The Liabilities of In-House Counsel

Seminar for Corporate Counsel Association
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The special status of in-house counsel

- an employee and a lawyer
- as a lawyer, she is subject to rules of professional conduct and enjoys certain privileges
- as an employee, she’s protected by the Employment Ordinance and owes duties of fiduciary, fidelity and competence
Section 9A, Legal Practitioners Ordinance

• Where the Council considers that the conduct of a person who is, or was at the relevant time, a solicitor, a foreign lawyer, a trainee solicitor or an employee of a solicitor or foreign lawyer should be inquired into or investigated as a result of a complaint being made to it or otherwise, the Council shall submit the matter to the Tribunal Convenor of Solicitors Disciplinary Tribunal Panel.
Section 9A, Legal Practitioners Ordinance

• “Solicitor” is defined in the LPO as “a person who is enrolled on the roll of solicitors and who, at the material time, is not suspended from practice”;

• The definition includes one not holding a practicing certificate.

• What about a foreign qualified lawyer not registered in HK?
Conduct subject to discipline

• Principle 1.02 of The Hong Kong Solicitors’ Guide to Professional Conduct (Vol. 1, 2nd ed.)
  • “A solicitor is an officer of the Court (see s.3(2) of the Legal Practitioners Ordinance (Cap 159), and should conduct himself appropriately in professional and private matters.

• Commentary
  • A solicitor, **whether practicing or not**, is an officer of the Court. Certain standards of behaviour are required of a solicitor, as an officer of the Court and as a member of the profession, in his business activities outside legal practice and in his private life.
Employed solicitors

- Principle 2.10, Commentary 2
  - A solicitor who works for a lay-employer must comply with the Solicitors’ Practice Rules, Practice Directions and the rules and principles of professional conduct. This obligation takes priority over any conflicting demands or requirements of the lay-employer.
Duty to act in good faith

- Therefore, In-house solicitor has to abide by the Guide, e.g.
  - Principle 11.01, Commentary 3
    - A solicitor must at all times maintain his personal integrity and observe the requirements of good manners and courtesy towards other members of the profession and their staff, no matter how bitter the feelings between clients. He must not behave in a manner which is acrimonious or offensive or otherwise inconsistent with his position as a solicitor.
Employed solicitors

- Principle 14.11
  - A solicitor in employment outside private practice is personally responsible for honouring his professional undertakings

- Commentary 1
  - A solicitor in employment outside private practice must carefully consider the personal implications of an undertaking, particularly those given in the course of his employment, for example, because of the possibility that the employer might become insolvent or otherwise refuse to fulfill the undertaking. **This will not affect the personal responsibility of the solicitor for the undertaking.**
Employed solicitors

• Commentary 2
  • A solicitor who is the head of a legal department in commerce, industry or Government is responsible for undertakings given by members of his department.

• Commentary 3
  • Solicitors who accept an undertaking from legal departments in commerce, industry or local Government should take particular care where the head of the department is an unadmitted person to ensure that the undertaking was given by a solicitor.
Liability of solicitors for barristers’ fees

• Principle 12.04
  • In the absence of reasonable excuse a solicitor is personally liable as a matter of professional conduct for the payment of a barrister’s proper fees. Failure to obtain funds on account of a barrister’s fees shall not of itself constitute reasonable excuse.

• Commentary 2
  • This principle applies equally to a solicitor not in private practice. See also principle 2.10
Alfred Crompton Amusement Machines Ltd. v. Customs & Excise Comrs (No 2) [UK] [1972]

• Being a lawyer, the in-house counsel’s advice to the employer on legal matters is privileged from disclosure. This is called legal professional privilege (LLP).

• See Lord Denning MR in Alfred Crompton Amusement Machines Ltd. v. Customs & Excise Comrs (No 2) [1972] 2 All ER 373
Alfred Crompton Amusement Machines Ltd. v. Customs & Excise Comrs (No 2) [UK] [1972]

Held:-

- “Many barristers and solicitors are employed as legal advisers, whole time, by a single employer… They are paid. Not by fees for each piece of work, but by a fixed annual salary. They are, no doubt, servants or agents of the employer… They are regarded by the law as in every respect in the same position as those who practise on their own account. The only difference is that they act for one client only, and not for several clients… I have always proceeded on the footing that the communications between the legal advisers and their employer (who is their client) are the subject of legal professional privilege…”
Alfred Crompton Amusement Machines Ltd. v. Customs & Excise Comrs (No 2) [UK] [1972]

• *Note: The position is the same in the U.S. but note the European Court of Justice held otherwise (see Akzo Nobel Chemicals Ltd v Commission, decision on 14 September 2010.)

