



# Duty bound? Or are directors off the hook?

## About the topic

The Securities and Futures Commission (SFC) is increasingly scrutinising and taking action against disclosures made by directors of listed companies, as can be seen in the recent market misconduct proceedings brought by the SFC against CITIC Limited and its former directors. However, in this instance, the decision went against the SFC.

What does the SFC's defeat in the Market Misconduct Tribunal (MMT) case against CITIC mean for directors? Does it represent a relaxation of directors' duties?

Join the seminar to learn more about the impact of this decision:

- Why did the SFC lose?
- How does the MMT's decision impact on a director's duty to disclose?
- What is the meaning of "material adverse change"?
- How does the MMT treat mark-to-market losses?

## About the programme

<b>Date &amp; Time</b>	25 October 2017, Wednesday
<b>Venue</b>	HKICPA training centre 27 <sup>th</sup> Floor, Wu Chung House 213 Queen's Road East, Wanchai
<b>Fee</b>	HK\$230 per person for RIF members HK\$330 per person for Non-RIF members
<b>CPD credit</b>	1 hour (subject to actual attendance)
<b>Law Society CPD credit</b>	Being applied for
<b>Language</b>	English
<b>Competency</b>	Insolvency*
<b>Rating</b>	Intermediate/Advanced level*
<b>Application deadline</b>	<b>23 October 2017</b>

### Rundown

<b>12:30 pm</b>	Registration <i>(Sandwiches &amp; drinks provided)</i>
<b>1:00 pm</b>	Introduction
<b>1:05 pm</b>	Presentation
<b>1:50 pm</b>	Q&A / Discussion
<b>2:00 pm</b>	Closing remarks

### Chair

**Simone Kong**  
 Member, RIF Executive Committee, and  
 Director and Legal Counsel, Maninvest Asia  
 Limited

\* Please refer [here](#) for descriptions of the various ratings and competencies.



## About the speaker

### **Mark Lin, Partner, Hogan Lovells**

He is not your ordinary litigator. Mark has mastered the art of asking the right questions to find the right solutions. One of the first questions he asks is: "What do you want to get out of this dispute?", rather than "Will this go to the Court of Final Appeal?" Mark has been using this solution-driven approach to help various local and multi-national business clients, particularly those in financial services and the multi-media sectors, since the 1990s.

He has regular experience dealing with courts, tribunals and regulators in Hong Kong, Singapore and Asia Pacific, as well as dealing with cross border crises. He is a seasoned advocate who is experienced in handling multi-jurisdictional investigations. He has advocated for clients in international arbitrations in London, Gothenburg, Paris, Hong Kong, Singapore, Shanghai and Beijing. Mark is recognized as a leader in commercial dispute resolution and contentious regulatory investigations by the leading legal directories, including Chambers Asia-Pacific Chambers Global, Who's Who Legal Litigation and Legal 500.

He speaks English, Mandarin and Cantonese. Mark has been a partner at Hogan Lovells since 2003 and is a fellow of the Hong Kong Securities Institute.

## Registration

### **By post or fax:**

Complete the attached reply slip and return it to the Institute on or before 23 October 2017, together with full payment. Cheque should be made payable to "Hong Kong Institute of Certified Public Accountants" or "HKICPA". Fax registration will be accepted for payment by any VISA/ Master card or the BOC HKICPA UnionPay card.

**You may consider your registration to be successful unless you receive notification from us to the contrary.**



**Event Code: SCPD17102501**

**Finance & Operations Department  
 Hong Kong Institute of CPAs  
 37th Floor, Wu Chung House  
 213 Queen's Road East  
 Wanchai, Hong Kong**

**Fax no: 2893 9853**

**25 October 2017**  
 (Reply on or before 23 October 2017)

**FOR OFFICE USE**  
 Seq. no.: .....  
 Handled by: .....

Confirmation of enrolment will be sent to you via email. You can check your enrolment status at "MyCPA" at [www.hkicpa.org.hk](http://www.hkicpa.org.hk).  
 Unsuccessful enrolment will be notified with full refund.

