

# Accounting and Finance 2018-2019

## Master of Corporate Governance (Part-time)

Definitive Programme Document

Programme Code: 21047



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### MCG Programme Web Page

<http://www.af.polyu.edu.hk/pgprog/mcg>

### PolyU Student Handbook Web Page

<http://www.polyu.edu.hk/as>

### School of Accounting and Finance (AF)

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### Office hours:

Weekdays: 8:45am – 1:00pm; 2:00pm – 5:35pm  
Saturdays, Sundays & Public Holidays: Closed

## FOREWORD

It is our pleasure to welcome you to the Master of Corporate Governance programme offered by the School of Accounting and Finance at The Hong Kong Polytechnic University.

This programme aims to equip corporate administrators with sound knowledge and competency in corporate governance. Successful completion of this programme leads to the Master of Corporate Governance degree widely recognized in Hong Kong and overseas.

This Programme Document contains important information that is of direct relevance to your studies. You are strongly advised to read it carefully and use it as a guide for working out your study plan.

We wish you an enjoyable and rewarding experience with the University.

With warmest regards



Professor C.S. Agnes Cheng  
Head and Chair Professor of Accounting  
School of Accounting and Finance

August 2018

## Master of Corporate Governance 2018/19

### The Hong Kong Polytechnic University Revised Academic Calendar 2018-19 (by Semester Week)

Month	Week	Mon	Tue	Wed	Thu	Fri	Sat	Sun	Sem. Week	Notes
Aug 2018	--	27	28	29	30	31	1	2	--	
Sep	1	3	4	5	6	7	8	9	1	Sep. 3: Sem. 1 commences (13 teaching weeks: 3 Sep - 1 Dec 2018)
	2	10	11	12	13	14	15	16	2	Sep. 3 - 15: Add/Drop Period for Sem. 1
	3	17	18	19	20	21	22	23	3	
	4	24	25	26	27	28	29	30	4	Sep. 24: Mid-Autumn Festival (all evening classes suspended) / Sep. 25: The day following Mid-Autumn Festival
Oct	5	1	2	3	4	5	6	7	5	Oct. 1: The National Day
	6	8	9	10	11	12	13	14	6	Oct. 6: PolyU Education Info Day (all day-time and evening classes suspended)
	7	15	16	17	18	19	20	21	7	Oct. 17: Chung Yeung Festival
	8	22	23	24	25	26	27	28	8	Oct. 28: Twenty-fourth Congregation (Main Conferment Session, also first session)
Nov	9	29	30	31	1	2	3	4	9	
	10	5	6	7	8	9	10	11	10	
	11	12	13	14	15	16	17	18	11	Nov. 16: Twenty-fourth Congregation (Last Conferment Session)
	12	19	20	21	22	23	24	25	12	
Dec	13	26	27	28	29	30	1	2	13	Dec. 1: Sem. 1 teaching ends
	14	3	4	5	6	7	8	9	Exam.	Dec. 3 - 5: Revision Days for Sem. 1 / Dec. 6 - 21: Examination Period for Sem. 1
	15	10	11	12	13	14	15	16	Exam.	
	16	17	18	19	20	21	22	23	Exam.	Dec. 22: Winter Solstice
	17	24	25	26	27	28	29	30	) Exam.	Dec. 25: Christmas Day / Dec. 26: The first weekday after Christmas Day
Jan 2019	18	31	1	2	3	4	5	6	) Result	Jan. 1: First Day of January / Jan. 2: All subject assessment results finalised
	19	7	8	9	10	11	12	13	) Processing	Jan. 10: Finalisation of overall assessment results / Jan. 11: Announcement of Sem. 1 overall assessment results
	20	14	15	16	17	18	19	20	1	Jan. 14: Sem. 2 commences (13 teaching weeks: 14 Jan - 18 Apr 2019)
	21	21	22	23	24	25	26	27	2	Jan. 14 - 26: Add/Drop Period for Sem. 2
Feb	22	28	29	30	31	1	2	3	3	
	23	4	5	6	7	8	9	10	Lunar New Year Break	Feb. 4 - 9: Lunar New Year Break (all day-time and evening classes suspended) / Feb. 5 - 7: Lunar New Year Holidays
	24	11	12	13	14	15	16	17	4	
	25	18	19	20	21	22	23	24	5	
Mar	26	25	26	27	28	1	2	3	6	
	27	4	5	6	7	8	9	10	7	
	28	11	12	13	14	15	16	17	8	
	29	18	19	20	21	22	23	24	9	
	30	25	26	27	28	29	30	31	10	
Apr	31	1	2	3	4	5	6	7	11	Apr. 5: Ching Ming Festival
	32	8	9	10	11	12	13	14	12	
	33	15	16	17	18	19	20	21	13	Apr. 18: Sem. 2 teaching ends / Apr. 19 - 22: Easter Holidays
	34	22	23	24	25	26	27	28	Exam.	Apr. 23 - 25: Revision Days for Sem. 2 / Apr. 26 - May 14: Examination Period for Sem. 2
May	35	29	30	1	2	3	4	5	Exam.	May 1: Labour Day
	36	6	7	8	9	10	11	12	Exam.	
	37	13	14	15	16	17	18	19	) Exam. /	May 13: The day following the Buddha's Birthday
	38	20	21	22	23	24	25	26	) Exam. Result	May 22: All subject assessment results finalised
Jun	39	27	28	29	30	31	1	2	) Processing	May 27: Summer Term commences (7 teaching weeks: 27 May - 13 Jul 2019)
	40	3	4	5	6	7	8	9	2	May 27 - Jun. 1: Add/Drop Period for Summer Term / May 30: Finalisation of overall assessment results
	41	10	11	12	13	14	15	16	3	May 31: Announcement of Sem. 2 overall assessment results / Jun. 7: Tuen Ng Festival
	42	17	18	19	20	21	22	23	4	
	43	24	25	26	27	28	29	30	5	
Jul	44	1	2	3	4	5	6	7	6	Jul. 1: The HKSAR Establishment Day
	45	8	9	10	11	12	13	14	7	Jul. 13: Summer Term teaching ends
	46	15	16	17	18	19	20	21	Exam.	Jul. 15 - 20: Examination Period for Summer Term
	47	22	23	24	25	26	27	28	) Exam.	
Aug	48	29	30	31	1	2	3	4	) Result	Jul. 29: All subject assessment results finalised
	49	5	6	7	8	9	10	11	) Processing	Aug. 6: Finalisation of overall assessment results
	50	12	13	14	15	16	17	18	--	Aug. 7: Announcement of Summer Term overall assessment results
	51	19	20	21	22	23	24	25	--	
Sep	52	26	27	28	29	30	31	1	--	Sep. 1: Academic Year 2018-19 ends

General Holidays  
 Dates of finalisation of examination results

July 2018

## **PART I: GENERAL INFORMATION**

### **1. THE PROGRAMME**

Programme Code and Title:  
21047 Master of Corporate Governance (MCG)

Award:  
Master of Corporate Governance

Medium of Instruction:  
English

Mode of Attendance:  
Part-time mode

Normal Duration:  
2 years (Maximum period is 4 years)

### **2. PROGRAMME AIMS AND OUTCOMES**

The MCG programme aims to equip corporate administrators, including chief executive officers, directors, financial controllers, treasurers, company secretaries and holders of key corporate positions, with a sound knowledge of, and competency in corporate governance so that they can effectively participate in the planning, implementation and monitoring of corporate financial policies and strategies.

On completion of the MCG programme, graduates will be able to:

- (1) appreciate the importance of business ethics pertaining to various corporate governance issues;
- (2) comprehend best practices in respect of corporate governance, as required to achieve higher standards of corporate behaviour;
- (3) develop a critical law and regulation insight and appreciate the role of law and regulation in corporate governance;
- (4) apply the corporate accounting and finance concepts and financial reporting practices in accounting and financial planning, control and decision making;
- (5) comprehend and appreciate management accounting controls, information systems, principles of organization and strategy theories and their application to corporate management;
- (6) explain and apply current Hong Kong taxation law and practices to advise on tax implications in corporate management and decision making;
- (7) comprehend and appreciate the legal aspects involved in company matters and the corporate governance system of both Hong Kong and PRC companies; and
- (8) fulfil exemption requirements of relevant professional bodies, including The Institute of Chartered Secretaries and Administrators (ICSA), and The Hong Kong Institute of Chartered Secretaries (HKICS).

### 3. ENTRANCE REQUIREMENTS

The minimum entrance requirements for the MCG programme are:

- i. a Bachelor's or a higher degree in business or business-related disciplines awarded by a recognized university, or other qualifications considered equivalent by the Admissions Committee;
- ii. to meet the minimum entrance requirements, applicants should have studied basic accounting and law or business law at undergraduate level.

If you are not a native speaker of English, and your Bachelor's degree or equivalent qualification is awarded by institutions where the medium of instruction is not English, you are expected to fulfil the following minimum English language requirement for admission.

### 4. PROGRAMME STRUCTURE

The normal duration of MCG programme is 2 years with Semesters 1 and 2 (13 weeks each), and a compulsory Summer Term (7 weeks) in each year. Actual number of class meetings may vary in light of certain conditions in the offering semester, such as public holidays; or other pedagogical needs of subject lecturers. Students who have successfully completed this programme will be granted a Master of Corporate Governance that is well recognized in Hong Kong and overseas.

To be eligible for the Master of Corporate Governance award, students are required to complete 9 compulsory subjects and 1 elective subject (i.e. 30 credits). Normally, students will study 2 subjects in each of Semesters 1 and 2, and 1 subject in the Summer Term.

#### 4.1 Subject Offerings

Year	Semester	Subjects
1	1	AF5141 Corporate Financial Accounting AF5520 Corporate Law
	2	AF5213 Corporate Taxation and Tax Planning MM533 Organisation Management and Strategy
	Summer	AF5231 Managerial Accounting and Information Systems
2	1	AF5510 Corporate Governance AF5930 Corporate Administration
	2	AF5337 Corporate Finance and Policies  <b>Elective Subjects* (any one):</b> AF5220 Strategic China Tax Planning and Management AF5336 Business Risk Management AF5338 Securities Regulations and Practice
	Summer	AF5521 Contemporary Issues in Corporate Governance <sup>+</sup>

*\*Subject to university's minimum enrolment requirement, not all subjects will be offered each year. And, registration is subject to the availability of quota.*

#### 4.2 Common Pool Electives

Starting from 2010/11, MCG students are allowed in exceptional circumstances to choose 1 elective subject (i.e. 3 credits) from the Common Pool Electives to fulfil the **elective** requirements of the programme, subject to:

- i. Students have to justify their decisions to take the elective subject from the Common Pool Electives rather than from those in the list of MCG programme specific electives (i.e. those electives offered within the MCG curriculum); and
- ii. Prior approval must be obtained from the MCG Programme Director for such decisions.

Students may refer to the following web page for the list of subjects and subject syllabuses: <http://www.polyu.edu.hk/fb/pg/commonpool>.

Students who take any subject from the Common Pool Electives are required to take note of the following:

- i. students should strictly comply with the prescriptions of the programme curriculum when performing subject registration, those who fail to meet the programme requirements will not be allowed to graduate;
- ii. students are responsible to ensure pre-requisite requirement(s) is/are met before registering for any subject;
- iii. students are responsible to ensure subjects taken are fulfilling the requirement of particular professional bodies, if any;
- iv. credit transfer/ exemption will not be granted for subjects chosen from the Common Pool Electives;
- v. not all subjects will be offered each year/semester, and registration is subject to the availability of quota.

#### 4.3 Professional Recognitions

Graduates of the programme may be eligible for full exemption from the examination requirements for the Chartered Secretary of The Institute of Chartered Secretaries & Administrators (ICSA), UK, and The Hong Kong Institute of Chartered Secretaries (HKICS).

However, for students who have registered with the HKICS on or after 1 November 2002 and have already attempted but failed any HKICS examination paper(s), they should check with these professional bodies about exemption from those failed paper(s) even if they successfully graduate from this Programme.

## 5. CURRICULUM MAP

The **institutional learning outcomes** are as follows:

- i. Professional competence of specialists/leaders of a discipline/profession - Graduates of PolyU TPg programmes will possess in depth-knowledge and skills in their area of study and be able to apply their knowledge and contribute to professional leadership.
- ii. Strategic thinking - Graduates of PolyU TPg programmes will be able to think holistically and analytically in dealing with complex problems and situations pertinent to their professional practice. They will be versatile problem solvers with good mastery of critical and creative thinking skills, who can generate practical and innovative solutions.
- iii. Lifelong learning capability - Graduates of PolyU TPg programmes will have an enhanced capability for continual professional development through inquiry and reflection on professional practice.

The above institutional learning outcomes are appropriately addressed by the totality of the programme learning outcomes of the Master of Corporate Governance programme, as set out below:



Programme Outcomes	Addressed by Subjects
<p>1. Appreciate the importance of business ethics pertaining to various corporate governance issues.</p> <p>Objective 1: Identify and analyze the importance of business ethics pertaining to various corporate governance issues.</p>	<p><u>Core</u> AF5141 Corporate Financial Accounting AF5510 Corporate Governance MM533 Organisation Management and Strategy</p>
<p>2. Comprehend best practices in respect of corporate governance, as required to achieve higher standards of corporate behaviour.</p> <p>Objective 2: Explain the theoretical basis for corporate governance and apply the concepts and principles of corporate governance to current corporate governance practices in the working environment.</p>	<p><u>Core</u> AF5510 Corporate Governance</p>
<p>3. Develop a critical law and regulation insight and appreciate the role of law and regulation in corporate governance.</p> <p>Objective 3: Identify and evaluate the legal aspects involved in corporate governance.</p>	<p><u>Core</u> AF5520 Corporate Law AF5930 Corporate Administration</p>
<p>4. Apply the corporate accounting and finance concepts and financial reporting practices in accounting and financial planning, control and decision making.</p> <p>Objective 4: Apply the knowledge of current financial reporting issues and establish the linkage between financial policies and corporate governance.</p>	<p><u>Core</u> AF5141 Corporate Financial Accounting AF5337 Corporate Finance and Policies</p>
<p>5. Comprehend and appreciate management accounting controls, information systems, principles of organization and strategy theories and their application to corporate management.</p> <p>Objective 5: Apply the knowledge and practical experience in solving problems of management accounting and information systems, and apply management accounting information for improvement of decision making, planning and control.</p>	<p><u>Core</u> AF5231 Managerial Accounting and Information Systems</p>
<p>6. Explain and apply current Hong Kong taxation law and practices to advise on tax implications in corporate management and decision making.</p> <p>Objective 6: Explain current tax law and practice and apply the tax knowledge in corporate governance and management decision making.</p>	<p><u>Core</u> AF5213 Corporate Taxation and Tax Planning</p>
<p>7. Comprehend and appreciate the legal aspects involved in company matters and the corporate governance system of both Hong Kong and PRC companies.</p> <p>Objective 7: Comprehend and analyse research findings on corporate governance, and interpret advanced theories and current issues in the corporate governance.</p>	<p><u>Core</u> AF5521 Contemporary Issues in Corporate Governance</p>

## 6. PROGRAMME MANAGEMENT AND OPERATION

A Programme Committee is formed to exercise the overall academic and operational responsibility for the Programme and its development within policies, procedures and regulations defined by the University. Its composition comprises academics and student representatives.

The Programme Director and/or Deputy Programme Director and/or Programme Manager are responsible for the day-to-day management and operation of the programme, student admissions, teaching and learning matters, quality assurance (QA) and programme development. Their prime role is to ensure the programme is delivered according to the established QA mechanism.

## 7. COMMUNICATIONS WITH STUDENTS

While we work to communicate clearly and in a timely manner with students according to University regulations and procedures, it is the **responsibility of students** to help maintain the effectiveness of the communication process. The main communication channel for disseminating information and notices to students within the University will be through PolyU e-mail (i.e. PolyU Connect account) and the University Portal. Therefore, students are advised to check for messages in their PolyU Connect accounts **regularly** to obtain the latest information regarding their studies and the status of any related applications (e.g. late assessment, appeal of subject results, add/drop of subjects, deferment, etc.) lodged. Failure in doing so will not constitute any grounds for appeals/complaints against consequences / decisions of the relevant matters and applications.

## 8. SUBJECT REGISTRATION

### 8.1 Add/Drop of Subjects

In addition to programme registration, students need to register for subjects at specified period prior to the commencement of the semester.

If you wish to change the subjects enrolled, you may do so through the online add/drop system during the 2-week add/drop period (one week for summer term). You are advised not to make any changes to the subjects pre-assigned to you by the Department without consulting your Department/ Academic Advisor. In case you wish to drop all subjects for a semester, you must first seek approval from your Department for zero subject enrolment. Otherwise, you may be considered as having decided to withdraw from study on the programme concerned. Dropping of subjects after the add/drop period is not allowed. If you have a genuine need to do so, it will be handled as withdrawal of subject.

