



## e-Series – New e-Learning Courses on Compliance and Corporate Finance



The Institute continues to launch e-Learning courses under the “e-Series” to address members’ professional development needs in the areas of compliance and corporate finance in Hong Kong. The courses were created by local subject experts with many years of solid professional lecturing experience. Persons who enrol the e-Series can take the courses anywhere, anytime at their own pace.

New e-Learning courses have now been added to further enrich members’ learning experiences.

<b>e-Series – Corporate Finance</b>			
Topic		Programme Code	CPD hours
<i>Banking</i>			
How to Obtain Credit Facilities from Banks?	<b>NEW</b>	ESEREF02101	2
Understanding Banking Products for Accountants		ESEREF01701	1.5
Understanding Bilateral Credit Facility Letter		ESEREF01001	1.5
Building a Constructive Relationship with Your Banks		ESEREF01601	1.5
<i>Corporate Financing</i>			
Understanding Convertible Bonds from a Banker’s Perspective	<b>NEW</b>	ESEREF02501	1.5
Fundamentals of Share Placement and Consideration Issue		ESEREF00601	1
Practical Application of Share Placement and Consideration Issue		ESEREF00801	1.5
Rights Issue vs Open Offer		ESEREF00501	1
Practical Application of Rights Issue		ESEREF00701	1.5
Unveiling the Financial Gimmicks of Listed Companies in HK – Share Swap and Rights Issue		ESEREF01201	1.5
Fundamentals of Share Repurchase Scheme for Accountants		ESEREF01801	1



e-Series – Corporate Finance			
Topic		Programme Code	CPD hours
<i>IPO/ Pre-IPO</i>			
上市前國內帳目處理及規範	<b>NEW</b>	ESEREF02401	1.5
上市前國內稅務籌劃	<b>NEW</b>	ESEREF02301	1.5
Pre-IPO Preparation from Financial Aspect		ESEREF01301	1
Pre-IPO Investment and Listing Rule Issues		ESEREF01401	1.5
IPO Assessment for Accountants from Non-Financial Aspect		ESEREF00901	1
<i>Mergers and Acquisitions</i>			
Understanding Mergers and Acquisitions for Accountants	<b>NEW</b>	ESEREF02201	2
<i>Valuation and others</i>			
Understanding Business Valuation for Transactions of Hong Kong Listed Companies	<b>NEW</b>	ESEREF02601	1.5
Mastering Intangible Assets Valuation		ESEREF01901	2
SME Online Business with Digital Marketing Strategy Funding Assistance Scheme		ESEREF02001	1.5

e-Series – Compliance			
Topic		Programme Code	CPD hours
Understanding Connected Transactions In a Nutshell		ESEREF01501	1.5
Troubles! How to be Handled by Listed Companies		ESEREF01101	1
Common Types of Fund Raising Activities		ESEREF00101	1
Major Continuing Obligations of Listed Companies		ESEREF00201	1
All About Directors – from Appointment to Removal		ESEREF00301	1
Practicable Steps for Doing an Acquisition		ESEREF00401	1.5

### Languages

Putonghua for ESEREF02301 and ESEREF02401  
Cantonese for all other courses

### Fee (for each)

	1 hour	1.5 / 2 hours
HKICPA member/ student:	HK\$120	HK\$190
IA/ HKIAAT member/ student:	HK\$120	HK\$190
Non-member:	HK\$220	HK\$325

### Competency\*

Corporate finance; Corporate governance; Taxation

### Rating\*






Foundation level

\* Please refer to the [Institute's online CPD Learning Resource Centre](#) for descriptions of competency and rating.









