SCHOOL OF LAW’S AUDITING PROGRAMME
AY2014/2015 TERM 2

CLE is pleased to invite members of the legal fraternity in Singapore and other interested parties to apply to audit selected courses offered by the SMU School of Law.

Persons auditing the course are welcome to attend and observe courses taught by our instructors (Note: the courses are conducted together with the LL.B. and J.D. students). They are exempted from course requirements (such as project assignments, final exams etc) and are expected to abide by the guidelines of the respective course instructors on class participation. Persons auditing the course should be highly proficient in English.

Persons auditing the course will, for purposes of the course, be granted physical access to the SMU Li Ka Shing Library to refer to the books within the library and may borrow books from the Course Reserves section for 2 hours for use only within the library.

However persons auditing the course will not have borrowing privileges at the SMU Li Ka Shing Library. They also will not have access to the Library’s electronic databases (ebooks / ejournals / edatabases) and restricted copyrighted materials. In addition, there is no access to SMU sports facilities.

Persons auditing the course, and who are from overseas, are not entitled to apply for Student Visa. They will be required to apply for their own Visa / Pass by referring to the Immigration & Checkpoints Authority (ICA) website - http://www.ica.gov.sg/.

Courses in the Academic Year 2014/2015 Term 2 will commence on the week of 5th January 2015 and classes are expected to be completed by early-April 2015. The number of places available for each course is limited. Registration will be subject to availability of places and the consent of the instructor in question, which is given on a case-by-case basis. A written confirmation will be sent to successful applicants approximately 2 weeks before the start of the course. A certificate of attendance will be awarded at the end of the course, provided the person auditing the course has attended at least 75% of the relevant classes.
Attached are the list of courses available for audit (Appendix A) and the details of the finalised class schedules (Appendix B).

The fee for auditing each course is listed as follows. The fee is non-refundable and this applies even if the persons auditing the course did not attend any or all of the classes.

1. $1500 for 1.0cu course  
   (There is 1 session per week for 12 weeks. Each session will last 3 hours)

2. $2250 for 1.5cu course  
   (There are 2 sessions per week for 12 weeks. The first session will last 3 hours & the second session will last 1.5 hours each week)

To apply, please submit a completed application form together with a recent passport-sized coloured photo, a photocopy of your NRIC / FIN card and a crossed cheque made payable to “Singapore Management University”, to the following address:

Attn: Ms Sascha Ng  
Continuing Legal Education  
School of Law  
Singapore Management University  
60 Stamford Road  
Singapore 178900

Application to audit courses in the Academic Year 2014/2015 Term 2 will close on Tuesday, 16 December 2014.

The SMU School of Law reserves the right of cancellation. Full refund will be given to an applicant if the application is unsuccessful or his or her course is cancelled. We regret that no refund will be given in any other circumstances.

For further enquiries, please contact Ms Sascha Ng at email: saschang@smu.edu.sg or DID: 6828 1913.

*Note: SMU School of Law's Auditing Programme is accredited as a CPD (Continuing Professional Development) activity by the SILE (Singapore Institute of Legal Education) and participants who meet SILE's CPD requirements may claim Public CPD points. To claim Public CPD points, participants must attend a minimum of 75% of the classes for the courses and may not be absent from each class for more than 15 minutes ('Attendance Policy'). Public CPD points obtained are based on the actual number of classes attended. For more information, please visit [www.sileCPDcentre.org](http://www.sileCPDcentre.org).*
APPLICATION FORM

Please complete the application form and send it together with:

a. One recent passport-size coloured photograph
b. A photocopy of your NRIC / FIN card
c. A cheque for the relevant amount, crossed, and made payable to “Singapore Management University”

To: Ms Sascha Ng
Continuing Legal Education
School of Law
Singapore Management University
60 Stamford Road
Singapore 178900

Fax: 6828 0805

I enclose a cheque* for ____________** in payment of the registration fee for auditing the following course.

Academic Year / Term: AY2014/2015 Term 2 (5th Jan to early-April 2015)

Course Code / Course Title: ________________________________

Mr/Mrs/Miss/Dr/Professor: ________________________________
(As reflected in NRIC / Passport)

NRIC Number / Nationality: ________________________________

Name & Address of Organisation: ________________________________
Designation: ____________________________________________________________

Tel: __________________________ Fax: ________________________________

E-mail: ____________________________________________________________

University attended or currently attending: __________________________________

Year admitted into the University: ________________________________

Degree Awarded or Enrolled: ________________________________________________

AAS No:_________ (e.g. AAS 149/2007. Fill this in only if you need to claim CPD Points under the SILE’s CPD Scheme. Visit www.sileCPDcentre.org.sg for details. Otherwise, please indicate “NA”.)

__________________________________________

Applicant’s Signature / Date

* Cheque should be crossed and made payable to “Singapore Management University”

** Registration fee includes 7% Goods and Services Tax (GST). The fee is non-refundable and this applies even if the persons auditing the course did not attend any or all of the classes. Full refund will be given to an applicant if the application is unsuccessful or his or her course is cancelled.