**Please type or print:-**

Name: (\*Mr./ Mrs. /Ms.) \_\_\_\_\_ Institute membership no.: \_\_\_\_\_  
 Company name: \_\_\_\_\_  
 Position held: \_\_\_\_\_ Email: \_\_\_\_\_  
 Telephone no.: \_\_\_\_\_ Fax no.: \_\_\_\_\_

*(Note: Contact information is used solely for communication of this particular event, without update to your member profile.)*

**You may use a separate sheet to list out the name, position and Institute membership no. (if applicable) of additional participant(s) from the same firm/company as the above applicant.**

**Please "✓" as appropriate**

**Admission Fee:**  RIF member: HK\$230 per person x \_\_\_\_\_ person(s) = HKD \_\_\_\_\_  
 Non-RIF member: HK\$330 per person x \_\_\_\_\_ person(s) = HKD \_\_\_\_\_

**Payment by:**  Cheque (no. \_\_\_\_\_) payable to "Hong Kong Institute of Certified Public Accountants" or "HKICPA"  
 BOC HKICPA Visa  BOC HKICPA UnionPay card  Other VISA / Master card

Card Number:																					Card Expiry Date (MM/YY):				
Cardholder's Name (block letters):	Cardholder's Signature:												Date:												

*Payment receipt will be sent to your email address provided above once the payment is confirmed.*

- Notes:**
- Enrolments are accepted on a first-come-first-served basis. Telephone reservations will not be accepted.
  - Full payment must be made before applications will be processed. Application by fax will ONLY be accepted when payment is made by credit card. Cash is strictly NOT accepted.
  - The closing date for enrolment is 23 October 2017.
  - Confirmation of enrolment will be sent to you via email. You can check your enrolment status at "MyCPA" at [www.hkicpa.org.hk](http://www.hkicpa.org.hk). Unsuccessful enrolment will be notified with full refund.
  - In normal circumstances, the seminar fee is non-refundable or non-transferrable upon receipt of payment by HKICPA. Should the seminar be cancelled or postponed due to unforeseeable circumstances, refund will be made according to your payment method. For credit card payment, refund will be made directly to your credit card account. For cheque payment, refund will be mailed to your correspondence address.
  - Bad weather arrangement: The seminar will be cancelled if typhoon signal no. 8 or above/ black rainstorm warning is hoisted, as announced by the Hong Kong Observatory, at or after 6:30 a.m. on the date of the event. In the event of cancellation due to bad weather, the admission fee will be refunded.

**Personal Data:** Your personal data collected from the enrolment process and administration of courses/events/activities will be used for the purpose of the administration of the course on which you are enrolled. Such data collected may be accessible by the Institute's officers, persons or committees processing the application and related matters. In addition, the Institute may use the collected data for statistical research and analysis. The Institute intends to use the personal data of your name, email address and correspondence address to inform you, where relevant, of members' benefits, goods, services, facilities and events organized or provided by the Institute or other organizations. Members and registered students may opt out of receiving such materials at any time by logging in via the following link <http://mas.hkicpa.org.hk/mycpa/communication/preference>. Non-members may opt out of receiving such materials at any time by sending an email to the Institute at [privacyofficer@hkicpa.org.hk](mailto:privacyofficer@hkicpa.org.hk) or a letter to the Institute's privacy officer. For more information about the privacy policy of the Institute, please go to <http://www.hkicpa.org.hk/en/service-tools/privacy-policy/>.

**Payment & Enrolment Status Enquiry:** 2287 7381  
 e-mail: [finance@hkicpa.org.hk](mailto:finance@hkicpa.org.hk)

**Event Information Enquiry:** 2287 7009 / 2287 7089  
 e-mail: [may@hkicpa.org.hk](mailto:may@hkicpa.org.hk)

For non-member and firm payment by cheque, please fill-in your postal address for refund.

Name :	Name :
Address :	Address :