## About the e-Series

### Corporate Finance

Topic/ Programme code	Presenters
<b>Banking</b>	
<p><b>How to Obtain Credit Facilities from Banks? (ESEREF02101)</b></p> <p>This course highlights:</p> <ul style="list-style-type: none"> <li>Understanding the key approval process within corporate banks</li> <li>Review of basic lending principles from the credit approvers' perspectives</li> <li>Insights of different lending appetite for commercial and corporate borrowers from the lenders' perspectives</li> </ul>	<p><b>NEW</b></p> 
<p><b>Understanding Banking Products for Accountants (ESEREF01701)</b></p> <p>This course highlights:</p> <ul style="list-style-type: none"> <li>Trade finance products</li> <li>Corporate lending products</li> <li>Treasury products</li> <li>Cross border financing products</li> </ul>	<p><b>Mr. Duncan Tang</b> Managing Director, iFinance (Asia) Limited</p> 
<p><b>Understanding Bilateral Credit Facility Letter (ESEREF01001)</b></p> <p>This course covers:</p> <ul style="list-style-type: none"> <li>Introduction of bilateral credit facility</li> <li>Credit appetite from banker's perspectives</li> <li>Review of major types of banking facilities offered to corporates</li> <li>Variables in setting terms and conditions for loan facilities</li> <li>Review of major covenants and collateral package acceptable to bank lenders</li> </ul>	
<p><b>Building a Constructive Relationship with Your Banks (ESEREF01601)</b></p> <p>This course highlights:</p> <ul style="list-style-type: none"> <li>What make a constructive relationship with your banks so important?</li> <li>How to win relationship with banks?</li> <li>How to utilize banks' strengths and weaknesses</li> <li>Illustration by examples</li> </ul>	<p><b>Mr. Paul Kwong</b> MSC., FCPA, CPA(AUST), FCCA</p> 
<b>Corporate Financing</b>	
<p><b>Understanding Convertible Bonds from a Banker's Perspective (ESEREF02501)</b></p> <p>This course covers:</p> <ul style="list-style-type: none"> <li>Latest convertible bond market in Asia</li> <li>Overview of different types of convertible bonds issued by the listed issuers in Hong Kong</li> <li>Understanding key structural features embedded in convertible bonds and their implications</li> </ul>	<p><b>NEW</b></p> 
	<p><b>Mr. Duncan Tang</b> Managing Director, iFinance (Asia) Limited</p>



## About the e-Series

Topic/ Programme code	Presenters
<p><b>Fundamentals of Share Placement and Consideration Issue (ESEREF00601)</b></p> <p>This course highlights:</p> <ul style="list-style-type: none"><li>• The reasons why share placement and consideration issue are popular fund raising exercises in Hong Kong</li><li>• Different types of share placement techniques adopted by Hong Kong listed companies</li><li>• Implications of Listing Rules on share placement proposal</li><li>• Consideration of share placement and consideration issue in an merger and acquisition deal</li></ul> 	
<p><b>Practical Application of Share Placement and Consideration Issue (ESEREF00801)</b></p> <p>This course enables the participants to understand:</p> <ul style="list-style-type: none"><li>• The nature of placees and its implications in Hong Kong listed company's placement proposal</li><li>• The post-placement corporate actions</li><li>• The reasons for companies choosing "considerations issue" in mergers and acquisition transactions</li><li>• The pitfalls to be aware of in the past "consideration issue" deals</li></ul> 	
<p><b>Rights Issue vs Open Offer (ESEREF00501)</b></p> <p>This course covers:</p> <ul style="list-style-type: none"><li>• Key attribute of rights issue vs open offer</li><li>• Considerations for accepting or rejecting the rights issue or open offer proposal</li><li>• Implications of Listing Rules</li><li>• Rationale behind rights issue or open offer from the perspective of a listed company</li></ul> 	
<p><b>Practical Application of Rights Issue (ESEREF00701)</b></p> <p>This course provides insights of:</p> <ul style="list-style-type: none"><li>• The possibilities behind the 5 for 12 rights issue</li><li>• Financial impact of the rights issue</li><li>• Risks relating to the rights issue and new ordinary shares</li><li>• Investment considerations for existing or new shareholders</li></ul> 	<p><b>Mr. Duncan Tang</b> Managing Director, iFinance (Asia) Limited</p>
<p><b>Unveiling the Financial Gimmicks of Listed Companies in HK – Share Swap and Rights Issue (ESEREF01201)</b></p> <p>This course introduces:</p> <ul style="list-style-type: none"><li>• What is a share swap?</li><li>• What is a rights issue?</li><li>• What is/are the possible motive(s) behind the combined corporate actions?</li><li>• How to determine the share swap ratio and its consideration?</li><li>• How to determine the subscription price in the rights issue?</li></ul> 	
<p><b>Fundamentals of Share Repurchase Scheme for Accountants (ESEREF01801)</b></p> <p>This course introduces:</p> <ul style="list-style-type: none"><li>• What is share repurchase?</li><li>• Various types of share repurchase schemes in HK:<ul style="list-style-type: none"><li>- On-market share repurchase</li><li>- Off-market share repurchase</li><li>- Share repurchase by "general offer"</li></ul></li><li>• What are the true rationales behind share repurchase?</li><li>• What are the rules and regulations governing various share repurchase schemes and their implications?</li></ul> 	







