

CHKLC DIRECTOR TRAINING SERIES 2022

A six-part training programme aiming at supporting directorship in Hong Kong
(Total 12 CPT Hours)



28 Apr / 26 May / 7 Jul / 8 Sep / 6 Oct / 10 Nov 2022



Thursday 4:30 pm – 6:30 pm

**REGISTER
NOW**



Company directors play a pivotal role in company success. With the increasing demand of corporate governance and ESG of listed companies both from the regulators and shareholders, coupled with the tightening of various sets of rules and regulations with more serious consequences, company directors operate in an increasingly challenging environment. Once again, the Chamber of Hong Kong Listed Companies is launching a training programme for company directors. Addressing the common issues faced by directors, the programme will equip directors with the most relevant information and updated knowledge about directorship and will help them discharge their duties effectively.

The whole programme comprises six sessions dealing with the important aspects of directorship for a listed company. These range from corporate governance, risk management to the latest updates in various applicable rules and laws. Attending this training series will help fulfill the training requirements under the revised Code of Corporate Governance by the HKEX.

The Chamber is pleased to partner with BDO in offering this programme whose involvement ensures the relevance of the topics covered and adds depth to the discussion.

- Date:** 28 Apr / 26 May / 7 Jul / 8 Sep / 6 Oct and 10 Nov 2022
- Time:** Thursday 4:30 pm – 6:30 pm
- The webinars will be delivered via ZOOM
- Venue:** (Login details will be provided to participants in the confirmation email)
- Language:** Cantonese / English

Fee:	CHKLC Member / BDO Clients & Contacts		Non-Member
	Full Programme	HKD2,700.00	HKD3,240.00
Per Session(s)	HKD500.00	HKD600.00	

- CPT:** 2 CPT Hours Per Session (Total 12 CPT Hours)
- Session Topics:**
1. Climate Governance and Risk Management
 2. SFC and HKEX's Regulatory Oversight, Enforcement Actions and Director's Liabilities
 3. Transfer Pricing and Other Tax Challenges
 4. The SPAC Regime in Hong Kong and Listing Considerations
 5. Latest Development of Cybersecurity Law
 6. Annual Regulatory Update 2022

Enquiry: CHKLC Secretariat ☎ (852)2970 0886-7 📠 (852)2970 0555 ✉ info@chkclc.org

CHKLC reserves the right of final discretion should there be any changes to the event.

www.chkclc.org



SESSION 1

Climate Governance and Risk Management

28 April (Thu)

Overview: |

- Climate Governance Structure – Board and Management
- Role of the Board, Board Committee and INEDs in Climate Governance and Oversight
- Climate Risk Management Approach:
 - Prioritisation of climate-related risks and opportunities
 - Climate scenario analysis and the relationship with climate-related risks
 - Understanding climate-related impacts on value chain
 - Determining climate performance metrics
 - Formulate climate-related action plan
- Role of internal audit in ESG and climate risk management



Ricky Cheng

Director & Head of Risk Advisory, BDO



Ricky Cheng is BDO's Director and Head of Risk Advisory, with major responsibility in the area of risk advisory services. He specializes in assisting clients in managing their internal audit function and meeting corporate governance requirements in both China and Hong Kong.

Ricky has 20 years of risk and assurance experience. He worked for large international accounting firms and had commercial internal audit experience. His expertise covers various services such as Sarbanes-Oxley Compliance, risk management assessment, compliance assistance, corporate governance compliance review, internal audit assistance, business process review, Environmental, Social and Governance (ESG) readiness and reporting support services review, stored value facilities (SVF) licence independent assessment review, etc.

The portfolio of clients managed by Ricky comes from various industries including transportation, property development and construction, gaming and entertainment, hospitality, manufacturing, gold and minerals mining, fast moving consumer goods, retailing and department chain stores, financial institutions such as brokerage houses and derivative products companies.

Ricky is a frequent event speaker of related topics for professional body organisations and training for listed and non-listed companies.

