



UNSW Course Outline

LAWS8038 Chinese Corporate and Securities Law - 2024

Published on the 22 May 2024

General Course Information

Course Code : LAWS8038

Year : 2024

Term : Term 2

Teaching Period : T2B

Is a multi-term course? : No

Faculty : Faculty of Law and Justice

Academic Unit : School of Private and Commercial Law

Delivery Mode : Online

Delivery Format : Standard

Delivery Location : Kensington

Campus : Sydney

Study Level : Postgraduate

Units of Credit : 6

Useful Links

[Handbook Class Timetable](#)

Course Details & Outcomes

Course Description

There are so many distinctive Chinese characteristics in the corporate and securities laws which foreigners will find very interesting and sometimes puzzling. Recognizing the growing importance of China in the new world economy, this course is developed to address an area of

both academic and practical importance. It will provide students with an opportunity to study selected issues of corporate and securities laws in greater detail than can be covered in the typical introductory Chinese law course. The course examines the Chinese law by comparison primarily with its Australian counterpart.

Main Topics

- Introduction and China at a glance
- The Chinese legal system
- Chinese financial markets and regulatory framework
- Incorporation and Corporate personality
- Foreign investment enterprises
- Corporate governance: an overview and assessment
- Directors' duties and independent directors
- Bankruptcy laws
- Fundraising and Disclosure regime
- Market manipulation and insider trading
- Takeover (1): the overall framework
- Takeover (2): takeover offers and Anti-frustration rules
- Takeover (3): Chinese M&A by foreigners

Course Aims

The primary objective of this course is to develop a sophisticated and practical understanding of a number of relevant areas of law which are concerned with company and securities in China.

The four "legal system" objectives are:

- To understand the principal institutions in the Chinese legal system and their purpose and functions
- To familiarise students with the body of Chinese and comparative sources of the law, commentary and criticism in the field
- To appreciate the contextual factors that influence the operation of the law and the impact the law has on society, politics, the economy and culture
- To develop your skills in analyzing and applying the relevant law to real legal problems

Students who have successfully completed this course should be able to:

- Demonstrate knowledge and understanding of the Chinese company law and securities law relevant to the topics covered in the subject
- Make use of rules and regulations issued by the regulatory bodies when assessing the state of the law
- Identify and analyze the legal issues that typically arise in the subject area
- Evaluate legal rules in this area from a comparative perspective

Course Learning Outcomes

Course Learning Outcomes
CLO1 : Demonstrate knowledge and understanding of the Chinese company law and securities law relevant to the topics covered in the subject
CLO2 : Make use of rules and regulations issued by the regulatory bodies when assessing the state of the law
CLO3 : Identify and analyze the legal issues that typically arise in the subject area
CLO4 : Evaluate legal rules in this area from a comparative perspective

Course Learning Outcomes	Assessment Item
CLO1 : Demonstrate knowledge and understanding of the Chinese company law and securities law relevant to the topics covered in the subject	<ul style="list-style-type: none">• Class Participation• Essay Proposal• Research Essay
CLO2 : Make use of rules and regulations issued by the regulatory bodies when assessing the state of the law	<ul style="list-style-type: none">• Class Participation• Research Essay
CLO3 : Identify and analyze the legal issues that typically arise in the subject area	<ul style="list-style-type: none">• Research Essay
CLO4 : Evaluate legal rules in this area from a comparative perspective	<ul style="list-style-type: none">• Research Essay

Learning and Teaching Technologies

Moodle - Learning Management System

Assessments

Assessment Structure

Assessment Item	Weight	Relevant Dates
Class Participation Assessment Format: Individual	20%	
Essay Proposal Assessment Format: Individual	10%	
Research Essay Assessment Format: Individual	70%	

Assessment Details

Class Participation

Assessment Overview

Feedback includes formative feedback, peer feedback in class

Course Learning Outcomes

- CLO1 : Demonstrate knowledge and understanding of the Chinese company law and securities law relevant to the topics covered in the subject
- CLO2 : Make use of rules and regulations issued by the regulatory bodies when assessing the state of the law

Essay Proposal

Assessment Overview

Feedback includes formative feedback, peer feedback in class

Course Learning Outcomes

- CLO1 : Demonstrate knowledge and understanding of the Chinese company law and securities law relevant to the topics covered in the subject

Research Essay

Assessment Overview

Feedback includes formative feedback, peer feedback in class, online and the use of rubric.

Course Learning Outcomes

- CLO1 : Demonstrate knowledge and understanding of the Chinese company law and securities law relevant to the topics covered in the subject
- CLO2 : Make use of rules and regulations issued by the regulatory bodies when assessing the state of the law
- CLO3 : Identify and analyze the legal issues that typically arise in the subject area
- CLO4 : Evaluate legal rules in this area from a comparative perspective

General Assessment Information

Grading Basis

Standard

Course Schedule

Attendance Requirements

Please see information about attendance requirements in **Law & Justice Assessment Procedure**

and Student Information located in the Other Useful Information tab in the Academic Information field.

