

# AC5690: CORPORATE GOVERNANCE

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## Effective Term

Semester A 2025/26

## Part I Course Overview

### Course Title

Corporate Governance

### Subject Code

AC - Accountancy

### Course Number

5690

### Academic Unit

Accountancy (AC)

### College/School

College of Business (CB)

### Course Duration

One Semester

### Credit Units

3

### Level

P5, P6 - Postgraduate Degree

### Medium of Instruction

English

### Medium of Assessment

English

### Prerequisites

Nil

### Precursors

Nil

### Equivalent Courses

FB5690 Corporate Governance

### Exclusive Courses

Nil

## Part II Course Details

### Abstract

This course aims to enable students to integrate ethics into how effective corporate governance should be structured and operated within the modern corporate setting, having regard to legal arrangements and social economic theories.

### Course Intended Learning Outcomes (CILOs)

CILOs		Weighting (if app.)	DEC-A1	DEC-A2	DEC-A3
1	Identify the determinants of corporate governance mechanisms including legal, internal and social responsibility factors as documented in the corporate governance research.	25	x	x	
2	Construct an effective corporate governance framework applicable to different legal systems & corporate structures.	25	x	x	
3	Solve corporate governance issues using the framework & theories developed in the corporate governance literature & with regard to ethical issues.	25		x	x
4	Provide direction to the Board of Directors with regard to the setting up or improvement of a corporate governance mechanism.	25		x	x

#### 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 real-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.

### Learning and Teaching Activities (LTAs)

LTAs	Brief Description	CILO No.	Hours/week (if applicable)	
1	Interactive lectures*	Impart key knowledge from the corporate governance literature regarding the nature of corporations, information asymmetry, agency theory, ethics and corporate governance structures; Students will participate in discussions after the lecturer sets the agenda and questions for class discussions.	1, 2	3hrs/wk

2	Small group written report on an assigned case-based real world corporate governance problem*	Students will work in groups: To select a listed company for their analysis; To identify strengths and weaknesses in corporate governance of the company and discuss related ethical issues; To suggest ways to strengthen corporate governance; To support the analyses and recommendations with the findings from prior corporate governance research.	4	3 hrs/wk for 6 weeks
3	Group case analysis and presentations of corporate governance issues*	Students will summarise and discuss the findings on an assigned case-based real world corporate governance problem in a group presentation.	3	3 hrs/wk for 5 weeks

**Additional Information for LTAs**

\* DEC LTA element

**Assessment Tasks / Activities (ATs)**

	ATs	CILO No.	Weighting (%)	Remarks ("- " for nil entry)	Allow Use of GenAI?
1	2 hour mid-term examination#: Students will be assessed via mid-term examination their understanding of theories learnt in class, their ability to identify corporate governance weaknesses, and their ability to apply theories to cases.	1	25	-	No

2	Group presentations#: Students will work in groups, prepare and deliver presentations on selected real business world cases around the globe. Students are required to construct a corporate governance framework and provide solutions based on it for companies in different legal regimes.	2, 3	10	Students are required to properly acknowledge the use of GenAI tools, and provide explanation of why the piece of response from the GenAI tool is adopted.	Yes
3	Written report#: Students will work in groups, to critically evaluate the corporate governance structure while applying theories covered in class, and offer recommendations for a listed firm of their choice. Students are required to search for disclosures made by the firm to analyse the corporate governance structure.	4	15	Students are required to properly acknowledge the use of GenAI tools, and provide explanation of why the piece of response from the GenAI tool is adopted.	Yes

**Continuous Assessment (%)**

50

**Examination (%)**

50

**Examination Duration (Hours)**

3

**Additional Information for ATs**

# DEC AT element

Final examination [Closed-book examination]:

Students will be assessed via examination their understanding of concepts and theories learnt in class.

Embeds research elements in the course design: In the group project in which students analyse the governance structures of selected listed companies, students are required to cite arguments and/or findings from prior studies to guide their analyses and support their conclusions. The final exam or the mid-term test contains at least one question which requires students to contrast and discuss the findings from two papers examining the same governance issue in different institutional settings.

Students are required to pass both coursework and examination components to guarantee to pass the course. Failing either component may lead to failure in the course. The passing mark is generally 50.

### **Assessment Rubrics (AR)**

#### **Assessment Task**

Mid-term examination; and Final examination (for students admitted before Semester A 2022/23 and in Semester A 2024/25 & thereafter)

#### **Criterion**

Develop an attitude and the ability to identify the determinants of corporate governance mechanisms including legal, internal and social responsibility factors.

#### **Excellent**

(A+, A, A-) High

#### **Good**

(B+, B, B-) Significant

#### **Fair**

(C+, C, C-) Moderate

#### **Marginal**

(D) Basic

#### **Failure**

(F) Not even reaching marginal levels

#### **Assessment Task**

Group presentations; and Final examination (for students admitted before Semester A 2022/23 and in Semester A 2024/25 & thereafter)

#### **Criterion**

Develop an attitude and the ability to construct an effective corporate governance framework applicable to different legal systems & corporate structures.

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**Criterion**

Develop the ability to solve corporate governance issues using the framework & theories developed in the course & with regard to ethical issues.

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**Assessment Task**

Written report; and Final examination (for students admitted before Semester A 2022/23 and in Semester A 2024/25 & thereafter)

**Criterion**

Develop the ability to provide direction to the Board of Directors with regard to the setting up or improvement of a corporate governance mechanism.

**Excellent**

(A+, A, A-) High

**Good**

(B+, B, B-) Significant

**Fair**

(C+, C, C-) Moderate

**Marginal**

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**Failure**

(F) Not even reaching marginal levels

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**Assessment Task**

Mid-term examination; and Final examination (for students admitted from Semester A 2022/23 to Summer Term 2024)

**Criterion**

Develop an attitude and the ability to identify the determinants of corporate governance mechanisms including legal, internal and social responsibility factors.

**Excellent**

(A+, A, A-) High

**Good**

(B+, B) Significant

**Marginal**

(B-, C+, C) Basic

**Failure**

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**Part III Other Information****Keyword Syllabus**

Introduction to Corporate Governance Related Social Economic Theories. Introduction to Development of Corporate Governance.

Corporate Governance Environment.

Internal Corporate Governance Factors.

Company Secretary and Corporate Administrator.

External Corporate Governance Factors.

Corporate governance and business ethics.

Stakeholder orientation in corporate governance.

Corporate social responsibility and ESG practices.

**Reading List****Compulsory Readings**

Title	
1	Larcker, D., and Tayan, B. Corporate governance matters: A closer look at organizational choices and their consequences latest edition, Pearson Education.

**Additional Readings**

Title	
1	Solomon, J. Corporate Governance & Accountability latest edition, John Wiley & sons
2	Jones, G. Corporate Governance & Compliance in Hong Kong latest edition LexisNexis
3	Tricker, B., Corporate Governance: Principles, Policies & Practices latest edition, Oxford University Press
4	Mailin, C., Corporate Governance latest edition, Oxford University Press
5	Additional notes will be downloaded onto the Canvas site from time-to-time
6	Corporate web sites that discuss their own corporate governance structures

7	The Hong Kong Chartered Governance Institute (HKCGI) online study materials of the Chartered Governance Qualifying Programme (CGQP) Modules Corporate Governance, Hong Kong Company Law, and Interpreting Financial and Accounting Information.
8	The Personal Data (Privacy) Ordinance