REPLY SLIP
(FOR OFFICIAL USE)

To: ____________________________________________________________

☐ We are pleased to confirm your registration for the above course.

☐ Please send us a cheque for the registration fee.

☐ Others: ____________________________________________________________

__________________________________________

for CLE Committee
## APPENDIX A - COURSES OFFERED IN AY2014/2015 TERM 2

<table>
<thead>
<tr>
<th>Course Code</th>
<th>Course Title</th>
<th>Credits</th>
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<tbody>
<tr>
<td>LAW001</td>
<td>Ethics &amp; Social Responsibility</td>
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<tr>
<td>LAW102</td>
<td>Contract Law</td>
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<tr>
<td>LAW105</td>
<td>Law of Torts (1.5cu)</td>
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<tr>
<td>LAW201</td>
<td>Law of Business Organisations</td>
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<tr>
<td>LAW203</td>
<td>Comparative Legal Systems</td>
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<tr>
<td>LAW204</td>
<td>Constitutional &amp; Administrative Law (1.5cu)</td>
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<tr>
<td>LAW205</td>
<td>Corporate Law</td>
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<td>LAW301</td>
<td>Legal Theory &amp; Philosophy</td>
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<td>LAW302</td>
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<td>LAW303</td>
<td>Law of Equity &amp; Trusts (1.5cu)</td>
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<tr>
<td>LAW304</td>
<td>Law of Regulation</td>
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<td>LAW306</td>
<td>Law of Evidence &amp; Civil Procedure (1.5cu)</td>
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<td>LAW307</td>
<td>Law of Evidence</td>
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<td>LAW401</td>
<td>Intellectual Property Law</td>
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<td>LAW404</td>
<td>Public International Law</td>
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<td>LAW412</td>
<td>Islamic Commercial Law</td>
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<td>LAW413</td>
<td>Banking Law**</td>
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<td>LAW419</td>
<td>International &amp; Comparative Criminal Justice**</td>
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<td>LAW429</td>
<td>Corporate Insolvency Law</td>
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<td>LAW433</td>
<td>Financial &amp; Securities Regulation</td>
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<td>LAW449</td>
<td>Legal &amp; Commercial Principles in Project Financing Transactions**</td>
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<td>LAW456</td>
<td>Domestic and International Sales**</td>
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<td>LAW457</td>
<td>Construction Law**</td>
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<tr>
<td>LAW458</td>
<td>Public Intl Law &amp; Domestic Law: International Commerce** **Intensive</td>
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<tr>
<td>LAW459</td>
<td>Drafting in Corporate Practice (0.5cu)** Short-course</td>
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<tr>
<td>LAW460</td>
<td>Drafting of Commercial Agreements (0.5cu) ** Short-course</td>
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<td>LAW461</td>
<td>Principles of Taxation of International Business Transactions**</td>
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<td>LAW462</td>
<td>Introduction to Civil Procedure (0.5cu) **</td>
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<td>LAW463</td>
<td>Intellectual Assets and Law in Asian Economies**</td>
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<tr>
<td>LGST001</td>
<td>Ethics &amp; Social Responsibility</td>
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<tr>
<td>LGST101</td>
<td>Business Law</td>
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<td>LGST201</td>
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<tr>
<td>LGST219</td>
<td>Islamic Law, Banking &amp; Commerce</td>
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<tr>
<td>LGST223</td>
<td>Law of International Trade</td>
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<tr>
<td>LGST226</td>
<td>Introduction to Chinese History, Culture, Economy &amp; Law</td>
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**General Note:**
- LAW courses refer to courses primarily catered to LL.B. and J.D. students of SMU
- LGST courses refer to courses primarily catered to non-law students of SMU
** Auditing participants may benefit more from these courses if they have prior legal training.
**LAW001 – Ethics & Social Responsibility**

**Course Instructor:** Chandra MOHAN

This course is 1.0cu

**Course Description:**
Issues of ethics and social responsibility arise frequently in our professional and personal life. The failure to recognize and deal effectively with these issues can have serious implications for individuals, companies, governments and society. The violation of some fundamental ethical rule has been the cause of almost every major corporate scandal in the world. One major challenge is recognizing issues of ethics and social responsibility when they arise. Another challenge is understanding why and how individuals, companies and governments get themselves into ethical difficulties and how and why companies fail in being “socially responsible”. A third challenge is figuring out how to resolve ethical challenges and dilemmas as they arise: what is the right thing to do? You will examine, through cases, problems, seminar discussions and readings, issues of ethics and social responsibility that arise in real life contexts and decide what principles to apply to an ethical problem and what would you do in that situation. Lawyers have a special responsibility in ensuring ethical behavior and in establishing systems for preventing unethical behavior. Issues of concern to lawyers will be integrated into each class seminar discussion. The first part of the course will be a study of business ethics but with an emphasis on the nexus between law and ethics. The second part of the course will be devoted to a study of professional values and responsibility and legal ethics.

