

Course Profile

Course Name: Chinese Company Law (Company Law in China)

Course Code: X190650

Course Credits: 2

Course Category: Required Elective

Terms Offered:

Fall _____

Spring SY 2014-2015, 1-11 week

Summer_____

Course Pre/Co-requisites: None

Textbook:

Shen Wei, Company Law in China: Structure, Governance and Regulation (Sweet & Maxwell 2014)

Shen Wei, The Anatomy of China's Banking Sector and Regulation (Wolters Kluwer 2014)

Instructor:

[Name] Professor Shen Wei

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[Office] Room 424

[Office Hours]: By email appointment.

Course Description:

This course aims to help students to correctly appreciate the differences between various business vehicles available in China and to comprehend the rights and duties of different stakeholders in a company. This course also aims to teach students company law and regulations in China in a comparative setting by reference to company law in other jurisdictions, in particular, common law jurisdictions such as England, Hong Kong, and the United States. Furthermore, this course will help

students to master the basic norms, doctrines and principles in relation to companies, and to be able to apply them to relevant issues in a more practical manner.

Here are some topics this course may cover: business vehicles and classification of companies; incorporation and formation; corporate personality; promoters and pre-incorporation contracts; corporate charter and constitution; corporate governance; division of corporate powers; fiduciary duties; protection of minority shareholders; bankruptcy and restructuring; corporate social responsibility. This course may arrange small training sessions so that students will have the opportunities to “practice” company law in hypothetical corporate transactions.

Grading Policy:

100% exam at the end of the semester.

Syllabus:

LECTURE	TOPIC
1	Business Vehicles
2	Business Vehicles (continued)
3	Nature and Types of Companies
4	Piercing the Corporate Veil
5	Promoters and Pre-incorporation Contracts
6	Corporate Constitution
7	Division of Corporate Powers
8	Directors' Duties
9	Directors' Duties (continued)
10	Corporate Contracting and Protection of Persons Dealing with a Company
11	Shareholder Remedies
12/13	Corporate Governance

