

TABLE OF CONTENTS

<i>List of Contributors</i>	v
<i>Table of Cases</i>	xv
<i>Table of Hong Kong Legislation</i>	lxvii
<i>Table of PRC Legislation</i>	xci
<i>Table of Foreign Legislation</i>	xcvii
<i>Table of Rules and Regulations</i>	ci

CHAPTER 1 DIRECTORS

I. Effect of Winding-Up and Receiverships on Directors	1.001
II. Civil Liability of Directors	1.015
III. Criminal Liability of Directors	1.059
IV. Disqualification of Directors	1.065

CHAPTER 2 ROLE AND STATUS OF LIQUIDATORS

I. Introduction	2.001
II. Appointment of Liquidators	2.005
III. Duties of Liquidators	2.012
IV. Powers of Liquidators	2.020
V. Remuneration	2.032
VI. Control of Liquidators	2.038
VII. Cross Border Issues	2.041

CHAPTER 3 PROVISIONAL LIQUIDATION

I. Introduction	3.001
II. Criteria for the Appointment of Provisional Liquidators Generally	3.002
III. Persons who may be appointed as a Provisional Liquidator	3.003
IV. Effect of the Appointment of a Provisional Liquidator	3.004
V. Provisional Liquidation as an Aid to Restructuring a Company's Debt	3.005
VI. Procedure	3.006
VII. Provisional Liquidators' Fees	3.007
VIII. Provisional Liquidation Post Winding-Up Order	3.008
IX. Appointment of Provisional Liquidator under Section 194(1A)	3.009
X. Removal and Termination of Provisional Liquidator	3.010

CHAPTER 4 WINDING-UP BY THE COURT

I. Scheme of This Chapter	4.001
II. Jurisdiction	4.002
III. Grounds for Winding-Up	4.009
IV. The Winding-Up Process –The Law and Procedure	4.023
V. Group Liquidations	4.057
VI. Effect of a Winding-Up Order	4.062
VII. Proceedings by or against the Company	4.068
VIII. Winding-Up by the Court Conducted as a Creditors' Winding-Up	4.085
IX. Regulation Orders	4.087
X. Summary Procedure Liquidations	4.091

CHAPTER 5 MEMBERS' VOLUNTARY WINDING-UP

I. Introduction	5.001
II. Prerequisite for Members Voluntary Winding-Up Certificate of Solvency	5.006
III. Procedure	5.007
IV. If Company is Found to be Insolvent	5.009
V. Stay/Rescission of Members' Voluntary Winding-Up	5.010
VI. Consequences of a Members Voluntary Winding-Up	5.013
VII. The Liquidators: Duties, Powers, Vacancy in Office, Removal by the Court, Removal of Liquidator by the Company and Creditors, Resignation and Vacation of Office	5.014
VIII. Section 237 of the CWUO Regarding Arrangements (Reconstructions)	5.021
IX. Creditors' Voluntary Winding-Up	5.022
X. Resolutions for, and Commencement of, Voluntary Winding-Up	5.023
XI. Consequences of Voluntary Winding-Up	5.029
XII. The Meeting of Creditors	5.030
XIII. Liquidators	5.032
XIV. Appointment of Committee of Inspection	5.034
XV. Fixing of Liquidators' Remuneration and Cessation of Directors' Powers	5.035
XVI. Powers and Duties of Liquidator in a Creditors' Voluntary Winding-Up	5.036
XVII. Distribution of Property of Company	5.037
XVIII. Vacancy in Office and Removal by the Court	5.038
XIX. Completion of Creditors' Voluntary	5.039

XX. Right to Apply for Compulsory	5.040
XXI. Special Procedure for Voluntary Liquidation under Section 228A of the CWUO	5.041

**CHAPTER 6 INVESTIGATIONS, ASSETS, CLAIMS
AND REALISATIONS**

I. Introduction	6.001
II. Steps to be Taken Upon Appointment	6.016
III. Practical Investigation Procedures	6.061
IV. Unfair Preferences	6.073

CHAPTER 7 CREDITORS IN A WINDING-UP

I. Introduction	7.001
II. Who is a Creditor for the Purpose of Commencing the Winding-Up Process?	7.004
III. Position of Creditors after a Winding-Up Order has been Made or a Resolution to Wind Up has been Passed	7.008
IV. Claiming in the Liquidation: The Procedure	7.013
V. Claiming in the Liquidation: What Claims can be Proved or Claimed?	7.019
VI. Limitations on Eligibility to Claim in a Liquidation	7.032
VII. Order of Payment to Creditors	7.036
VIII. Other General Rights of Creditors During the Winding-Up Process	7.046

