

## HKICPA/ HKIoD joint workshop: Executive Programme for Accountants Independent Non-Executive Directors Practices for Accountants (re-run)



<b>Date &amp; Time</b>	<p><b>Session 1: Saturday, 24 February 2018 (2:00 p.m. – 5:00 p.m.)</b></p> <p><b>Session 2: Saturday, 24 March 2018 (2:00 p.m. – 5:00 p.m.)</b></p> <p><b>Session 3: Saturday, 7 April 2018 (10:00 a.m. – 1:00 p.m.)</b></p> <p><b>Session 4: Saturday, 7 April 2018 (2:00 p.m. – 5:00 p.m.)</b></p>
<b>Venue</b>	Hong Kong Institute of CPAs 27/F, Wu Chung House, 213 Queen's Road East, Wanchai, Hong Kong
<b>Format</b>	Workshop
<b>Language</b>	English
<b>Fee                  (For each session)</b>	<ul style="list-style-type: none"> <li>• HK\$850 for HKICPA member or student; IA/ HKIAAT member or student; and HKIoD member</li> <li>• HK\$1,700 for non-member</li> </ul> <p><i>(Participants may enroll for individual sessions. A certificate will be awarded to participants who have attended all sessions within 2 years.)</i></p>
<b>Objectives</b>	<p>Understand the regulations and practices related to Independent Non-Executive Directors (INEDs), including:</p> <ul style="list-style-type: none"> <li>• The relevant considerations for accepting to be INEDs</li> <li>• The latest legal/ regulatory updates with impact on INEDs</li> <li>• The skills required of INEDs to enhance corporate governance for the company</li> <li>• The possible strategies suggested for INEDs to perform their roles effectively</li> </ul>
<b>Participants</b>	<ul style="list-style-type: none"> <li>• Those who are interested in understanding more about the best practices of INEDs for preparing their current or future roles of being INEDs</li> <li>• Those who wish to pursue a formal training course recognized by HKIoD as contributing towards credits for attaining the HKIoD Diploma and Professional Diploma in Company Direction <i>(For more details, please refer to the <a href="#">website of HKIoD</a>)</i></li> </ul>
<b>Competency</b>	Corporate governance
<b>Rating</b>	Leadership level <i>(Please refer to the <a href="#">Institute's online CPD Learning Resource Centre</a>)</i>
<b>CPD hours                  (For each session)</b>	3

Note: The framework of this joint workshop is designed by HKIoD based on its definition of Core Competencies for Directors.



## About the programme

**Session 1 (WSHP18022402) – by Dr. Davy Wu**  
**Saturday, 24 February 2018 (2:00 p.m. – 5:00 p.m.)**  
***INEDs – Role and Fulfillment***

- The challenging roles of an INED
- Implied changes in behaviour of boardroom, chairman and INEDs
- Code changes and bearing on INEDs
- Case discussions
- Overview of committee work: Audit Committee, Remuneration Committee and Nomination Committee
- Qualities and skill-sets expected of an INED
- Tactics for an INED
- The search for INEDs and considerations in acceptance of appointment

**Session 2 (WSHP18032403) – by Ms. Agnes K.Y. Tai**  
**Saturday, 24 March 2018 (2:00 p.m. – 5:00 p.m.)**  
***Role of Company Director – Board Practices***

- Corporate governance principles
- The board's fiduciary duties
- Types of directors and their challenges
- Major forces shaping boardroom reform
- Code on Corporate Governance Practices: Impact on boardroom behavior
- Practical functioning of the board: Board matters, annual agenda and procedures
- Skill-sets for board members
- Evaluation of board performance
- Case discussions

**Session 3 (WSHP18040701) – by Mr. Randy Hung**  
**Saturday, 7 April 2018 (10:00 a.m. – 1:00 p.m.)**  
***INEDs – Issues and Considerations***

- Audit Committee agenda
- Remuneration Committee agenda
- Nomination Committee agenda
- Audit Committee skills
- Effective internal control and risk management
- Corporate finance options and impact on shareholders
- Review of connected transactions
- Meeting procedures and chairmanship skills

**Session 4 (WSHP18040702) – by Mr. Anthony Wan**  
**Saturday, 7 April 2018 (2:00 p.m. – 5:00 p.m.)**  
***Role of Company Director – Overview of Legal and Regulatory Framework***

- A summary of the development of the legal system governing companies and company directors
- Company constitution and shareholders' authority
- The legal role and responsibility of company directors and the board
- Related legal issues and case analyses
- The regulatory system and overview of the Listing Rules
- The Code on Corporate Governance Practices
- Disclosure: Financial and others
- Continuing obligations
- Notifiable transactions
- The Securities and Futures Ordinance
- The Codes on Takeovers and Mergers and Share Buy-backs



## About the speakers

### **Dr. Davy Wu** MHKIoD

Senior Lecturer, Department of Accountancy and Law, Hong Kong Baptist University

Dr. Davy Wu is a senior lecturer of the Department of Accountancy and Law at the Hong Kong Baptist University. He served Convoy Financial Holdings Limited as an Independent Non-Executive Director from March 2010 to June 2015.

He is a co-author of the Guide to Corporate Governance for Subvented Organisations (the second edition published by the Hong Kong Government in June 2015) and also Volume 29 of the Halsbury's Laws of Hong Kong, the focus of which is the Securities and Futures Ordinance (the second edition published in January 2015).

Dr. Wu was appointed by the Financial Services and Treasury Bureau of the Hong Kong Government to advisory groups on Rewrite of the Companies Ordinance and Modernisation of Corporate Insolvency Law.

