



Asia-Pacific Structured Finance Association

APSA

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“Roundtable on Corporate Governance in Hong Kong as an International Financial Centre”

**25 September 2014 (Thursday)
APSA and AIIFL Luncheon Discussion**

Dear Members, Colleagues and Friends

APSA has the pleasure of inviting you to attend the above lunch-time roundtable discussion on 25 September (Thursday) at 12:00 noon at Eversheds, 21/F Gloucester Tower, The Landmark, 15 Queen’s Road Central, Hong Kong. The discussion will be conducted in English.

Topic: **“Roundtable on Corporate Governance in Hong Kong as an International Financial Centre”**

In an effort to address the issue of Hong Kong staying competitive as one of the world’s major international financial centres in the midst of increasing challenges from China, Asia Pacific region and globally, the Hong Kong Research Grants Council Theme-based Research Scheme has funded a major research project on **“Enhancing Hong Kong’s Future as a Leading International Financial Centre”**. As part of the project, the research team has written a paper titled **“Corporate Governance in Hong Kong as an International Financial Centre”**.

This roundtable invites fellow leading practitioners and academics in finance/related fields to discuss this paper which makes suggestions on corporate governance arrangements, and how such arrangements can help solidify Hong Kong’s position among international financial centres. These suggestions could have important implication for Hong Kong.

Specifically, the following areas will be discussed:

- Where does Hong Kong stand in terms of the quality of corporate governance?
- How and why should Hong Kong pensions be encouraged to engage in governance-related activism?
- How to reduce self-dealing by connected parties through whistle blowing?
- What are the ways to broaden awareness of concentrated shareholding?
- Professionalising corporate board directors: does training or education really help improve a director’s performance?
- Problems with the existing private actions (derivative suits and unfair prejudice suits): could arbitration be used as an alternative to seek cooperation for aggrieved investors and stakeholders?

Moderator : Professor Say Goo – Professor of Law at The University of Hong Kong

Roundtable discussion : April Chan – CLP Holdings Limited
Susie Cheung – The Hong Kong Mortgage Corporation Limited
Charles Grieve – Securities and Futures Commission
Bryane Michael – The University of Hong Kong
Katherine Ng – The Stock Exchange of Hong Kong
Natalia Seng – Tricor Group / Tricor Services Limited

Registration time : 12:00 noon with discussion about 12:15 p.m.

About the presenters:

Say H Goo, *Professor of Law at the University of Hong Kong.*

Say H Goo is Professor of Law at HKU, Director of Asian Institute of International Financial Law (AIIFL) and Japan and Korea Programme and Deputy Director of Ronald Coase Centre for Property Rights Research (RCCPRR). He is a graduate of University of Leicester (LLB) and University of East Anglia (LLM), and joined HKU in 1995 after five years of teaching at the University of Exeter and UEA. He is a Fellow of The Institute of Chartered Secretaries & Administrators in England (FCIS) and a Fellow of The Hong Kong Institute of Chartered Secretaries (FCS). He is Honorary Visiting Professor at University of Exeter, Co-Principal Investigator of RGC research grant project on Enhancing Hong Kong as an International Financial Centre, member of the Standing Committee on Company Law Reform, member of the International Advisory Board of the Centre for Corporate Law and Securities Regulation in Melbourne, editorial member of leading international journals and reviewer for well-known publishers and journals. He has visited many universities including Harvard and Cambridge Universities and spoken at UN, UNCITRAL, APEC, and Insol Conferences.

April Chan Yiu Wai Yee, *FCIS, FCS(PE), Company Secretary, CLP Holdings Limited*

Mrs. April Chan is the Company Secretary of CLP Holdings Limited. She has extensive experience and expertise in company secretarial practice and is instrumental in developing and implementing the framework of corporate governance in CLP. She was named Asian Company Secretary of the Year in 2013 by Corporate Governance Asia and is a frequent presenter on corporate governance in Hong Kong and overseas. Before joining CLP, she has worked in professional firms and academic institutions in Hong Kong and Australia.

Mrs. Chan is a Fellow of The Institute of Chartered Secretaries & Administrators in England and a Fellow of The Hong Kong Institute of Chartered Secretaries. Mrs. Chan was the Inaugural President of Corporate Secretaries International Association (CSIA). She was also the President of The Hong Kong Institute of Chartered Secretaries (HKICS) and the Chairman of HKICS' Company Secretaries Panel. Mrs. Chan is currently the Immediate Past President of HKICS, the Chairman of HKICS' Technical Consultation Panel and Human Resources Committee and a Council Member of CSIA. She has taken up several public positions including a member of the Citizens Advisory Committee on Community Relations of the Independent Commission Against Corruption in Hong Kong and a Council Member of the Hong Kong Breast Cancer Foundation.

Susie Cheung, *General Counsel and Company Secretary, The Hong Kong Mortgage Corporation Limited*

Susie Cheung is the General Counsel and Company Secretary of the HKMC. Since joining the HKMC in 1997, she has served as Company Secretary to five successive Financial Secretaries of Hong Kong, who, ex-officio, become Chairman of the Board of Directors of the HKMC. Ms Cheung was Chairman of the Drafting Committee of the Project on Standardisation of Mortgage Origination Documents in Hong Kong convened by the HKMC in 2001 (Phase I) and 2003 (Phase II). The standardised documents have been widely adopted by the banks in Hong Kong. She is also a member of the Land Titles Ordinance Steering Committee. Ms Cheung holds an LL.B. degree and an LL.M. degree from University College, London, and is qualified to practise law in England and Wales and also Hong Kong. She is the Co-Convenor of APSA, a Fellow, Council Member and the Chairperson of the Membership Committee of The Hong Kong Institute of Chartered Secretaries (HKICS).