• The ECJ reasoned that in-house attorneys (no matter whether she is a member of law soc/ bar or not) do not enjoy LLP because they are not as independent as external counsel.
Alfred Crompton Amusement Machines Ltd. v. Customs & Excise Comrs (No 2) [UK] [1972]

- From the wording of the decision it may be argued that the ruling only applies to competition law investigations by the European Commission. [ note: no advice on EU Law given here. ]
Alfred Crompton Amusement Machines Ltd. v. Customs & Excise Comrs (No 2) [UK] [1972]

• Further, the Australian High Court, though endorsing Lord Denning MR, added that:
  • “…The advice will not be privileged if the legal adviser gives it in some other capacity (e.g. as an officer of a non-legal department) and will be privileged only if the lawyer who gives it has been admitted to practice and (I incline to think) remains subject to the duty to observe professional standards and the liability to professional discipline.”
Alfred Crompton Amusement Machines Ltd. v. Customs & Excise Comrs (No 2) [UK] [1972]

- Gibbs CJ, Attorney-General for the Northern Territories v Kearney (1985) 59 ALJR 749 at 752
- The position is confirmed by Mason and Wilson JJ in another Australian High Court case: Waterford v Commonwealth (1987) 61 ALJR 350
- So, what about lawyers not admitted in HK?
PCCW v Aitken (FACV 27/2008)

- Does the Alfred Crompton principle mean in-house counsel owes the same duty of confidence to employer as outside counsel?
- The case of PCCW v Aitken FACV 27/2008 seems to suggest that, depending on his title and scope of duties, there might be a difference.
PCCW v Aitken (FACV 27/2008)

• Issue of the case:
  • “Can an employer obtain an injunction against a former employee who acquired confidential and privileged information during his employment, to restrain him not merely from misusing or disclosing such information, but from being employed on matters to which such information may be relevant in his new job with an enterprise having interests adverse to those of the employer?” (para 3)
PCCW v Aitken (FACV 27/2008)

• The answer to this question, if ‘solicitor’ is substituted for ‘employee’ and ‘client’ substituted for ‘employer’, would be in the affirmative. (See Prince Jefri Bolkiah v KPMG [1999] 2 AC 222)

• And this would be consistent with Principle 9.02:-

  • If a solicitor or his firm has acquired relevant confidential knowledge concerning an existing or former client during the course of acting for him, he must not accept instructions where it is likely that he would be duty bound to disclose or use such relevant confidential knowledge in breach of his duty of confidentiality to such client.
PCCW v Aitken (FACV 27/2008)

• What’s the CFA’s answer to the question (posed in para 3 of the judgment)?

• Brief Facts
  • P is the largest Fixed Network Operator (FNO) in HK
  • D2 is the largest Mobile Network Operator (MNO) in HK
  • D1 (Mr. Aitken) was admitted in Australia.
PCCW v Aitken (FACV 27/2008)

- D1 joined D2 in 2005 and worked 18 months as Legal Advisor, then joined P as GM, Regulatory Compliance and worked for 12 months, then re-joined D2 as Head of Regulatory and Corporate Affairs.

- D1 is not admitted in HK and not act as in-house lawyer when employed by P.

- However, it was accepted, for the purpose of injunction application, that D1 was involved, whilst being employed by P, in issues concerning P’s contentious dealings with the TA and D2.
PCCW v Aitken (FACV 27/2008)

- As a result of a statement by TA in April 2007 abolishing the Mobile Party Network Pays policy, P and D2 would need to re-negotiate FNMMN connection charges.

- It was expected that litigation with TA (by way of Judicial Review) and D2 was possible.

- D1 handled these issues whilst employed by P and received advice from P’s solicitors and counsel on FMIC issues.
PCCW v Aitken (FACV 27/2008)

• Upon finding out that D1 was the contact person for D2 in relation to the issues of the TA statement (D1 appeared in a televised press conference of D2), P sought undertaking from D1 and D2 that D1 would not be so involved.

• D1 and D2 refused to give the undertaking. P made the injunction application.