If you have taken more credits, you will receive a second debit note on the remaining tuition fee about 5 weeks after the commencement of the semester. If you have taken less credits, a refund will be made.

### 8.2 Withdrawal of Subjects

If you have a genuine need to withdraw a subject after the add/drop period, you should submit a written request for withdrawal of subject to your programme offering department. Such requests will be considered by both the programme director and the subject lecturer concerned if there are strong justifications and when the tuition fee of the subject concerned has been settled. Requests for subject withdrawal will not be entertained after the commencement of the examination period for your programme.

For approved cases, a handling fee will be charged. The tuition fees paid for the withdrawn subject will be forfeited. The withdrawn subjects will still be reported in your Assessment

Result Sheet and Transcript of Studies although they will not be counted in Grade Point Average (GPA) calculation. If the handling fee concerned is outstanding by the payment deadline, the approval given will be declared void and you are required to attend classes of this subject and complete its assessment(s) accordingly. A reinstatement fee will be charged if you wish to reinstate the approval for the withdrawn subject.

## 9. CREDIT TRANSFER

You should submit an application for credit transfer upon your initial enrolment on the programme or before the end of the add/drop period of the first semester of your first year of study. Late application may not be considered. For students whose tuition fees are charged by credits, a credit transfer fee will be charged.

Students may be granted credit transfer if they are *business or business-related Degree Holders*.

According to the credit transfers policy of the programme, students may be granted credit transfers for a maximum of 3 Year-1 subjects, i.e. 9 credits.

Specifically, credit transfers will be limited to *AF5141 Corporate Financial Accounting*, *AF5213 Corporate Taxation and Tax Planning*, and *MM533 Organisation Management and Strategy*, so as to align with the professional exemption arrangement. In practice, the Programme Management Team will consider granting credit transfers in the following situations:

- a. Credit transfers of these three subjects may be granted to students possessing graduate level (e.g. a Master degree) credits for the same (or very similar) subjects.
- b. Credit transfer of *AF5141 Corporate Financial Accounting* may be granted to students possessing the Hong Kong Institute of Certified Public Accountants (HKICPA) full membership via successful completion of Qualification Programme (QP), or the CPA Australia qualification with completion of the 2 electives, i.e. Financial Accounting and Financial Reporting & Disclosure of its CPA Program.

The validity period of subject credits earned is eight years from the year of attainment, i.e. the year in which the subject is completed, unless otherwise specified by the department responsible for the content of the subject (e.g. the credit was earned in 2008-09, then the validity period should count from 2009 for eight years). Credits earned from previous studies should remain valid at the time when the student applies for transfer of credits.

## 10. RETAKING OF SUBJECTS

After the announcement of subject results in a semester, you should check whether you have failed any subject via the eStudent and arrange for retaking of the subject during subject registration.

In addition to retaking a subject due to failure, you may retake any subject for the purpose of improving your grades. These students will be accorded a lower priority for taking the concerned subjects and can do so if places are available. Students concerned can register for such subjects during the last 2 days of the add/drop period.

When you retake a subject, only the grade obtained in the final attempt of retaking will be included in the calculation of the Grade Point Average (GPA) and the Grade Point Average for award classification. Although the original grade will not be included in the calculation of GPAs, it will be shown on the transcript of studies. If students have passed a subject but failed after retake, credits accumulated for passing the subject in a previous attempt will remain valid for satisfying the credit requirement for award. You should refer to this definitive programme

document to ascertain the requirements, in particular for subjects offered in consecutive semesters, for retaking failed subjects or seek advice from the Department concerned.

Students paying credit fee will be charged for the subjects retaken.

## 11. ZERO SUBJECT ENROLMENT

If you do not wish to take any subject in a semester (including the summer term for those programmes having compulsory summer term specified in this document), you must seek approval from your Department to retain your study place by submitting your application via **eStudent** before the start of the semester and in any case not later than the end of the add/drop period. Otherwise, your registration and student status with the University will be withdrawn. Please also refer to the section 13.2 on “Discontinuation of Study” for further details. The semesters during which you are allowed to take zero subject will be counted towards the maximum period of registration for the programme concerned.

You will receive notification from the Department normally within 2 weeks if your application is successful. Students who have been approved for zero subject enrolment are allowed to retain their student status and continue using campus facilities and library facilities. A fee of HK\$2,105 per semester for retention of study place will be charged.

For non-local students, if you need to apply for deferment of study/zero subject enrolment, it is necessary for you to seek approval from the Director of Immigration.

### Procedures

- Seek approval from your programme offering department by submitting the relevant AS forms.
- Once the department approves your application, the Academic Secretariat will seek approval from the Director of Immigration on your behalf and advise you the outcome of your application by e-mail.

To resume study upon expiry of the approved period of deferred study, you must hold a valid visa. If your visa has expired, you need to apply to the Immigration Department for the visa via the Academic Secretariat.

### Procedures

- Submit all the necessary documents for visa application to the Academic Secretariat by express post at least 6 weeks before you resume your study.

For details, please visit the AS homepage (<http://www.polyu.edu.hk/as> > For PolyU Students > Visa Matters for Non-local Students).

## 12. DEFERMENT OF STUDY

You may apply for deferment of study if you have a genuine need to do so, such as illness. The deferment period will not be counted as part of the maximum period of registration.

You are required to submit an application for deferment of study via **Form AS7** to the programme offering department. You will be informed of the result of your application in writing or via e-mail by the Department normally within three weeks from the date of application.

It is necessary for you to settle all the outstanding tuition fee and/or other fees in order to have your application for deferment processed if the application is submitted after the start of a semester. All fees paid are non-refundable. However, current students who apply for deferment of study before the commencement of the relevant semester will be eligible for refund of the

tuition fee paid for that semester. Alternatively, you may apply for zero subject enrolment to reserve your study place.

Students who have been approved for deferment of study can retain their student identity card for use upon their resumption of study. You will be advised to settle the tuition fee and complete the subject registration procedures upon expiry of the deferment period. If you do not receive such notification one week before the commencement of the Semester, you should enquire at the Academic Secretariat.

The approval of deferment of study is not automatic; applications should be submitted to the Department before the commencement of the examination period of the semester concerned. Students must observe the procedures and timelines as stipulated by the University.

For non-local students, if you need to apply for deferment of study/zero subject enrolment, it is necessary for you to seek approval from the Director of Immigration.

#### Procedures

- Seek approval from your programme offering department by submitting the relevant AS forms.
- Once the department approves your application, the Academic Secretariat will seek approval from the Director of Immigration on your behalf and advise you the outcome of your application by e-mail.

To resume study upon expiry of the approved period of deferred study, you must hold a valid visa. If your visa has expired, you need to apply to the Immigration Department for the visa via the Academic Secretariat.

#### Procedures

- Submit all the necessary documents for visa application to the Academic Secretariat by express post at least 6 weeks before you resume your study.

For details, please visit the AS homepage (<http://www.polyu.edu.hk/as> > For PolyU Students > Visa Matters for Non-local Students).

## 13. WITHDRAWAL OF STUDY

### 13.1 Official Withdrawal

If you wish to discontinue your study at the University before completing your programme, it is necessary for you to complete the withdrawal procedure via **eStudent**. Fees paid for the semester which you are studying will not be refunded.

Your application will not be processed if you have not returned your student identity card with the application form or have not cleared outstanding matters with the various departments/offices concerned, such as settling outstanding fees/fines and Library loans and clearing your locker provided by the Centre STARS.

The relevant Faculty Office/School will inform you in writing or via e-mail of the result of your application, normally within three weeks from the date of application.

Upon confirmation of your official withdrawal, you will be eligible for the refund of the caution money paid if you have no outstanding debts to the University.

All fees are non-refundable. However, current students who apply for withdrawal of study before the commencement of the relevant semester will be eligible for refund of the tuition fee paid for that semester.

If you discontinue your study at the University without completing proper withdrawal procedures, you will be regarded as having unofficially withdrawn and the caution money paid at first registration will be confiscated.

### 13.2 Discontinuation of Study

If you discontinue your study without following the proper procedures for official withdrawal, you will be regarded as having given up your study at the University. In this case, you will not be eligible for the refund of caution money and shall not be considered for re-admission to the same programme in the following academic year.

### 13.3 De-registration

If you are de-registered on grounds of academic failure, you must return your student identity card to the Academic Secretariat within 3 weeks upon the official release of the assessment result. Failure to return the student identity card may render you not eligible for any certification of your study nor for admission in subsequent years. The caution money paid will also be confiscated. Any subsequent request for the refund of caution money by returning the student identity card after the original deadline will not be entertained.

Students who have been de-registered shall not be considered for re-admission to the same programme in the following academic year.

For non-local students, once it is confirmed that you have discontinued, withdrawn your study at PolyU or have been de-registered from your programme, the University will inform the Immigration Department accordingly. According to Immigration Regulations, you must leave Hong Kong before the expiry of your limit of stay or within 4 weeks from the date of the termination of study, whichever is earlier; otherwise, you will be committing a criminal offence of breaching your conditions of stay.

## 14. ASSESSMENT METHODS

Students' performance in a subject can be assessed by continuous assessments and/or examinations, at the discretion of the individual subject offering department. Where both continuous assessment and examinations are used, the weighting of each in the overall subject grade shall be clearly stated in this document. Learning outcome should be assessed by continuous assessment and / or examination appropriately, in line with the outcome-based approach.

Continuous assessment may include tests, assignments, projects, laboratory work, field exercises, presentations and other forms of classroom participation. Continuous Assessment assignments which involve group work should nevertheless include some individual components therein. The contribution made by each student in continuous assessment involving a group effort shall be determined and assessed separately, and they can result in different grades being awarded to students in the same group.

## 15. PASSING A SUBJECT

In order to pass in a subject offered by the School/Departments in the Faculty of Business (i.e. subjects with prefix of AF/LGT/MM/FB), all students have to obtain **Grade D or above in both the continuous assessment and examination components** of the subject. If a subject is assessed by only one component (either by continuous assessment or examination), then the passing grade for the subject is D.

## 16. ASSESSMENT OF PROJECT

The project will be assessed by the Supervisor and a moderator appointed by the Project Coordinator. For details, please refer to the Project Manual distributed to students upon enrollment in AF5931.

## 17. GRADING

Assessment grades shall be awarded on a criterion-reference basis. Students' overall performance in a subject shall be graded as follows:

Grade	Description	Grade Point
A+	Exceptionally Outstanding	4.5
A	Outstanding	4
B+	Very Good	3.5
B	Good	3
C+	Wholly Satisfactory	2.5
C	Satisfactory	2
D+	Barely Satisfactory	1.5
D	Barely Adequate	1
F	Inadequate	0

'F' is a subject failure grade, whilst all others ('D' to 'A+') are subject passing grades. No credit will be earned if a subject is failed.

At the end of each semester/term, a Grade Point Average (GPA) will be computed as follows, and based on the numeral grade point of all the subjects:

$$\text{GPA} = \frac{\sum \text{Subject Grade Point} \times \text{Subject Credit Value}}{\sum \text{Subject Credit Value}}$$

where n = number of all subjects (inclusive of failed subjects) taken by the student up to and including the latest semester/term. For subjects which have been retaken, only the grade point obtained in the final attempt will be included in the GPA calculation.

In addition, the following subjects will be excluded from the GPA calculation:

- i. Exempted subjects
- ii. Ungraded subjects
- iii. Incomplete subjects
- iv. Subjects for which credit transfer has been approved without any grade assigned
- v. Subjects from which a student has been allowed to withdraw

Subject which has been given an "S" code, i.e. absent from examination, will be included in the GPA calculation and will be counted as "zero" grade point. GPA is thus the unweighted cumulative average calculated for a student, for all relevant subjects taken from the start of the programme to a particular point of time. GPA is an indicator of overall performance and is capped at 4.0.

Any subject passed after the graduation requirement has been met or subjects taken on top of the prescribed credit requirements for award shall not be taken into account in the grade point calculation for award classification.

## 18. PROGRESSION AND DE-REGISTRATION

A student will normally have "progressing" status unless he/she falls within the following categories, any one of which shall be regarded as grounds for de-registration from the Programme:

- i. the student has exceeded the maximum period of registration of four years for the MCG programme; or
- ii. the student's GPA is lower than 2.0 for two consecutive semesters and his/her Semester GPA in the second semester is below 2.0; or
- iii. the student's GPA is lower than 2.0 for three consecutive semesters.

The progression of students to the following academic year will be affected by the GPA obtained in a compulsory Summer Term and that the Summer Term study constitutes a substantial requirement for graduation.

Notwithstanding the above, the Board of Examiners will have the discretion to de-register students with extremely poor academic performance before the time specified in (ii) and (iii) above.

## 19. ACADEMIC PROBATION

The academic probation system is implemented to give prior warning to students who need to make improvement in order to fulfill the GPA requirement of the University. If your GPA is below 2.0, you will be put on academic probation in the following semester. If you are able to obtain a GPA of 2.0 or above by the end of the probation semester, the status of "academic probation" will be lifted. The status of "academic probation" will be reflected on the web assessment results and the Official Assessment Result Notifications. However, this status will not be displayed in the transcripts of studies.

To improve the academic performance of students on academic probation, students on academic probation are required to seek academic advice on study load and subjects to be taken. Students should complete the Form 'Study Load for Students on Academic Probation' (Form AS150) indicating the proposed study plan and meet with the Academic Advisor(s) to finalize the subjects and credits to be taken in the semester following academic probation within one week of assessment results announcement.

## 20. ELIGIBILITY FOR AWARD

A student would be eligible for a Master of Corporate Governance award if he/she satisfies all the conditions listed below:

- i. accumulation of 30 credits as defined in this document;
- ii. satisfying all the compulsory and elective requirements as defined in this document; and
- iii. achieving a **GPA of 2.0** or above at the end of the programme.

A student is required to graduate as soon as he/she satisfies the above conditions for award. Upon confirmation of eligibility to graduate or leaving the University, registration for subjects (including the follow-on term of consecutive subjects) in the following semester/Summer Term will be nullified and removed.



Students who meet all the necessary requirements of the University and the programme concerned will be eligible for graduation. Students with graduation status confirmed on or before 15 March will receive the academic award parchment in late March/early April with the award parchment dated 15 March of the year concerned while students with graduation status confirmed after 15 March and before 1 October will receive their parchments in late October/early November with the award parchment dated 30 September of the year concerned. Please visit the Academic Secretariat homepage at [www.polyu.edu.hk/as/web/dir/award\\_parchment.html](http://www.polyu.edu.hk/as/web/dir/award_parchment.html) for more updated information on the parchment collection arrangement in early March or early October with reference to your graduation timeline.

## 21. AWARD CLASSIFICATIONS

The following award classifications apply to your programme:

Award Classification	GPA
Distinction	3.7 <sup>+</sup> – 4.0
Credit	3.2 <sup>+</sup> – 3.7 <sup>-</sup>
Pass	2.0 – 3.2 <sup>-</sup>

The above ranges for different classifications are subject to BoE's individual discussions of marginal cases.

Note: "+" sign denotes 'equal to and more than'; "-" sign denotes 'less than'.

## 22. LATE ASSESSMENT

If you have been absent from an examination or are unable to complete all assessment components of a subject because of illness, injury or other unforeseeable reasons, you may apply for a late assessment. Application in writing should be made to the Head of Department offering the subject **within five working days** from the date of the examination together with any supporting documents such as a medical certificate. Approval of applications for late assessment and the means for such late assessments shall be given by the Head of Department offering the subject or the Subject Lecturer concerned, in consultation with the Programme Director.

In case you are permitted to take a late assessment, that examination or other forms of assessment will be regarded as a first assessment and the actual grade attained will be awarded.

You are required to settle a late assessment fee before taking/completing the late assessment. If you fail to settle the fee, the result of your late assessment would be invalidated.

## 23. PROCEDURES FOR APPEAL

### 23.1 Appeals against De-registration Decisions

Students appealing against the de-registration decision shall pay a fee of HK\$125. Payment forms are obtainable from the Academic Secretariat Service Centre. The fee shall be refunded if the appeal is upheld.

Students should complete and submit Form AS149 "Appeal against the Decision of BoE on De-registration" to the General Office of the Department hosting the programme/award (or to the Faculty Office if the programme/award is hosted by the Faculty, or for students on Broad Discipline programme) within one Calendar Week upon the official announcement of

the overall results, i.e. the date when the results are announced to students via the web. [For 2018-19, the announcement dates for overall results are 11 January 2019 (Semester 1), 31 May 2019 (Semester 2) and 7 August 2019 (Summer Term).] When submitting the form, the appellant has the responsibility to make known to the Academic Appeals Committee full details and evidence that would support his/her appeal.

The appeal by the students will be considered by the Academic Appeals Committee, which will deliberate the appeal cases making reference to the recommendations of the programme-hosting Department/Faculty and the Faculty Dean/School Board Chairman.

The decisions of the Academic Appeals Committee shall be final within the University.

