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**HKiNED**  
香港獨立非執行董事協會

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**HKEX**  
香港交易所

# 週年會議 - 上市公司董事新挑戰

## Annual Conference – New Challenges for Directors of Listed Companies

22.09.2017

14:00 - 17:00

HKCEC

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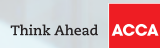
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(排序不分先後)  
(Sequence is in no particular order)

## 致辭嘉賓 Opening Speech Speaker :



范仁達先生  
**Mr. Anthony Fan**  
獨立非執行董事協會創會會長  
Founding President of HKINEDA

## 會議將會涵蓋以下專題：

### Topics to be covered in the conference :

## 網絡攻擊與內部威脅—綜合性網絡安全風險 Cyberattacks and Insider Threats – The Combined Security Risks

根據證監會資料顯示，共有27宗「非法進入電腦系統」的事故獲舉報，涉及的未經授權交易金額高達1.1億港元。網絡信息安全是上市公司董事及高級管理層其中一項重點關注項目，以實施預防措施減輕相關風險。

講者探討網絡攻擊與內部威脅所帶來的綜合性風險以及其應對方案。

專題演講將涵蓋以下之議題：

- 認識以及進一步了解網絡攻擊與內部潛在威脅
- 監管機構如何應對網絡攻擊與內部威脅所帶來的風險
- 案例分析
- 如何處理網絡信息安全漏洞所帶來的問題

According to the SFC, a total of 27 incidents of illegal access of computer systems were reported, resulting in unauthorized trades totaling more than HK\$110 million. Cyber security is one of the essential areas for the directors and senior management of listed companies to implement preventive measures to mitigate the associated risks.

The speaker will discuss the combined risks of cyberattacks and insider threats facing companies today and how to react to such attacks.

Topics to be discussed include:

- Understanding cyberattacks and insider threats
- Regulatory reaction to cyberattacks and insider threats
- Case studies
- Resolving loopholes in cyber security

## 專題演講嘉賓 Keynote Speaker :



賈嘉林先生  
**Mr. Jack Jia**  
安永法證調查服務合夥人  
Partner of EY Fraud Investigation & Dispute Services

## 反洗黑錢政策 Anti-money Laundering

《2017年打擊洗錢及恐怖分子資金籌集(金融機構)(修訂)條例草案》，於2017年6月在立法會獲提出，現已進入二讀辯論階段。為於立法前做好充分準備，上市公司應了解打擊洗黑錢的重點概念和基本措施。

“Anti-Money Laundering and Counter-Terrorist Financing (Financial Institutions) (Amendment) Bill 2017”, introduced to the Legislative Council in June 2017, is now under discussion phase of second-reading. To be well prepared before the legislation, listed companies should understand well on the key concepts and essential measures to combat money laundering.

## 專題演講嘉賓 Keynote Speaker :



文雪賢女士  
**Ms. Rani Kamaruddin**  
畢馬威諮詢(香港)有限公司總監  
Director of KPMG Advisory (Hong Kong) Limited

## 主持人 Moderator:



盧華基先生  
**Mr. Roy Lo**  
香港獨立非執行董事協會創會常務副會長  
Founding Deputy President of HKINEDA

## 致謝辭嘉賓 Closing Remarks Speaker:



楊志達先生  
**Mr. Rex Yeung**  
香港獨立非執行董事協會創會常務副會長  
Founding Deputy President of HKINEDA

## 企業交易估值 Valuations in Corporate Transactions

因證監會日益關注上市公司以不合理的高價收購資產，以及以被大幅低估的價值出售資產的情況，最近便就企業交易估值發出相關董事責任指引。董事及高級行政人員應小心留意相關指引和失職時的嚴重後果。

The SFC has recently published a guidance note on directors' duties regarding valuations in corporate transactions as it is increasingly concerned about the unreasonably high prices in asset acquisition and substantially undervalued sale of assets. Directors and senior executives should be aware of the guidance and the serious consequences for abrogating their duties.

## 專題演講嘉賓 Keynote Speaker :



艾升集團  
**Ascent Partners**

## 董事在建立企業廉潔文化的角色 The Director's Role in Developing a Corporate Anti-Corruption Culture

近日公眾關注到不少涉及政府官員和商界的舞弊案件。股東在檢視上市公司的公司治理表現時，亦越來越關注相關預防舞弊政策。董事及管理層應了解如何建立有效的政策，並配以妥善執行計劃和評估方針。

講者根據她在反貪腐工作上的經驗，將分享以下幾方面議題：

- 相關的反貪腐法例
- 企業為什麼應對貪腐實行零容忍
- 企業如何對貪腐實行零容忍
- 案例

A number of legal cases involving government officials and business sectors have been exposed to public gaze. Shareholders are now increasingly concerned about the anti-bribery policies when they are reviewing the corporate governance performance of the listed companies. Directors and management should learn how to establish effective policies with proper execution and evaluation.