• P sought to injunct D1 from :-
  
  • (i) disclosing and making use of confidential information, and

  • (ii) being involved for D2’s dealing in FMIC issues in the course of his employment.
PCCW v Aitken (FACV 27/2008)

- D1 submitted to injunction (i) at the CFI. The judge refused to grant injunction (ii).
- CA (2:1, Le Pichon JA dissenting) refused to grant injunction (ii).
- P argued at CFA that injunction (ii) is based on legal professional privilege and is akin to the Bolkiah-type injunction (where solicitors possessing confidential information were enjoined from acting for clients with adverse interest to former clients).
PCCW v Aitken (FACV 27/2008)

• CFA (Ribeiro PJ) rejected the argument and held that:
  • injunction (ii) could only be based on an enforceable restrictive covenant; (para 33)
  • the Bolkiah injunction is *founded on protection of confidentiality in the context of the fiduciary relationship between solicitor and client which differs significantly from the employer-employee relationship.* (para 38)
Implications for In-house counsel?

• Ribeiro PJ expressly left open the question:-
  
  • “As a postscript, what this judgment does not decide should be mentioned. Questions concerning possible relief against an in-house lawyer who changes jobs to take up a position on the other side of a contentious issue; or against a person who moves from employment as an in-house lawyer to private practice as a solicitor (or vice-versa) to act on the other side of a contentious matter, do not arise on the present appeal. I wish expressly to leave such questions open.” (para 45)
PCCW v Aitken (FACV 27/2008)

- It should be noted that the CFA judgment was based mainly on the policy of freedom of employment (See cases cited by CFA: Rakusen v Ellis [1912] 1 Ch 831; Herbert Morris Ltd v Saxelby [1916] 1 AC 688.)


- The Canadian Pacific case concerns a former in-house lawyer returning to private practice acting against his former employer. The former employer applied for injunction.

- The Manitoba Court of Appeal held that the test to be applied is the same whether the lawyer (to be enjoined) is in-house or in private practice.

- Two stage test to be applied:
  - Did the lawyer receive confidential information attributable to a solicitor and client relationship relevant to the matter at hand?
  - If there is a risk that the confidential information will be used to the prejudice of the client (former employer)?

- Three policy considerations:-
  - maintain high standard of legal profession and integrity of system of justice
  - litigant’s freedom of choice of counsel
  - reasonable mobility of the legal profession

- Combining the two stage test and three policy considerations, the court would be rather vigilant in examining the alleged confidential information possessed by the lawyer.

• Applicant for the injunction must be specific about the nature of confidential information and its relevance to the case before the court.

• The test is easier to apply for formerly retained solicitor in private practice because the retainer tends to be specific.

• For in-house counsel, especially those in a large corporation, it’s much more difficult to identify the relevant information.

- In Canadian Pacific Railway case, it was held that (i) much of the alleged confidential information was not relevant to the case (ii) the Defendant was too high up the hierarchy that even if he received the relevant information, it was not in the capacity of legal adviser but rather administrator.
Implications for Employer?

- To avoid finding itself in the position of PCCW, an employer need to carefully devise restrictive covenants which are likely to be regarded as reasonable and enforceable. (In the PCCW case, the restrictive covenant was waived by P (allegedly as a result of mis-rep by D1, and in any event only for three months);

- Garden leave provisions could be considered.

- Better to employ qualified lawyers admitted in HK and subject to professional conduct rules.

- The use of title: compliance manager / in-house counsel – could be important.
THE FRAUD AND ILLEGALITY EXCEPTION

• In any event, communication between in-house counsel and employer is protected either by legal advice privilege or confidentiality (based on contract or equity).

• However, this is subject to the fraud and illegality exception.

• If the in-house counsel is involved in illegal transaction of the employer, the relevant communication is not subject to privilege and the in-house could also be prosecuted for conspiracy to defraud.
HKSAR v Rahman FACC 6/2010

• An alarming illustration is provided by HKSAR v Rahman FACC 6/2010, where three senior lawyers were sentenced to jail, though finally vindicated by the CFA.