## About the e-Series

Topic/ Programme code	Presenters
<b>IPO/ Pre-IPO</b>	
<b>上市前國內帳目處理及規範 (ESEREF02401)</b> 課程包括： <ul style="list-style-type: none"><li>• 控制企業上市前的財務風險</li><li>• 上市企業的資產價值擴大化</li><li>• 財務報表管理與解說（內外部財務報表合併處理）</li><li>• 國內外會計賬目轉換和分析</li><li>• 案例研究</li></ul>	 
<b>上市前國內稅務籌劃 (ESEREF02301)</b> 課程包括： <ul style="list-style-type: none"><li>• 公司上市前的稅務違規風險控制</li><li>• 企業改制重組上市的稅務規劃</li><li>• 資產評估增值的稅務處理與技巧</li><li>• 公司上市股權投資相關稅務處理與制定</li><li>• 案例研究</li></ul>	 
<b>Pre-IPO Preparation from Financial Aspect (ESEREF01301)</b> This course covers: <ul style="list-style-type: none"><li>• Why IPO?</li><li>• Why in Hong Kong?</li><li>• Relevant rules and regulations</li><li>• Procedures and timeline</li><li>• Pre-IPO assessment</li></ul>	
<b>Pre-IPO Investment and Listing Rule Issues (ESEREF01401)</b> This course introduces: <ul style="list-style-type: none"><li>• Form of pre-IPO investment</li><li>• Terms of investment</li><li>• Protective provisions</li><li>• Exit options</li><li>• Listing Rules and Hong Kong regulatory issues</li></ul>	
<b>IPO Assessment for Accountants from Non-Financial Aspect (ESEREF00901)</b> This course highlights the following considerations: <ul style="list-style-type: none"><li>• Satisfied ownership continuity?</li><li>• Satisfied management continuity?</li><li>• Any reliance on supplier/ customer issue?</li><li>• Any non-compliance?</li><li>• Any special circumstances e.g. litigation?</li></ul>	
	<b>羅東風先生</b> 中深集團合夥人
	<b>Mr. Tiger Wong</b> Director, Greater China Paxwell Limited
	<b>Mr. Mason Ching</b> Founder, Mason Ching & Associates
	<b>Ms. Wanda Suen</b> Partner, Hastings & Co









