

The 8th Annual Asia-Pacific In-house Counsel Summit

RESPONSIBLE GROWTH: where corporate counsel can add value

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March 16 & 17 2011

Kowloon Shangri-La, Tsim Sha Tsui, Hong Kong

- HKEx now the world's dominant exchange – if it continues to dominate, what corporate governance responsibilities do stakeholders have;
- Adoption of proper risk management strategies;
- Korea's investment regulatory environment;
- FDI into India, Indonesia, Mongolia, Taiwan and the Philippines – the legal and regulatory framework that foreign investors need to be aware of;
- Prospects for private equity – how will recent US/European legislation really impact in Asia (which maintains a light-touch approach to regulation);
- RMB funds – what do they offer that offshore funds do not;
- Government initiatives for infrastructure projects i.e. public-private partnerships (PPP);
- Directors and officers (D&O) liability – the evolving nature of the prosecution of directors by shareholder groups and regulators;
- Regulator enforcement activity i.e. SFC prosecution of insider trading;
- Arbitration (cost and time) efficiency – 'best practice' – impact of HK's new Arbitration Ordinance

CPD points pending

With its continued role as the gateway to China, Hong Kong is playing a vital role in driving the global economy back to pre-crisis levels. But several underlying risk factors to global economic improvement remain – such as systemic failure of banking systems overseas, a consumer credit crisis and sovereign debt crises in jurisdictions such as Ireland, Italy, Portugal and Spain.

While the volume of trading on the Hong Kong Stock Exchange is considerably higher than it was 12 months ago – presenting enormous opportunities for investors – corporate counsel in the region continue to operate on legal budgets that remain strained.

Against this backdrop, in-house lawyers are tasked with counselling directors – who in many cases are more bullish now than a year ago – in a fast changing and increasingly global regulatory environment.

In line with this theme, the 2011 Asialaw Asia-Pacific In-house Counsel Summit will tackle a range of issues pertinent to the daily lives of corporate counsel in the region.

Who should attend?

In-house counsel and private practice lawyers in Asia-Pacific and beyond, as well as regulators and business leaders in the region.

Venue:

Kowloon Shangri-La, Hong Kong
64 Mody Road
Tsim Sha Tsui East
Kowloon, Hong Kong
T: (852) 2721 2111
F: (852) 2723 8686



To Register

- In-house counsel and corporate executive registration: **FREE OF CHARGE**
 Private practice delegate registration: US\$950

Firm name: _____ Title: _____

First name (Mr/Mrs/Ms): _____ Last name: _____

Address: _____

Tel: _____ Fax: _____ Email: _____

Payment options – for international private practice delegates

Number of delegates ____ x US\$950 = US\$ _____

Please select one payment option:

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- Please charge my credit card – Please contact samantha.woo@euromoneyasia.com for further details.

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Administrative Information

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CANCELLATION POLICY: If you cannot attend you must cancel your registration in writing by February 23 2011 to receive a refund less a 10% administration charge. Cancellations received after March 2 2011 are liable for the full conference fee. You may send a substitute to attend in your place at no extra charge, however we must know by February 22 2011 via email. We cannot accept verbal cancellations. If you make your booking via the telephone, you are automatically adhering to our terms and conditions.

REGISTRATION FEE: The registration fee includes participation in the conference, lunches, cocktail reception (if applicable) and documentation material, which will be distributed at the beginning of the event. All bookings are binding on receipt of the booking form.