### 23.2 Appeals against Decisions other than De-registration

Students appealing against the decision on their assessment results shall pay a fee of HK\$125. Payment forms are obtainable from the Academic Secretariat Service Centre. If more than one examination paper is involved, an extra fee of HK\$125 shall be charged for each additional paper. This fee shall be refunded if the appeal is upheld.

A student should make his/her appeal in writing to his/her Head of Department within 7 working days upon the official announcement of his/her overall results, i.e. the date when the results are announced to students via the web. [For 2018-19, the announcement dates for overall results are 11 January 2019 (Semester 1), 31 May 2019 (Semester 2) and 7 August 2019 (Summer Term).] The Head of Department shall deal with the appeal if the student is studying in a department-based programme/scheme. If the student is studying in postgraduate schemes, the Head of Department shall refer the appeal to the Scheme Committee Chairman.

The appeal should be accompanied by a copy of the fee receipt, for inspection by the Department concerned. The student should give a complete account of the grounds for the appeal in the letter, and provide any supporting evidence.

Appeal may lead to a change in the subject grade, which may go upward as well as downward, upon completion of reviewing the appeal case. Departments should inform the student concerned of the appeal result within 7 working days after receipt of the letter of appeal.

If the appellant is dissatisfied with the decision, he/she may then appeal in writing to the Academic Secretary within 7 working days from the date of the post-mark of the Department's reply. He/She should provide the following information together with other relevant documents in support of the appeal:

- name in English and Chinese;
- student number;
- programme title, year and class of study;
- examination/subject results appealing against; and
- grounds for appeal

The Academic Secretary shall then refer the case to the Academic Appeals Committee, who shall determine whether there are prima facie grounds for a reconsideration of the Subject Lecturer's/SARP's/BoE's decision.

The decisions of the Academic Appeals Committee shall be final within the University.

## 24. DISMISSAL OF CLASS

If the subject lecturer does not show up after 30 minutes of the scheduled start time, the class is considered cancelled and appropriate follow up arrangements (e.g. rescheduled class, make-up class, etc) will be announced to students in due course.

## 25. PLAGIARISM AND BIBLIOGRAPHIC REFERENCING

Plagiarism refers to the act of using the creative works of others (e.g. ideas, words, images or sound, etc) in one's own work without proper acknowledge of the sources. Students are required to submit their original work and avoid any possible suggestion of plagiarism in the work they submit for grading or credit. The University/Faculty views plagiarism, whether committed intentionally or because of ignorance or negligence, as a serious disciplinary offence. Excuses such as "not knowing what is required" or "not knowing how to do it" will not be accepted. Depending on the seriousness of the plagiarism cases, they may be referred to the Student Discipline Committee for investigation and decision. If a student is found guilty of the alleged offence, penalties considered appropriate by the Committee may be imposed. These may include:

- suspension of studies for a specified period of time;
- expulsion for a specified period or indefinitely; and
- any other penalties as considered appropriate.

Students should comply with the University's policy on plagiarism in continuous assessment, bibliographic referencing and photocopying of copyright materials.

## 26. PREVENTION OF BRIBERY ORDINANCE

PolyU staff members may in no circumstances solicit or accept an advantage. For relevant details, please refer to the Prevention of Bribery Ordinance (Chapter 201) of the Laws of Hong Kong at <http://www.legislation.gov.hk>.

***For details of all the regulations covered in this publication, please refer to the Student Handbook of the relevant year.  
(accessible at <https://www.polyu.edu.hk/as/webpage/for-student/student-handbook>)***

**PART II: SUBJECT SYLLABUSES\***

<b><u>Subject Code</u></b>	<b><u>Subject Title</u></b>	<b><u>Page No.</u></b>
<b><i>Compulsory Subjects</i></b>		
AF5141	Corporate Financial Accounting	20
AF5213	Corporate Taxation and Tax Planning	24
AF5231	Managerial Accounting and Information Systems	28
AF5337	Corporate Finance and Policies	32
AF5510	Corporate Governance	35
AF5520	Corporate Law	39
AF5521	Contemporary Issues in Corporate Governance	43
AF5930	Corporate Administration	49
MM533	Organisation Management and Strategy	54
<b><i>Elective Subjects:</i></b>		
AF5220	Strategic China Tax Planning and Management	57
AF5336	Business Risk Management	61
AF5338	Securities Regulations and Practice	64

**\*The subject syllabuses (including teaching pedagogy and assessment methods) contained in this Definitive Programme Document are subject to review and change from time to time. The School of Accounting and Finance reserves the right to revise or withdraw the offer of any subject contained in this document. For teaching and learning purposes, students should refer to the updated subject syllabuses (including teaching pedagogy and assessment methods) distributed to them by the relevant subject lecturers when they take the corresponding subjects.**

<b>Subject Code</b>	<b>AF5141</b>
<b>Subject Title</b>	<b>Corporate Financial Accounting</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject aims to introduce to the students the role of financial reporting in the field of corporate governance. It contributes to the achievement of the MCG Programme Outcomes by enabling students to identify business ethics issues in financial reporting (Outcome 1), explain the relationship between agency theory and accounting concepts in respect of the role of corporate accounting in corporate governance, develop a critical accounting insight through effectively interpret new developments in financial reporting and apply the knowledge of current reporting issues in the working environment (Outcome 4). It will enable students to critically evaluate financial statements of listed companies (Outcome 4).
<b>Subject Learning Outcomes</b>	On successfully completing of this subject, the students will be able to: <ul style="list-style-type: none"> <li>(a) effectively interpret the latest development in financial reporting regulation and the role of corporate accounting in corporate governance and to link this role with agency theory and accounting concepts;</li> <li>(b) explain the significance of business ethics pertaining to financial reporting issues;</li> <li>(c) apply the accounting concepts and financial reporting practices of Hong Kong companies with particular emphasis on listed companies; and</li> <li>(d) critically evaluate financial statements of listed companies in the context of earnings management and earnings quality using both traditional and contemporary approaches.</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	Role of Financial Reporting and Institutional Framework Issues in financial reporting. Agency theory (information asymmetry: moral hazard and adverse selection) and the role of financial accounting. General purpose financial reporting framework. Stakeholders demanding financial statement information. Regulatory forces affecting the supply of financial information in Hong Kong and PRC. An appreciation of current accounting issues and controversies including the latest Exposure Drafts. A comparative study of the HKFRS / HKAS with IFRS / IAS and China

	<p>Accounting Standards.</p> <p>Financial Statement Numbers and Alternative Accounting Methods Economic factors and ethical considerations affecting choice of alternative accounting methods. Ethical dilemmas and tradeoff between reliability and relevance. Accounting method diversity, uniformity and interfirm comparisons. Empirical evidence of systematic difference in accounting choice.</p> <p>Advanced Topics in Corporate Accounting Financial statement information and corporate restructuring - consolidation, acquisition, mergers and divestiture. Accounting issues related to foreign currency translation. Highlights the differences in disclosure requirements of Hong Kong and PRC companies.</p> <p>Financial Statements Analysis Basic techniques of financial analysis: ratio analysis, common-size analysis, cash flow analysis. International comparison of financial ratios. Cross-sectional and time series techniques. Correlations and co-movements between financial statement numbers.</p> <p>Earnings Management and The Related Ethical Issues Patterns of earnings management and the ethical considerations: income smoothing and big bath; instrument of earnings management. Loss avoidance. Cookies jar reserves. Forecasting financial statements and meeting analysts' expectation.</p> <p>Use of Accounting Information for Investment Decisions Information content of accounting reports. Association between security returns and accounting numbers. Equity valuation model and financial statements information. Use of price-to-earnings ratios and the price-to-book ratios for investment decisions.</p> <p>Earnings Quality Different definitions and measures of earnings quality.</p>
<p><b>Teaching/Learning Methodology</b></p>	<p>Lectures and seminars are integrated so as to encourage students' participation in class discussion. Lectures cover the fundamental principles and concepts of the subject syllabus. Seminars are for problem solving, case presentation and discussion. Questions and short assignments are provided so as to provide timely feedback on the progress of each student. Students are expected to play an active role in seminars and are required to discuss ethical and corporate governance issues in financial reporting. Patterns of earnings management will be identified and the related ethical issues will be considered from different perspectives. The role of corporate administrators, accountants, auditors, directors and other stakeholders in controlling and detecting fraudulence and abuse of judgment will be</p>

	discussed. Students are expected to apply their knowledge to the discussion of the current financial reporting issues faced by a corporate administrator in their working environment. Guided readings are provided to stimulate students' interest and attention.					
<b>Assessment Methods in Alignment with Subject Learning Outcomes</b>	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)			
			a	b	c	d
	Participation	5%	√	√	√	√
	Individual Assignment 1	20%	√		√	
	Individual Assignment 2	25%	√	√		
	Final Examination	50%	√	√	√	√
	Total	100%				
<b>Student Study Effort Required</b>	Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:					
	Participation – Participation in class by asking and answering questions.					
	Individual Assignment 1 – An integrated problem on consolidation and latest development in accounting regulation to test students' knowledge of and ability to apply the accounting principles to real life situations.					
	Individual Assignment 2 – An essay requiring students to reflect upon issues associated with agency issues, business ethics and corporate governance.					
	Final Examination – A three-hour closed book comprehensive examination with five questions covering all the intended learning outcomes.					
Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturer.						
<b>Student Study Effort Required</b>	Class contact:					
	<ul style="list-style-type: none"> <li>▪ 13 weeks of 3 hours seminar each</li> </ul>				39 Hrs.	
	Other student study effort:					
	<ul style="list-style-type: none"> <li>▪ Students are expected to spend around 6 hours per week to revise and practice the accounting principles covered in class</li> </ul>				78 Hrs.	
	Total student study effort				117 Hrs.	

<b>Reading List and References</b>	<p>Elliott, B. and J. Elliott, <i>Financial Accounting and Reporting</i>, latest edition, FT Prentice Hall.</p> <p>Higson, Andrew, <i>Corporate Financial Reporting</i>, latest edition, SAGE Publications Limited.</p> <p>Tsui, Christina, Lynne Chow, D.W. Taylor and Sarala Panchapakesan, <i>Advanced Financial Accounting in Hong Kong</i>, latest edition, Longman.</p> <p>Revsine, Lawrence, Daniel W. Collins and W. Bruce Johnson, <i>Financial Reporting &amp; Analysis</i>, latest edition, Prentice Hall.</p> <p>Taylor, Stephen and Norma Hall, <i>Hong Kong GAAP: A Practical Guide to Generally Accepted Accounting Practice</i>, latest edition, Sweet &amp; Maxwell Asia.</p> <p>Beaver, William H., <i>Financial Reporting: an Accounting Revolution</i>, latest edition, Prentice Hall.</p> <p>Hong Kong Institute of Certified Public Accountants, <i>Hong Kong Financial Reporting Standards</i>.</p>
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<b>Subject Code</b>	<b>AF5213</b>
<b>Subject Title</b>	<b>Corporate Taxation and Tax Planning</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject aims to impart students with sound knowledge of Hong Kong tax framework, principles and practices for planning and decision making in corporate governance. It contributes to the achievement of MCG Programme Outcomes by enabling students to <u>explain current tax law and practice</u> in Hong Kong (Outcome 6), <u>develop a critical tax insight through effectively interpret up-to-date tax statutes, case law principles and analyze practical tax issues</u> , <u>apply the tax knowledge in corporate governance and management decision making</u> (Outcome 6).
<b>Subject Learning Outcomes</b>	Upon completion of the subject, students will be able to: <ul style="list-style-type: none"> <li>(a) <u>explain the current law and practice relating to taxation</u> in Hong Kong;</li> <li>(b) <u>effectively interpret tax statutes, case law principles and practical tax issues</u>; and</li> <li>(c) <u>apply the tax knowledge in corporate governance and decision making</u>.</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b>Hong Kong Tax Framework</b>  Overview of Hong Kong taxation system. Law and practices of different taxes applicable to individuals, body of persons and corporations. Interactions between different taxes in a range of situations or transactions. Tax treatments of different types of income and expenses. Tax depreciation allowances.</p> <p><b>Applications in Corporate Governance and Decision Making</b>  Ethics in tax management – taxpayer’s obligations and rights, offences and penalties, tax evasion and tax avoidance, tax field audit and tax investigations. Tax treatment for branch and subsidiary companies. Foreign borrowing and lending arrangements. Tax incentives. Anti-avoidance provisions. Tax planning for individuals and corporations. Cross-border transactions and double tax arrangements.</p> <p><b>Stamp Duty</b>  Scope of charge, assessment, exemptions and reliefs. Implications to corporate administrators. Duty planning opportunities in practical situations.</p> <p><b>Introduction To Taxation in the PRC</b></p>

	General features of selected taxes in China concerning foreign investors, including enterprise income tax and individual income tax.																																																												
<b>Teaching/Learning Methodology</b>	Lectures cover the core principles and concepts of the subject syllabus. Seminars are for case studies, presentation and discussion. Students are expected to play an active role in seminars and are required to present tax problems/cases and articles. They are expected to apply subject knowledge to the discussion of the current tax issues faced by a corporate administrator in their working environment. A fair portion of guided reading will also be provided.																																																												
<b>Assessment Methods in Alignment with Subject Learning Outcomes</b>	<table border="1" data-bbox="502 589 1465 1196"> <thead> <tr> <th data-bbox="502 589 810 790" rowspan="2">Specific assessment methods/tasks</th> <th data-bbox="810 589 970 790" rowspan="2">% weighting</th> <th colspan="6" data-bbox="970 589 1465 723">Intended subject learning outcomes to be assessed (Please tick as appropriate)</th> </tr> <tr> <th data-bbox="970 723 1054 790">a</th> <th data-bbox="1054 723 1139 790">b</th> <th data-bbox="1139 723 1224 790">c</th> <th data-bbox="1224 723 1308 790"></th> <th data-bbox="1308 723 1393 790"></th> <th data-bbox="1393 723 1465 790"></th> </tr> </thead> <tbody> <tr> <td data-bbox="502 790 810 857">Term Test</td> <td data-bbox="810 790 970 857">25%</td> <td data-bbox="970 790 1054 857">√</td> <td data-bbox="1054 790 1139 857">√</td> <td data-bbox="1139 790 1224 857">√</td> <td data-bbox="1224 790 1308 857"></td> <td data-bbox="1308 790 1393 857"></td> <td data-bbox="1393 790 1465 857"></td> </tr> <tr> <td data-bbox="502 857 810 958">Individual Assignment</td> <td data-bbox="810 857 970 958">15%</td> <td data-bbox="970 857 1054 958">√</td> <td data-bbox="1054 857 1139 958">√</td> <td data-bbox="1139 857 1224 958">√</td> <td data-bbox="1224 857 1308 958"></td> <td data-bbox="1308 857 1393 958"></td> <td data-bbox="1393 857 1465 958"></td> </tr> <tr> <td data-bbox="502 958 810 1059">Tutorial Participation and Discussion</td> <td data-bbox="810 958 970 1059">10%</td> <td data-bbox="970 958 1054 1059">√</td> <td data-bbox="1054 958 1139 1059">√</td> <td data-bbox="1139 958 1224 1059">√</td> <td data-bbox="1224 958 1308 1059"></td> <td data-bbox="1308 958 1393 1059"></td> <td data-bbox="1393 958 1465 1059"></td> </tr> <tr> <td data-bbox="502 1059 810 1126">Final Examination</td> <td data-bbox="810 1059 970 1126">50%</td> <td data-bbox="970 1059 1054 1126">√</td> <td data-bbox="1054 1059 1139 1126">√</td> <td data-bbox="1139 1059 1224 1126">√</td> <td data-bbox="1224 1059 1308 1126"></td> <td data-bbox="1308 1059 1393 1126"></td> <td data-bbox="1393 1059 1465 1126"></td> </tr> <tr> <td data-bbox="502 1126 810 1196">Total</td> <td data-bbox="810 1126 970 1196">100%</td> <td colspan="6" data-bbox="970 1126 1465 1196"></td> </tr> </tbody> </table> <p data-bbox="502 1211 1465 1279">Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:</p> <p data-bbox="502 1294 1465 1429">Term test – Tax cases on individual income tax / property tax / tax administration that students are required to analyze the facts/tax issues and apply tax concepts/principles to provide tax solutions/explanations of tax implications/advices.</p> <p data-bbox="502 1444 1465 1579">Individual Assignment – A tax problem on business and/or individual taxation that students are required to analyze the facts/tax issues and apply tax concepts/principles to provide tax solutions/explanations of tax implications/advices.</p> <p data-bbox="502 1594 1465 1729">Tutorial Participation and Discussion – Students are required to participate actively in analyzing the facts/tax issues of problems/cases and apply tax concepts/principles to discuss tax implications both in the classroom and/or through subject Blackboard.</p> <p data-bbox="502 1744 1465 1879">Final Examination – 3 hours examination with tax problems/cases that students are required to analyze the facts/tax issues and apply tax concepts/principles to provide tax solutions/explanations of tax implications/advices.</p> <p data-bbox="502 1895 1465 2029"><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based</b></p>							Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)						a	b	c				Term Test	25%	√	√	√				Individual Assignment	15%	√	√	√				Tutorial Participation and Discussion	10%	√	√	√				Final Examination	50%	√	√	√				Total	100%						
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	<b><i>on the pedagogical needs of subject lecturers.</i></b>	
<b>Student Study Effort Required</b>	Class contact:	
	<ul style="list-style-type: none"> <li>▪ 13 weeks of 3 hours seminar each</li> </ul>	39 Hrs.
	Other student study effort:	
	<ul style="list-style-type: none"> <li>▪ Depends on their backgrounds, on average students are expected to spend around 2 more hours for each contact hour for reading subject materials/textbook, preparing tutorial participation and doing discussion questions and assignments.</li> </ul>	78 Hrs.
	Total student study effort	117 Hrs.
<b>Reading List and References</b>	<p><b><i>Prescribed Texts</i></b></p> <p>Wong P. and Wong J., <i>Taxation in Hong Kong: A Practical Guide 2018/19</i>, 5<sup>th</sup> edition (2018), Wolters Kluwer Hong Kong Ltd.</p> <p>Ho, P., <i>Hong Kong Taxation and Tax Planning</i>, 17<sup>th</sup> edition (2018), Pilot Publishing Company Limited.</p> <p><b><i>References</i></b></p> <p>Macpherson, A. and Pearce, J., <i>Hong Kong Taxation: Law and Practice</i>, 2016/17 edition, The Chinese University Press.</p> <p>Lee, D., <i>Advanced Taxation in Hong Kong</i>, 18<sup>th</sup> edition (2016), Pearson Education Asia Ltd.</p> <p>Halkyard, A., VanderWolk, J. and Chow, W., <i>Hong Kong Tax Law: Cases and Materials</i>, 6<sup>th</sup> edition, LexisNexis Hong Kong.</p> <p>Man, L., <i>Butterworths Hong Kong Inland Revenue Handbook</i>, 2<sup>nd</sup> edition (2013), LexisNexis Hong Kong.</p> <p>Willoughby and Halkyard, <i>Encyclopaedia of Hong Kong Taxation</i>, LexisNexis Hong Kong.</p> <p>Inland Revenue Ordinance (Chapter 112) and Inland Revenue Rules, with amendments, Hong Kong Government (<a href="https://www.elegislation.gov.hk/hk/cap112">https://www.elegislation.gov.hk/hk/cap112</a>).</p> <p>Stamp Duty Ordinance (Chapter 117), with amendments, Hong Kong Government (<a href="https://www.elegislation.gov.hk/hk/cap117">https://www.elegislation.gov.hk/hk/cap117</a>).</p> <p><b><i>Articles</i></b></p> <p>Selected articles from journals include:</p> <p><i>Asia-Pacific Journal of Taxation</i> <i>Journal of International Taxation</i></p>	