• CFA judgment delivered on 15th July 2011.
HKSAR v Rahman
FACC 6/2010

Facts of the case:-

• In 2002, Chau Ching Ngai wanted to acquire a listed co called imGO Ltd (later changed name to Shanghai Land Holdings Ltd)

• imGO had $2.2 billion cash and not much else business;

• Chau’s plan was to borrow the purchase consideration from BOC, acquire the shell, use the cash of the shell to purchase ‘his’ properties in Shanghai (held in names of nominees), and then channel the cash back to himself to repay BOC
HKSAR v Rahman
FACC 6/2010

- Rahman was financial controller of Chau’s company;
- Simon Lai (and assistant solicitor Grace Fu) acted for Chau as legal adviser;
- Vivian Fan and Donald Koo acted for BOC as legal adviser;
- Rowena Ng (managing director), Fiona Lam (vice president) and Gaby Yau are executives of BOCI acting for Chau in the acquisition as financial adviser;
HKSAR v Rahman
FACC 6/2010

• Problems with Chau’s plan:

1. he would be a ‘connected party’ so that the SFC and HKEX would prevent him from voting on the proposed asset injection (of the Shanghai properties);

2. the proposed asset injection would make the SFC and HKEX classify the transaction as a ‘backdoor listing’, necessitating compliance with listing requirements (which it may not be able to meet)
HKSAR v Rahman
FACC 6/2010

- To get around the above problems, it was agreed, alleged the Prosecution, that Chau’s real intention would be concealed from the Regulators and shareholders of imGO.
  - in the joint announcement for acquisition of imGO, it was stated that Chau had no specific plan with respect to injection of assets;
  - in the composite offer and response document, it was further stated that Chau would repay BOC from his own resources, which does not depend on the business of imGO

(the Acquisition Announcements)
HKSAR v Rahman
FACC 6/2010

- To protect BOC’s interest, Fan and Koo were to be appointed as directors of imGO with special power to veto any expenditure of over HK$10 million.

- However, in the relevant announcement and documents to shareholders, such appointment was said to be for facilitating the management of assets, making speedy decision and in the interest of the company.

(the Shareholders Circular)
HKSAR v Rahman
FACC 6/2010

- After completion of the acquisition, Chau did procure Shanghai Land to use its cash to acquire two of his properties in Shanghai before he was arrested. However, in the annual report of Shanghai Land, it was stated that during the year under report, no director has any material interest in any contract of significance. (the Annual Report)
HKSAR v Rahman
FACC 6/2010

• In respect of the Acquisition Announcements, Rahman, Rowena Ng, Fiona Lam, Vivian Fan, Simon Lai were charged with conspiracy to defraud.

• Gaby Yau and Grace Fu were also named as co-conspirators but not charged. They gave evidence for the prosecution.
HKSAR v Rahman
FACC 6/2010

• In respect of the Shareholders Circular, Simon Lai, Vivian Fan, Donald Koo were charged with conspiracy to defraud.

• Grace Fu was also named as a co-conspirator (but not charged).
HKSAR v Rahman  
FACC 6/2010  

• In respect of the Annual Report, Donald Koo and Vivian Fan were charged with section 21 of the Theft Ordinance, which provides that:-  

• Where an officer of a body corporate or unincorporated association (or person purporting to act as such) with intent to deceive members or creditors of the body corporate or association about its affairs, publishes or concurs in publishing a written statement or account which to his knowledge is or may be misleading, false or deceptive in a material particular, he shall be guilty of an offence and shall be liable on conviction upon indictment to imprisonment for 10 years.
HKSAR v Rahman  
FACC 6/2010

- It should be noted that ‘officer’ include not only director but could include in-house counsel and the offence is committed not only by publishing but also ‘concurs’ in publishing.

- At trial, all defendants were convicted as charged.
HKSAR v Rahman
FACC 6/2010

On Appeal to the CA,

• Rowena Ng and Vivian Fan were acquitted of the Acquisition Announcement charge

• Vivian Fan was acquitted of the Annual Report Charge

• Donald Koo was acquitted of the Shareholders Circular Charge

• All other appeals were dismissed
HKSAR v Rahman
FACC 6/2010

• In the CFA, all defendants were acquitted, for, inter alia, the following reasons:-

• The prosecution and trial judge had mis-used the “co-conspirators rule” and admitted hearsay evidence (mainly emails and meeting notes) without properly identifying them and allowing the defence to challenge them. (The CA also ruled that the trial judge mis-used the rule but used the prívísos under s.83 Criminal Procedure Ordinance to uphold the convictions.)