Provisional Agenda: Day 1 – Wednesday, March 16 2011

8.15-9.00	Registration		
9.00-9.05	WELCOME FROM ASIALAW		
9.05-9.20	KEYNOTE ADDRESS: Driving the global economy back to pre-crisis levels – Mitsuru Claire Chino , vice-chair of IPBA membership committee, immediate past co-chair, IPBA corporate counsel committee, corporate counsel, Itochu Corporation		
9.20-10.10	<p>PLENARY SESSION 1: With power comes great responsibility</p> <ul style="list-style-type: none"> • The changing role of in-house counsel post GFC – legal budgets continue to be strained; • Cautious optimism – appreciation of underlying risk factors to global economic improvement i.e. systemic failure of banking systems overseas, consumer credit crisis and sovereign debt crisis in Portugal, Italy, Ireland, and Spain; • HKEx now the world’s dominant exchange – if it continues to expand, what corporate governance responsibilities do all stakeholders have i.e. SFC / HKEx? • Adoption of proper risk management strategies. Corruption – UK Bribery Act / FCPA <p>Confirmed speakers Jasmine Karimi, president, HKCCA, senior corporate counsel, Braiform (Spotless Group) Pius YK Chong, managing director, head of transaction management Asia Pacific, HSBC Brian W Tang, director, legal and compliance, Credit Suisse</p>		
10.10-10.30	Coffee break		
10.30-11.20	<p>PRACTICE AREA WORKSHOP: HK Capital Markets regulatory philosophy: maintaining competitiveness without compromising quality – hosted by Davis Polk & Wardwell</p> <ul style="list-style-type: none"> • Recent developments in regulation of HK market, from point of view of regulator and various market participants. • What sort of regulatory philosophy is informing these developments; how will this evolve in future? To be viewed through examination of: <ul style="list-style-type: none"> – listing of overseas companies in HK, and whether approval process in SFC/HKEx Joint Policy Statement is most effective means of regulating this; – recent controversy over acceptance of PRC accounting standards and auditors; – HKEx’s proposals for extensive reforms to corporate governance requirements for listed companies; and – mixed media offers, relaxation of property valuation requirements, and other initiatives to streamline listing process. <p>Confirmed speakers Bonnie Chan, partner, Davis Polk & Wardwell Antony Dapiran, partner, Davis Polk & Wardwell Mark Dickens, head of listings, HKEx</p>		
11.25-12.15	<table border="0" style="width: 100%;"> <tr> <td style="width: 50%; vertical-align: top;"> <p>COUNTRY WORKSHOP: Korea – hosted by Kim & Chang</p> <ul style="list-style-type: none"> • FDI into Korea – the legal and regulatory framework that foreign investors need to be aware of; • Latest developments in the M&A environment and takeover regulations in Korea; • Recent trends in capital gains taxation: lessons learned from recent tax audit cases relating to PE investments in Korea; • Key things to know about Korean antitrust enforcement <p>Confirmed speakers Tae Hyun Park, partner, Kim & Chang Alex Yang, senior foreign attorney, Kim & Chang</p> </td> <td style="width: 50%; vertical-align: top;"> <p>COUNTRY WORKSHOP: Indonesia</p> <ul style="list-style-type: none"> • Debt capital markets: current issues in Indonesian high yield • Structuring M&A deals: foreign ownership restrictions; PE as a driver for investment; LBO opportunities • What is the most viable dispute mechanism for multinationals <p>Speakers – T.B.C.</p> </td> </tr> </table>	<p>COUNTRY WORKSHOP: Korea – hosted by Kim & Chang</p> <ul style="list-style-type: none"> • FDI into Korea – the legal and regulatory framework that foreign investors need to be aware of; • Latest developments in the M&A environment and takeover regulations in Korea; • Recent trends in capital gains taxation: lessons learned from recent tax audit cases relating to PE investments in Korea; • Key things to know about Korean antitrust enforcement <p>Confirmed speakers Tae Hyun Park, partner, Kim & Chang Alex Yang, senior foreign attorney, Kim & Chang</p>	<p>COUNTRY WORKSHOP: Indonesia</p> <ul style="list-style-type: none"> • Debt capital markets: current issues in Indonesian high yield • Structuring M&A deals: foreign ownership restrictions; PE as a driver for investment; LBO opportunities • What is the most viable dispute mechanism for multinationals <p>Speakers – T.B.C.</p>
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12.15-13.15	Lunch		
13.15-14.05	<p>PRACTICE AREA WORKSHOP: Employment</p> <ul style="list-style-type: none"> • What to watch out for when drafting and modifying local and international employment manuals • Rights and liabilities of directors and other high-level employees • Tax consequences of secondment arrangements in China / how do you split/declare income between HK and China • New dispute resolution methods i.e. specialised labour tribunals <p>Confirmed speakers Fiona Loughrey, partner, Simmons & Simmons</p>		