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**LAW102 – Contract Law 2**

**Course Instructors:** GOH Yihan / Howard HUNTER

This course is 1.0cu

**Course Description:**
Contracts are the foundation of commercial life. This course aims to equip students with a firm appreciation of the unique character of contracts as a form of voluntary undertakings. By examining the concepts relating to the formation, performance, discharge of contract and remedies for breach of contract, the student will be sensitized to the role of the law in facilitating commerce, respecting legitimate expectations, and guarding against unfair exploitation of economic or social weakness. The study of the subject will also provide students with an excellent opportunity to observe, evaluate and critique developments in the law as it responds to the fast-changing and dynamic environment of the world of commerce.

This course follows on from LAW101 – CONTRACT LAW 1 in which students will have been introduced to some of the foundational topics in contract. In LAW102 – CONTRACT LAW 2, we will complete our survey of these foundational topics, and focus on the detailed application of these rules, and how they have been statutorily modified, in relation to one particular category of contracts, namely, contracts for the sale of goods.
LAW105 – Law of Torts

Course Instructors: Gary CHAN / GOH Yihan / David N. SMITH

This course is 1.5cu

Course Description:
This course examines general principles of the law of torts, a field of law that deals with injury to persons (including reputation and psychiatric harm), to personal and real property, and to one’s economic interests. A major focus of the course is on the law of negligence, which involves such issues as foreseeability, duty of care, standard of care, and contributory negligence. In addition, the course deals with intentional harms to person (such as battery), interference with economic interests (such as inducing a breach of contract and fraud), breach of statutory duty (where a statutory contravention may give rise to a civil compensation claim), and strict liability (where neither negligence nor intent to harm needs to be proved).

Tort law involves consideration of policy, in particular economic and social policy. Courts determine when it is and is not in the best interests of society to shift the burden of loss to someone other than the injured party. It is a dynamic subject requiring a balance between doctrinal analysis and policy considerations.

LAW201 – Law of Business Organisations

Course Instructor: Pearlie KOH

This course is 1.0cu

Course Description:
Singapore law recognises that there are many ways one can organise commercial activities with a view to maximising operational efficiency and minimising exposure to personal risk. These diverse mechanisms, ranging from agency, sole proprietorships, partnerships, bodies corporate and others, form the core of the content of this course (LAW 201) and of LAW 205 Corporate Law (to be taught in semester 2). LAW 201 will focus on sole proprietorships, partnerships (including limited partnerships (LPs)) and part of Company Law. LAW 205 will cover the remainder of Company Law as well as limited liability partnerships (LLPs) and business trusts.

LAW203 – Comparative Legal Systems

Course Instructor: Gary CHAN

This course is 1.0cu

Course Description:
The course will be oriented around the two principal legal traditions (i.e., the common law and the civil law) that have spawned or otherwise inspired various national legal systems throughout the world. We will examine, in particular, the manner in which these traditions have been absorbed and/or conjugated in Singapore as well as the Asian context, and the manner in which the civil and common law traditions have interacted on the supra-national level. Most importantly, students will study the law in context,
gaining an appreciation for law as a “social artifact” and an understanding of the manner in which substantive law interacts with the institutional structure (i.e., legislatures, judges, and the executive).

Upon completion of this course, students will have a feel for the fundamental differences (and similarities) between the civil law and the common law, a conceptual understanding of how legal systems function, and an appreciation of the notion of legal convergence and harmonization of laws. The overall objective of the course is not to teach the laws of specific jurisdictions. Rather, students should come away with an appreciation for the disparate manner in which legal concepts can be given form and application depending on the underlying systemic biases and preferences of a given legal tradition or national system.

**LAW204 – Constitutional & Administrative Law**

**Course Instructors:** Jack LEE / Eugene TAN / THAM Lijing

This course is 1.5cu

**Course Description:**
This course introduces the principles of constitutional law and administrative law, collectively known as public law, with particular reference to Singapore. Constitutional law is concerned with the organization of the state, and the inter-relationship between the government, civil society, and the individual. Administrative law is about the governance of public bodies exercising statutory or other powers or performing public duties.

We are generally concerned with the rights of the individual vis-à-vis the state, how law, institutions, and norms promote good governance, how political power and public law functions are legitimated, how abuses of public power are prevented or remedied.

The course is notionally divided into two parts. One part deals with the constitutional structure of the Singapore legal system, and will cover fundamental concepts such as constitutionalism, democracy, the rule of law and the separation of powers. It will also consider the roles of, and issues relating to, the branches of government: the Executive, Legislature and Judiciary.

The other part of the course focuses on the courts’ duty of judicial review under the Constitution and in administrative law. In particular, we seek to understand how the role of judges differs when they engage in these two forms of judicial review; and to appreciate key framework issues in constitutional interpretation, including the attitude towards foreign jurisprudence, the application of an originalist or dynamic approach, and the value of balancing rights and other interests.