Please be advised there will be no classes on public holidays. If your class falls on a public holiday, alternative arrangements will be made by the course convenor to make up the missed class.

Staff Details

Position	Name	Email	Location	Phone	Availability	Equitable Learning Services Contact	Primary Contact
	Xiaochuan Weng					Yes	Yes
	Zihan Su					No	No

Other Useful Information

Academic Information

Upon your enrolment at UNSW, you share responsibility with us for maintaining a safe, harmonious and tolerant University environment.

You are required to:

- Comply with the University's conditions of enrolment.
- Act responsibly, ethically, safely and with integrity.
- Observe standards of equity and respect in dealing with every member of the UNSW community.
- Engage in lawful behaviour.
- Use and care for University resources in a responsible and appropriate manner.
- Maintain the University's reputation and good standing.

For more information, visit the [UNSW Student Code of Conduct Website](#).

UNSW Law & Justice Assessment Policy

It is essential that all students undertaking this course read and abide by the [UNSW Law & Justice Assessment Policy & Student Information](#). This document includes information on Class Attendance, Late Work, Word Limits, Marking, Special Consideration, Workload, and Academic Misconduct & Plagiarism. More information can also be found at [Assessment & Exam Information](#).

Information regarding Course Outlines are subject to change and students are advised to check updates. If there is a discrepancy between the information posted here and the handbook or the UNSW Law & Justice website, please contact [Student Services via The Nucleus Hub](#) for advice. UNSW Law & Justice reserves the right to discontinue or vary such courses or staff allocations at any time. If your course is not here, please visit [Handbook](#) for information.

Academic Honesty and Plagiarism

As a student at UNSW you are expected to display [academic integrity](#) in your work and interactions. Where a student breaches the [UNSW Student Code](#) with respect to academic integrity, the University may take disciplinary action under the Student Misconduct Procedure. To assure academic integrity, you may be required to demonstrate reasoning, research and the process of constructing work submitted for assessment.

To assist you in understanding what academic integrity means, and how to ensure that you do comply with the UNSW Student Code, it is strongly recommended that you complete the [Working with Academic Integrity](#) module before submitting your first assessment task. It is a free, online self-paced Moodle module that should take about one hour to complete.

Submission of Assessment Tasks

Before submitting assessment items all students must read and abide by the [UNSW Law & Justice Assessment Policy & Student Information](#).

Special consideration

Special consideration is primarily intended to provide you with an extra opportunity to demonstrate the level of performance of which you are capable. To apply, and for further information, see Special Consideration on the UNSW [Current Students](#) page.

Feedback

UNSW Law & Justice appreciates the need for students to have feedback on their progress prior to the last date for withdrawal without failure. All courses will therefore provide feedback to students prior to this date, as well as throughout the course. However, students should note that feedback does not take the form only of formal grades and written comments on written assessments. Rather, formative feedback, which helps students to self-assess, to identify misunderstandings, and to identify areas requiring further work, will occur during class and

possibly online. For example, where a teacher asks the class a question, all students should think about how they might answer. Even though not all students will necessarily be able to respond orally, everyone can reflect on their tentative answer in light of the teacher's response and subsequent class discussion. If you are struggling to understand what is being asked in class, or if your tentative answers prove incorrect and subsequent discussion does not clear things up, then you should continue to ask questions (of yourself, your peers or your teacher). Similarly, you can get a sense of your ability in a course through peer feedback during group work, your teacher's responses to your in-class contributions, and your own response to in-class problems and examples (whether or not you are called on to relay your answer to the class) and also your online activities and responses by others to those activities. Students enrolled in this course may check their Moodle course page for details on the specific feedback used in this course.

Faculty-specific Information

Additional support for students

- Student support: <https://www.student.unsw.edu.au/support>
- Academic Skills and Support: <https://student.unsw.edu.au/academic-skills>
- Student Wellbeing, Health and Safety: <https://student.unsw.edu.au/wellbeing>
- Equitable Learning Services: <https://student.unsw.edu.au/els>
- UNSW IT Service Centre: <https://www.myit.unsw.edu.au>

Course improvement

Student feedback is very important to continual course improvement. This is demonstrated within the Faculty of Law & Justice by the implementation of the UNSW online student survey myExperience, which allows students to evaluate their learning experiences in an anonymous way. myExperience survey reports are produced from each survey. They are released to staff after all student assessment results are finalised and released to students. Course convenors will use the feedback to make ongoing improvements to the course. Students enrolled in this course may check their Moodle course page for details on the actions taken in response to evaluation feedback in Student Survey.

School Contact Information

Please contact [Nucleus Student Hub](#) for all enquiries. The Nucleus acts as a central communications hub for UNSW and will distribute your enquiry to the best person to respond.