Current and past professional/public appointments

- Governor, The Institute of Internal Auditors Hong Kong (2021 – present)
- Advisory Board member of Global Centre of ESG Education and Research, The Hong Kong Management Association (2021 – present)
- Member, Advisory Peer Group of The Hong Kong Metropolitan University (2020 – present)
- Chairman, Research and Education Committee of The Institute of Internal Auditors Hong Kong (2019 – present)
- Member, Sustainability Committee of The Hong Kong Institute of Certified Public Accounts (2018 – present)
- Member, Training Committee of The Hong Kong Institute of Directors (2013)
- Member, ACCA Hong Kong Committee (2011 – 2013)

Qualifications and professional affiliations

- Fellow of the Hong Kong Institute of Certified Public Accountants
- Fellow of the Association of Chartered Certified Accountants
- Certificate Internal Auditor

Overview: |

- Explain SFC and HKEX's regulatory powers over listed issuers and directors
- Analyse themes of recent enforcement actions with real case illustration
- Common pitfalls for directors in SFO and listing rules compliance

**Sherman Yan**

Managing Partner, Head of Litigation & Dispute Resolution, ONC Lawyers

Sherman Yan is the Managing Partner and Head of Litigation & Dispute Resolution of ONC Lawyers. He has many years of experience in handling complex commercial disputes, especially shareholders' disputes in listed companies and regulatory issues under the Securities and Futures Ordinance. Sherman has frequently acts for listed companies, the shareholders, directors and securities investors in dealing with inquiries and investigations by regulatory bodies.

Academically, Sherman also a contributor to legal textbooks including "Securities and Futures Ordinance (Cap.571): Commentary and Annotations" and "Tort Law & Practice in Hong Kong", both published by Sweet & Maxwell and the co-author of "A Practical Guide to Resolving Shareholder Disputes", published by LexisNexis.

Overview: |

- Transfer Pricing
 - Overview of recent international tax changes
 - Hong Kong as a financial and business hub
 - TP impact on multinationals
 - ⊕ Evolving business models and TP structures
 - ⊕ Intangibles
 - ⊕ Intra-group financing and treasury
- Working from anywhere as the new normal – Challenges to companies and individuals from a tax perspective
- Court case on company directors' personal liability for signing incorrect tax returns – Koo Ming Kown & Murakami Tadao v The Commissioner of Inland Revenue

**Carol Lam**

Director of Tax, BDO

Carol Lam is a director of BDO.

Carol has extensive experience in taxation practice in Hong Kong providing tax consulting and compliance services to multinational organisations, listed groups as well as private companies from a wide range of industries, including manufacturing, trading, retail, real estate, financial services, transportation, aircraft and logistics and professional firms.

Carol is experienced in advising on tax-efficient operation, holding and financing structure, corporate restructuring, pre-listing tax planning, cross border transactions, transfer pricing, due diligence and mergers & acquisition deals. She also has extensive experience in advising international assignees in structuring tax-efficient remuneration packages, and in representing clients in tax investigation and field audit cases and handling tax dispute settlement.

Qualifications and professional affiliations

- Hong Kong Certified Public Accountant
- Fellow of the Association of Chartered Certified Accountants
- Council Member of The Taxation Institute of Hong Kong



Jack Fernandes
Director of Transfer Pricing, BDO

Jack Fernandes is a director and leads BDO's Transfer Pricing (TP) Services team in Hong Kong.

He had more than 18 years of tax and TP experience having worked in Hong Kong, Taiwan, India, Israel and the US.

Jack's clients in Hong Kong and across APAC include large multinationals, regional and locally based groups, and startups (including fintechs, crypto firms, online marketplaces and other platform based businesses.)

Jack advises on a full range of international tax and TP issues covering planning, risk assessment, implementation and controversy. He has in-depth experience in IP planning (including cost contribution arrangements); booking models for global trading; funding structures (covering intra-group loans, cash pooling, risk transfers and set up of corporate treasury centres); and intra-group services.