In this course, we should remember that law is not self-acting. Constitutional and administrative law needs society, government, and the courts to breathe life—through construction, interpretation, execution, and contestation—into the statutes and constitutional documents.
LAW205 – Corporate Law

Course Instructors: Pearlie KOH / LEE Pey Woan

This course is 1.0cu

Course Description:
Law 205 Corporate Law continues the consideration of company law from where Law 201 Business Organisations left off. In particular, the student would be introduced to particular “specialist” aspects of corporate practice such as corporate finance, corporate insolvency, and other limited liability business vehicles such as the Limited Liability Partnership.

LAW301 – Legal Theory & Philosophy

Course Instructors: Ian MACDUFF / TAN Seow Hon

This course is 1.0cu

Course Description:
This course explores the nature of law and legal reasoning through the examination of classic jurisprudential questions and themes.

What is law? How is it different from power? Must law be justified? What is the legitimate basis of law in a postmodern, pluralist society? When is the restriction of the liberty of an individual justifiable, when we do not share the same views on moral questions? Are unjust laws law? Is justice always done when laws are followed? How do judges decide cases? Can a good person be a lawyer?

Taking off from a conventional view of law as a purposive enterprise regulating human conduct, this course considers the meaning and significance of underlying ideals such as formality, justice, morality, liberty, and rationality. Critical perspectives which question the conventional view of law will also be examined.

LAW302 – Commercial Conflict of Laws

Course Instructor: Adeline CHONG

This course is 1.0cu

Course Description:
This course provides an overview of the fundamental principles and methodologies of the conflict of laws (also known as private international law), with focus on their application in commercial transactions. Cross-border commercial transactions are common in a modern globalised era. The conflict of laws addresses three large questions: (1) in which country should the case be tried? (2) which country’s law should be applied to resolve the dispute? (3) What should be the legal effect in one country of a judgment given in another? From the perspective of Singapore law, the questions translate into: (1) When would or should a Singapore court hear the case (and sometimes try to stop it from being heard in another country)? (2) Which country’s law would or should the Singapore court apply to
resolve the issue before it? And (3) What legal effect would or should a foreign judgment have in Singapore? This is a course on Singapore conflict of law

LAW303 – Law of Equity & Trusts

Course Instructors: Adeline CHONG / Prem RAJ / Darius TAY

This course is 1.5cu

Course Description:
The objective of this course is to introduce students to the jurisdiction and principles of equity. To acquire a fundamental understanding of the subject, the history of equity and its evolution to the present day will be considered. In this course, the law of trusts will be examined in depth. The trust is considered to be the most significant contribution by equity and is applied in various areas of daily life. Through the study of the course, students will come to appreciate the interrelationship of the different areas of the law (eg the law of property, the law of unjust enrichment). The ability to view the law holistically is important for practice where complex legal problems are not presented in pre-identified contexts. Materials from other commonwealth jurisdictions may be drawn upon for comparative purposes.

LAW304 – Law & Regulation

Course Instructor: Mark FINDLAY

This course is 1.0cu

Course Description:
Regulation is an essential purpose and a critical challenge for law in the modern age. Notions of regulation are embedded within the traditional disciplines of substantive law. That said, new approaches to regulation are constantly emerging outside the limitations of these disciplines. A more holistic approach is required for the study of law and regulation. This course will address the role of law in local and global regulatory regimes and examines law’s place in the development of pluralistic and contemporary regulatory policy. Students will be introduced to the foundations of regulatory theory and how these can be adapted to problem solving requiring law’s authority and impact. The course will chart the interaction between law and policy in both public and private sector regulatory regimes. The ‘real-life’ or applied scope of the course will centre on identified regulatory demands and crises that anticipate a legal dimension in their resolution. The social, commercial and political contexts of the course envisage change as the central theme. The student will be exposed to cutting-edge regulatory thinking and will be skilled to confront the demands of regional and international regulatory practice.
LAW306 – Law of Evidence & Civil Procedure

Course Instructor: Denise WONG

This course is 1.5cu

Course Description:
This course examines the evidential rules, theories and policies that trial judges, lawyers and litigants must deal with in a court hearing. The Law of Evidence is concerned with the issues of admissibility of evidence, modes of proof, the manner of production of evidence, and the burden of proof. In the second part of this course, students will be acquainted with the more fundamental and practical aspects of civil litigation. This will provide students with a good grasp of the underlying principles and policies of civil litigation as enshrined in the Rules of Court and related sources of civil procedure.

LAW307 – Law of Evidence

Course Instructor: TAN Boon Heng

This course is 1.0cu

Course Description:
This course examines the evidential rules, theories and policies that trial judges, lawyers and litigants must deal with in a court hearing. The Law of Evidence is concerned with the issues of admissibility of evidence, modes of proof, the manner of production of evidence, and the burden of proof.