	<p><i>Tax Planning International Review</i> <i>International Tax Journal</i></p> <p>IRD – Departmental Interpretation and Practice Notes.</p> <p><b>Web sites</b> Tax law : <a href="http://www.legislation.gov.hk">http://www.legislation.gov.hk</a></p> <p>IRD: <a href="http://www.ird.gov.hk">http://www.ird.gov.hk</a></p> <p>Board of Review Decisions: <a href="http://www.info.gov.hk/bor/en/published-decisions.htm">www.info.gov.hk/bor/en/published-decisions.htm</a></p> <p>Court Judgments: <a href="http://legalref.judiciary.gov.hk">http://legalref.judiciary.gov.hk</a></p>
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<b>Subject Code</b>	<b>AF5231</b>
<b>Subject Title</b>	<b>Managerial Accounting and Information Systems</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject aims to provide students with an understanding of the key issues in management accounting and information systems associated with corporate governance. It contributes to the achievement of MCG Programme Outcomes by enabling students to identify the key issues in management accounting and information systems associated with corporate governance, apply the knowledge and practical experience in solving problems of management accounting and information systems (Outcome 5), identify management accounting from a manager's perspective and the different forms of information systems as well as to manage and utilize information technologies (Outcome 5), apply management accounting information for improvement of decision making, planning and control and utilize information technologies to improve business processes and decision making in practice (Outcome 5).
<b>Subject Learning Outcomes</b>	On successfully completing this subject, students will be able to: <ul style="list-style-type: none"> <li>(a) apply managerial accounting information for improvement of decision making, planning and control;</li> <li>(b) identify the different forms of information systems and to manage and utilize information technologies to improve business processes, conduct electronic commerce, improve decision-making and gain competitive advantage; and</li> <li>(c) apply support tools for managers in decision-making, such as data-mining application software.</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	Managerial Accounting and the Business Environment Major differences and similarities between financial and managerial accounting. The role of management accountants in an organisation. The importance of upholding ethical standards: competence, confidentiality, integrity, objectivity and resolution of ethical conflict.

<p><b>Cost Concepts and Cost Accumulation Systems</b> The nature of costs. Cost behaviour. Estimation and use of the cost function. Job-order and process costing systems.</p> <p><b>Information for Decision Making</b> Information to support decision making. Variable Costing. Cost-Volume-Profit analysis. Relevant cost for decision making. Pricing decisions.</p> <p><b>Standard Costing and Budgetary Control</b> Setting standards. Flexible budgets, variance analysis and investigation. Master budget and operations budgets. Behavioural aspects of budgeting.</p> <p><b>Performance Evaluation and Transfer Pricing</b> Incentive conflicts and contracts. Incentive compensation. Responsibility accounting. Operating performance measures. Transfer pricing and its effects on performance evaluation.</p> <p><b>Current Management Accounting Practices</b> Activity-based costing. Just-in-time. Total quality management. Process reengineering; Balanced Scorecard.</p> <p><b>Overview of Information System (IS)</b> Introduction to information systems. Introduction to E-business. Electronic data interchange. Importance of IS in assisting companies to achieve competitive advantages. Ethical issues in the use of computer.</p> <p><b>Information Technologies and Security</b> Database systems. Networking and wireless technologies. Information systems control and security.</p> <p><b>Information System Development and Management</b> Stages and techniques involved in information system development and management. The role of accountants or corporate administrators throughout the process.</p> <p><b>Enterprise Systems</b> Enterprise resource planning systems. Decision Support Systems. Customer Relationship Management Systems. Supply Chain Management Systems.</p> <p><b>Applications of Information Systems to Accounting</b> The revenue cycle: sales and cash collections. The expenditure cycle:</p>
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	purchasing and cash disbursements. The production cycle. Accounting reports and XBRL.																																																												
<b>Teaching/Learning Methodology</b>	The subject will use a combination of teaching and learning approaches including lectures, case studies, computer demonstrations and group discussion and presentation problem solving and discussion. Lectures are intended to highlight the concepts relating to management accounting and information systems. Real world cases and problems from the textbook and other sources enable students to apply their knowledge, practical experience and ethical reasoning in solving problems.																																																												
<b>Assessment Methods in Alignment with Subject Learning Outcomes</b>	<table border="1" data-bbox="523 607 1474 1149"> <thead> <tr> <th data-bbox="523 607 831 808" rowspan="2">Specific assessment methods/tasks</th> <th data-bbox="831 607 991 808" rowspan="2">% weighting</th> <th colspan="6" data-bbox="991 607 1474 741">Intended subject learning outcomes to be assessed (Please tick as appropriate)</th> </tr> <tr> <th data-bbox="991 741 1070 808">a</th> <th data-bbox="1070 741 1150 808">b</th> <th data-bbox="1150 741 1230 808">c</th> <th data-bbox="1230 741 1310 808"></th> <th data-bbox="1310 741 1390 808"></th> <th data-bbox="1390 741 1474 808"></th> </tr> </thead> <tbody> <tr> <td data-bbox="523 808 831 875">Term Test</td> <td data-bbox="831 808 991 875">25%</td> <td data-bbox="991 808 1070 875">√</td> <td data-bbox="1070 808 1150 875">√</td> <td data-bbox="1150 808 1230 875"></td> <td data-bbox="1230 808 1310 875"></td> <td data-bbox="1310 808 1390 875"></td> <td data-bbox="1390 808 1474 875"></td> </tr> <tr> <td data-bbox="523 875 831 943">Class Participation</td> <td data-bbox="831 875 991 943">10%</td> <td data-bbox="991 875 1070 943">√</td> <td data-bbox="1070 875 1150 943">√</td> <td data-bbox="1150 875 1230 943">√</td> <td data-bbox="1230 875 1310 943"></td> <td data-bbox="1310 875 1390 943"></td> <td data-bbox="1390 875 1474 943"></td> </tr> <tr> <td data-bbox="523 943 831 1010">In-class Exercises</td> <td data-bbox="831 943 991 1010">15%</td> <td data-bbox="991 943 1070 1010">√</td> <td data-bbox="1070 943 1150 1010">√</td> <td data-bbox="1150 943 1230 1010">√</td> <td data-bbox="1230 943 1310 1010"></td> <td data-bbox="1310 943 1390 1010"></td> <td data-bbox="1390 943 1474 1010"></td> </tr> <tr> <td data-bbox="523 1010 831 1077">Final Examination</td> <td data-bbox="831 1010 991 1077">50%</td> <td data-bbox="991 1010 1070 1077">√</td> <td data-bbox="1070 1010 1150 1077">√</td> <td data-bbox="1150 1010 1230 1077"></td> <td data-bbox="1230 1010 1310 1077"></td> <td data-bbox="1310 1010 1390 1077"></td> <td data-bbox="1390 1010 1474 1077"></td> </tr> <tr> <td data-bbox="523 1077 831 1149">Total</td> <td data-bbox="831 1077 991 1149">100%</td> <td colspan="6" data-bbox="991 1077 1474 1149"></td> </tr> </tbody> </table> <p data-bbox="523 1167 1474 1234">Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:</p> <p data-bbox="523 1245 1474 1312">The Term Test assesses the students' understanding of management accounting concepts.</p> <p data-bbox="523 1323 1474 1491">Class Participation stimulates students' critical thinking in issues related to management planning, control and decision making. Case discussion on information systems will allow students to understand how information systems can be used in solve strategic and operational management problems.</p> <p data-bbox="523 1503 1474 1615">In-class Exercises require students to complete a problem/mini-case by applying the management accounting or information systems concepts presented in class.</p> <p data-bbox="523 1626 1474 1760">Final Examination – Students are required to solve problems/cases related to both management accounting and information systems by analyzing the facts given and apply the principles/concepts learned in class.</p> <p data-bbox="523 1771 1474 1939"><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturers.</b></p>							Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)						a	b	c				Term Test	25%	√	√					Class Participation	10%	√	√	√				In-class Exercises	15%	√	√	√				Final Examination	50%	√	√					Total	100%						
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<b>Student Study Effort Required</b>	Class contact:	
	<ul style="list-style-type: none"> <li>▪ 13 weeks of 3 hours seminar each</li> </ul>	39 Hrs.
	Other student study effort:	
	<ul style="list-style-type: none"> <li>▪ Students are expected to spend, on average, 5 hours for every 3-hour seminar to read textbook/supplementary material and to do review problems.</li> </ul>	65 Hrs.
	Total student study effort	104 Hrs.
<b>Reading List and References</b>	<p>Romney, M.B. and P.J. Steinbart, <i>Accounting Information Systems</i>, latest edition, Prentice Hall.</p> <p>Garrison, R.H. and E.W. Noreen, <i>Managerial Accounting</i>, latest edition, McGraw Hill.</p> <p>Laudon K.C. &amp; Laudon J.P., <i>Essentials of Management Information Systems: Organization and Technology</i>, latest edition, Prentice Hall.</p> <p>Selected articles from relevant journals.</p>	



<b>Subject Code</b>	<b>AF5337</b>
<b>Subject Title</b>	<b>Corporate Finance and Policies</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject aims to equip students with the modern theories and practice of corporate finance. It contributes to the achievement of the MCG Programme Outcomes by developing students' ability to <u>think critically in resolving corporate finance issues</u> (Outcome 4), to <u>establish the linkage between financial policies and corporate governance</u> , and to <u>apply their understanding of financial concepts and models to company analysis</u> (Outcome 4).
<b>Subject Learning Outcomes</b>	On successfully completing this subject, students will be able to: <ul style="list-style-type: none"> <li>(a) <u>demonstrate how corporate financial policies are related to corporate governance</u>;</li> <li>(b) <u>identify the sources of risk and assess its impact on corporate financial decisions</u>; and</li> <li>(c) <u>apply the corporate finance knowledge in financial decision making</u>.</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b>Goals of the Firm</b> Corporate goals. Stakeholders in a company and agency problems. Market incentives for ethical behavior. Corporate governance and financial performance.</p> <p><b>Foundation of Corporation Finance</b> Time value of money. Annuity and perpetuity. Valuation of bonds. Interest rate risk. Valuation of stocks. Dividend Growth Model.</p> <p><b>Capital Investment Decisions</b> Capital budgeting criteria: Payback, NPV and IRR methods. Cash flow estimation. Projects with uneven lives. Real option.</p> <p><b>Risk and Return Trade-off</b> Risk premium based on historical returns. Portfolio theory. Diversification benefit. Systematic risk and firm-specific risk. Capital Asset Pricing Model.</p> <p><b>Cost of Capital</b> Weighted average cost of capital. Divisional cost of capital and pure play approach.</p>

	<p><b>Sources of Financing</b> Long-term financing. Changing environment of capital markets. Initial public offerings. Rights offering.</p> <p><b>Capital Structure</b> Effect of financial leverage. MM Theory. Optimal capital structure and trade-off model. Financial distress. Agency costs. Asymmetric information. Pecking Order theory.</p> <p><b>Dividend Policies</b> Factors affecting dividend policies. Signalling effects. Share repurchases.</p> <p><b>Corporate Restructuring</b> Types of mergers and acquisitions. Merger analysis. Defensive tactics. Empirical evidence on M&amp;A.</p>																																																						
<p><b>Teaching/Learning Methodology</b></p>	<p>Key issues related to each topic are covered in lectures. Interpretation and application of concepts and techniques are discussed and elaborated. The lectures are supplemented with case studies, in the form of either assignments or in-class discussion. A group project and individual writing assignments are designed to provide students with hands-on experiences for company analysis.</p>																																																						
<p><b>Assessment Methods in Alignment with Subject Learning Outcomes</b></p>	<table border="1" data-bbox="486 1019 1444 1601"> <thead> <tr> <th rowspan="2">Specific assessment methods/tasks</th> <th rowspan="2">% weighting</th> <th colspan="6">Intended subject learning outcomes to be assessed (Please tick as appropriate)</th> </tr> <tr> <th>a</th> <th>b</th> <th>c</th> <th></th> <th></th> <th></th> </tr> </thead> <tbody> <tr> <td>Class Participation</td> <td>10%</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Group Project report and presentation</td> <td>20%</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Mid-term Test</td> <td>20%</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Final Examination</td> <td>50%</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Total</td> <td>100%</td> <td colspan="6"></td> </tr> </tbody> </table> <p>Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:</p> <p>Class Participation – Students are encouraged to ask questions and participate in class discussion.</p> <p>Group Project report and presentation – Students are required to perform an analysis of a company listed on the Hong Kong Exchange. The project covers three integrated areas: profitability analysis, corporate financial planning and diagnosing financial policy.</p> <p>Mid-term Test – 2 hour mid-term test with short questions and multiple choice questions are designed to cover the foundation of corporate finance.</p>	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)						a	b	c				Class Participation	10%	√	√	√				Group Project report and presentation	20%	√	√	√				Mid-term Test	20%	√	√	√				Final Examination	50%	√	√	√				Total	100%						
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	<p>Final Examination – 3 hour final examination with short/long questions and cases are designed for students to analyze corporate finance issues and to apply corporate finance concepts and principles to solve real world financial management problems.</p> <p><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturers.</b></p>	
<p><b>Student Study Effort Required</b></p>	<p>Class contact:</p>	
	<ul style="list-style-type: none"> <li>▪ 13 weeks of 3 hours seminar each</li> </ul>	<p>39 Hrs.</p>
	<p>Other student study effort:</p>	
	<ul style="list-style-type: none"> <li>▪ Depends on their backgrounds, on average students are expected to spend around 2 more hours for each contact hour for reading subject materials/textbook, preparing tutorial participation and doing discussion questions and assignments.</li> </ul>	<p>78 Hrs.</p>
<p><b>Reading List and References</b></p>	<p>Berk, Jonathan, Peter DeMarzo and Jarrad Harford, <i>Fundamentals of Corporate Finance</i>, latest edition, Pearson.</p> <p>Stephen A. Ross, Randolph W. Westerfield, Jeffery F. Jaffe, Joseph Lim, Ruth Tan and Helen Wong, <i>Corporate Finance: Asia Global Edition</i>, latest edition, McGraw-Hill.</p> <p>Bruner, Robert F., <i>Case Studies in Finance: Managing for Corporate Value Creation</i>. latest edition, McGraw-Hill.</p>	

