**Mainland University Lecture Series 2025**

**for The Peking University Law School (“PKU”)**

**“Legal Services and Risk Management for**

**Cross-border Transactions – a Common Law Perspective”**

**(*March – April 2025*)**

**Course Outline (DRAFT)**

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| **Course Date & Time**  **(*tentative*)** | **Lecture No.** | **Topic** |
| **1 March 2025**  **(Saturday)**  **9:00am-12:00nn**  **(3 hours)** | **Lecture 1** | **Hong Kong Legal System**   * The systems of common law, civil law and Islamic law * Hong Kong court system * Development of Hong Kong legal system * Brief comparison between the legal systems in Mainland China and Hong Kong (certain provisions in the Basic Law would be covered) * System and relevant political risks |
| **1 March 2025**  **(Saturday)**  **2:00pm-5:00pm**  **(3 hours)** | **Lecture 2** | **Cross-Border Investment (I) – Contract, Mergers and Acquisitions**   * Formation of the contract * Contract terms (implied term, false statement, the parol evidence rule, etc.) * Consideration of the contract terms (taxation, international agreement, substantive law, etc.) * Risks and risk management on cross-border contracts * Breach of contract * Termination of contract * Remedies (compensation for damage such as liquidated damages, specific performance, injunction, etc.) * Issues related to quasi contract - statutory trust |
| **8 March 2025**  **(Saturday)**  **9:00am-12:00nn**  **(3 hours)** | **Lecture 3** | **Cross-Border Investment (II) – Capital Market Regulatory Framework**   * Company law and securities law * Institutional structure of the capital market * Classifications – equity, debt and fund * Key regulators |

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| **8 March 2025**  **(Saturday)**  **2:00pm-4:00pm**  **(2 hours)** | **Lecture 4** | **Securities Regulation and Crime**    ***OR***  **Criminal Law – Commercial Crimes**   * Anti-money laundering and anti-bribery * Financial regulators |
| **15 March 2025**  **(Saturday)**  **9:00am-12:00nn**  **(3 hours)** | **Lecture 5** | **Cross-Border Investment (III) – Part I**  **(Initial Public Offerings (“IPO”))**   * Introduction of IPO * Features of IPO in Hong Kong * Regulations of IPO in Hong Kong * Roles of lawyers in IPO |
| **Lecture 6** | **Cross-Border Investment (III) – Part II**  **(Corporate Insurance)**   * Corporate Insurance * Directors and Officers Insurance |
| **22 March 2025**  **(Saturday)**  **9:00am-12:00nn**  **(3 hours)** | **Lecture 7** | **International Commercial Dispute Resolution (focusing on International Commercial Arbitration) – Part I**   * Different types of dispute resolution methods (arbitration, litigation, mediation/ conciliation, adjudication and expert determination) * The pros and cons of arbitration and litigation * Arbitration agreement * Applicable law related to international arbitration * Arbitration through the International Centre for Settlement of Investment Disputes * Enforcement and set-aside of an arbitral award * Risk management * Conduct and integrity of lawyers |

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| **Course Date & Time**  **(*tentative*)** | **Lecture No.** | **Topic** |
|  |  | * Issues related cross-border litigation, reciprocal enforcement and intellectual property * Case-studies * Practical issues and real-life experiences related to GBA in Commercial Dispute Resolution |
| **22 March 2025**  **(Saturday)**  **2:00pm-5:00pm**  **(3 hours)** | **Lecture 8** | **International Commercial Dispute Resolution (focusing on International Commercial Arbitration) – Part II** |
| **29 March 2025**  **(Saturday)**  **9:00am-1:00pm**  **(4 hours)** | **Lecture 9** | **Case Study Exercise on Cross-Border Investment**   * Use of a combination of real cases and hypothetical case to bring out interesting considerations, as well as legal and practical knowledge when conducting cross-border investment |
| **12 or 19 April 2025**  **(Saturday)**  **9:00am-1:00pm**  **(4 hours)** | **Lecture 10** | **Mock Arbitration – Part I**   * Case study of cross-border litigation involving concurrent proceedings in Mainland China, Hong Kong and offshore jurisdictions * Mock arbitration sessions dealing with applications or proceedings of different nature in arbitration proceedings |
| **12 or 19 April 2025**  **(Saturday)**  **2:00pm-6:00pm**  **(4 hours)** | **Lecture 11** | **Mock Arbitration – Part II** |

**Total Lectures Duration:** 32 hours