LAW401 – Intellectual Property Law

Course Instructor: SAW Cheng Lim

This course is 1.0cu

Course Description:
Students will in this course be introduced to the different types of IP rights and the various branches of IP law. Some of these rights include copyright, patent and trade mark rights. There will also have the opportunity to explore, in some detail, the common law actions of passing off and breach of confidence. Obviously, a course on IP extends beyond a prosaic examination of our domestic legal infrastructure and it is a subject that will also aid in understanding entrepreneurial development in information technology.
LAW404 – Public International Law

Course Instructor: Mahdev MOHAN

This course is 1.0cu

Course Description:
This course offers an introduction to the international legal system. It begins by asking fundamental questions about the nature of public international law – its sources, subjects, application and limits. It then examines topics that are of contemporary relevance amidst globalisation, including international dispute resolution, the law of state responsibility, investment law, counter-terrorism, international human rights law, and invoking jurisdiction and immunities.

In addition to being important for future diplomats, political risk analysts and policy-makers, it is essential for all interested in cross-border business and finance to understand the practice, process and challenges of public international law.

Throughout, the course will consider the reception of international law by Singapore courts and the international disputes that the Singapore government has negotiated or litigated at international fora.

LAW412 – Islamic Commercial Law

Course Instructor: Andrew WHITE

This course is 1.0cu

Course Description:
More than ¼ of the world’s population is Muslim, including roughly 195 million Muslims in Indonesia, 16 million Muslims in Malaysia, and 439 million Muslims in India, Pakistan and Bangladesh. Increasingly important in the commercial life of even purely secular countries, Islamic finance world-wide is enjoying an annual growth rate estimated conservatively between 15–20% (assets under management by Islamic financial institutions are estimated to be growing annually as much as 25% and even 40% in some locations). Islamic law has long been overlooked in traditional legal curricula yet it is increasingly important for practicing lawyers to have a basic familiarity with its commercial concepts, as a complement to common law and civil code systems. This subject is an introduction for law students to the primary sources of Islamic law (Sharī‘ah), Islamic commercial jurisprudence (fiqh al-mu‘āmalah), and jurisprudential methodology in Islam (usūl al-fiqh); legal interpretation and analysis through the methodology of ijtihād, and concepts of qiyās, ʻillah, istihsān, and maslāhah; Islamic law of contracts, including sales contracts (e.g. bai’ al-salam, bai’ al-inah, bai’ al-istiknas) and partnerships used in commercial transactions (mudārabah and mushārakah); and the Islamic waqf.
LAW413 – Banking Law
(Intensive course – Class will meet twice per week from the week of 5\textsuperscript{th} Jan onwards for 6 weeks, with the last class on 12 Feb)

Course Instructor: John PHILLIPS

This course is 1.0cu

Course Description:
The law of banking is a topic of fundamental importance in market economies. Banks as providers of deposit and savings accounts, payment mechanisms, and finance are crucial to all sectors of commerce. A significant sector of the legal profession provides advice to the banking industry and this course will be helpful to those seeking to work in that sector.
The initial part of the course will focus upon the duties and obligations of banks and their customers, in particular, in respect of payment methods. In this context there will be an analysis of those legal principles which enable a bank (or its customer) to recover mistaken payments, as well as an examination of the bank’s liability for the fraudulent activities of third parties. More generally, there will be a consideration of the bank’s responsibility as a fiduciary and its duty of confidentiality to its customer.
The second part of the course will then be devoted to the pivotal role of the bank as a finance provider. There will be a consideration of different types of loan, together with legal mechanisms that are available, or may be utilised, to secure their repayment (for example, guarantees, set-offs, security over receivables and liens). Particular emphasis will be placed on problems of drafting. Attention will also be given to the bank's role in financing international trade through performance bonds and letters of credit.

LAW419 – International and Comparative Criminal Justice

Course Instructor: Mark FINDLAY

This course is 1.0cu

Course Description:
This course explores the growing internationalisation of criminal justice as a phenomenon of global governance. It will examine the various institutional and process responses to international crimes and their relation to international human rights and access to justice. It will consider the different paradigms of justice that inform diverse international developments, notably contrasts between retributive and restorative justice. The course will investigate tensions and conflicts between nation-state based criminal justice and international norms, processes and procedures for regulating crime. It will assess the extent to which a distinct international criminal justice order is being established, the nature of its jurisprudence and values and its implications.

Further, it will offer students an understanding of criminal justice that is sensitive to debates about globalisation, policy transfer in comparative as well as international contexts. It will explore the nature of trans-national crimes and responses that seek the governance of global risk/security priorities, including financial crime and international terrorism. The course will analyse the role of the international criminal courts (and tribunals) and the different models of justice implied in competing international justice developments. In particular it will focus on debates between punitive and restorative justice principles from the perspective of legitimate victim interests.
LAW429 – Corporate Insolvency Law

Course Instructor: Stephen BULL

This course is 1.0cu

Course Description:
Insolvency law is concerned with debtors who are unable to pay their debts. This course will consider the rules, principles and processes which the law has developed to address this ever-present problem, with a focus on debtors which are companies. In particular it will cover, in more depth than in LAW205, the formal processes available in Singapore – receivership, schemes of arrangement, judicial management and liquidation. In those contexts, the substantive policies and principles of the law will be addressed – e.g., the pari passu principle, the concept of set-off, and the avoidance of suspect transactions entered in the run-up to insolvency. In addition, the course will consider informal debt restructurings (work-outs), and also introduce the issues and developing law relating to cross-border insolvencies. It is aimed to have some practitioner involvement in aspects of the course, possibly by way of a workshop dealing with a hypothetical insolvency scenario.

