

**City University of Hong Kong  
Course Syllabus**

**offered by School of Law  
with effect from Semester A 2017/2018**

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**Part I Course Overview**

**Course Title:** Foundations in Mainland Related Legal Transactions

**Course Code:** PLE5022

**Course Duration:** Semester B (9 weeks)

**Credit Units:** 2

**Level:** P

**Medium of Instruction:** English

**Medium of Assessment:** English

**Prerequisites:**  
(Course Code and Title) Nil

**Precursors:**  
(Course Code and Title) Nil

**Equivalent Courses:**  
(Course Code and Title) Nil

**Exclusive Courses:**  
(Course Code and Title) Nil

## Part II Course Details

### 1. Abstract

The aim of *Foundations in Mainland Related Legal Transactions* is to enable students to practise, at a basic level, as a lawyer in Hong Kong in relation to Mainland China-related commercial transactions.

### 2. Course Intended Learning Outcomes (CILOs)

(CILOs state what the student is expected to be able to do at the end of the course according to a given standard of performance.)

No.	CILOs	Weighting (if applicable)	Discovery-enriched curriculum related learning outcomes (please tick where appropriate)		
			A1	A2	A3
1.	advise a client in Hong Kong on a range of Mainland China-related real-life commercial transactions, through an analytical and critical examination of the proposed transactions which seeks a creative and solution-focussed outcome for the client while remaining fully compliant with all applicable laws		✓	✓	✓
2.	liaise and work with a Mainland Chinese lawyer on each of the transactions to achieve a legal, creative and solution-focussed outcome		✓	✓	✓
3.	perform their role as Hong Kong lawyers in the transactions		✓	✓	✓
		100%			

A1: Attitude

*Develop an attitude of discovery/innovation/creativity, as demonstrated by students possessing a strong sense of curiosity, asking questions actively, challenging assumptions or engaging in inquiry together with teachers.*

A2: Ability

*Develop the ability/skill needed to discover/innovate/create, as demonstrated by students possessing critical thinking skills to assess ideas, acquiring research skills, synthesizing knowledge across disciplines or applying academic knowledge to self-life problems.*

A3: Accomplishments

*Demonstrate accomplishment of discovery/innovation/creativity through producing /constructing creative works/new artefacts, effective solutions to real-life problems or new processes.*

### 3. Teaching and Learning Activities (TLAs)

(TLAs designed to facilitate students' achievement of the CILOs.)

TLA	Brief Description	CILO No.			Hours/week (if applicable)
		1	2	3	
1	Lectures in large groups, followed by small group sessions based on given scenarios and selected topics.	✓	✓	✓	3 hours

**4. Assessment Tasks/Activities (ATs)**

*(ATs are designed to assess how well the students achieve the CILOs.)*

Assessment Tasks/Activities	CILO No.			Weighting	Remarks
	1	2	3		
A three-hour series of practical exercises, conducted under examination conditions.	✓	✓	✓	100%	
Examination: 100% (duration: 3 hours, if applicable)				100%	

## 5. Assessment Rubrics

(Grading of student achievements is based on student performance in assessment tasks/activities with the following rubrics.)

Assessment Task	Criterion	Excellent (A+, A, A-)	Good (B+, B, B-)	Fair (C+, C, C-*)	Marginal (D*)	Failure (F)
A three-hour series of practical exercises, conducted under examination conditions.	To pass this course students must obtain an aggregate mark of 50%.	<p>The work meets the client's needs in all respects, evidenced by –</p> <ul style="list-style-type: none"> <li>• a superior grasp of the issues and subject matter</li> <li>• good organization</li> <li>• a capacity to analyze and synthesize</li> <li>• possession of an extensive knowledge base</li> <li>• a superior use of lawyer skills.</li> </ul>	<p>The work meets the client's needs in most respects, evidenced by –</p> <ul style="list-style-type: none"> <li>• a strong grasp of the issues and subject matter</li> <li>• some critical and analytical ability</li> <li>• an understanding of the applicable law and procedures</li> <li>• a good use of lawyer skills.</li> </ul>	<p>The work meets the client's main needs, evidenced by –</p> <ul style="list-style-type: none"> <li>• an adequate grasp of the issues and subject matter</li> <li>• an ability to develop solutions to the client's problems</li> <li>• a basic use of lawyer skills.</li> </ul>		<p>The work does not meet the client's needs, evidenced by little or an insufficient –</p> <ul style="list-style-type: none"> <li>• grasp of the issues and subject matter</li> <li>• critical and analytical ability</li> <li>• understanding of the applicable law and procedures.</li> </ul>

\* Note: The University's grades C- and D are not used in the PCLL.

### **Part III Other Information** (more details can be provided separately in the teaching plan)

#### **1. Keyword Syllabus**

*(An indication of the key topics of the course.)*

- Legal Environment in Mainland China
- Foreign Direct Investment in Mainland China
- Mergers and Acquisitions in Mainland China
- Operating in Mainland China
- Mainland China-Related Financing Activities
- Exit Strategies and Dispute Resolutions in Mainland China

#### **2. Reading List**

##### **2.1 Compulsory Readings**

*(Compulsory readings can include books, book chapters, or journal/magazine articles. There are also collections of e-books, e-journals available from the CityU Library.)*

- James M. Zimmerman, *China Law Deskbook: A Legal Guide for Foreign-Invested Enterprises* (3rd Edition), ABA 2010
- Owen Nee, *Shareholder Agreements & Joint Ventures: Business Laws of China*, West, 2015
- Owen Nee & Jingzhou Tao, *Mergers and Acquisitions in China*, West, 2011
- Michael Moser (ed.), *Business Disputes in China*, Huntington, NY: Juris, 2011
- Randall Peerenboom, *China's Long March Toward Rule of Law*, Cambridge University Press 2005
- Yan Wang, *Chinese Legal Reform: The Case of Foreign Investment Law*, Routledge 2003

Additional compulsory readings would be provided in the Reading List as well as the Books and Materials List, which will be provided on the first day of the course.

##### **2.2 Additional Readings**

*(Additional references for students to learn to expand their knowledge about the subject.)*

The PRC National People's Congress

<http://www.npc.gov.cn/>

The PRC Central People's Government

<http://www.english.gov.cn/>

The PRC Ministry of Commerce

<http://english.mofcom.gov.cn/>

The PRC Supreme People's Court

<http://www.court.gov.cn/>

The PRC Ministry of Justice

<http://www.moj.gov.cn/>

Other online legal resources

<http://www.lawinfochina.com/>