Charles Grieve, *Senior Director, Corporate Finance Division, Securities and Futures Commission*

Charles Grieve is a senior director in Corporate Finance Division of the Securities and Futures Commission. Charles is responsible for policy matters relating to listed companies including Corporate Governance.

Charles' duties include:

- responsible for liaising with the Stock Exchange of Hong Kong regarding changes to the Listing Rules that apply to companies listed on the Exchange
- represents the SFC at IOSCO, the international organisations of securities regulators, on the auditing and accounting committee
- represents Hong Kong at the OECD Asian Corporate Governance Roundtables and as an observer to the OECD Corporate Governance Committee

Bryane Michael, *Senior Fellow, Faculty of Law at the University of Hong Kong and Columbia Law School*

Bryane is currently a Senior Fellow with the Hong Kong University's Faculty of Law and Columbia Law School. He also serves as an advisor to a number of governments and corporations on corporate governance-related issues. At the World Bank and OECD, he led important initiatives to improve corporate governance practices among the OECD and in Eastern Europe. His practical experience on corporate governance comes from advisorships to over 100 large companies in Turkey, Russia, the UK, US, India and Eastern Europe. Dr. Michael has held teaching positions at Oxford University as well as recently at Columbia University and has taught over 900 executives in training programmes in over 15 countries. He has done his graduate work in economics at Harvard and Oxford and ranks among the top 2% of all law and economics scholars in the SSRN Network (by downloads).

Katherine Ng, *Senior Vice President, Head of Policy, Listing Department, Hong Kong Exchanges and Clearing Limited*

Katherine joined HKEx in July 2013 as Head of Policy Team of the Listing Department. Prior to joining HKEx, Katherine served as Political Assistant to the Secretary for Financial Services and Treasury of the Hong Kong Government. Before joining the Government, Katherine had worked in an international investment bank and was in private practice with an international law firm in Hong Kong and London. Katherine holds a law degree from the University of Cambridge.

Natalia Seng, *Chief Executive Officer – China and Hong Kong & Executive Director, Tricor Group / Tricor Services Limited*

Mrs Natalia Seng is Chief Executive Officer – China and Hong Kong of Tricor Group and an Executive Director of Tricor Services Limited. She leads the strategic development and management of Tricor’s operations in China and Hong Kong. Mrs Seng has been in the founding team of the Company Secretarial Practice of Ernst & Young in Hong Kong for 20 years before joining Tricor Group. Her professional practice area covers business advisory, corporate governance, fiduciary services and regulatory compliance.

Mrs Seng is a Chartered Secretary, a Past President of The Hong Kong Institute of Chartered Secretaries (“HKICS”) and a Council Member of The Institute of Chartered Secretaries and Administrators (“ICSA”)

Mrs Seng has been appointed by government as a lay member to the Council of the Hong Kong Institute of Certified Public Accountants (“HKICPA”) from December 2013 to November 2015. She holds a Master's degree in Business Administration (Executive) from City University of Hong Kong.

She is also a Fellow of The Taxation Institute of Hong Kong (“TIHK”) and The Hong Kong Institute of Directors (“HKIoD”) and an appointed member of the Inland Revenue Department Users Group since 2009.

More information is available at our website: www.apsa-asia.com



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APSA and AIIFL Luncheon Discussion

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- Date 25 September 2014 (Thursday)
- Time 12:00 noon - 2:00 p.m.
- Venue Eversheds
21/F Gloucester Tower, The Landmark, 15 Queen's Road Central, Hong Kong
- Admission
- Free (with priority to APSA members)
 - Seats are limited. Admission to the seminar is on a first-come, first-served basis.
 - Sandwiches and drinks will be provided
 - Interested parties are welcome to join APSA now (annual membership fees: HK\$100 for students; HK\$500 for individuals; HK\$4,000 for corporates)
- RSVP To confirm a seat, please send us the completed Reply Slip via email info@apsa-asia.com by **22 September 2014 (Monday)**.

To: The Asia-Pacific Structured Finance Association Limited
c/o Eversheds
21st Floor, Gloucester Tower, The Landmark, 15 Queen's Road Central, Hong Kong

Email: info@apsa-asia.com

REPLY SLIP

APSA & AIIFL Luncheon Discussion on 25 September 2014
“Roundtable on Corporate Governance in Hong Kong as an International Financial Centre”

- ** I will attend the seminar.
- ** I am an APSA member.
- ** I/we will join APSA as new member. Enclosed are my/our[#] Application Form and a cheque of HK\$_____ (cheque number _____, Bank _____) made payable to “**The Asia-Pacific Structured Finance Association Limited**” as application fee for student/individual/corporate[#] membership.

Name and Title (in Block Letters)

Name of Firm

Contact Telephone Number

E-mail Address

** Please tick as appropriate

Please delete as appropriate