## About the e-Series

Topic/ Programme code	Presenters
<b>Mergers and Acquisitions</b>	
<p><b>Understanding Mergers and Acquisitions for Accountants (ESEREF02201)</b></p> <p>This course introduces:</p> <ul style="list-style-type: none"><li>• Typical terms of acquisitions</li><li>• Due diligence</li><li>• Documentation</li><li>• Issues associated with an acquisition by and of a listed company</li><li>• Success and failure</li><li>• Case studies</li></ul>	<p><b>NEW</b></p>  <p><b>Mr. Mason Ching</b> Founder, Mason Ching &amp; Associates</p>
<b>Valuation and others</b>	
<p><b>Understanding Business Valuation for Transactions of Hong Kong Listed Companies (ESEREF02601)</b></p> <p>This course covers:</p> <ul style="list-style-type: none"><li>• Background of the regulatory environment in Hong Kong</li><li>• Types of transactions under Chapter 14 of the Listing Rules</li><li>• Selection of valuation methodology</li><li>• Adoptions and verifications of valuation parameters</li><li>• Identifying and quantifying uncertainty in valuations</li><li>• Reconciliation of valuation results across different methods</li><li>• Case studies</li></ul>	<p><b>NEW</b></p>  <p><b>Mr. Ferry Choy</b> CFA, ICVS</p>
<p><b>Mastering Intangible Assets Valuation (ESEREF01901)</b></p> <p>This course introduces:</p> <ul style="list-style-type: none"><li>• What are intangible assets?</li><li>• What constitutes identifiable intangible assets under the accounting standards?</li><li>• Categories of intangible assets and their roles in business operations</li><li>• Introduction of the principles of common valuation methodologies for intangible assets</li></ul>	 <p><b>Mr. Ivan Fok</b> Business Development Director, Intimex Business Solutions Company Limited</p>
<p><b>SME Online Business with Digital Marketing Strategy Funding Assistance Scheme (ESEREF02001)</b></p> <p>This course covers:</p> <ul style="list-style-type: none"><li>• Web store platform setup</li><li>• Digital marketing strategy</li><li>• SME Export Marketing Fund (EMF)</li><li>• Retail Technology Adoption Assistance Scheme (ReTAAS) Fund</li><li>• Tips on applying for government funding</li></ul>	 <p><b>Mr. Ivan Fok</b> Business Development Director, Intimex Business Solutions Company Limited</p>



## About the e-Series

### Compliance

Topic/ Programme code	Presenters
<p><b>Understanding Connected Transactions In a Nutshell (ESEREF01501)</b></p> <p>This course highlights:</p> <ul style="list-style-type: none"><li>• Definition of connection transactions under the Listing Rules</li><li>• Types of connected transactions</li><li>• Requirements for connected transactions</li><li>• Requirements for continuing connected transactions</li><li>• Exemptions from the connected transaction requirements</li></ul> 	<p><b>Mr. Mason Ching</b> Founder, Mason Ching &amp; Associates</p>
<p><b>Troubles! How to be Handled by Listed Companies (ESEREF01101)</b></p> <p>This course covers tips for handling:</p> <ul style="list-style-type: none"><li>• Press speculation</li><li>• Enquiries from regulators</li><li>• Complaints</li><li>• Internal unrest</li><li>• Hostile takeover</li></ul> 	
<p><b>Common Types of Fund Raising Activities (ESEREF00101)</b></p> <p>This course covers:</p> <ul style="list-style-type: none"><li>• Some common types of equity fund raising activities</li><li>• How to structure a fund raising exercise?</li><li>• Documentation requirements</li><li>• Compliance matters</li></ul> 	
<p><b>Major Continuing Obligations of Listed Companies (ESEREF00201)</b></p> <p>This course highlights:</p> <ul style="list-style-type: none"><li>• How to handle fluctuations of price and/ or trading volume of shares?</li><li>• Disclosures required under Listing Rules</li><li>• General mandate or specific mandate?</li><li>• Public float vs high concentration of shareholding</li></ul> 	<p><b>Ms. Wanda Suen</b> Partner, Hastings &amp; Co</p>
<p><b>All About Directors – from Appointment to Removal (ESEREF00301)</b></p> <p>This course enables the participants to understand:</p> <ul style="list-style-type: none"><li>• Appointment of directors</li><li>• Dealings of securities by directors</li><li>• Rewards for directors</li><li>• Cessation of directorship – resignation/ retirement/ removal</li></ul> 	
<p><b>Practical Steps for Doing an Acquisition (ESEREF00401)</b></p> <p>This course introduces:</p> <ul style="list-style-type: none"><li>• Typical flow of an acquisition</li><li>• Typical flow of a disposal</li><li>• Consideration – cash/ securities?</li><li>• Pitfalls to beware of</li></ul> 	



## About the presenters

**Mr. Mason Ching**, Founder, Mason Ching & Associates

Mr. Ching founded his own law firm, Mason Ching & Associates in 2004. He is qualified to practise in Hong Kong and England & Wales and holds an LLM degree with distinction in Technology and Investment Laws.