<b>Subject Code</b>	<b>AF5510</b>
<b>Subject Title</b>	<b>Corporate Governance</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject provides students with an understanding and application of all aspects, and the related nature, of best practices in corporate governance. It contributes to the achievement of the MCG Programme Outcomes by enabling students to <u>identify and analyze business ethics issues pertaining to corporate governance (Outcome 1), explain the theoretical basis for corporate governance and apply the concepts and principles of corporate governance to current corporate governance practices in the working environment (Outcome 2), and evaluate corporate governance systems of Hong Kong and PRC listed companies.</u>
<b>Subject Learning Outcomes</b>	On successfully completing this subject, students will be able to: <ul style="list-style-type: none"> <li>(a) <u>explain the theoretical basis for corporate governance;</u></li> <li>(b) <u>identify and analyse business ethics issues pertaining to corporate governance;</u></li> <li>(c) <u>interpret the corporate governance system and best practices of Hong Kong companies especially the listed companies;</u></li> <li>(d) <u>identify the features of and evaluate the corporate governance system of PRC companies by reference to corporate governance systems of other developed jurisdictions; and</u></li> <li>(e) <u>Critically evaluate the effectiveness of the Hong Kong corporate governance system in protecting the interests of the investing public, the members and the creditors of Hong Kong companies.</u></li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b>General</b>  Historical development of the system of corporate governance. Corporate governance reports/principles/codes. Agency framework for evaluation of alternative corporate governance system. The role of the Companies Registry, the Stock Exchange and the Securities and Futures Commission in the corporate governance system of Hong Kong and PRC companies. Relationship between accounting quality, auditing and corporate governance.</p> <p><b>Business Ethics</b>  Ethical principles in business. Corporate and individual responsibilities. Ethical dilemmas. Whistle blowing. Individual and corporate standards of behaviour. Corporate codes of conduct. Professional ethics. Ethics and environment. Social responsibility. Stakeholders' interests. Insider trading.</p>

	<p>Conflict of interests. Disclosure of interests in securities. Disclosure of corporate information. Ethics and international business.</p> <p><b>Directors</b> The position, power, responsibilities and ethical issues of directors, non-executive directors and independent non-executive directors. Duties under the Companies Ordinance, the Listing Rules, the Securities and Futures Ordinance and the Codes of Takeovers and Mergers and Share Repurchases. Qualification and disqualification of directors. Appointment and vacation of office. Remuneration, loans and compensation for loss of office. Restrictions on securities dealings, Insider dealing and CEO duality.</p> <p><b>Board Committees</b> The roles of audit committee, remuneration committee and nomination committee.</p> <p><b>Secretary</b> Qualifications, appointment and vacation of office. Duties, responsibilities and ethical issues. The role of the secretary in the corporate governance system.</p> <p><b>Auditor</b> The position, duties, responsibilities and ethical issues of auditors. Appointment, termination and vacation of office. Access to corporate information. The role of the auditor in the corporate governance system. Audit quality. Auditors' independence and non-audit services. Role of Financial Reporting Council.</p> <p><b>Disclosure of Information</b> Disclosure of information in interim accounts and annual reports. Contents of director's report. Notifiable and connected transactions. Disclosure of interests in shares and debentures. Disclosure of directors' dealings in securities. Voluntary disclosures.</p> <p><b>Rights of Shareholders</b> Access to corporate information. The law relating to meetings of shareholders. The conduct and management of general meetings: notice, agenda, quorum, ordinary and special resolutions, voting, polls, proxies, adjournment, powers and duties of chairperson. Appointment and removal of directors. Protection of minority interests.</p> <p><b>Corporate Governance in the PRC</b> The position, power, duties, responsibilities and ethical issues of directors, managers and the supervisory committee. The role of the directors, independent directors, managers, secretaries and the supervisory committee in the corporate governance system of the PRC. Qualification and disqualification of directors, managers, secretaries and members of the supervisory committee. The role and functions of China Securities Regulatory Commission.</p>
<p><b>Teaching/Learning Methodology</b></p>	<p>Lectures emphasize concepts and key principles of corporate governance with reference to the practical application in the workplace. Seminars provide students with a forum for discussion on the application of concepts to current corporate governance practices in their working environment. Students are required to present cases, problems or articles in seminars. Guest speakers from professional bodies will be invited to provide students with workshops that can enhance students' technical skills in the corporate secretaryship and</p>

	corporate administration.						
<b>Assessment Methods in Alignment with Subject Learning Outcomes</b>	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)				
			a	b	c	d	e
	1. Discussion	10%	√	√	√	√	√
	2. Test	20%	√	√	√		√
	3. Presentation	10%	√	√	√		√
	4. Written Report	10%	√	√	√		√
	5. Final examination	50%	√	√	√	√	√
	Total	100 %					
<p>Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:</p> <p>Participation in discussion allows students to freely share their views and experiences in achieving good corporate governance practices in the workplace.</p> <p>Test/Presentation/Final examination requires students to: (a) understand and to apply the statutory and non-statutory regulations; (b) identify and to analyse business ethics issues and practices; (c) apply the concepts and principles of corporate governance to best practices with reference to other countries' best corporate governance practices; and (d) critically evaluate the effectiveness of the Hong Kong/PRC corporate governance system.</p> <p><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturers.</b></p>							
<b>Student Study Effort Required</b>	Class contact:						
	▪ 13 weeks of 3 hours seminar each		39 Hrs.				
	Other student study effort:						
	Students are expected to prepare for the lectures/seminars, test, pre-assigned readings for discussion in class, group presentations and written report.		78 Hrs.				
	Total student study effort		117 Hrs.				
<b>Reading List and References</b>	Christine A. Mallin, Corporate Governance, latest edition, Oxford University Press.						

	<p>Bob Tricker, Corporate Governance, latest edition, Oxford University Press.</p> <p>Companies Ordinance, Cap. 622 (and amendments) and all related rules, regulations &amp; orders.</p> <p>Listing Rules, The Stock Exchange of Hong Kong Limited.</p> <p>Securities and Futures Ordinance, Cap. 571.</p> <p>The Codes on Takeovers and Mergers and Share Buy-backs, SFC.</p> <p>Mike Wright, Donald S. Siegel, Kevin Keasey, and Igor Filatotchev, the Oxford Handbook of Corporate Governance, latest edition, Oxford University Press.</p> <p>Electronic Transactions Ordinance, Cap. 553.</p> <p>Financial Reporting Council Ordinance, Cap. 588.</p> <p>Guide for Directors of Listed Companies, the latest edition, The Stock Exchange of Hong Kong Limited.</p> <p>Business Ethics, European Review, Blackwell Publishing (updated).</p> <p>Fisher C. and Lovell A., Business Ethics and Values – Individual, Corporate and International Perspectives, latest edition, Prentice Hall.</p> <p>Crone A., and Matten D., Business Ethics, latest edition, Oxford University Press.</p> <p>De George, Richard T., Business Ethics, latest edition, Prentice Hall.</p> <p>Velasquez, Manuel G., Business Ethics - Concepts and Cases, latest edition, Prentice Hall.</p> <p>De Jonge, A., Corporate Governance and China's H-Share Market, latest edition, Edward Elgar.</p> <p>Erismann-Peyer, G., Steger, U., and Salzmann, O., The Insider's view on Corporate Governance: The Role of the Company Secretary, latest edition, Palgrave Macmillan.</p> <p>Ferrell, O.C., Fraedrich, J. and Ferrell L., Business Ethics: Ethical Decision Making and Cases, latest edition, Houghton Mifflin Company.</p> <p>Gul, F.A. and Tsui, S.L. Judy, The Governance of East Asian Corporations: Post Asian Financial Crisis, Palgrave Macmillan 2004.</p> <p>Corporate Governance – An International Review, Blackwell.</p> <p>Cheng, P.W., H.S. Sum and K.T. Yuen, The Hong Kong Company Secretary's Handbook: Practice &amp; Procedure, latest edition, Longman.</p> <p>Stott, V., Hong Kong Company Law, latest edition, Longman.</p> <p>Gu Minkang, Understanding Chinese Company Law, Hong Kong University Press, latest edition.</p> <p>Hong Kong Ethics Development Centre, Ethics in Management: A Resource Portfolio for Hong Kong Universities.</p> <p>Journal of Business Ethics, Kluwer Academic Publishers.</p>
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<b>Subject Code</b>	<b>AF5520</b>
<b>Subject Title</b>	<b>Corporate Law</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject focuses on business associations in the form of registered companies (Hong Kong incorporated companies and companies registered here as non-Hong Kong companies). This subject contributes to the achievement of MCG Programme Outcomes by enabling students to <u>identify the legal aspects involved in company matters and the corporate governance system of Hong Kong companies, critically evaluate the rights and responsibilities of corporate officers, develop a critical corporate law insight through application of the laws and best practices in corporate decision making process and governance (Outcome3).</u>
<b>Subject Learning Outcomes</b>	On successfully completing of this subject, the students will be able to: <ul style="list-style-type: none"> <li>(a) <u>identify and compare the laws govern different types of companies</u> registered in Hong Kong, whether incorporated here or overseas;</li> <li>(b) <u>critically evaluate the rights and responsibilities of officers</u> of the company (directors, managers, company secretary and auditor) and also of the shareholders;</li> <li>(c) <u>effectively interpret and apply the governing laws and regulations</u> on various means by which a company may raise capital through equity and / or debt finance;</li> <li>(d) <u>apply the laws and best practices in corporate decision making process, critically evaluate the latest legal reforms</u> in promoting better corporate governance, especially for listed companies; and</li> <li>(e) <u>compare and apply the procedures</u> in the event of restructuring and winding up solvent and insolvent companies; their implications on stakeholders and corporate governance.</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b>Legal Differences, Globalization and Ethical Aspects of Company Regulation</b>  Institutional differences between civil law and common law countries and how these may impinge on the rights and duties of investors and directors. Corporate governance models and trends in the world and in Hong Kong, Multinational corporations as conveyors of globalization, International regulatory framework of multinational corporations, Corporate social responsibility.</p> <p><b>Formation and Constitution</b>  Determinants of organizational form and effect of incorporation. Types of</p>



	<p>company. Comparison of registered companies with other forms of business organization. Companies registered in Hong Kong as 'non-Hong Kong' companies. Corporate groups and associated companies. Formation Procedures, Contents and effect of Articles of Association.</p> <p><b>Corporate Transactions</b> Capacity of companies and the concept of agency as applied to companies. Promotion &amp; Pre-incorporation contracts, Lifting the Corporate Veil, Protection of Outsiders, Maintenance of Capital: Buy Back, Capital Reduction &amp; Financial Assistance.</p> <p><b>Corporate Finance and Protection of Investors</b> Nature and types of shares. Methods of raising share capital. Flotation. Liabilities with respect to prospectuses. Allotment of shares. Underwriting and commission. Debt finance. Secured creditors. Creditors rights. Registration of charges. Priority of charges. Statutory devices for protection of investors.</p> <p><b>Dealings with Shares and Dividends</b> Share transfers and transmission. Mortgages of shares. Redemption and purchase of own shares. Financial assistance for acquisition of shares. Variation of class rights. Disclosure of substantial shareholding. Declaration and payment of dividends. Capitalizing profits. Reserves.</p> <p><b>Corporate Management</b> Appointment of directors. Removal, retirement and disqualification of directors. Authority and liabilities of directors and corporate officers. Duties of directors. Conflict of interests. Avoidance. Insider dealing. Appointment and functions of the company secretary. Appointment, powers and duties of auditors. Corporate liabilities.</p> <p><b>Meetings and Majority Control</b> Conduct of general meetings and meetings of directors. Majority control. Duties of controlling shareholders. Protection of minority shareholders. Shareholders remedies.</p> <p><b>Restructuring, Receivership and Liquidation</b> Reconstructions. Amalgamation. Schemes of Arrangement. Take-overs. Receivership. Functions of receivers and receiver-managers. Compulsory winding up. Voluntary winding up. Order of application of assets of insolvent companies. Preferential creditors: avoidance of transactions. Fraudulent trading. Dissolution.</p>
<p><b>Teaching/Learning Methodology</b></p>	<p>Lectures will emphasize the concepts and the key issues and seminars will provide a forum for discussing applications of the concepts and the key issues. Cases/problems will therefore be used extensively. In addition to the application of concepts emphasis will be given to the identification of legal issues and the development of legal argument. While the doctrine of precedent may be familiar to the students taking this programme (from their earlier law studies), its application is, very often, not appreciated and students often have difficulty applying previous cases to the problems they are faced with.</p> <p>The cases/problems will also focus on the adequacy or otherwise of Hong Kong's existing regulatory regime, law reform, corporate governance and ethical issues. Comparisons will also be made with other jurisdictions.</p>
<p><b>Assessment Methods in</b></p>	

Alignment with Subject Learning Outcomes	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)				
			a	b	c	d	e
	Class Exercises	25%	√	√	√	√	√
	Class Participation	5%	√	√	√	√	√
	Mid-term Test	20%	√	√	√	√	
	Final Examination	50%	√	√	√	√	√
	Total	100%					
<p>Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:</p> <p>Weekly class exercise is to train the student's ability to critically evaluate the ongoing legal reform in corporate governance (Programme Outcome 3). Students' ability to identify the ethical dimensions of corporate regulation will also be assessed in class exercises.</p> <p>Mid-term Test and Final Examination will provide assurance of the above learning outcomes.</p> <p><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturers.</b></p>							
Student Study Effort Required	Class contact:						
	▪ 13 weeks of 3 hours seminar each		39 Hrs.				
	Other student study effort:						
	▪ Textbook reading		39 Hrs.				
	▪ Preparation for presentation & exams		39 Hrs.				
Total student study effort		117 Hrs.					
Reading List and References	<p>Lo, Stefan HC &amp; Qu, Charles Z, Law of Companies in Hong Kong. Latest edition, Sweet &amp; Maxwell.</p> <p>Stott, Vanessa, <i>Hong Kong Company Law</i>, latest edition, Pearson.</p> <p>Cheng, Po Wah, et al, <i>The Hong Kong Company Secretary's Handbook: Practice &amp; Procedure</i>, latest edition, Longman.</p> <p><i>Butterworths Hong Kong Company Law Handbook</i>, Lexis Nexis, Butterworths, latest edition.</p> <p>Smart, P., et al, <i>Hong Kong Company Law Cases, Materials and Comments</i>,</p>						

	<p>Butterworths, latest edition.</p> <p><i>Companies Ordinance (CO)</i>, Chapter 622 of the Laws of Hong Kong.</p> <p><i>Companies (Winding Up &amp; Miscellaneous Provisions) Ordinance (C(WUMP)O)</i>, Chapter 32 of the Laws of Hong Kong.</p> <p><i>Securities and Futures Ordinance (SFO)</i>, Chapter 571 of the Laws of Hong Kong.</p> <p>Selected articles.</p> <p>Web sites: Bilingual Laws Information System (<a href="http://www.legislation.gov.hk">http://www.legislation.gov.hk</a>) Companies Registry (<a href="http://www.cr.gov.hk">http://www.cr.gov.hk</a>) Department of Justice (<a href="http://www.doj.gov.hk">http://www.doj.gov.hk</a>) Securities and Futures Commission (<a href="http://www.sfc.hk">http://www.sfc.hk</a>) Hong Kong Exchange (<a href="http://www.hkex.com.hk">http://www.hkex.com.hk</a>) David Webb-Corporate Governance HK (<a href="http://www.webb-site.com">http://www.webb-site.com</a>)</p>
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<b>Subject Code</b>	<b>AF5521</b>
<b>Subject Title</b>	<b>Contemporary Issues in Corporate Governance</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject aims to instill students with the latest and most controversial aspects of corporate governance since corporate governance is a rapidly evolving area as a result of changes in regulation and economic conditions. It contributes to the achievement of the MCG Programme Outcomes by enabling students to <u>comprehend and analyse research findings on corporate governance system</u> (Outcome 7) and <u>explain and interpret the advanced corporate governance theories and current issues in the corporate governance system</u> (Outcome 7).
<b>Subject Learning Outcomes</b>	On successfully completing this subject, students will be able to: <ul style="list-style-type: none"> <li>(a) <u>interpret advanced aspects of corporate governance theory;</u></li> <li>(b) <u>identify the controversial aspects of corporate governance system, including business ethics issues; and</u></li> <li>(c) <u>analyse the latest research findings on corporate governance system.</u></li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	In order to effectively achieve the three subject learning outcomes, the course is flexible in terms of contents. Both advanced theories of corporate governance and relevant corporate governance research issues will be studied.  Topics for presentation in lectures and discussion in seminars will be selected by lecturers with reference to topics of contemporary significance every year. These may include comparative perspectives of contemporary corporate governance issues, matters of public debate or controversy, and theoretical or empirical studies.
<b>Teaching/Learning Methodology</b>	This subject is a readings course designed to provide students with up-to-date knowledge of the major issues in corporate governance. The subject is also designed to assist students in developing their critical thinking and sharpening their analytical skills. Before each classroom session, students will read two to three research papers and prepare themselves (via outlines, notes, etc.) for subsequent classroom discussions related to the main issues contained in the readings. Students will be encouraged to discuss the application and implications of business ethics in each of the readings. In addition to analyzing each set of weekly readings, students will be required to integrate their knowledge of corporate governance across the various topics. Seminars

	are for case studies, presentation and discussion. Students are expected to play an active role in seminars and are required to present real-life cases, share working experience and apply subject knowledge to the discussion.						
<b>Assessment Methods in Alignment with Subject Learning Outcomes</b>	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)				
			a	b	c		
	Seminar Class Presentation	20%	√	√	√		
	Facilitating Discussion	5%	√	√	√		
	Project	25%	√	√	√		
	Final Examination	50%	√	√	√		
	Total	100%					
<p>Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:</p> <p>Seminar Class Presentation – Students will be assigned to group of 5 persons and allocated an issue or question to present. These questions are related to the materials presented in the relevant lectures and require collective work in preparing appropriate materials. Final product will be a PowerPoint presentation which is limited to 15 slides. Each group shall nominate a representative or more than one person, for presentation purpose.</p> <p>Facilitating Discussion – Tutors will allocate questions and selected groups are to prepare seminar questions handout. The delivery and content of the presentation in class will account for 20% of the total marks with 5% being awarded specifically for students’ ability to provoke and lead a discussion of the topic by the non-presenting members of the seminar class.</p> <p>Project – Each student individually will write an analytical report examining and analyzing a corporate governance topic. This can either be one that is relevant to the organization that student works for or one that is currently topical in Hong Kong, China or overseas. The report must refer to appropriate academic theory relevant to the topic, apply and assess the importance of the theoretical perspective in the light of the issue discussed in the report and consider relevant academic literature</p> <p>Final Examination – The examination shall be a 3-hour closed-book examination.</p> <p><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based</b></p>							