CHAPTER 8 SCHEMES OF ARRANGEMENT

I. Introduction	8.001
II. Parties to the Scheme	8.003
III. Jurisdiction	8.007
IV. Explanatory Statement	8.011
V. The Scheme	8.014
VI. The Procedure	8.015
VII. The Court's Role	8.017
VIII. Classification of Class	8.019
IX. Voting	8.022
X. Effect on Other Proceedings –Winding-Up	8.023
XI. Court Sanction	8.024
XII. Effect of the Sanction	8.030
XIII. Modification of Schemes	8.031
XIV. Special Uses of Schemes	8.032

CHAPTER 9 SETTING ASIDE OF PREFERENCES AND TRADING ISSUES

I. Introduction	9.001
II. Summary	9.005
III. Requirements	9.006
IV. Avoidance of Disposition of Property, etc after Commencement of Winding-Up	9.028
V. Disposition of the Property of the Company	9.031
VI. Transfer of Shares or Alteration in Status	9.049
VII. Application for Validation Order	9.050
VIII. Discretion of the Court	9.056
IX. Transaction at undervalue	9.067

CHAPTER 10 LIQUIDATION COSTS

I. Introduction	10.001
II. Costs in a Compulsory Winding-Up or Liquidation	10.002
III. Security for Costs	10.023
IV. When and How the Costs Relating to a Winding-Up Order are Paid	10.038
V. Liquidations Converted under Section 209A of the CWUO	10.039
VI. The Liquidator's Remuneration	10.041
VII. Solicitors' Bills	10.044
VIII. Section 221 of the CWUO	10.080
IX. Liquidation Costs - Interim Payments	10.081
X. Costs in a Voluntary Winding-Up	10.084
XI. Costs in a Receivership	10.087

CHAPTER 11 RECEIVERSHIP

I. General Nature of Receiver	11.001
II. Types of Receiver	11.002
III. Receivers Appointed by the Court	11.003
IV. Receivers Appointed out of Court	11.049

CHAPTER 12 CROSS-BORDER ISSUES

I. Overview	12.001
II. Cross-Border Reach of the Hong Kong Courts' Jurisdiction	12.002
III. Interaction between Hong Kong and other Jurisdictions	12.016
IV. Ancillary Applications	12.033

V. The Cross-Border Effect of Orders	12.042
VI. Reform	12.054

CHAPTER 13 CORPORATE RESCUE

I. Introduction	13.001
II. The Concept of Corporate Rescue	13.002
III. Why is Rescue Necessary?	13.003
IV. Methods for Corporate Rescue	13.004
V. Non-Statutory Methods of Corporate Rescue	13.005
VI. Statutory Methods of Rescue under the SOA-Based Reorganisation System	13.007

CHAPTER 14 BANKRUPTCY LAW IN THE PRC

I. An Introduction	14.001
II. Development of Bankruptcy Law & Practice in China	14.002
III. Enterprises Bankruptcy Law of 2006	14.005
IV. Judicial Interpretations and Circulars	14.006
V. A Uniform Insolvency Test	14.007
VI. Petition and Acceptance	14.008
VII. Bankruptcy Administration	14.009
VIII. Automatic Stay	14.010
IX. Avoidance Powers	14.011
X. Assets of the Debtor	14.012
XI. Bankruptcy Expenses and Debts of Common Benefits (共益債務)	14.013
XII. Claims Declaration	14.014
XIII. The Creditors' Meeting	14.015
XIV. Reorganization	14.016
XV. Settlement	14.017
XVI. Declaration of Bankruptcy	14.018
XVII. Bankruptcy and Reorganization of Listed Companies	14.019
XVIII. Liquidation	14.020
XIX. Distribution	14.021
XX. Termination of Bankruptcy Proceedings	14.022
XXI. Cross-Border Insolvency Provision	14.023
XXII. Legal Liabilities	14.024
XXIII. Unfinished Policy Bankruptcy	14.025
XXIV. Bankruptcy of Financial Institutions	14.026

TABLE OF CONTENTS

XXV. Practical Difficulties	14.027
XXVI. A New Round of Reform	14.028
XXVII. Concluding Remarks	14.029
<i>Index</i>	705

http://www.pbookshop.com