The Government’s Insolvency Law Review Committee issued a major law reform report in October 2013. The Government has largely agreed with the Committee’s recommendations and an Insolvency Bill is expected to be introduced into Parliament in 2015. The course will address some of the main changes proposed. While these are useful improvements, they will not fundamentally modify Singapore’s existing corporate insolvency regime.

LAW433 – Financial & Securities Regulation

Course Instructor: Steven LO / SIN Boon Ann

This course is 1.0cu

Course Description:
This course aims to give students a practical overview of the principles and statutory regime relating to the regulation of securities in Singapore. Where relevant, comparisons will be made with other jurisdictions such as the United States, United Kingdom, Australia and Hong Kong. Topics to be covered include the capital markets and the regulatory authorities, the pre-listing and the listing process for securities, continuing listing obligations and delisting from the stock exchange.

LAW449 – Legal & Commercial Principles in Project Financing Transactions

Course Instructors: James HARRIS / Bruce SCHULBERG / Alex WONG

This course is 1.0cu

Course Description:
Finding a means of financing major infrastructure projects is a key to the project’s ultimate success. Project financing is a favoured means of enabling governments across the world to build roads, ports and airports; provide power to their people; exploit natural resources; build medical facilities; and finance a myriad of other public works. Looking at the legal perspective, the course will provide an introduction to
the way in which major projects are financed, focusing on the key features of the financing and the players who bring infrastructure projects to life. Attention will be paid to the key legal and other risks which must be addressed through the project financing, and the adaption of project financing techniques to different regions of the world and different types of projects. The course will use practical examples and conclude with involvement of the students in practical exercises in evaluating government concession arrangements and the terms of a project financing.

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**LAW456 – Domestic and International Sales**

**Course Instructor:** Howard HUNTER

This course is 1.0cu

**Course Description:**
A large portion of the economy involves the sale of goods, and, especially in Singapore, many of those sales take place across national boundaries. Sales law is a sub-set of the law of contracts and is governed to a large extent by statutes and not just by common law judgments. This course will focus on the Sale of Goods Act of Singapore and the United Nations Convention on the International Sale of Goods to which Singapore is a party. A considerable portion of the course will consider the differences between the treatment of sales contracts and ordinary common law contracts. The course also provides an opportunity for careful statutory analysis and for a consideration of the treatment of statutes by courts in common law jurisdictions.

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**LAW457 – Construction Law**

**Course Instructor:** Michael FURMSTON

This course is 1.0cu

**Course Description:**
Construction law involves the application of contract law (and to some extent tort law) to the process of erecting buildings and constructing roads and bridges and similar activities. The process involves many parties as most work is sub-contracted or sub-sub contracted and there is much scope for disputes. Most contracts are made using industry wide forms.
LAW458 – Public International Law and Domestic Law: International Commerce
(Intensive course – Class will meet twice per week from the week of 2nd March onwards for 6 weeks. Saturday classes may be scheduled)

Course Instructors: Jeremy LEONG / Tony LAUDAU, QC / Samuel WORDSWORTH, QC / J. Christopher THOMAS, QC

This course is 1.0cu

Course Description:
Public international law is no longer the exclusive domain of the government lawyer. Taught by 3 leading practitioners in international investment arbitration and international trade law, this course addresses the increasing interface between public international law and commercial/corporate private practice.

In particular, public international law has moved from rule making at purely state to state level to the creation of legal rules that states may then incorporate into elements of domestic law. This course explores the ways in which international treaty and other standards manifest themselves in international investment law, international trade law, international commercial arbitration and other discrete aspects of law which relate to international commerce.

With this in mind, the course will provide students with an introduction to key principles of public international law which they may encounter in private practice with special emphasis on the relationship between public international law and domestic law. Moreover, the instructors will address practical aspects of international investment law/international arbitration/international trade law to students who intend to practice in these areas. The convergence between public international law and commercial/corporate private practice is also intensifying in other areas of practice such as international financial law, cross-border mergers and acquisitions and international insolvency law. This course will also briefly introduce students to these topics.

