

PLE5013: CORPORATE AND COMMERCIAL PRACTICE

Effective Term

Semester A 2025/26

Part I Course Overview

Course Title

Corporate and Commercial Practice

Subject Code

PLE - Professional Legal Education

Course Number

5013

Academic Unit

School of Law (FL)

College/School

School of Law (FL)

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

Nil

Exclusive Courses

Nil

Part II Course Details

Abstract

This course aims to prepare students to advise clients on the appropriate business structures and financing arrangements for their business ventures and the legal issues arising from the setting up to the dissolution of a business, and to analyse the relevant legal documentation therefor.

Course Intended Learning Outcomes (CILOs)

CILOs		Weighting (if app.)	DEC-A1	DEC-A2	DEC-A3
1	Analyze what a typical business transaction involves and apply the principles learned to real life problems.		x	x	
2	Use some of the vocabulary that business clients use when talking about business transactions and obtain a basic understanding of the key accounting and financial principles in business transactions.		x	x	
3	Understand what business clients expect their lawyers to do for them.		x	x	
4	Identify legal issues which might arise in achieving clients' goals.		x	x	x
5	Apply the law to the client's circumstances so as to achieve the client's desired outcomes.			x	x
6	Resolve problems encountered in achieving the client's objectives, identify the legal issues involved and available options, with appropriate advice to a client or a supervising practitioner.		x	x	x
7	Draft, review, and modify documents used in the practice of commercial and corporate law.		x	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	1	Primarily lectures, exercises and discussions in large groups and small groups.	1	
2	2	Primarily in lectures in large groups and interactive exercises in small groups.	2	

3	3	Primarily in discussions in small groups.	3	
4	4	Primarily in modeling in large group lectures and in exercises in small groups.	4	
5	5	Primarily in exercises in small groups.	5	
6	6	Primarily in exercises in small groups.	6	
7	7	Primarily in lectures in large groups and discussions in small groups.	7	

Continuous Assessment (%)

0

Examination (%)

100

Examination Duration (Hours)

4

Minimum Examination Passing Requirement (%)

50

Additional Information for ATs

Examination at the end of the Semester (CILO No. 1,2,3,4,5,6,7)

The use of Generative AI tools is not allowed.

Assessment Rubrics (AR)**Assessment Task**

Examination at the end of the Semester

Criterion

To pass this course students must obtain a mark of 50.

Excellent

(A+, A, A-) The work meets the client' s needs in all respects, evidenced by:

- a superior grasp of the issues and subject matter
- good organization
- a capacity to analyze and synthesize
- possession of an extensive knowledge base
- a superior use of lawyer skills.

Good

(B+, B, B-) The work meets the client' s needs in most respects, evidenced by:

- a strong grasp of the issues and subject matter
- some critical and analytical ability
- an understanding of the applicable law and procedures
- a good use of lawyer skills.

Fair

(C+, C, C-*) The work meets the client's main needs, evidenced by:

- an adequate grasp of the issues and subject matter
- an ability to develop solutions to the client's problems
- a basic use of lawyer skills.

Marginal

(D*)

Failure

(F) The work does not meet the client's needs, evidenced by little or an insufficient:

- grasp of the issues and subject matter
- critical and analytical ability
- understanding of the applicable law and procedures.

Additional Information for AR

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

Part III Other Information

Keyword Syllabus

- Choice of business arrangements
- Partnership and incorporation
- Members, directors
- Meetings and resolutions
- Employment agreement
- Joint venture agreement
- Shareholders agreement
- Letter of intent / term sheet
- Confidentiality agreement
- Understanding financial statements
- Key financial concepts in acquisitions
- Share purchase agreement
- Private equity investment
- Loans
- Guarantees and Charges
- Listing regime in Hong Kong and listed company obligations
- Insolvency
- Liquidation and dissolution of companies

Reading List

Compulsory Readings

Title	
1	The readings listed in the Course Guide and assigned via Canvas

Additional Readings

Title	
1	The readings listed in the Course Guide and assigned via Canvas