

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



<b>Date &amp; Time</b>	<b>Session 1: Saturday, 25 August 2018 (10:00 a.m. – 1:00 p.m.)</b> <b>Session 2: Saturday, 25 August 2018 (2:00 p.m. – 5:00 p.m.)</b> <b>Session 3: Saturday, 29 September 2018 (10:00 a.m. – 1:00 p.m.)</b> <b>Session 4: Saturday, 29 September 2018 (2:00 p.m. – 5:00 p.m.)</b>
<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</b> <b>(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> <i>(Participants may enroll for individual sessions. A certificate will be awarded to participants who have attended all sessions within 2 years.)</i>
<b>Objectives</b>	Understand the regulations and practices related to Independent Non-Executive Directors (INEDs), including: <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 (Please refer to the <a href="#">Institute's online CPD Learning Resource Centre</a> )
<b>CPD hours</b> <b>(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 (WSHP18082502) – by Mr. Randy Hung**  
**Saturday, 25 August 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 2 (WSHP18082503) – by Mr. Albert Lam**  
**Saturday, 25 August 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

**Session 3 (WSHP18092902) – by Mr. Anthony Cheung**  
**Saturday, 29 September 2018 (10:00 p.m. – 1:00 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 4 (WSHP18092903) – by Dr. Abril Choy**  
**Saturday, 29 September 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



## About the speakers

### Mr. Randy Hung

HKIoD Training Committee Chairman

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. Albert Lam B.A. (Hons) (Hong Kong), M.B.A. (OCU, U.S.A.), LL.B. (Hons) (Hong Kong), LL.M. (ITL) (Hong Kong)

Partner, GUANTAO & CHOW Solicitors & Notaries

Mr. Lam has the following private/ public service involvements/ commendations:

- Vice-Chairman, Executive Committee of the Wan Chai Kai-Fong Welfare Association
- Permanent Honorary President, Wanchai Sports Federation Limited
- Honorary President, The 17th Wan Chai District Junior Police Call Honorary President Council
- Honorary President, Wan Chai District Charitable Care for the Elderly Association
- Vice Chairman, Friends of the Community Chest Wan Chai District Committee
- Chief Executive's Commendation for Community Service

Mr. Lam's major areas of practice include corporate, commercial, regulatory and compliance matters. He is well experienced in advising and handling commercial transactions, loan documentation, share transfers, negotiation and implementation of commercial documentation; the granting of facilities and trade financing by banks and security documentation; corporate mergers and acquisitions and restructuring of companies; the listing of companies (mainly by way of initial public offerings), capital reorganization and fund-raising of companies (notably rights issue, placing, issue of convertible bonds); and matters relating to corporate finance and restructuring, investment and securities law, corporate governance and reorganization of various corporate entities including listed companies and banks. Mr. Lam has also extensive experience in advising banks, companies, licensed corporations and representatives and registered persons on corporate governance and compliance issues; and handling compliance work with respect to the relevant and applicable laws of Hong Kong.



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. Anthony Cheung** FRSA CESGA HKIoD.GD

Managing Director, Hamon Asset Management

Mr. Cheung is Managing Director at Hamon Asset Management. He oversees the ESG and Sustainable Investing, Absolute Return and Alternative strategies across Hamon and Blackfriars Group. He is registered under the HK regulator as Responsible Officer for Asset Management (Type 9). Prior to Hamon, Mr. Cheung served as Executive Director and Portfolio Manager at BNP Paribas in Hong Kong and as Senior Portfolio Manager at Pictet Asset Management in London. Before Pictet, he worked at Gartmore Investment Management as an Investment Manager in the Global Emerging Markets team.

Mr. Cheung is an Independent Non-Executive Director of the IPE Group (listed on the main board of SEHK: 929.HK) and serves in the Audit, Nomination and Remuneration Committee. He advises boards and corporates on how corporate actions enhance shareholders' value.

Mr. Cheung serves as the Deputy Chairman of Training Committee at Hong Kong Institute of Directors. He is an active participant in corporate governance, shareholders engagement and investment stewardship and as such regularly speaks on the importance of these issues for company performance and investment decisions. He represents Hamon to support the United Nations PRI (Principles of Responsible Investment) and Fiduciary Duty in the 21st Century.

Mr. Cheung is the first institutional investor in the Asia Pacific region to be awarded the Certified European ESG Analyst designation. He was awarded Topgun Investment Minds of Asia 2012 and 2013, the only Asian fund manager based in Europe who received the award. Mr. Cheung holds a BSc (Hons) in Economics from the London School of Economics & Political Science and the Investment Management Certificate. He completed the Prince of Wales' Business Sustainability Programme at the University of Cambridge Institute for Sustainability Leadership.

Mr. Cheung is a Fellow of the Royal Society of Arts. He advises several NGO boards on board governance best practice. He also serves in the Chartered Institute for Securities and Investment Regional Advisory Council (Asia) as the China Representative.

### **Dr. Abril Choy** JSD ACI Arb

Partner, Ricci Rosamonde International Consultancy

Dr. Choy has over 20 years' of solid experiences in building project management, corporate development, financial services, corporate governance, and tertiary education sectors. She is a specialist and professional adviser in legal regulation, strategic planning and finance. Since returning from Australia till present, Dr. Choy has served various Hong Kong's Government Board and Committees. Among her appointed position, she has reviewed, commented and adjudicated numerous cases from telecommunication licensing, compliant and codes of practice, medical regulation, appeal board, financial institutions resolution compensation, professional ethics of accountant, law enforcement, and social insurance to name a few.

Dr. Choy received her academic education from Hong Kong, Australia, and China. She was awarded Doctor of Juridical Science from the City University of Hong Kong with good honor. Dr. Choy obtained her master degrees in the area of PRC Law from Renmin University of China, global business from the Chinese University of Hong Kong, international relations from Macquarie University, Australia as well as her bachelor degree of business administration from Hong Kong Polytechnic University.

Dr. Choy has served as a lecturer of the Chinese University of Hong Kong and University of Hong Kong as well. She has been a Subject Matter Expert in legal and finance since then. She published different books of finance and education. She is also the members of Training Committee and Kindred Relations Committee of the Hong Kong Institute of Directors and has become a Facilitator since then. She has conducted different types of directors' training programs in area of the legal and regulatory framework, effective board, and market misconduct for public listed companies, private limited companies, HKSAR Government, University of Cambridge, and NGOs.

Dr. Choy has been appointed as an Honorary Legal Adviser of the Hong Kong Logistics Association. She is the member of different professional institutes including CI Arb, HKIoD, HKIRA, HKSI, HKIoB, and HKLA.



**HKICPA Event Enrolment Form**  
**Executive Programme for Accountants**  
**Independent Non-Executive Directors Practices for Accountants (re-run)**

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

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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\$)
	No.	Status (1)					
1							
2							
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4							
Total (HK\$)							

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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)

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- Notes:**
- Membership Status: **NP** = Non-Practising, **P** = Practising, **IA** = International Affiliate, **S** = Student, **HKIAAT** = HKIAAT Student or Member, **GAA** = GAA Passport holder, **NM** = Non-Member.
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  - 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.
  - Application by fax will ONLY be accepted when payment is made by credit card. Cash is strictly not accepted. Please ensure all the particulars relating to payment are completed, otherwise the application cannot be processed. There is NO need to send in the enrolment form again if it has already been faxed to the Institute.
  - 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.
  - The Institute reserves the right to change the venue, date, speaker or to cancel the event due to unforeseen circumstances.
  - No unauthorized audio or video recording is allowed at CPD events.

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