• The tainted witness Angela Gong’s opinion (that the defendants had conspired) was treated as evidence of facts by the trial judge.
HKSAR v Rahman
FACC 6/2010

• In the case of Donald Koo, the CA, after acquitting him of charge 2 (on the ground the evidence did not show that he was involved in the drafting of the circular), failed to re-examine the evidence against him iro of the annual report charge.

• Donald Koo signed on the annual report in haste and in reliance on an opinion by Sidley Austin that the relevant transaction was not a connected transaction. The CA failed to give sufficient weight to this factor.
HKSAR v Rahman
FACC 6/2010

• In respect of lawyers charged with conspiracy with their clients, CFA cited a previous judgment by Riberio PJ in the Egan’s case at para.185:

• “In the absence of actual knowledge, a solicitor (or barrister) is bound to adopt an agnostic approach towards the client’s instructions in carrying out his professional duties since it is not his business to judge their truth or falsity. The solicitor or barrister may privately harbour distinct feelings of scepticism about his client’s story but that is wholly beside the point. Professionally, he is required to abstain from forming any belief one way or the other on the topic. For a court to attribute guilty knowledge or belief and criminal liability to the legal adviser in such circumstances would gravely endanger the fundamental right to legal advice and representation.”
HKSAR v Rahman
FACC 6/2010

• “The duty of lawyers and other professional persons is to serve their clients’ legitimate interests and do so within the bounds of the law and professional ethics. Sometimes a court is invited to find it proved beyond reasonable doubt that a lawyer or other professional person has strayed from that duty and into criminal conduct in league with his or her client. If such a finding is to be made, the evidence in proof of it must be very plain indeed. Such evidence must be seen after strict scrutiny to admit of no other reasonable conclusion.” Bokhary PJ, para 102
HKSAR v Rahman
FACC 6/2010

• Query: does the same agnostic and independence presumption applies to in-house counsel, who is supposed to be much more intimately involved in the employer’s business and affairs?
HKSAR v Rahman
FACC 6/2010

• CA said, at para 301: -

  • “It was within the power of each of [them] to halt the process of which they were a part. Each needed to do no more than to report the existence of specific injection/repayment plans to the regulators and the whole process would inevitably have been suspended. Failure to do so led directly to the continuing concealment of the relevant facts and thereby the making of the false representations.”

Does that imply a duty to whistle-blow?
HKSAR v Rahman
FACC 6/2010

• CFA’s answer:-
• “The question of law raised is whether a non-director employee is under an obligation to act as a “whistle-blower”. To that question, the short answer is that it is not a crime in itself for such a person not to act as a “whistle-blower”.
HKSAR v Rahman
FACC 6/2010

“As to what inference can be drawn from a person’s failure to report nefarious conduct of which he is aware, that must depend on the particular circumstances of each case … for example, that a person is aware that criminal activities are being planned … but he does not report the matter for some reason other than his own guilty involvement. He may remain silent because of some relationship with the culprit or culprits, because he is afraid of reprisals or simply because he is not a good citizen. If so, his failure to report does not provide any evidence of his guilty involvement in what he failed to report."
HKSAR v Rahman
FACC 6/2010

• But the situation can be such that it can safely be left to a tribunal of fact to decide whether the only reasonable inference to be drawn from the whole of the circumstances, including his failure to report and any overt acts by him that may be in furtherance of the alleged conspiracy, is that he was guiltily involved in what he failed to report. ”

• In short, failure to whistle-blow could be one of the factors, but not a sufficient one, to infer guilty participation.
Mo Yuk Ping v HKSAR
[2007] 10 HKCFAR 386

- Definition of Conspiracy to Defraud:-

  - Mo Yuk Ping v HKSAR [2007] 10 HKCFAR 386, para. 40, Sir Anthony Mason NPJ:

    - “… the offence is constituted by becoming a party to an agreement with another or others to use dishonest means (a) with the purpose of causing economic loss to, or putting at risk the economic interests of, another; or (b) with the realisation that the use of those means may cause such loss or put such interests at risk. The offence extends also to cases in which the dishonest means cause a person to act contrary to his public duty....”
Mo Yuk Ping v HKSAR
[2007] 10 HKCFAR 386

- The extension could aptly apply to cases involving the HKEX and SFC, when applications or documents submitted to them turned out to be untruthful. The in-house counsel involved could be liable for conspiracy to defraud if she has **actual knowledge** of the falsity of the documents.
R v Michael Chua  
CACC 64/1991  