LAW459 – Drafting in Corporate Practice
(Short course – Class will meet once a week over 6 weeks, from week of 5th Jan onwards)

Course Instructors: Ralph LIM / Farhana SIDDIUI / LAM Shiao Ning

This course is 0.5cu

Course Description:
This skills-based, drafting-focused course aims to introduce students to the practical aspects of drafting of corporate transactional documents through a study of common corporate documents across selected areas of corporate practice, namely mergers and acquisitions, banking/financing and joint ventures. Students will learn the fundamentals of the review and drafting of such corporate documents. The course will also give the students an insight into legal risks that clients face and discuss options and strategies to manage such risks through effective drafting.
**LAW460 – Drafting of Commercial Agreements**  
(Short course – Class will meet once a week over 6 weeks, from week of 2nd March onwards)

Course Instructors: Jeremy LEONG / Professor Sir Bernard Rix

This course is **0.5cu**

**Course Description:**
This course will look in detail at the structuring and drafting of commercial agreements and ultimately, the interpretation of various clauses in these commercial agreements. Students will be taken through a variety of commercial agreements including agreements for the sale of goods, distribution agreements, agency agreements, employment/services agreements (such as consultancy agreements), licence/franchising agreements. Further, this course will introduce students to a number of corporate transactions and their relevant documents.

Precedent agreements will be used to illustrate how relevant clauses fit into each agreement as a whole and interrelate with other clauses. In addition, we will look at a selection of case law in order to explain why certain clauses are drafted in a particular way and the problems parties may face if they do not have a full understanding of how a court will interpret such clauses.

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**LAW461 – Principles of Taxation of International Business Transactions**

Course Instructor: Michael Pfaar

This course is **1.0cu**

**Course Description:**
This course provides an overview of the fundamentals of Singapore income tax, including the taxation of companies and individuals. The course will also cover selected tax incentives, anti-avoidance provisions, withholding tax concepts and double tax treaties. Other topics will also include mergers and acquisitions, international taxation, transfer pricing and indirect tax. Finally, we will look at Asia and provide an overview of some tax systems (i.e. China, Indonesia, and Thailand).

This aims to equip students with the knowledge of the fundamentals of income tax to help them comprehend the income tax system in Singapore and the common issues faced by corporations and other persons related to income tax.

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**LAW462 – Introduction to Civil Procedure**

Course Instructor: TAN Boon Heng

This course is **0.5cu**

**Course Description:**
In this introductory course to civil procedure, students will be acquainted with the more fundamental and practical aspects of civil litigation such as commencement of proceedings, pre-trial applications,
appellate procedures and enforcement of judgments both within/outside jurisdiction and of contentious costs. This course will provide students with a good grasp of the underlying principles and policies of civil litigation as enshrined in the Rules of Court and related sources of civil procedure. Students who enroll in this course will have a good head-start and grounding for Civil Litigation in Part B of the Singapore Bar Exam.

**LAW463 – Intellectual Assets and Law in Asian Economies**

**Course Instructor:** LIU Kung-Chung

This course is **1.0cu**

**Course Description:**
The economic significance of Asian economies already speaks for itself. However, attention to its intellectual assets and law is simply lacking. The course sets to promote Asian awareness among Asian economies in the area of IP assets and the law. It aims to make students ask “why Asian IP assets and law”? “what is special about Asian IP assets and law”?. Given the vast geographic coverage and developmental discrepancy in Asia, this course can only strive to look into patent, trademark, and copyright law in China, India, Japan and Taiwan. That said, this course will still dig out intellectual assets and law in other jurisdiction which exhibit features and uniqueness seldom seen elsewhere. In addition, this course will also explore the possibility of cooperation in patent, trademark, genetic resources and traditional knowledge, especially in the form of Asian Patent Convention, Asian Trademark Office.

**LGST001 – Ethics & Social Responsibility**

**Course Instructors:** Andrew WHITE / Basil BITAS / Ian MACDUFF / LOO Wee Ling / Shubhankar DAM / Pasha HSIEH / Tamera Fillinger / Arwen JOYCE / Melvyn CHEW

This course is **1.0cu**

**Course Description:**
Issues of ethics and social responsibility arise in all professions, in government, and in the context of personal decision-making. The failure to recognize and deal effectively with these issues can have, and all too frequently has had, serious implications for individuals, companies, governments, stakeholders, and society. One major challenge is recognizing ethical issues when they arise. Another is recognizing why they arise. A third challenge is figuring out how to deal with them. This course is designed to allow students to examine and confront issues in ethics and social responsibility in real life contexts through cases and problems: what would you do or recommend in this situation? The course is also designed to help students develop analytical, problem-solving, and interdisciplinary skills, as well as presentation, negotiation, and advice-giving skills. The course will introduce students to ethical theories and conceptual frameworks and tools for analysis. Many of the issues and problems that are dealt with in the course arise in the business context, but the theories and approaches will be suggestive and useful in other contexts.

Among the questions that will be raised is how ethics and social responsibility fit into a company’s or government’s or individual’s agenda. The reputation and success of organizations (and individuals associated with them) are increasingly and intricately linked with the level of ethical conduct, social
responsibility, and accountability to society and to a varied range of stakeholder groups. Students who successfully complete this course should be able, after examining a given set of facts or a proposed course of action, identify the ethical issues raised by that set of facts or the proposed course of action, select ethical frameworks appropriate for the analysis of such ethical issues, and generate reasoned and persuasive opinions relying on established ethical theories and ethical values. Ideally, such students would be ethics resource persons in their organization who could provide advice, when consulted, to their subordinates, peers and superiors on matters of ethics and social responsibility.

