generative AI tools is not allowed.</p>

Continuous Assessment (%)

40

Examination (%)

60

Examination Duration (Hours)

2

Additional Information for ATs

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.

Assessment Rubrics (AR)

Assessment Task

1. Tutorial Participation and Coursework

Criterion

Ability to master principles, theories and concepts; Ability to identify the right issues and address the problems; Ability to conduct legal research; Ability to apply the relevant laws to the issues; Ability to present arguments and observations clearly and in a well thought out manner.

Excellent (A+, A, A-)

Strong evidence of original thinking; good organization, capacity to analyse and synthesize; superior grasp of subject matter; evidence of extensive knowledge base.

Good (B+, B, B-)

Evidence of grasp of subject, some evidence of critical capacity and analytic ability; reasonable understanding of issues; evidence of familiarity with literature.

Fair (C+, C, C-)

Student who is profiting from the university experience; understanding of the subject; ability to develop solutions to simple problems in the material.

Marginal (D)

Sufficient familiarity with the subject matter to enable the student to progress without repeating the course.

Failure (F)

Little evidence of familiarity with the subject matter; weakness in critical and analytic skills; limited, or irrelevant use of literature.

Assessment Task

2. Final Exam

Criterion

The examination will test students' ability to apply legal principles to problem style questions on topics not covered in the assignment.

Excellent (A+, A, A-)

Strong evidence of original thinking; good organization, capacity to analyze and synthesize; superior grasp of subject matter; evidence of extensive knowledge base.

Good (B+, B, B-)

Evidence of grasp of subject, some evidence of critical capacity and analytic ability; reasonable understanding of issues; evidence of familiarity with literature.

Fair (C+, C, C-)

Student who is profiting from the university experience; understanding of the subject; ability to develop solutions to simple problems in the material.

Marginal (D)

Sufficient familiarity with the subject matter to enable the student to progress without repeating the course.

Failure (F)

Little evidence of familiarity with the subject matter; weakness in critical and analytic skills; limited, or irrelevant use of literature.

Part III Other Information

Keyword Syllabus

The course will consist of 13 seminars; Their will be an introduction to Company Law in Hong Kong as well as an introduction to the different business vehicles available to those looking to either advise or start up their own business; The course will proceed by introducing students to the fundamental aspects of company formation, the obligations and responsibilities officers possess within the company and the consequences of failing to abide by those obligations; The course will then move onto the crucial aspects of the law as it applies to students working careers; Not only will the course provide a working knowledge for students but also how it applies on an everyday basis; References will be made to the social context (corporate governance) in which the law operates, this will provide students with an understanding of how cohesive, well balanced and wealthy Hong Kong has become; By the end of the course not only will students have an operational understanding but also an appreciation of how law has contributed to all the above attributes that the city of Hong Kong possesses today; In furtherance of the course objectives frequent comparisons will be made to other common law jurisdictions and how the law is applied there.

Reading List

Compulsory Readings

Title	
1	Vanessa Stott, Hong Kong Company Law (15th Edn Pearson, Hong Kong 2020)

Additional Readings

Title	
1	Stefan HC Lo and Charles Z Qu, Law of Companies in Hong Kong, Sweet & Maxwell, 3rd edn, 2018. (*4th Edition is to be released)
2	DK Srivastava, Business Law In Hong Kong, Sixth Edition, 2020.