

南臺科技大學 107 學年度第 1 學期課程資訊

課程代碼	X0Q05301
課程中文名稱	證券交易法專題研討
課程英文名稱	Securities Regulation Seminar
學分數	2.0
必選修	選修
開課班級	碩專財法一甲 碩專財法二甲
任課教師	陳俊仁
上課教室(時間)	週五第 13 節(S410) 週五第 14 節(S410)
課程時數	2
實習時數	0
授課語言 1	華語
授課語言 2	
輔導考照 1	
輔導考照 2	
課程概述	<p>透過有價證券對公開發行的程序與買賣的討論，引領出關於有價證券的定義，買賣交易，證券商與證券交易，集中市場的相關規範，以期作為下學期進一步討論有價證券的公開收購、操縱市場、短線交易與歸入權、內線交易、利益輸送及反詐欺條款的相關議題之基礎，使學生能對證券交易法有一個完整的認識。</p> <p>Course Description: The course discusses fundamental principles of securities regulation. Various topics such as IPO, primary and secondary distributions, private placement, and proxy solicitation will be explored and discussed to serve as a solid basis for the advanced discussions of tender offer, manipulations, short swing rule and disgorgement right, insider trading, tunneling, and anti-fraud provisions in the next semester to enable students to gain acquaintance with securities regulation.</p>
先修科目或預備能力	
課程學習目標與核心能力之對應	
中文課程大綱	<p>Week 1 證券市場與證券交易法概論 Introduction to Securities Market & Regulation</p> <p>Week 2 有價證券的定義 Definition of Securities</p> <p>Week 3 證券商、證券交易所與櫃買中心 Brokers, Dealers, Stock Exchange and OTC</p>

	<p>Week 4 公開發行與承銷 Public Offering and Underwriting</p> <p>Week 5 公開發行與資訊揭露 Public Offering and Disclosure</p> <p>Week 6 有價證券之私募 Private Placement</p> <p>Week 7 獨立董事與審計委員會 Independent Director and Audit Committee</p> <p>Week 8 薪資報酬委員會 Compensation Committee</p> <p>Week 9 委託書與股東提案權 Proxy and Shareholder Proposal</p> <p>Week 10 公開收購 Tender Offer</p> <p>Week 11 庫藏股制度 Treasury Stock</p> <p>Week 12 操縱市場行為 Manipulation</p> <p>Week 13 短線交易與歸入權 Short Swing Trading & Disgorgement</p> <p>Week 14 內線交易 Insider Trading</p> <p>Week 15 內線交易 Insider Trading</p> <p>Week 16 利益輸送與特別背信罪 Tunneling</p> <p>Week 17 期末報告 Student Presentation</p> <p>Week 18 期末報告 Student Presentation</p>
英/日文課程大綱	<p>Week 1 Introduction to Securities Market & Regulation</p> <p>Week 2 Definition of Securities</p> <p>Week 3 Brokers, Dealers, Stock Exchange and OTC</p> <p>Week 4 Public Offering and Underwriting</p> <p>Week 5 Public Offering and Disclosure</p> <p>Week 6 Private Placement</p> <p>Week 7 Independent Director and Audit Committee</p> <p>Week 8 Compensation Committee</p>

	<p>Week 9 Proxy and Shareholder Proposal</p> <p>Week 10 Tender Offer</p> <p>Week 11 Treasury Stock</p> <p>Week 12 Manipulation</p> <p>Week 13 Short Swing Trading & Disgorgement</p> <p>Week 14 Insider Trading</p> <p>Week 15 Insider Trading</p> <p>Week 16 Tunneling</p> <p>Week 17 Student Presentation</p> <p>Week 18 Student Presentation</p>
課程進度表	
教學方式與評量 方法	
指定用書	
參考書籍	
教學軟體	
課程規範	