He is also a joint director of Professional Diploma in Insolvency for the Hong Kong Institute of Certified Public Accountants.

### **Ms. Agnes K.Y. Tai** FHKIoD

Director of Great Glory Investment Corporation

Ms. Tai is currently a Director of Great Glory Investment Corporation, an advisor of a Hong Kong single family office and a consultant of Asian Charity Services. She provides strategy, governance, risk management and sustainability guidance to portfolio companies. She serves on the Training Committee of the HKIoD and the Board of KELY Support Group as Vice Chairman, and on advisory boards of Shao Ming Lo Foundation, Habitat for Humanity Hong Kong, Fred Hollows Foundation and Feed The Hungry Hong Kong.

Ms. Tai was the Project Advisor of Booz & Co. in Greater China, CRO-designate of Shanghai AJ Trust Co., Founding Director of Peregrine Asset Management (Hong Kong) Limited, Head of Risk Management of Westpac Banking Corporation, and held senior positions in Citicorp, Bank of America and Mingly Corporation. She was a holder of Type 4 and Type 9 licenses issued by the Hong Kong Securities and Futures Commission. She took a sabbatical from Great Glory Strategies Ltd to be Chief Executive Officer of Habitat for Humanity Hong Kong Limited and Executive Director of Bai Xian Asia Institute.

Ms. Tai is a Global Association of Risk Professionals (GARP) certified Financial Risk Manager (FRM), a Chartered Alternative Investment Analyst (CAIA) and a Palladium Group (Professor Kaplan and Professor Norton) Balanced Scorecard certified practitioner. She is a fellow member of the HKIoD, a committee member of GARP Hong Kong Chapter, a member of Asia Society and Hong Kong Association of Christian Accountants (HKACA).

She has an MBA from the University of Chicago - Booth School of Business in USA, a BSc (Honors) from Roosevelt University in USA, and is a graduate of the Stanford University Senior Executive Leadership Program as well as the 2011 Stanford Directors' College. She has authored a book on investing in H-shares.



Hong Kong Institute of  
**Certified Public Accountants**  
香港會計師公會



香港董事學會  
The Hong Kong Institute of Directors  
FOUNDED 1997

## About the speakers

### **Mr. Randy Hung** MBA, FCPA, FHKIoD

Director of Investor Relation, China Shineway Pharmaceutical Group

Mr. Hung is a Fellow of Hong Kong Institute of Certified Public Accountants and a licensed Certified Public Accountant of the State of California, USA. He has more than 20 years of experience as CFO, Executive Director and Independent Non-executive Director of various listed companies in Hong Kong. Currently, Mr. Hung is serving as the Director of Investor Relation of China Shineway Pharmaceutical Group (stock code: 2877). He is also a Council Member and the Chairman of Training Committee of the Hong Kong Institute of Directors, and the Vice Chairman of Hong Kong Investor Relations Association.

Mr. Hung holds an MBA degree from University of London and a Bachelor degree in Accounting and a Certificate of Programming and Data Processing from the University of Southern California. He also obtained a certificate in China Accounting, Finance, Taxation and Law from the Chinese University of Hong Kong, a Specialist Certificate in Corporate Finance from the Hong Kong Securities and Investment Institute, and a Certificate in Investor Relations from the UK Investor Relations Society. Mr. Hung has extensive experience in IPO, corporate finance and investor relation.

### **Mr. Anthony Wan**

Partner, King & Wood Mallesons (KWM)

Mr. Wan specializes in corporate finance, cross border mergers and acquisitions, public takeovers and equity capital markets. He has more than 12 years of experience advising clients in relation to transactions in Hong Kong, China and elsewhere in Asia.

Mr. Wan is admitted as a solicitor in Hong Kong. Prior to joining KWM, he was at a leading PRC law firm, and before that a magic circle law firm in Hong Kong. He is also a chartered accountant with 6 years of experience at a major international accounting firm, where he advised financial institution clients including retail banks, international investment banks and asset management companies on audit, assurance and internal control matters. Mr. Wan is fluent in Cantonese, Mandarin and English.



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

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 e-mail: [finance@hkicpa.org.hk](mailto:finance@hkicpa.org.hk)  
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Course Information Enquiry:  
 2287 7386 / 2287 7253  
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**Deadline: 7 working days before the date of the programme**

No.	Membership		Full Name of Participant(s) (Block Letters)	Company	Email address <sup>(2)</sup> (Block Letters)	Programme Code	Fee (HK\$)	
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2								
3								
4								
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**Contact information is used solely for communication of this particular event, without update to your member profile.**

HKIoD Membership No. (if any): \_\_\_\_\_

Did you attend any previous session(s) of this Executive Programme for Accountants in the past 2 years?

Yes: , please specify the date(s) & name of session(s): \_\_\_\_\_ No

**Payment Method (Please tick the appropriate box)**

Cheque (no. \_\_\_\_\_) payable to "Hong Kong Institute of Certified Public Accountants" or "HKICPA" <sup>(7)</sup>

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- Notes:
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  - 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.
  - NO ADMISSION TICKET will be issued. Please bring your HKICPA membership card or confirmation email for admission purpose.
  - All applications are on a first-come-first-served basis.
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  - For credit card payment, the card should be valid with expiry date at least 1 month from the date of event.
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  - All scheduled events will be cancelled and postponed to a date to be announced in the event of typhoon signal no. 8 or above or if a Black Rainstorm warning is hoisted. For details of bad weather arrangement for CPD programmes, please refer to the Institute's homepage.
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