



Disclosure of Interests: Part XV of the SFO – Essentials for Directors and Shareholders of a Listed Company

Presenter:

Katherine U, Partner, MinterEllison LLP

Course Details:

Date: 26 October 2021, Tuesday	Language: English	CPD Law Points: 3.0
Time: 2:30 pm – 5:45 pm	Level: Standard ³	CPD BC Law Credits: 3.0
Venue: Live via Zoom	Fee: HK\$2,200 / HK\$1,980 (for online registration)*	CPT Hours¹: 3.0
		CFA CE Credits²: 3.0
		CFA SER Credits²: 2.0

Although the Disclosure of Interest regime under the SFO has been in place for over 18 years, it is still a minefield for many, in particular for those substantial shareholders, directors, chief executives who are required by law to disclose their interests in a listed company and secretaries, financial controllers or legal counsels who may have to assist in preparing these forms. This course will give a comprehensive overview of the current disclosure of interests regime under the SFO, concentrating on the requirements for directors and shareholders of listed companies.

Course Highlights:

- Who needs to disclose?
 - Disclosure obligations of substantial shareholders, directors and chief executives
 - What are “deemed interests”?
 - Family interests
 - Trusts
 - Controlled corporations
 - Associated corporations
 - Founder
 - Beneficiary
 - Concert parties
 - What needs to be disclosed?
 - What is an “interest” in shares?
 - Short positions & stock lending
 - Derivatives interests and underlying shares
 - How about H Shares or non-voting shares?
- When do you need to disclose?
 - What is change in the nature of an interest?
- De minimis exceptions and other exemptions
- Forms and the Disclosure of Interests Online (DION) System effective 3 July 2017
- Investigations by listed companies of shareholders
- Listed company to keep Registers
- Breach of Part XV and potential liabilities
- Practical worked examples

Note 1 – CPT Requirements: Our courses can fulfil CPT requirements. The Securities & Futures Commission has advised that although formal endorsement will not be given for the training we provide, it does not mean that the training programmes we organize do not meet the CPT purpose. Registrants should note that your employer, as **the corporate licensee** of your SFC registration, **is responsible for determining** whether our courses or any training course satisfy CPT requirements i.e. **that the training you receive are of appropriate standard and relevance to your maintaining and enhancing the technical knowledge and professional expertise**. Please check with your employer before registering for our courses. C&S does not warrant that the attendance of our courses would automatically be recognized by the SFC as fulfilling your CPT requirements.

Note 2 – As a participant in the CFA Institute Approved-Provider Program, C&S has determined that this program qualifies for 3 credit hours inclusive of 2 hours in the content area of Standards, Ethics, and Regulations (SER). If you are a CFA Institute member, CE credit for your participation in this program will be automatically recorded in your CE Diary.

Note 3 – Standard: for those who have basic knowledge of this topic.

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Registration Form

Course Details:

Course Name: **Disclosure of Interests: Part XV of the SFO –Essentials for Directors and Shareholders of a Listed Company**

Course Code: **CPD2102134**

Participant(s) Details:

Firm / Company: _____

Contact Person: _____ Nature of Business: _____

Tel: _____ Fax: _____ E-mail: _____

Address: _____

Please make additional copies, if necessary:

Name of Attendee 1: Dr. / Mr. / Mrs. / Ms.
(as on practicing certificate or registration of trainee solicitor contract)

Job Title: _____ E-mail: _____

Solicitor No. / CFA Member No.: _____ Place & Year of Admission: _____

CPD Law Pts required CPT Hours required CE CFA Others: _____

Certificate required: Yes No

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CPD Law Pts required CPT Hours required CE CFA Others: _____

Certificate required: Yes No

Name of Attendee 3: Dr. / Mr. / Mrs. / Ms.
(as on practicing certificate or registration of trainee solicitor contract)

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Certificate required: Yes No

Cheque for HK\$ _____ enclosed

Signature: _____ Date: _____

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