- Is acting on the instructions of employer a defence?  
- The answer is NO  
- see R v Michael Chua CACC 64/1991, para 7:-
R v Michael Chua
CACC 64/1991

- "If an employee does something for an employer because the employee believes that the instructions came from the employer and therefore had to be followed, or because the employee wants to help the boss, or because the employee thinks that he or she might lose their jobs, and that at the time the employee did the act requested by the employer he knew that ordinary, reasonable people would consider what he was doing to be dishonest, then the employee is not excused and would be considered to have acted dishonestly."
R v Michael Chua  
CACC 64/1991  

- The employee is only in law excused if he or she acted under duress, that is, under threat of death or serious bodily injury. In this case none of the accused raised the defence of duress."
So, what should the in-house counsel do?

- The following provisions of the HK Solicitors’ Guide to Professional Conduct should be noted:
  - Principle 8.01
    - A solicitor has a duty to hold in strict confidence all information concerning the business and affairs of his client acquired in the course of the professional relationship, and must not divulge such information unless disclosure is expressly or impliedly authorized by the client or required by law or unless the client has expressly or impliedly waived the duty.
So, what should the in-house counsel do?

- Commentary 15

- A solicitor may in exceptional circumstances breach his duty of confidentiality to the extent of revealing information that he believes necessary to prevent a client or any other person from committing or continuing a criminal act that the solicitor believes on reasonable grounds does involve or is likely to result in the abduction of or serious violence to a person (including child abuse). Even then the solicitor must exercise his professional judgment and decide whether there are any other means of preventing the crime and, if not, whether the public interest in protecting persons at risk from serious harm outweighs his duty to his client.
So, what should the in-house counsel do?

- Commentary 16

- Communications made by a client to his solicitor before the commission of a crime or during the commission of a continuing crime for the purpose of being guided or helped in the commission of it are not confidential since such communications do not come within the scope of the professional retainer.
So, what should the in-house counsel do?

- The law distinguishes two kinds of communication with lawyers:
  1. advice on a client’s legal position
  2. communication in the furtherance of crime
- Type 1 is covered by Commentary 15
- Type 2 is covered by Commentary 16.
So, what should the in-house counsel do?

- For Type 1
  - "The principle which runs through all these cases, and the many other cases which were cited, is that a man must be able to consult his lawyer in confidence, since otherwise he might hold back half the truth. The client must be sure that what he tells his lawyer in confidence will never be revealed without his consent. Legal professional privilege is thus much more than an ordinary rule of evidence, limited in its application to the facts of a particular case. It is a fundamental condition on which the administration of justice as a whole rests."

So, what should the in-house counsel do?

• For Type 2
  
  ‘Privilege does not attach to communications between a client and legal adviser, or documents brought into existence, as a step in a criminal or fraudulent enterprise, or for the purpose of stifling or covering up a crime or fraud, whether the legal adviser is himself a party to the plot or innocent, a communication in furtherance of a criminal purpose does not 'come into the ordinary scope of professional employment' and 'the protection of such communications cannot possibly be otherwise than injurious to the interests of justice.'

• **R. v. Cox and Railton** (1884) 14 QBD 153
So, what should the in-house counsel do?

- However, the distinction is not always easy to draw.
- “A serious problem for an honest solicitor is what to do when the facts are not clear. Drawing a line between proper defence of a client and improper concealment of wrongdoing may be difficult. So is the position of a solicitor who begins to suspect that a transaction in which he has been retained involves fraud. Terminating his retainer may be a solution in some cases, but not in others….”

"Confidentiality" 2nd Ed. 2006, R.G. Toulson and C.M. Phipps
So, what should the in-house counsel do?

- Para 301 of CA’s judgment, HKSAR v Rahman: -
  - “It was within the power of each of [them] to halt the process of which they were a part. Each needed to do no more than to report the existence of specific injection/repayment plans to the regulators and the whole process would inevitably have been suspended. Failure to do so led directly to the continuing concealment of the relevant facts and thereby the making of the false representations.”

- This statement was made by the CA on the assumption that the defendant lawyers knew of the conspiracy, which the CFA refused to find. The lawyers will be put in a dilemma if they had actual knowledge.
• What would you have done?
The End
Thank You!

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