Mr. Ching has over 25 years of legal experience gained in international law firms including Baker & McKenzie handling listing of large-cap companies, spin-off listings by blue chip issuers, takeovers, cross-border mergers and acquisitions, venture investment and PRC direct investment.

**Mr. Ferry Choy**, CFA, ICVS

Mr. Choy is currently the director at Flagship Consulting. He is an International Certified Valuation Specialist (ICVS), a professional license in business valuation issued by the International Association of Consultants, Valuators and Analysts (IACVA) and a CFA chartered holder.

Mr. Choy was the Chairman of Continuous Education for the IACVA Hong Kong Chapter providing business valuation training courses to its members.

**Mr. Ivan Fok**, Business Development Director, Intimex Business Solutions Company Limited

Mr. Fok has over 15 years of hands-on experience in e-commerce and business development. He has conducted seminars and delivered lectures, covering e-commerce and online marketing in universities, CPA Australia, YOT, TID, HKTDC, HKPC SME ONE and FHKI. He also successfully helped over 6,000 Hong Kong corporate clients with their e-commerce business by offering website development, online marketing and consultancy services.

**Mr. Paul Kwong**, MSC., FCPA, CPA(AUST), FCCA

Mr. Kwong is currently working in an energy and resources company, which invests in all key oil and gas businesses accessible to foreign investors in the PRC. Apart from taking full responsibilities for financial and accounting, cross-border taxation, and treasury functions, Mr. Kwong is also the key member of the top management committee of the group for developing business planning and strategy formulation, and had extensive experience in fund-raising and M&A activities.

Working with/in state-owned enterprises, privately-owned enterprises, MNC and domestic entrepreneurs over the last 20 years, Mr. Kwong's career has seen him develop skills through senior management roles, and audit and assurance roles from different corporate cultures.

Being a recipient of Dean's List Award, Mr. Kwong was educated in National University of Ireland, Dublin with a Master of Science in Finance.

**羅東風先生**, 中深集團合夥人

羅先生有多年的實操專業經驗，在企業從事17年多的財務會計工作，具備豐富的一線財務工作經驗。他擅長稅務籌劃、賬務梳理、新三板、IPO審計等。

羅先生是中國註冊會計師、稅務師、高級會計師。

**Ms. Wanda Suen**, Partner, Hastings & Co.

Ms. Suen is an experienced corporate finance lawyer. She was qualified as a solicitor in Hong Kong in 2001. She joined Hastings & Co. in 2003 and became a partner in 2011. Prior to joining Hastings & Co., Ms. Suen has worked in the Listing Division of the Hong Kong Stock Exchange from 2001 to 2003.

Ms. Suen focuses her practice on corporate finance, regulatory compliance and general commercial work. She has extensive experience in handling IPO, compliance matters and advising on shareholders' dispute.





## About the presenters

**Mr. Duncan Tang** Managing Director, iFinance (Asia) Limited

Mr. Tang has over 20 years of professional experience in corporate financing, credit and product risk analysis at various major US and European international banks, including Merrill Lynch, UBS, RBS and BNP Paribas. He is currently the Managing Director of iFinance (Asia) Limited and previously a Vice President-Finance of a mainboard-listed company in Hong Kong.

Mr. Tang also has ample training experience at various professional institutes, international banks and investment banks. He is also an author of an investment book published in Hong Kong.

**Mr. Tiger Wong** Managing Director, Greater China Paxwell Limited

Mr. Wong has over 15 years of experience in the corporate finance industry. He has held various positions, including chief financial officer, director and company secretary in different companies in Hong Kong, where he has experience in handling corporate finance transactions such as mergers and acquisitions, capital fund raising and restructuring.

Mr. Wong is the responsible officer for Greater China Paxwell Limited, a company providing corporate financial advisory services, where he is responsible supervising type-6 regulated activities under the Securities and Futures Ordinance.