Prior to joining BDO, Jack was at an international accounting firm in Hong Kong where he specialized in financial services.

Professional affiliations

- Member of the Taxation Faculty Executive Committee, Hong Kong Institute of Certified Public Accountants

Education

- Masters of Science in Global Finance (HKUST/NYU Stern)
- Bachelors of Commerce (St Joseph's College of Commerce – Bangalore, India)

Overview:

- Overview of the SPAC market
- What is a SPAC and how does it work?
- Accounting and reporting considerations
- What governance and internal control system fit a SPAC company?
- Key to successful listing of SPAC company



Amy Yau
Director of Assurance, BDO

Amy Yau is a director of BDO, with major responsibilities in assurance services.

She has more than 20 years of experience in providing audit services to clients in various industries, including property, telecommunications, TV and media and technology sector.

Amy has extensive experience in providing audit and advisory services to domestic and multinational corporations in accordance with Hong Kong Financial Reporting Standards, International Financial Reporting Standards, US GAAP and Sarbanes-Oxley Act. She also has experience in assisting PRC enterprises, including state owned enterprises and privately held companies in China, to be listed to the stock exchange in the US and Hong Kong. Amy also has Japan SOX audit project management experience.

Qualifications and professional affiliations

- Fellow of the Hong Kong Institute of Certified Public Accountants (Practising)
- Fellow of the Association of Chartered Certified Accounts

**Vivian Chow****Principal of Risk Advisory, BDO**

Vivian Chow is a principal of Risk Advisory Services.

Vivian is an experienced professional drawing upon a background that included corporate governance, regulatory and compliance, consulting, and audit and financial reporting in Hong Kong, China and the United States.

Vivian has worked with a diverse group of clients from non-governmental organisations to multinational public and private companies across several industries in providing corporate governance, risk management, internal audit, and regulatory and compliance review and readiness.

Qualifications and professional affiliations

- US Certified Public Accountant

Overview: |

- Recap regulations and authority guidelines related to cybersecurity
- Discuss the business impacts of Cybersecurity Law
- Recommendation on how to adopt Cybersecurity Law

**Pokit Lok****Principal of Risk Advisory, BDO**

Pokit Lok is a principal of Risk Advisory Services.

Pokit possesses over 20 years of extensive experience in IT Audit & Risk Advisory and Enterprise Applications (e.g. RPA, S&OP, PLM, CRM and ERP) Implementation gained in sizable organisations and business technology consultancy firms. He specializes in providing IT related advisory services including IT Governance, IT General Controls & IT Application Controls and business process re-engineering for various types of clients.

In professional area, he has been a CRISC RM SME Reviewer of ISACA and a public course instructor of Hong Kong Productivity Council and Vocational Training Council.

Currently, he provides the consultancy services, such as: ITGC / ITAC review, System Risk Assessment and Audit, Information Security Management Assessment (based on ISO27001, C-RAF and etc), Privacy Impact Assessment, IT system Vulnerability Scan, Advisory on IT Governance, Policies and Procedures, Advisory on Data Management and Analysis and Advisory on Digital Transformation.

Qualifications and professional affiliations

- Certified Information Systems Auditor
- Certified Information Systems Security Professional
- Certified Data Privacy Solutions Engineer
- Certified ISO27001 Lead Auditor
- Certified Lead Forensic Examiner
- Certified in Production and Inventory Management
- Automation Anywhere Certified Advanced RPA Professional (V11)
- UiPath RPA Developer Foundation and Solution Architect
- SAP Consultant Certification (FI/CO)
- SAP Certified Development Associate (ABAP)
- Certificate in Business Accounting

Overview: |

- An annual update on the laws and regulations that affect or are of concern to listed companies
- An annual date on the amendments (if any) to the Listing Rules, the Securities and Futures Ordinance, and the Companies Ordinance affecting listed companies

**Daniel Wan****Partner, Head of IPO/ECM Hong Kong, Addleshaw Goddard (Hong Kong) LLP**

Daniel graduated from the University of Leicester, UK with a first class honours degree in law. Daniel was admitted as a solicitor of the High Court of Hong Kong and the Supreme Court of England and Wales.