Based on her experience in anti-corruption work, the speaker will share her insights on the following aspects:

- Relevant anti-corruption law
- Why companies should practise zero-tolerance of corruption
- How companies should practise zero-tolerance of corruption
- Case studies

## 專題演講嘉賓 Keynote Speaker :



李寶蘭女士  
**Ms. Rebecca Li**  
Berkeley Research Group  
全球調查及策略信息部董事  
Director of Global Investigations and Strategic Intelligence Practice Berkeley Research Group  
前香港廉政公署署理執行處首長  
Former Acting Head of Operations  
Hong Kong Independent Commission Against Corruption



## 週年會議 – 上市公司董事新挑戰

## Annual Conference – New Challenges for Directors of Listed Companies

欲戴皇冠，必承其重。作為上市公司的高級管理層，上市規則規定董事（包括執行董事及非執行董事）及高級行政人員均須履行一系列關鍵和重要的職責。近年來，屢見不鮮的詐騙案及失當行為個案已導致高達幾十億元的市值流失。因收到眾多嚴重指控及失職行為，不少董事及高級管理層被監管機構列為調查及執法個案的目標。2017年5月，證券及期貨事務監察委員會（證監會）更提醒上市公司的董事及高級管理層須以誠實及勤勉盡責的態度履行職責，以保障股東利益。

在眾多董事責任中，其中四個主要範疇更值得關注。香港獨立非執行董事協會將幫助您了解這些範疇的最新情況，包括反洗黑錢、企業交易估值、網絡信息安全及預防舞弊。

Uneasy lies the head that wears a crown. As the senior management of the listed company, both directors, including executive and non-executive directors, and senior executives are required by the Listing Rules to perform a series of crucial and important duties. In recent years, recurring incidents of fraud and misconduct have caused billions of loss in market capitalization. Directors and senior executives were targeted by the regulator in a large number of investigation and enforcement actions due to serious allegations and dereliction of duties received. In May 2017, the Securities and Futures Commission (SFC) reminded the directors and senior management of the listed company to “honestly and diligently discharge their duties” in order to protect the interest of their shareholders.

Among the numerous directors' duties, four key areas are particularly emphasized. The Hong Kong Independent Non-Executive Director Association (HKiNEDA) is here to help equipping you with the latest updates on these major areas, including anti-money laundering, valuation in corporate transactions, IT security and anti-bribery.

### 活動詳情 Event Details :

地點： Venue：	香港會議展覽中心N101會議室 Meeting Room N101, Hong Kong Convention and Exhibition Centre
日期： Date：	2017年9月22日（星期五） 22nd September 2017 (Friday)
時間： Time：	下午2時至下午5時 14:00 – 17:00
語言： Language：	廣東話 Cantonese
服裝要求： Dress Code：	商務裝束 Business Attire
報名截止日期： Enrolment Deadline：	2017年9月7日(星期四) 7th September 2017 (Thursday)

### 費用 Fees：

正價 Original Price：	港幣HK\$620
香港獨立非執行董事協會及支持機構會員優惠價 Members of HKiNEDA and Supporting Organizations：	港幣HK\$500 / 港幣HK\$450 <sup>^</sup>
<sup>(^)</sup> 永隆銀行香港獨立非執行董事協會聯營信用卡持卡人以此卡付款 可以港幣450元購買會議門券。Wing Lung HKiNEDA Affinity Card holders and payment made by the Card)	
如有需要可提供出席證書。 Attendance certificate will be provided upon request.	

### 聯絡 Contact：

請瀏覽以下網址報名 Please visit the website below for registration：  
<https://goo.gl/forms/1wMhiqcOZIGZ3dy93>

如有垂詢，請致電（852）3970 9255與朱小姐聯繫。  
Please contact Ms. Carrie Chu at (852) 3970 9255 for more details.

**週年會議 - 上市公司董事新挑戰**  
**Annual Conference – New Challenges for Directors of Listed Companies**  
**22.09.2017      14:00 - 17:00      HKCEC N101**

**報名表 Enrollment Form**

- 請一同交回已填妥的報名表及付款資料。 Please complete and return the enrollment form with payment details.
- 每位參加者請填寫一張報名表。 Please use a new form for each participant.
- 如需出席證書，名稱將被列印在證書上。 Name will be printed on the certificate of attendance if the attendance certificate is required.
- 恕不接受即場報名。 We do not accept on-site enrollment or walk-in.

中文姓名 Chinese Name :

英文姓名 English Name :

公司 Company Name (中英文名稱 in both Chinese and English) :

職位 Job Title (中英文職稱 in both Chinese and English) :

\*聯絡電話 Contact Number :

\*電郵地址 Email Address :

傳真號碼 Fax Number :

香港獨立非執行董事協會/支持機構會員 Member of HKINEDA/Supporting Organization :

香港獨立非執行董事協會/支持機構會員號碼 Membership Number of HKINEDA/Supporting Organization (如有 if any) :

出席證書 Certificate of Attendance

☐ 需要 Require

☐ 不需要 Not Require

\*確認碼將通過短信或電子郵件發送給您。 A confirmation code will be sent to you via SMS or email.

**付款方式 Payment Methods :**

☐ 支票 Cheque

支票抬頭為“香港獨立非執行董事協會有限公司”，並郵寄至香港灣仔港灣道6-8號瑞安中心9樓903-905室。

A crossed cheque payable to “The Hong Kong Independent Non-Executive Director Association Limited” and return to Suites 903-905, 9/F, Shui On Centre, 6-8 Harbour Road, Wan Chai, Hong Kong.

支票號碼 Cheque Number :

☐ 銀行轉帳 Bank Transfer

請提供銀行收據或入數紙。 Please provide the bank-in slip.

銀行名稱 Bank Name : 永隆銀行 Wing Lung Bank

帳戶名稱 Account Name : 香港獨立非執行董事協會有限公司 The Hong Kong Independent Non-Executive Director Association Limited

帳戶號碼 Account No. : 020-601-006-1587-4

☐ 信用卡 Credit Card

請填妥隨附之信用卡付款表格。 Complete and return the attached credit card payment form.

信用卡種類 Type of credit card

☐ 永隆銀行香港獨立非執行董事協會聯營卡 Wing Lung Bank HKINEDA Affinity Card

☐ 其他 Others

The Hong Kong Independent Non-Executive Director Association

Address: Suites 903-905, 9/F, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong

Email: carriechu@hkineda.com

Enquiry: (852) 3970 9255 Ms. Carrie Chu