LGST101 – Business Law

Course Instructors: George SHENOY / SAW Cheng Lin / Locknie HSU / Jonathan MUK / Devathas Sathianathan / Samuel NG / Melvyn CHEW / Terence ANG / YAO Qinzhe

This course is 1.0cu

Course Description:
This is an introductory course designed to help business students acquaint themselves with the framework of Singapore’s legal system and to understand the legal environment within which businesses operate. A substantial part of the course is dedicated to the study of contractual principles, as the making and performance of contracts form the rudiment of all businesses. Apart from the law of contract, students will also have the opportunity to study the law of agency as well as the law of negligence (the latter in some detail). If time permits, basic concepts relating to the ownership, use and infringement of intellectual property will also be discussed. Finally, so as to ensure that students are equipped to face the challenges and exploit the opportunities presented by the current e-revolution in commerce, the course also requires students to understand and analyse new legal issues arising from the conduct of businesses through electronic media.

Upon completion of the course, students should:
  o Understand the framework of the Singapore legal system
  o Understand and be able to apply the methodology of legal reasoning
  o Be able to identify and address key legal issues in commercial transactions
  o Be able to manage legal risks associated with the conduct of business

LGST201 – Company Law

Course Instructors: Stephen BULL / LEE Pey Woan / Sriven NAIDU

This course is 1.0cu

Course Description:
How do I go about starting a business? What are the legal structures available to me? How do I select a legal structure that suits my needs? What is a company? What are its rights and liabilities? What does it mean to say that the company is a separate legal person? Who is a director and what are his responsibilities? Who is a shareholder and what are his rights and vulnerabilities? What happens when the company’s business fails?

The corporate form, as a basic legal structure for the operation and conduct of businesses, pervades the commercial world. This is however no indication that the company is a simple structure. On the contrary,
because it is effectively a web of different interests, rights and obligations, the company is a highly complex structure. As such, the corporate form is fittingly the most regulated of all business entities.

On completing this course, the student should have a basic understanding of –
- the concept and implications of the company as a separate legal entity;
- the legal framework within which company operates;
- the different interest groups within the corporate framework; and the dynamics of majority control and minority shareholder rights;
- the legal duties and responsibilities expected of management;
- how a company transacts with third parties;
- how a company raises and maintains its capital; and
- how a company ceases or restructures its business.

LGST219 – Islamic Law, Banking & Commerce

Course Instructor: Andrew WHITE

This course is 1.0cu

Course Description:
This course introduces non-law students to Islamic commercial law and banking in the Region. It provides a general overview of concepts and framework necessary to an understanding of Islamic banking and finance, and products, as practiced in Singapore, Malaysia and elsewhere in Asia, as well as some introductory comparisons with selected MENA countries. Topics for discussion include historical development and contemporary concepts of Islamic jurisprudence (fiqh) and the primary sources of Sharī’ah; Islamic concepts of property, ownership, business entities, sales contracts; and forbidden contract terms (such as ribā and gharar). Students will explore specific Islamic finance structures, including limited partnership (mudhārabah), joint venture (mushārakah), leasing (ijārah), and specific sales contracts used (e.g. bai’ salam, bai’ inah, bai’ istisna); Islamic insurance (takāful); and the Islamic trust (waqf).

LGST223 – Law of International Trade

Course Instructor: Pasha HSIEH

This course is 1.0cu

Course Description:
The development of international trade serves as a vital factor for both business expansion and national economic growth. This is particularly important for Singapore, a global trading nation, which has adopted an export-oriented policy and promotes the export of goods and services in international markets. It is thus critical for business leaders and policy-makers to understand legal aspects of domestic and international transactions, as well as global trade regimes. To this end, the course will provide an overview of legal issues that apply to the sale of goods transactions, the meanings and application of trade terms such as CIF and FOB, and methods of financing sales and of transporting goods across borders. In addition, the course will discuss the resolution of commercial and investment disputes, and
regulatory issues involving trade barriers to foreign direct investments and WTO principles. It is expected that students will examine international trade cases and problems from interdisciplinary angles, gain presentation and advice-giving experience and, more importantly, learn to utilize legal concepts to improve the decision-making process to manage transnational business.

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**LGST226 – Introduction to Chinese History, Culture, Economy & Law**

**Course Instructor:** [Henry GAO](mailto:henry.gao@frezeumedu)

This course is **1.0cu**

**Course Description:**
With the rise of China as an economic superpower, foreign businesses have been rushing to do business in or with China. However, many businesses encounter various problems in China. This is mostly due to their limited knowledge and understanding of China, even if they can speak Chinese. This course aims to address this problem by enhancing the students' understanding of the unique history, culture, economy, politics and law in China. To help the students understand the nuances of doing business in/with China, interesting cases and events will be used to illustrate how things work in China in real life. With the knowledge acquired in the course, the students will gain a better understanding of how business is conducted in China; the interaction between business on the one hand, and culture, politics and law on the other hand; as well as how foreign firms may survive and prosper in China.