	<b>on the pedagogical needs of subject lecturers.</b>	
<b>Student Study Effort Required</b>	Class contact:	
	▪ Mass Lecture	21 Hrs.
	▪ Tutorial sessions/Presentations	21 Hrs.
	Other student study effort:	
	▪ Reading academic papers	70 Hrs.
	▪ Writing an individual project	70 Hrs.
	Total student study effort	182 Hrs.
<b>Reading List and References</b>	<p>Craig Doidge, G. Andrew Karolyi and Rene M. Stulz, <i>“Why do countries matter so much for corporate governance?”</i>, Journal of Financial Economics, 2007.</p> <p>Ellen Engel, Rachel M. Hayes and Xue Wang, <i>“The Sarbanes-Oxley Act and firms’ going-private decisions”</i>, Journal of Accounting and Economics, 2006.</p> <p>Hermalin, Benjamin E., <i>“Trends in Corporate Governance”</i>, Journal of Finance, 2005, Vol. 60 Issue 5, p2351-2384, 34p.</p> <p>Dahya, J. and J.J. McConnell, <i>“Outside directors and corporate board decisions”</i>, Journal of Corporate Finance”, Issue 11, pp. 37-60, 2005.</p> <p>Joseph P. H. Fan and T.J. Wong, <i>“Do External Auditors Perform a Corporate Governance Role in Emerging Markets? Evidence from East Asia”</i>, Journal of Accounting Research, Volume 43.1, pp. 36-72, 2005.</p> <p>Raheja, Charu, <i>“Determinants of board size and composition. A theory of corporate boards”</i>, Journal of Financial and Quantitative Analysis, Volume 40, 283-306, 2005.</p> <p>Bedard, J., S.M. Chtrorou, and L. Courteau, <i>“The effect of audit committee expertise, independence and activity on aggressive earnings management”</i>, Auditing: A Journal of Practice &amp; Theory, Volume 23(2): pp.13-35, 2004.</p> <p>William B. Kinney, Zoe-Vonna Palmrose, Suzan Scholz, <i>“Auditor Independence, Non-audit services, and Restatements. Was the US Government right?”</i>, Journal of Accounting Research, Vol. 42. 3, p.61, 2004.</p> <p>Francis, Jere R., Inder K. Khurana and Raynolde Pereira, <i>“The Role of Accounting and Auditing in Corporate Governance and the Development of Financial Markets Around the World”</i>, Asia-Pacific Journal of Accounting and Economics, Volume 10, No. 1, pp. 1-30, June 2003.</p> <p>Leuz, Christian, Dhananjay Nanda and Peter D. Wysocki, <i>“Earnings Management and Investor Protection: An International Comparison”</i>,</p>	

<p><i>Journal of Financial Economics</i>, 69, pp. 505-527, 2003.</p> <p>Hutchinson, Marion and Ferdinand A. Gul, "Investment Opportunity Set, Corporate Governance Practices and Firm Performance", <i>Journal of Corporate Finance</i>, 182, pp. 1-20, 2003.</p> <p>Perel, Mel, "An Ethical Perspective on CEO Compensation," <i>Journal of Business Ethics</i>, 48, pp. 381-391, 2003.</p> <p>Lere, J.C., Gaumnitz, B.R., "The Impact of Codes of Ethics on Decision Making: Some Insights from Information Economics," <i>Journal of Business Ethics</i>, 48(4), pp. 365-379, 2003.</p> <p>Johnson, S. and T. Mitton, "Cronyism and Capital Controls: Evidence from Malaysia", <i>Journal of Financial Economics</i>, 67, pp. 351-382, 2003.</p> <p>Felo, A.J., "Ethics Programs, Board Involvement, and Potential Conflicts of Interest in Corporate Governance," <i>Journal of Business Ethics</i> 32(3), pp. 205-218, 2001.</p> <p>Johnson, S., P. Boone, A. Breach, and E. Friedman, "Corporate Governance in the Asian Financial Crisis," 1997-1998, <i>Journal of Financial Economics</i>, 58: pp. 141-186, 2000.</p> <p>Chen, Charles J.P. and Bikki Jaggi, "Association between Independent Non-executive Directors, Family Control and Financial Disclosures in Hong Kong", <i>Journal of Accounting and Public Policy</i>, 19, pp. 285-310, 2000.</p> <p>Hill, Charles W.L. and Scott A. Snell, "External Control, Corporate Strategy, and Firm Performance in Research-Incentive Industries", <i>Strategic Management Journal</i>, Vol. 9, pp. 577-590, 1998.</p> <p>La Porta, R., F. Lopez-de-Silanes, A. Shleifer, R. Vishny, "Law and Finance", <i>The Journal of Political Economy</i>, 106, pp. 1113-1115, 1998.</p> <p>Shleifer, Andrei and Robert W. Vishny, "A Survey of Corporate Governance", <i>The Journal of Finance</i> 35, pp. 737-783, June 1997.</p> <p>Shleifer, Andrei and Robert W. Vishny, "A Survey of Corporate Governance", <i>The Journal of Finance</i> 35, pp. 737-783, June 1997.</p> <p>Zahra, Shaker A., "Governance, Ownership, and Corporate Entrepreneurship: The Moderation Impact of Industry Technological Opportunities", <i>Academy of Management Journal</i>, Vol. 39, No. 6, pp. 1713-1735, 1996.</p> <p>Rediker, Kenneth J. and Anju Seth, "Boards of Directors and Substitution Effects of Alternative Governance Mechanisms", <i>Strategic Management Journal</i>, Vol. 16, pp. 85-99, 1995.</p> <p>Jensen, Michael C., "The Modern Industrial Revolution, Exit, and the Failure of Internal Control Systems", <i>The Journal of Finance</i>, Vol. XLVIII, No. 3, July 1993.</p> <p>Franks, Julian and Colin Mayer, "Capital Markets and Corporate Control: A Study of France, Germany and the UK", <i>The Journal of Finance</i>, Vol. XLVIII, No. 3, July 1993.</p>
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	<p>Baysinger, Barry D., Rita D. Kosnik and Thomas A. Turk, “Effects of Board and Ownership Structure on Corporate R&amp;D Strategy”, <i>Academy of Management Journal</i>, Vol. 34, No. 1, pp. 205-214, 1991.</p> <p>Baysinger, Barry and Robert E. Hoskisson, “The Composition of Boards of Directors and Strategic Control: Effects on Corporate Strategy”, <i>Academy of Management Review</i>, Vol. 15, No. 1, 72-87, 1990.</p> <p>Baker, George P., Michael C. Jensen and Kevin J. Murphy, “Compensation and Incentives: Practice vs. Theory”, <i>The Journal of Finance</i>, Vol. XLIII, No. 3, July 1988.</p> <p>Jensen, Michael C., “Agency Costs of Free Cash Flow, Corporate Finance, and Takeovers”, <i>The American Economic Review</i>, Vol. 76, Issue 2, pp. 323-329, May 1986.</p> <p>Morck, R., B. Yeung and M Zhao “China’s Lucky Corporate Governance” , Peking University Business Forum</p> <p>Murphy, Kevin J., “Corporate Performance and Managerial Remuneration”, <i>Journal of Accounting and Economics</i>, 7, 11-42, North-Holland, 1985.</p> <p>Hart, Oliver, “Corporate Governance: Some Theory and Implications”, <i>The Economic Journal</i>, 105 (May), pp. 678-689.</p> <p>Weston, J. Fred, Mark L. Mitchell and J. Harold Mulherin, “Corporate Governance and Performance”, <i>Takeovers, Restructuring, and Corporate Governance</i>, latest edition, Chapter 20.</p> <p>N M Wijnberg, Normative Stakeholder theory and Aristotle: The Link Between Ethics and Politics, <i>Journal of Business Ethics</i> 25:329-342, 2000.</p> <p>Joseph Heath, Business Ethics without Stakeholders, <i>Business Ethics Quarterly</i>, Vol.16, Issue 3 pp.533-557.</p> <p>Po Keung Ip, Is Confucianism Good for Business Ethics in China? <i>Journal of Business Ethics</i> 88:463-476, 2009.</p> <p>Po Keung Ip, The Challenge of Developing a Business Ethics in China, <i>Journal of Business Ethics</i>, 88:211-224, 2009.</p> <p>Young, Li and Chu, In the Interest of Minority shareholders in Hong Kong: case study on the privatization of PCCW, (2011) 32 <i>The Company Lawyer</i> Issue 1 28 and (2011) 32 <i>The Company Lawyer</i> 51.</p> <p>Selected journal articles for each lecture.</p> <p><u>Books</u></p> <p>De Jonge A. <i>Corporate Governance and China’s H-Share Market</i>, latest edition, Edward Elgar.</p> <p>Huang Y., <i>Capitalism with Chinese Characteristics: Entrepreneurship and</i></p>
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	<p><i>The State</i>, latest edition, Cambridge University Press.</p> <p>Brockett, A. and Z. Rezaee <i>Corporate Sustainability</i>, John Wiley &amp; Sons, Inc.</p> <p><u>Report</u></p> <p>Kirkpatrick, G., '<i>The Corporate Governance Lessons from the Financial Crisis</i>', OECD, 2009.</p>
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<b>Subject Code</b>	<b>AF5930</b>
<b>Subject Title</b>	<b>Corporate Administration</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject aims to impart students with a practical and theoretical understanding of the knowledge and skills required in corporate administration. It contributes to the achievement of the MCG Programme Outcomes by enabling students to analyze the implications of various corporate governance issues in corporate administration (Programme Outcome 3), to take responsibility for the administration of corporate resources in compliance with external and internal regulations, to apply core skills in corporate management and to effectively manage corporate resources (Programme Outcome 3).
<b>Subject Learning Outcomes</b>	On successfully completing this subject, students will be able to: <ul style="list-style-type: none"> <li>(a) <u>analyse the implications of various corporate governance issues in organizations in Hong Kong and PRC companies;</u></li> <li>(b) <u>apply the knowledge, concepts and legal principles required for effective corporate management including, compliance with external and internal regulation procedures;</u></li> <li>(c) <u>apply the core skills for responsible corporate management in both the strategic and functional contexts, including how to advise the Board, to lead teams and committees, and to devise, implement and carry out best administrative practices and measures; and</u></li> <li>(d) <u>take responsibility for the administration of corporate knowledge and information, the human resource, pension schemes, insurance and risk, and physical corporate assets.</u></li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b>Role &amp; Functions of Corporate Administrator and Business Ethics</b>  The role, functions and compliance perspective of the corporate administrator. Administration as a support service in organisations. Operation of an organisation within a framework of corporate governance. The concept of best practice. The sources and application of guides to best practice. Corporate social responsibility. Benefits of managing business ethics. Role of ethics committee. Guidelines for developing corporate ethics. Sources of ethical tools and methods to resolve ethical dilemmas.</p> <p><b>Knowledge and Information</b></p>

The sources of information on law, regulation and administrative best practice. Information, data and technology as a corporate resource. Technological change and innovation: e-commerce, internet and website applications and management. Registration of domain name. Security and integrity of information; control of access. Electronic Transactions: legislation and practice.

Intellectual property rights: legislation and practice. The effective management and protection of trademarks, patents, registered designs and copyrights. Strategies to protect IP rights in both Hong Kong and PRC.

Personal data privacy protection: legislation and practice. Six data protection principles. Update on new provisions of personal data privacy law. Code of Practice on Human Resource Management: recruitment, current employment and former employees' matters. Confidentiality. Unsolicited Electronic Messages: legislation and practice.

### **The Human Resource**

Hong Kong employment law, regulation and legislation. Securing and monitoring the people resource: human resource & succession planning, recruitment and selection, job descriptions and person specifications. Concepts of added value and continuous improvement. Conclusion of an employment contract and job offer procedures.

Vicarious liability of employer. Form and terms of employment contracts. Employer and employee relationship. Contract of service and contract for service. Continuous contract of employment. Rights and duties of employer and employee under the law. Employment rights, benefits & protection: legislation and practice. Minimum wage legislation. Equal opportunities at employment: legislation and practice.

Lawful and unlawful dismissal. Summary dismissal and constructive dismissal. Disciplinary action and termination of employment: best practice. Grievance procedure: best practice. Redundancy, severance payments and long service payments. Maximising performance through job redesign; motivation, job enrichment; job enlargement; job rotation; job empowerment; reward & recognition systems; and job evaluation. Training and development. Coaching and counselling. Performance appraisal. Working with consultants and volunteers.

Occupational safety and health: legislation and practice. Health and safety at work: duties of employers, employees and occupiers, legislative compliance and practice. Employee Compensation: legislation and practice. Environmental protection: legislation and practice.

Legal framework of the PRC Labour Law and PRC Labour Contract Law. General features of employment rights under PRC law. Liability of Hong Kong employers for Hong Kong employees seconded to work in the PRC. Health and safety at work in PRC: legislation and practice.

### **Pensions, Insurance and Risk**

Pensions: their relevance and purposes. Scheme types: occupational, government, personal. Stakeholder pensions and group personal pensions. The management and proper control of pension schemes.