Continued overleaf

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Day 1 agenda continued

14.10-15.00	COUNTRY WORKSHOP: India – hosted by Nishith Desai Associates <ul style="list-style-type: none"> How the latest Indian legislation impacts your business strategy How to navigate new regulations on foreign investment in India The role and influence of the regulators in the FDI process Confirmed speakers Nishith Desai, founder, Nishith Desai Associates Nishchal Joshipura, head of mergers & acquisitions, Nishith Desai Associates Kirtee Kapoor, partner, Davis Polk & Wardwell	
15.00-15.15	Coffee break	
15.15-16.05	PRACTICE AREA WORKSHOP: Minimising risks when investing in projects – hosted by Herbert Smith <ul style="list-style-type: none"> Client checklist when investing in large projects in Asia and elsewhere Discussion on partner relations, due diligence, international arbitration, bilateral investment treaty protection, stabilisation and direct agreements Confirmed speakers Justin D'Agostino, head of China disputes, Herbert Smith Rebecca Major, partner Herbert Smith	PRACTICE AREA WORKSHOP: Competition/ antitrust <ul style="list-style-type: none"> Significance of SAIC's three new AML enforcement regulations on monopolistic agreements, abuse of dominance and abuse of administrative powers Impact of NDRC's anti-price monopoly rules, covering substantive prohibitions and procedure What practical steps/ initiatives can companies take to review their business practices to ensure compliance Developments around the region – from India's new merger control provisions to trends in cartel regulation in Korea Speakers – T.B.C.
16.10-17.00	PRACTICE AREA WORKSHOP: Private Equity – hosted by Paul Weiss <ul style="list-style-type: none"> Corruption – FCPA (ongoing concerns) and UK Bribery Act (enforceable?); How will recent US/European legislation really impact in Asia (which maintains a light-touch approach to regulation); HK (along with Singapore and Sydney) developing into hub for private equity and hedge funds due to SFC/MAS/AFIC approach; Outbound M&A; RMB funds – what do they offer that offshore funds do not; Growth markets – M&A booming again in places like Indonesia, Malaysia, Philippines and Vietnam – what is the legal / regulatory framework in these jurisdictions (presenting new opportunities since the GFC). Confirmed speakers Jeanette Chan, partner, Paul Weiss Wayne Bannon, general counsel Asia, The Carlyle Group	
17.00-18.00	Cocktail reception – hosted by Nishith Desai Associates	

Provisional Agenda: Day 2 – Thursday, March 17 2011

8.15-9.00	Registration and coffee
9.00-9.05	WELCOME FROM ASIALAW
9.05-9.55	PRACTICE AREA WORKSHOP: Mergers & Acquisitions – hosted by Simpson Thacher & Bartlett <i>Content to be confirmed</i> Confirmed speakers Douglas C Markel, partner, Simpson Thacher & Bartlett David Flavell, general counsel, Danone
10.00-10.50	COUNTRY WORKSHOP: China <ul style="list-style-type: none"> Internationalisation of the renminbi and the implications for offshore foreign investors Latest developments in framework for internationalisation in light of absence of black letter regulatory reform Foreign Direct Investment – impact of most significant 2010 State Council opinions: <ul style="list-style-type: none"> Diversifying FDI and channeling money into central/western regions Encouraging environmentally-friendly/high-tech industries to set up onshore Encouraging private sector investment Speakers – T.B.C.
10.50-11.10	Coffee break