Daniel specialises in HK IPOs. Daniel has helped 30 companies to list in Hong Kong since 2013. In terms of total number of successful HK IPOs, Daniel's law firm, Addleshaw Goddard is one of the top 10 HK IPO law firms acting for underwriters. Addleshaw Goddard is recognized by Legal 500 under the "Hong Kong – Capital Markets (Equity)" category in four consecutive years of 2018, 2019, 2020 and 2021.

Daniel also took part in HKEX' reforms in 2017, 2018, 2020 and 2021. Daniel represented various sponsor firms and a number of investment bankers to submit responses and provide various suggestions to HKEX.

Daniel provides IPO and sponsor related courses at the HK Law Society, HKICS, HKICPA and HKSI. Daniel also gives seminars to listed companies and investment bankers from time to time.

To: The Chamber of Hong Kong Listed Companies

Tel: (852) 2970 0886-7

Fax: (852) 2970 0555

Attn: Ms. Josie Ling

Email: josieling@chkcl.org

Registration Form
CHKLC DIRECTOR TRAINING SERIES 2022
(2 CPT hours per session)

Part 1: Registration Details (Please ✓ the appropriate boxes)

CHKLC Member | BDO Client / Contact | Non-member

Contact Person:

Company: _____ Code : _____

Address: _____

Name: _____ Job Title: _____

Tel.: _____ Mobile: _____ Email : _____

Full Name of Participants: (Please ✓ the appropriate boxes)

No.	Name	Job Title	Email	Session (S) / Full Programme (FP)	Fee
1				<input type="checkbox"/> S () <input type="checkbox"/> FP	
2				<input type="checkbox"/> S () <input type="checkbox"/> FP	
3				<input type="checkbox"/> S () <input type="checkbox"/> FP	
4				<input type="checkbox"/> S () <input type="checkbox"/> FP	
5				<input type="checkbox"/> S () <input type="checkbox"/> FP	

Note: For online registrations made by contacts of BDO, please use the registration codes of "BDO" respectively under the "Partner Code" section.

Total (HK\$) : _____

Part 2: Programme Details (Please ✓ the appropriate boxes) (Member/Partner: FP \$2700 / S \$500 ; Non-member: FP \$3240 / S \$600)

- Full Programme (FP) (28/4, 26/5, 7/7, 8/9, 6/10 & 10/11/2022)
- Session 1 28 April 2022 (Thu) Climate Governance and Risk Management
- Session 2 26 May 2022 (Thu) SFC and HKEX's Regulatory Oversight, Enforcement Actions and Director's Liabilities
- Session 3 7 July 2022 (Thu) Transfer Pricing and Other Tax Challenges
- Session 4 8 September 2022 (Thu) The SPAC Regime in Hong Kong and Listing Considerations
- Session 5 6 October 2022 (Thu) Latest Development of Cybersecurity Law
- Session 6 10 November 2022 (Thu) Annual Regulatory Update 2022

Part 3: Notes

- Fees paid by crossed cheque should be made payable to "The Chamber of Hong Kong Listed Companies". Please mail to Room 3710, 37/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
- Bank remittance: *Standard Chartered Bank (Hong Kong) Ltd (HKD S/A: 003-447-1-089308-9)*, please provide the bank-in slip via email to josieling@chkcl.org for confirmation of payment. All local and overseas bank charges are to be borne by remitter.
- Registration will be confirmed upon full payment by email notification.
- Registration fees paid are not refundable except if the event is fully booked or cancelled by CHKLC.
- Participants must attend the whole event including the question & answer session. Otherwise, no CPT hour will be given.
- CHKLC reserves the right of final discretion should there be any changes to the event.
- For enquiry, please contact CHKLC's Secretariat at (852) 2970 0886-7 or email to info@chkcl.org.