	<p>The impact of legislation. Funds and their management. Principles and practice of trusteeship; administrative secretaryship and support. The duties of trustees in law. Trust deeds and rules. Regulatory framework of Mandatory Provident Fund and legislative requirements for effective implementation and management. Interface arrangements for ORSO schemes and MPF schemes. MPF intermediaries. MPF schemes: legislation and practice.</p> <p>The nature of corporate and business risks: management and control. Risk management process and risk implementation &amp; management. Risk and corporate governance. Strategies for dealing with risks. Contingency plan, disaster planning and business continuity programme. Principles of insurance. Insurance contract. Corporate liability and insurance: classes and types. The insurance market in Hong Kong; brokers and intermediaries. The use of consultants and advisers. Co-insurance and re-insurance. Captive insurance company. Anti-money laundering: importance of AML in corporate administration and methods of money laundering. Suspicious transaction reports and best practices in AML.</p> <p>The nature of the competition law. Role and functions of the Competition Commission. Types of anti-competitive conducts. Types of the competition rules. Hypothetical examples for the application of the relevant “competition rules”.</p> <p><b>Corporate Assets</b> Acquisition, management and disposal of physical assets. Effective purchasing practice. Internal control. Role and functions of facilities management. Business property location and relocation, accommodation and space planning, office layout, outsourcing as a method of corporate asset management in Hong Kong. Principles of security management, application, and control of security systems. Management of risks and Security and the application of systems.</p>																										
<p><b>Teaching/Learning Methodology</b></p>	<p>Lectures will explain and emphasize the key principles and concepts and will assist students in the assimilation of basic theory, together with its practical application to the workplace. Lectures will be conducted in an interactive manner requiring prior preparation. Lectures promote student participation in the learning process through discussion, case analysis and problem solving. Students are expected to apply subject knowledge to their administration of business ethics, corporate knowledge and information, human resource, pension schemes, insurance and risk, and physical corporate assets.</p>																										
<p><b>Assessment Methods in Alignment with Programme Learning Outcomes</b></p>	<table border="1"> <thead> <tr> <th data-bbox="469 1682 837 1906">Specific assessment methods/tasks</th> <th data-bbox="847 1682 1034 1906">% weighting</th> <th colspan="4" data-bbox="1038 1682 1442 1839">Intended subject learning outcomes to be assessed (Please tick as appropriate)</th> </tr> <tr> <td></td> <td></td> <th data-bbox="1043 1845 1107 1906">a</th> <th data-bbox="1112 1845 1176 1906">b</th> <th data-bbox="1181 1845 1244 1906">c</th> <th data-bbox="1249 1845 1313 1906">d</th> </tr> </thead> <tbody> <tr> <td data-bbox="469 1912 837 1973">1. Class participation</td> <td data-bbox="847 1912 1034 1973">10%</td> <td data-bbox="1043 1912 1107 1973">√</td> <td data-bbox="1112 1912 1176 1973">√</td> <td data-bbox="1181 1912 1244 1973">√</td> <td data-bbox="1249 1912 1313 1973">√</td> </tr> <tr> <td data-bbox="469 1980 837 2040">2. Group presentation</td> <td data-bbox="847 1980 1034 2040">20%</td> <td data-bbox="1043 1980 1107 2040">√</td> <td data-bbox="1112 1980 1176 2040">√</td> <td data-bbox="1181 1980 1244 2040">√</td> <td data-bbox="1249 1980 1313 2040">√</td> </tr> </tbody> </table>	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)						a	b	c	d	1. Class participation	10%	√	√	√	√	2. Group presentation	20%	√	√	√	√		
Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)																									
		a	b	c	d																						
1. Class participation	10%	√	√	√	√																						
2. Group presentation	20%	√	√	√	√																						

	3. Test	20%	√	√	√	√	
	4. Final examination	50%	√	√	√	√	
	Total	100%					
	<p>Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:-</p> <p>Class participation and group presentation allows students to freely share their views &amp; practical experiences, critically evaluate the key issues, make recommendation and create their own independent thinking in achieving good corporate administration in governance best practices at the workplace.</p> <p>Test and final examination require students to: identify various corporate governance issues in organizations in Hong Kong and PRC companies and resolve ethical dilemma, apply knowledge to provide advice on best practices, internal procedures and policies (for example, information management policy, intellectual property rights protection policy, personal data privacy protection policy, risk management procedures, various human resource policies and procedures relating to disciplinary actions, grievance procedures, employees' conduct, dismissal, promotion, performance appraisal, equal opportunities, occupational safety and health, etc.), to manage pension scheme administration, to develop business continuity plan, to implement risk management planning and to manage corporate assets.</p> <p><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of the subject lecturer.</b></p>						
<b>Student Study Effort Required</b>	Class contact:						
	▪	13 weeks of 3 hours lecture each	39 Hrs.				
	Other student study effort:						
	▪	Students are expected to prepare for the lectures, pre-assigned readings and cases, class participation, group presentation, test and final examination.	78 Hrs.				
	Total student study effort		117 Hrs.				
<b>Reading List and References</b>	<u>I. Legislation</u>						
	Employment Ordinance (Cap. 57)						
	Personal Data (Privacy) Ordinance (Cap. 486) <a href="http://www.elegislation.gov.hk">http://www.elegislation.gov.hk</a>						
	PRC Labour Law <a href="http://www.china.org.cn/living_in_china/abc/2009-07/15/content_18140508.htm">http://www.china.org.cn/living_in_china/abc/2009-07/15/content_18140508.htm</a>						
PRC Labour Contract Law							

<http://www.12333sh.gov.cn/200912333/2009english/laws/200911/P020091105359417211156.pdf>

## II. Websites

Department of Justice: Bilingual Laws Information System  
<http://www.elegislation.gov.hk>

Independent Commission Against Corruption  
<http://www.icac.org.hk>

Hong Kong Business Ethics Development Centre  
<http://www.hkbedc.icac.hk>

Intellectual Property Department  
<http://www.ipd.gov.hk>

Hong Kong - The IP Trading Hub  
<http://www.ip.gov.hk>

Hong Kong Domain Name Registration Limited  
<http://www.hkdnr.hk>

Office of the Privacy Commissioner for Personal Data  
<http://www.pcpd.org.hk>

Office of the Communications Authority  
<http://www.ofca.gov.hk>

Labour Department  
<http://www.labour.gov.hk>

Equal Opportunities Commission  
<http://www.eoc.org.hk>

Occupational Safety & Health Council  
<http://www.oshc.org.hk>

Mandatory Provident Fund Schemes Authority  
<http://www.mpfa.org.hk>

Mandatory Provident Fund Schemes Examination/MPF Intermediaries Examination, latest edition  
[http://www.mpfa.org.hk/eng/supervision/mpf\\_intermediaries/intermediaries\\_examination/Study\\_Notes\\_9th\\_Eng.pdf](http://www.mpfa.org.hk/eng/supervision/mpf_intermediaries/intermediaries_examination/Study_Notes_9th_Eng.pdf)

Insurance Intermediaries Qualifying Examination Study Notes: Principles and Practice of Insurance, General Insurance, latest edition  
[https://www.ia.org.hk/en/supervision/reg\\_ins\\_intermediaries/insurance\\_intermediaries\\_quality\\_assurance\\_scheme.html](https://www.ia.org.hk/en/supervision/reg_ins_intermediaries/insurance_intermediaries_quality_assurance_scheme.html)

The Hong Kong Federation of Insurers  
<http://www.hkfi.org.hk>

Insurance Authority  
<http://www.ia.gov.hk>

Competition Commission  
<http://www.compcomm.hk>

<b>Subject Code</b>	<b>MM533</b>
<b>Subject Title</b>	<b>Organisation Management and Strategy</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject aims to equip students with sound knowledge and understanding of key principles and practices in management. It contributes to the achievement of MCG Programme Outcomes by enabling students to apply concepts from strategy and organisational development in strategic management process, and explain various corporate governance issues in organisations. It also requires students to identify ethical practices of strategic leaders (Outcome 1).
<b>Subject Learning Outcomes</b>	On successfully completing this subject, students will be able to: <ul style="list-style-type: none"> <li>(a) apply strategy theories, models and language to contribute to boardroom decision making, which includes the issues of corporate governance, ethical and political consideration;</li> <li>(b) explain the principles of organisational development to contribute to corporate management; and</li> <li>(c) identify and evaluate leadership theories and best practices in the functional role and leadership of teams.</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b><u>Strategic Management Inputs</u></b> The nature of strategy. Industrial organisation model. Resource-based model. Vision and mission. Stakeholders. External environmental analysis. Strategic group analysis. Competitor analysis. Internal environmental analysis. Value chain analysis.</p> <p><b><u>Strategy Formulation</u></b> Corporate-level strategy. Diversification. Business-level strategy. Competitive strategy. Cooperative strategy. Strategic choice.</p> <p><b><u>Strategy Implementation</u></b> Relationship between strategy and structure. Strategic and financial control. Corporate governance. Corporate social responsibility. Ethical practices. Strategic leadership. Balanced scorecard.</p> <p><b><u>Organisational Development</u></b> The management of organisational change and development. The management and mobilization of organisational culture.</p> <p><b><u>Team Leadership</u></b> Leadership theories. Emotional intelligence. Motivation. Team building.</p>
<b>Teaching/Learning Methodology</b>	Lectures cover the core principles and concepts of the subject syllabus. Seminars are for case studies, presentation and discussion. Students are expected to play an active role in seminars and are required to present real-life cases, share working experience and apply subject knowledge to the discussion.

Assessment Methods in Alignment with Intended Learning Outcomes	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)		
			a.	b.	c.
	<b>Continuous Assessment*</b>	<b>50%</b>			
1. Group presentation and report	25%	✓	✓	✓	
2. Individual essay	15%		✓	✓	
3. Attendance and participation	10%	✓	✓	✓	
<b>Examination</b>	<b>50%</b>	✓	✓	✓	
Total	100 %				
<p>Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:</p> <p>Group presentation and report – Students are required to prepare a strategic audit report on a Hong Kong listed company, and present their analyses and recommendations by applying concepts from strategic management, organisational development and leadership.</p> <p>Individual essay – Students are required to write an essay in respect of an organisational change that happened to them in their workplaces by addressing organisational development and leadership concepts and principles.</p> <p>Attendance and participation – Students are expected to actively participate in discussion in respect of their understandings of strategic management, organisational development and leadership.</p> <p>Final examination – A three-hour examination with five questions that assess students’ abilities to apply concepts/theories of strategic management, organisational development and leadership.</p> <p><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturers.</b></p>					
Student Study Effort Expected	Class contact:				
	<ul style="list-style-type: none"> <li>▪ Lectures and seminars</li> </ul>				39 Hrs.
	Other student study effort:				
	<ul style="list-style-type: none"> <li>▪ Depending on their backgrounds, on average students are expected to spend around 2 more hours for each contact hour for reading subject materials/textbook, preparing tutorial</li> </ul>				78 Hrs.



	participation and doing group projects and assignments.	
	Total student study effort	117 Hrs.
<p><b>Reading List and References</b></p>	<p><b>Recommended Textbooks</b>                      French, W. L., Bell, C. H. &amp; Zawacki, R. A. (2005). Organisational Development and Transformation: Managing Effective Change (6th ed.). NY: McGraw-Hill.</p> <p>Ko, S. (Ed.) (2014). Organization Management and Strategy. Hong Kong: Pearson Education Asia Limited.</p> <p>Reading materials will be supplied in the course.</p> <p><b>References</b>                      Cummings, T. G. &amp; Worley, C. G. (2015). Organisation Development and Change (10th ed.). OH: South-Western Cengage Learning.</p> <p>Dess, G. G., Lumpkin, G. T., Eisner, A. B. &amp; McNamara, G. (2014). Strategic Management: Text and Cases (7th ed.). NY: McGraw-Hill.</p> <p>Hrebiniak, L. G. (2013). Making Strategy Work (2nd ed.). Upper Saddle River, NJ: Pearson.</p> <p>Hunger, J. D. &amp; Wheelen, T. L. (2011). Essentials of Strategic Management (5th ed.). Upper Saddle River, NJ: Pearson.</p> <p>Mosley, D. C., Pietri, P. H. &amp; Megginson, L. C. (2000). Management: Leadership in Action. NY: Harper Collins.</p> <p>Pearce, J. A. &amp; Robinson, R. B. (2011). Strategic Management: Formulation, Implementation and Control (12th ed.). NY: McGraw-Hill.</p> <p>Stringer, R. (2002). Leadership and Organisation Climate: The Cloud Chamber Effect. Upper Saddle River, NJ: Pearson.</p> <p>Thompson, A. A., Gamble, J. E. &amp; Strickland, A. J. (2006). Strategy: Winning in the Marketplace: Core Concepts, Analytical Tools, Cases (2nd ed.). NY: McGraw-Hill.</p> <p>Yukl, G. A. (2013). Leadership in Organisations (8th ed.). Upper Saddle River, NJ: Pearson.</p>	

<b>Subject Code</b>	<b>AF5220</b>
<b>Subject Title</b>	<b>Strategic China Tax Planning and Management</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	This subject aims to impart students with sound knowledge of China tax framework, principles and practices for planning and decision making in corporate governance. It contributes to the achievement of MCG Programme Outcomes by enabling students to <u>explain current tax laws, and apply established tax principles and practices to analyze business situations and problems</u> in the specific business setting of the mainland China, <u>develop a critical insight and appreciation through effectively interpret up-to-date tax legislations, rules, and guidelines and analyze practical tax issues relating to their business operation, and apply the current tax law and practices on taxation implications in corporate governance and corporate management decision making.</u>
<b>Subject Learning Outcomes</b>	Upon completion of the subject, students will be able to: <ul style="list-style-type: none"> <li>(a) <u>explain the current laws and apply the principles and practices</u> relating to taxation for individual and foreign-invested entities operating business in the mainland China;</li> <li>(b) <u>effectively interpret tax legislations, rules, and guidelines and analyse practical tax issues</u> through critically evaluate the tax consequences of various types of structure of business transactions and provide professional advices on the China tax system and its operation as well as tax implications on individuals and business entities; and</li> <li>(c) <u>apply the tax knowledge in corporate governance and management decision making</u> through strategically formulate and carry out China tax planning ideas and policies in relation to individual and business transactions in order to minimize their explicit tax liabilities or enhance their tax efficiency and effectiveness.</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b>Overview of China Taxation System and Tax Administration</b> Forms of business establishment in the mainland China. Current tax structure and types of tax. Structure of China tax laws and regulations. Structure of China tax administrative system. Tax collection and administration law and implementing rules.</p> <p><b>Turnover Tax System</b> Scope of taxation – value added tax, business tax and consumption tax. Exemption and reliefs. Determination of taxable amount. Calculation of</p>

	<p>tax liabilities. Applicable tax rates. Turnover tax administration. Tax refunds on export. B2V reform and its implementing issues.</p> <p><b>Corporate Income Tax Planning and Management</b>  <u>Corporate Income Tax and Tax Incentives</u>  Forms of business presence of foreign investment in China. Scope of charge – foreign invested enterprises and domestic enterprises. Assessment and exemptions. Applicable tax rates. Preferential tax treatments. Tax incentives – location and industry. Tax holidays. R&amp;D super deduction. Cross-border transactions. Double taxation arrangement. Mergers and acquisitions. Reforms of corporate income taxes.</p> <p><u>Anti-avoidance Provisions</u>  Rules and regulations. General and specific provisions. Special tax adjustments. Taxation of indirect transfer of assets.</p> <p><u>Transfer Pricing Rules</u>  Transfer pricing audits. Rules and regulations. Target transactions and target enterprises. Audit adjustments and methods. Contemporaneous documentation. Corresponding adjustments. Defense pricing strategy. Advance pricing arrangement. BEPS, common reporting standards and recent developments.</p> <p><u>Double Taxation Arrangement</u>  Application of Memorandum of Understanding between the Mainland China and Hong Kong for the Avoidance of Double Taxation. Comprehensive agreement and subsequent protocols. Treaty benefits. Treaty Shopping. Beneficial ownership. Taxation of capital gains. Automatic exchange of information. Implementation issues.</p> <p><u>Other Special Forms of Investment</u>  Representative offices. Contract manufacturing vs. import processing. Chinese holding companies. Investment headquarters. Investments in free trade zones and bonded areas. Export processing zones.</p> <p><u>Tax Planning</u>  Tax minimization and tax avoidance. Tax audits and penalty. Trade-off between tax factors and non-tax factors. Planning opportunities for foreign invested enterprises. Anti-treaty shopping.</p> <p><b>Individual Income Tax Planning and Management</b>  Scope of charge. Types of income. Non-taxable benefits. Deductions. Applicable tax rates. Cross-border transactions. Double taxation arrangement. Tax reforms. Planning opportunities for expatriates.</p> <p><b>Other Types of Taxes and Issues</b>  Land value appreciation tax. Real estate tax. Urban land and house tax. Vehicle and vessel license tax. Stamp tax. Deed tax. Motor vehicle acquisition tax. Resource tax. New proposed taxes and their feasibility – fuel tax, Real property tax, social security tax, share transaction tax and estate duty. New taxes such as environmental protection tax and tobacco leaf tax.</p>
<b>Teaching/Learning</b>	Lectures cover the core principles and concepts of the subject syllabus.