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Day 2 agenda continued

11.10-12.00	<p>PRACTICE AREA WORKSHOP: Intellectual Property</p> <ul style="list-style-type: none"> • Brand protection (esp online) – what to do/not do • How to manage a large portfolio of brands • Developing different brands for different Asia jurisdictions • How to pick the right trade mark / brand in challenging jurisdictions like China • Rebranding – IP issues • Case studies: Gap; Starbucks <p>Confirmed speakers Sharyn Ch'ang, global office of the general counsel, PricewaterhouseCoopers</p>		
12.05-12.55	<table border="0" style="width: 100%;"> <tr> <td style="width: 50%; vertical-align: top;"> <p>COUNTRY WORKSHOP: Philippines – hosted by Romulo Mabanta Buenaventura Sayoc & De Los Angeles</p> <ul style="list-style-type: none"> • Resurgence of cross-border M&A in the Philippines – inbound investment opportunities and challenges; • What issues are key to execution of Philippine deals; • Government initiatives for infrastructure projects i.e. public private partnerships (PPP) for construction of road networks to airport development. <p>Confirmed speakers Agustin R Montilla IV, partner, Romulo Mabanta Buenaventura Sayoc & De Los Angeles Anthony Root, partner, Milbank</p> </td> <td style="width: 50%; vertical-align: top;"> <p>COUNTRY WORKSHOP: Taiwan – hosted by Yangming Partners</p> <ul style="list-style-type: none"> • FDI into Taiwan – the legal and regulatory framework that foreign investors need to be aware of; • Potential impact of recently signed Economic Cooperation Framework Agreement (ECFA) with China and existing regulations for PRC investment in Taiwan; • Regulation of cartels, including recent price fixing case studies and overview of merger control regulations. <p>Confirmed speakers Mark Ohlson, partner, Yangming Partners Teresa Wang, senior lawyer, Yangming Partners</p> </td> </tr> </table>	<p>COUNTRY WORKSHOP: Philippines – hosted by Romulo Mabanta Buenaventura Sayoc & De Los Angeles</p> <ul style="list-style-type: none"> • Resurgence of cross-border M&A in the Philippines – inbound investment opportunities and challenges; • What issues are key to execution of Philippine deals; • Government initiatives for infrastructure projects i.e. public private partnerships (PPP) for construction of road networks to airport development. <p>Confirmed speakers Agustin R Montilla IV, partner, Romulo Mabanta Buenaventura Sayoc & De Los Angeles Anthony Root, partner, Milbank</p>	<p>COUNTRY WORKSHOP: Taiwan – hosted by Yangming Partners</p> <ul style="list-style-type: none"> • FDI into Taiwan – the legal and regulatory framework that foreign investors need to be aware of; • Potential impact of recently signed Economic Cooperation Framework Agreement (ECFA) with China and existing regulations for PRC investment in Taiwan; • Regulation of cartels, including recent price fixing case studies and overview of merger control regulations. <p>Confirmed speakers Mark Ohlson, partner, Yangming Partners Teresa Wang, senior lawyer, Yangming Partners</p>
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12.55-14.05	Lunch		
14.05-14.55	<p>PRACTICE AREA WORKSHOP: Corporate Governance – hosted by Marccus Partners</p> <ul style="list-style-type: none"> • What corporate counsel need to know when advising company directors i.e. corruption – UK Bribery Act, FCPA; • Supplier issues – Siemens corruption scandal – Siemens starting to force its suppliers to sign up to very tough compliance standards; • Directors and officers (D&O) liability – the evolving nature of the prosecution of directors by shareholder groups and regulators; corporate collapses from GFC created perfect storm of shareholder, creditor and regulator outrage; has been big upsurge in legal actions against companies and directors as investors and liquidators galvanise to recover losses and regulators crack down on 'so-called' corporate crooks; • Regulator enforcement activity i.e. SFC prosecuting insider trading; regulators have used their powers to compel corporates to produce information and attend extensive interviews in recent years; summonses often go out to multiple directors and executives, which only increases the time and costs, as every individual called up needs to have capable legal representation. <p>Confirmed speakers Dr Norbert Knittlmayer, partner, Marccus Partners Stephen Brown, director – investor relations, Noble Group Limited Aaron Yip, vice president, regional manager, Chubb Speciality Insurance – Greater China Robert T Vermylen, executive director, legal and compliance, Morgan Stanley</p>		
15.00-15.50	<p>COUNTRY WORKSHOP: Doing Business in the Middle East – the Essentials – hosted by McNair Chambers</p> <ul style="list-style-type: none"> • The cultural context – do's and don'ts • The legal framework – key issues • When things go wrong <p>Confirmed speakers Khawar Qureshi, QC, head of chambers, McNair Chambers Simon Browne Wilkinson QC, McNair Chambers Mohammed Al-Mannai, counsel, Qatar Petroleum</p>		
15.50-16.10	Coffee break		
16.10-17.00	<p>PRACTICE AREA WORKSHOP: Dispute Resolution – hosted by Debevoise & Plimpton</p> <ul style="list-style-type: none"> • Arbitration (cost and time) efficiency – 'best practice' – concern that arbitration takes too long in Asia – HKIAC administered arbitration rules, therefore parties given the choice of determining nature of fees; • HK passed new Arbitration Ordinance on November 10 – integrates domestic and international arbitration – is HK now more user-friendly? Chinese parties now more sophisticated in terms of knowing their rights i.e. more willing to arbitrate; • Mediation – has really taken off in HK – linked to Civil Justice Reform i.e. new laws and new committee at the HK Law Society; A relevant method for capping costs in arbitration and moving it along – most contracts now have mediation clauses; • Enforcement – ongoing concern over Chinese courts (but lack of awareness that judges in major cities are more sophisticated); • Lehman minibonds dispute ongoing; HK Government trying to introduce securities dispute resolution i.e. following the US. <p>Confirmed speakers David Rivkin, partner, Debevoise & Plimpton Chiann Bao, secretary-general, HKIAC John Yang, Illinois Tool Works (China) Investment Co Xu Gang, Walmart China</p>		
17.00	Closing remarks – Asialaw		