<b>Methodology</b>	Seminars are for case studies, presentation and discussion. Students are expected to play an active role in seminars and are required to present tax problems/cases and articles. They are expected to apply subject knowledge to the discussion of the current tax issues faced by a corporate administrator in their working environment. A fair portion of guided reading will also be provided.																																																																				
<b>Assessment Methods in Alignment with Subject Learning Outcomes</b>	<table border="1" data-bbox="485 452 1442 1093"> <thead> <tr> <th data-bbox="485 452 799 651" rowspan="2">Specific assessment methods/tasks</th> <th data-bbox="799 452 959 651" rowspan="2">% weighting</th> <th colspan="6" data-bbox="959 452 1442 584">Intended subject learning outcomes to be assessed (Please tick as appropriate)</th> </tr> <tr> <th data-bbox="959 584 1038 651">a</th> <th data-bbox="1038 584 1118 651">b</th> <th data-bbox="1118 584 1198 651">c</th> <th data-bbox="1198 584 1278 651"></th> <th data-bbox="1278 584 1358 651"></th> <th data-bbox="1358 584 1442 651"></th> </tr> </thead> <tbody> <tr> <td data-bbox="485 651 799 719">Group Project Report</td> <td data-bbox="799 651 959 719">25%</td> <td data-bbox="959 651 1038 719">√</td> <td data-bbox="1038 651 1118 719">√</td> <td data-bbox="1118 651 1198 719">√</td> <td data-bbox="1198 651 1278 719"></td> <td data-bbox="1278 651 1358 719"></td> <td data-bbox="1358 651 1442 719"></td> </tr> <tr> <td data-bbox="485 719 799 819">Individual Strategic Case</td> <td data-bbox="799 719 959 819">15%</td> <td data-bbox="959 719 1038 819">√</td> <td data-bbox="1038 719 1118 819">√</td> <td data-bbox="1118 719 1198 819">√</td> <td data-bbox="1198 719 1278 819"></td> <td data-bbox="1278 719 1358 819"></td> <td data-bbox="1358 719 1442 819"></td> </tr> <tr> <td data-bbox="485 819 799 887">Tutorial Participation</td> <td data-bbox="799 819 959 887">5%</td> <td data-bbox="959 819 1038 887">√</td> <td data-bbox="1038 819 1118 887">√</td> <td data-bbox="1118 819 1198 887">√</td> <td data-bbox="1198 819 1278 887"></td> <td data-bbox="1278 819 1358 887"></td> <td data-bbox="1358 819 1442 887"></td> </tr> <tr> <td data-bbox="485 887 799 954">Class Participation</td> <td data-bbox="799 887 959 954">5%</td> <td data-bbox="959 887 1038 954">√</td> <td data-bbox="1038 887 1118 954">√</td> <td data-bbox="1118 887 1198 954">√</td> <td data-bbox="1198 887 1278 954"></td> <td data-bbox="1278 887 1358 954"></td> <td data-bbox="1358 887 1442 954"></td> </tr> <tr> <td data-bbox="485 954 799 1021">Final Examination</td> <td data-bbox="799 954 959 1021">50%</td> <td data-bbox="959 954 1038 1021">√</td> <td data-bbox="1038 954 1118 1021">√</td> <td data-bbox="1118 954 1198 1021">√</td> <td data-bbox="1198 954 1278 1021"></td> <td data-bbox="1278 954 1358 1021"></td> <td data-bbox="1358 954 1442 1021"></td> </tr> <tr> <td data-bbox="485 1021 799 1093">Total</td> <td data-bbox="799 1021 959 1093">100 %</td> <td colspan="6" data-bbox="959 1021 1442 1093"></td> </tr> </tbody> </table> <p data-bbox="485 1111 1442 1178">Explanation of the appropriateness of the assessment methods in assessing the intended learning outcomes:</p> <p data-bbox="485 1196 1442 1357">Group Project Report – The objectives of the project are: (i) To enable students to develop a better understanding of some important issues in China tax which they are interested in; (ii) To widen students’ perspective on issues in China tax; and (iii) To stimulate students’ interest in searching and reading articles/ materials of related tax issues.</p> <p data-bbox="485 1375 1442 1581">Individual Strategic Case – The objectives of the case study write-up are: (i) To enable students to analyze the China tax framework of the case; (ii) To apply the related tax knowledge to solve the issues; (iii) To identify the China tax planning ideas and their constraints in the real-life business situation; and (iv) To formulate the sound judgment on the business decision.</p> <p data-bbox="485 1599 1442 1738">Tutorial Participation – Students are required to present tax problems/cases (on group basis) by analyzing the facts/tax issues and apply tax concepts/principles to provide tax solutions/explanations of tax implications.</p> <p data-bbox="485 1756 1442 1823">Class Participation – Students are encouraged to speak and active in class discussion for various issues in the subject.</p> <p data-bbox="485 1841 1442 1962">Final Examination – 3-hours open book examination with four to five tax problems/cases that students are required to analyze the facts/tax issues and apply tax concepts/principles to provide tax solutions/explanations of tax implications/advices in respect of any chosen problems/cases.</p> <p data-bbox="485 1980 1442 2042"><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination</b></p>							Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)						a	b	c				Group Project Report	25%	√	√	√				Individual Strategic Case	15%	√	√	√				Tutorial Participation	5%	√	√	√				Class Participation	5%	√	√	√				Final Examination	50%	√	√	√				Total	100 %						
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	<b>components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturer(s).</b>	
<b>Student Study Effort Required</b>	Class contact:	
	<ul style="list-style-type: none"> <li>▪ 13 weeks of 3 hours seminar each</li> </ul>	39 Hrs.
	Other student study effort:	
	<ul style="list-style-type: none"> <li>▪ Depends on their backgrounds, on average students are expected to spend around 2 more hours for each contact hour for reading subject materials/textbook, preparing tutorial participation and doing discussion questions and assignments.</li> </ul>	78 Hrs.
	Total student study effort	117 Hrs.
<b>Reading List and References</b>	<p><i>Weekly reading materials recommended/supplied in the subject.</i></p> <p><b><i>Textbooks and References</i></b></p> <p>CCH, <i>China Master Tax Guide</i>, latest edition, Hong Kong, Wolters Kluwer Hong Kong Limited</p> <p>OECD, <i>Model Tax Convention on Income and on Capital</i>, condensed version, Paris, Organization for Economic Co-operation and Development</p> <p>《中華人民共和國稅法基本法規》（最新版） 出版社：中國稅務出版社</p> <p>《稅法》(Taxation Laws)（CICPA教材最新版） 作者：中國註冊會計師協會 出版社：經濟科學出版社</p> <p>國家稅務總局網頁：<a href="http://www.chinatax.gov.cn/n8136506/index.html">www.chinatax.gov.cn/n8136506/index.html</a></p>	

<b>Subject Code</b>	<b>AF5336</b>
<b>Subject Title</b>	<b>Business Risk Management</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	None
<b>Role and Purposes</b>	<p>This subject builds on materials in Economics, Quantitative Methods, Managerial Economics and Business Law. It contributes to the achievement of MCG Programme Outcomes by enabling students to evaluate how a business can identify and measure its loss exposures and select appropriate tools for the management of that exposure.</p> <p>In this subject, students would be given opportunities to interpret the ethical implications of relevant corporate governance issues, and also to evaluate the financial risk management functions of a firm, such as management of the risks when planning and implementing the related company policies. This aims to prepare the students to establish the body of knowledge necessary for independent risk management analysis and decision-making.</p>
<b>Subject Learning Outcomes</b>	<p>On successfully completing this subject, students will be able to:</p> <ul style="list-style-type: none"> <li>(a) identify the role of risk management in business firms;</li> <li>(b) apply a variety of tools to identify, measure and control a firm's risk exposure related to its operation, financing and investment in a global market environment; and</li> <li>(c) identify and evaluate issues related to the financial risk management functions of a firm.</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b>Basic Concepts of Risk Management</b></p> <p>Concept of risk. Classifications of Risk. Meaning of risk management. Objectives of risk management. Evolution of risk management. Utility Theory and Risk management decisions.</p> <p><b>Risk Management Process</b></p> <p>Steps in the risk management process. Identification of loss exposures. Risk measurement. Value at risk (VAR). Risk control tools.</p> <p><b>Financial Risk Management</b></p> <p>Understanding of derivatives. Identifying, measuring and monitoring market risk. Applications of VAR. Credit exposure of different financial instruments. Credit derivatives. Identifying, measuring and monitoring</p>

	operational risk.																																																							
<b>Teaching/Learning Methodology</b>	Lectures will be used to provide theoretical concepts and approaches of the subject. Seminars will be used for case studies, presentation and discussion. Students are required to discuss real-world cases in seminars. They are expected to apply subject knowledge to the discussion of the current corporate risk management issues faced by a corporate administrator in their working environment. Ethical issue will also be discussed since the manager's unethical behaviour will increase the risk for the company. Students are expected to actively participate in the seminars and to share their experience and learn from each other.																																																							
<b>Assessment Methods in Alignment with Subject Learning Outcomes</b>	<p>Assessment components include written assignments, discussion, participation and presentation of issues related to risk management and subject final examination set with risk management problems. These assessment components require students to demonstrate their ability to identify and evaluate various issues in financial risk management including but not limited to ethical issues, which is important particularly because manager's unethical behaviour will increase the risk for the company.</p> <p>Students are expected to apply subject knowledge to the discussion of the current corporate risk management issues faced by a corporate administrator in their working environment (Programme Outcome 2). Their application of such knowledge will be assessed in their presentation and class discussion.</p> <table border="1" data-bbox="501 1171 1453 1727"> <thead> <tr> <th rowspan="2">Specific assessment methods/tasks</th> <th rowspan="2">% weighting</th> <th colspan="6">Intended subject learning outcomes to be assessed (Please tick as appropriate)</th> </tr> <tr> <th>a</th> <th>b</th> <th>c</th> <th></th> <th></th> <th></th> </tr> </thead> <tbody> <tr> <td>Individual Essay</td> <td>20%</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Project Presentation</td> <td>20%</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Participation</td> <td>10%</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Final Examination</td> <td>50%</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Total</td> <td>100%</td> <td colspan="6"></td> </tr> </tbody> </table> <p><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturers.</b></p>		Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)						a	b	c				Individual Essay	20%	√	√	√				Project Presentation	20%	√	√	√				Participation	10%	√	√	√				Final Examination	50%	√	√	√				Total	100%						
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	<ul style="list-style-type: none"> <li>▪ Depends on their backgrounds, on average students are expected to spend around 2 more hours for each contact hour for reading subject materials and preparing/doing coursework assignments.</li> </ul>	78 Hrs.
	Total student study effort	117 Hrs.
<p><b>Reading List and References</b></p>	<p><b><u>Required Text</u></b></p> <p>An E-book “Risk Management” by McGraw Hill with selected chapters from:</p> <p>Crouhy, M, D. Galai and R. Mark, <i>The Essentials of Risk Management</i>, 2<sup>nd</sup> edition, McGraw Hill, 2014.</p> <p>Jorion, Philippe, <i>Value At Risk: The New Benchmark for Managing Financial Risk</i>, 3<sup>rd</sup> edition, McGraw Hill, 2007.</p> <p><b><u>Other References</u></b></p> <p>Lam, James, <i>Enterprise Risk Management</i>, Wiley, 2003.</p> <p>Hull, John, <i>Risk Management and Financial Institutions</i>, 2<sup>nd</sup> edition, Prentice Hall, 2010.</p> <p>Chance &amp; Brooks, <i>An Introduction to Derivatives &amp; Risk Management</i>, 9<sup>th</sup> edition, Thomson, 2013.</p> <p>Marthinsen, John, <i>Risk Takers: Uses and Abuses of Financial Derivatives</i>, 2<sup>nd</sup> edition, Pearson, 2009.</p> <p>Additional readings will be distributed in class or put into Blackboard</p>	



<b>Subject Code</b>	<b>AF5338</b>
<b>Subject Title</b>	<b>Securities Regulations and Practice</b>
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Pre-requisite / Co-requisite/ Exclusion</b>	Recommended background knowledge: Company Law
<b>Role and Purposes</b>	This subject aims to provide students with a core knowledge base in securities law and regulation in Hong Kong as well as in the enforcement of these rules by Hong Kong authorities and courts. It contributes to the achievement of the MCG Programme Outcomes in different ways: by enabling students to analyse systematically and theoretically the underlying factors and reasons that lead to regulatory issues; by interpreting effectively the core provisions of the Securities and Futures Ordinance, other relevant regulations and case law; by analysing practical regulatory issues and the effectiveness of securities rules. It also requires students to identify ethical issues involved in securities regulation.
<b>Subject Learning Outcomes</b>	<p>Upon completion of the subject, students will be able to:</p> <ul style="list-style-type: none"> <li>(a) explain the legal/regulatory framework governing the financial and securities markets in the Hong Kong.</li> <li>(b) communicate in written form and orally the meaning and interpretation of rules in securities law and regulation as well as the reasoning of courts, and use this ability to participate actively in class.</li> <li>(c) interpret the Securities and Futures Ordinance (SFO) and other relevant regulations, and analyse legal cases on securities and their practical implications; and</li> <li>(d) critically evaluate the merits and effectiveness of the securities laws and its enforcement in promoting and maintaining a financially sound, honest and fair capital market in Hong Kong</li> </ul>
<b>Subject Synopsis/ Indicative Syllabus</b>	<p><b>Introduction to the legal framework governing the securities industry in Hong Kong</b></p> <p>The roles of the Companies Ordinance, Securities and Futures Ordinance (SFO), Listing Rules and Takeovers Code, as well as the Competition Ordinance in the context of securities regulation in Hong Kong.</p> <p>The roles, powers and functions of the regulators and enforcement agencies: the Securities and Futures Commission, Hong Kong Monetary Authority and the Hong Kong Exchange Clearing Ltd.</p>

	<p>Key sections of the SFO and its scope of application.</p> <p><b>Regulation of Market Intermediaries under the SFO</b></p> <p>The function of dealers, investment advisers and representatives in the capital market. Statutory control on dealers, investment advisers and representatives. Common law and statutory liabilities for malpractice.</p> <p>How the SFO regulates intermediaries: licensing and discipline, prevention of market misconduct: market manipulation and insider dealing.</p> <p><b>Regulations for Market Entry and Exit</b></p> <p>The legal process of Initial Public Offering, reverse takeovers, and the legal process of privatisation.</p> <p><b>Core Prohibitions under the SFO and their enforcement</b></p> <p>Prohibitions under the SFO including market manipulation, financial fraud and breach of terms of licence by authorized financial intermediaries. - The enforcement of these prohibitions as conducted by the Securities and Futures Commission, the Market Misconduct Tribunal and the Courts and remedies/sanctions available. More specifically, the focus rests on the powers granted to these institutions to investigate the infringements and impose sanctions on violators.</p> <p><b>Aspects of Investors' Protection in the Capital Markets</b></p> <p>The functions and purposes of a prospectus. Investors' remedies for misrepresentation in prospectus. Suitability standard and fiduciary duties of asset managers and investment advisers. Asset management industry and competition..</p>																														
<p><b>Teaching/Learning Methodology</b></p>	<p>Seminars provide a forum for discussion and for the application of concepts to current issues and cases. Students are expected to play an active role in seminars and are required to present problems/cases. They are expected to apply their knowledge and experience in discussing current legal and regulatory issues.</p>																														
<p><b>Assessment Methods in Alignment with Subject Learning Outcomes</b></p>	<p>The following assessment components require students to demonstrate their ability to explain the current legal and regulatory framework of the securities and futures industry in Hong Kong (ILOs a-b), interpret effectively up-to-date statutes and regulations relating to this industry and comply with relevant regulatory requirements (ILO c), and think critically about current problems, including ethical issues in relation to securities regulation (ILO d).</p> <table border="1" data-bbox="486 1637 1444 2033"> <thead> <tr> <th rowspan="2">Specific assessment methods/tasks</th> <th rowspan="2">% weighting</th> <th colspan="6">Intended subject learning outcomes to be assessed (Please tick as appropriate)</th> </tr> <tr> <th>a</th> <th>b</th> <th>c</th> <th>d</th> <th></th> <th></th> </tr> </thead> <tbody> <tr> <td>In-class Group Exercise</td> <td>15%</td> <td>√</td> <td>√</td> <td>√</td> <td>√</td> <td></td> <td></td> </tr> <tr> <td>Individual Class Participation</td> <td>5%</td> <td></td> <td>√</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)						a	b	c	d			In-class Group Exercise	15%	√	√	√	√			Individual Class Participation	5%		√				
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In-class Group Exercise	15%	√	√	√	√																										
Individual Class Participation	5%		√																												

	In-Class Individual Written Assignment	30%	√		√	√		
	Final Examination	50%	√		√	√		
	Total	100%						
	<p><b>Note: To pass this subject, students are required to obtain Grade D or above in BOTH the Continuous Assessment and Examination components. In addition, the specific requirements on individual assessment components discussed above could be adjusted based on the pedagogical needs of subject lecturers.</b></p>							
<b>Student Study Effort Required</b>	Class contact:							
	<ul style="list-style-type: none"> <li>▪ 13 weeks of 3 hours seminar each</li> </ul>		39 Hrs.					
	Other student study effort:							
	<ul style="list-style-type: none"> <li>▪ Depends on their backgrounds, on average students are expected to spend around 2 more hours for each contact hour for reading subject materials/textbook, preparing tutorial participation and doing discussion questions and assignments.</li> </ul>		78 Hrs.					
	Total student study effort		117 Hrs.					
<b>Reading List and References</b>	<p>A course textbook is not required. Course material will be provided for each topic. Reading material for further study and consultation will be recommended.</p> <p>Recommended Readings:</p> <p>D.W. Arner, B.F.C. Hsu, S.H. Goo, S. Johnstone and P. Lejot, <i>Financial Markets in Hong Kong: Law and Practice</i> (Oxford University Press, 2<sup>nd</sup> ed, 2016)</p> <p>M Hsiao, <i>International Banking and Finance Law, Principles and Regulations</i> (2011)</p> <p>B Mak and Da Roza AM (eds), <i>Butterworths Hong Kong Securities Handbook</i>, 2<sup>nd</sup> edn (2009)</p> <p>HC Lo and Z Qu, <i>Law of Companies in Hong Kong</i> (2013)</p> <p>Cheang Loh Siew and Wong William MF, <i>Company Law: Powers and Accountability</i>, Lexis Nexis Butterworths (2003)</p> <p>Pinto Amanda and Evans Martin, <i>Corporate Criminal Liability</i>, 3<sup>rd</sup> ed Sweet and Maxwell (2013)</p>							

This Definitive Programme Document is subject to review and changes which the programme offering Faculty/Department /School/College can decide to make from time to time. Students will be informed of the changes as and when appropriate.

