A Bibliography on Foreign and Comparative Law This publication is based on the fifth in the series of ILO social policy lectures, held at the Central European University, Budapest in November 2001. Topics discussed include: the evolution of the employment relationship; the transformation of corporate governance; capabilities and social rights; globalisation and regulatory competition.

Developments in European Company Law Dozens of judicial opinions have held that shareholders own corporations, that directors are agents of shareholders, and even that directors are trustees of shareholders' property. Yet, until now, it has never been proven. These developments are based on unsound assumptions. In this book the author performs a rigorous, systematic analysis of common law, contract law, property law, agency law, partnership law, trust law, and corporate statutory law using judicial rulings that prove shareholders do not own corporations, that there is no separation of ownership and control, directors are not agents of shareholders, and shareholders are not investors in corporations. Furthermore, the author proves the theory of the firm, which is founded on the separation of ownership and control and directors as agents of shareholders, promotes an agenda that willfully ignores fundamental property law and agency law. However, since shareholders do not own the corporation, and directors are not agents of shareholders, the theory of the firm collapses. The book corrects decades of confusion and misguided research in corporate law and the economic theory of the firm and will allow readers to understand how property law, agency law, and economics contradict each other when applied to corporate law. It will appeal to researchers and upper-level and graduate students in economics, finance, accounting, law, and sociology, as well as attorneys and accountants.

Law and Corporate Behaviour

The Northern Ireland legal quarterly Company Law Concentrate is written and designed to help you succeed. Written by experts and covering all key topics, Concentrate guides help focus your revision and maximise your exam performance. Each guide includes revision tips, advice on how to achieve extra marks, and a thorough undfocused breakdown of the key topics and cases. Revision guides you can rely on: trusted by lecturers, loved by students "I have always used OUP revision and QandA books and genuinely believe they have helped me get better grades" - Anthony Poole, law student, Swansea University "The detail in this revision textbook is phenomenal and is just what is needed to push your exam preparation to the next level" - Stephanie Lomas, law student, University of Central Lancashire "It is a little more in-depth than other revision guides, and also has clear diagrams and teaches ways to obtain extra marks. These features make it unique" - Godwin Tan, law student, University College London "The concentrate revision guides stand out against other revision guides" - Renae Haynes Williams, law student, Bangor University "The exam style questions are brilliant and the series is very detailed, prepares you well" - Frances Easton, law student, University of Birmingham "The accompanying website for Concentrate is the most impressive I've come across" - Alice Munnelly, law student, Kings College London Online Resources Packaged with essential information, key cases, revision tips, exam QandAs, and more, Company Law Concentrate is also supported by extensive online resources to take your learning further (www.oup.com/lawrevision/)- Pinpoint which areas you need to concentrate on with the diagnostic test- Test your knowledge with the multiple choice questions and receive feedback on your answers- Improve your essay skills using the outline answers for guidance on what to include and how to structure your answer- Revise the facts and principles of key cases using the interactive flashcards- Learn the important terms and definitions using the interactive glossary- Explore the subject in more depth with extensive further reading recommendations- Achieve better marks following the advice on revision and exam technique by experienced examiner Nigel Foster- View the latest developments in the law from the author's Twitter feed

The Company, Financial, and Insolvency Law Review The second edition of this text incorporates the latest changes to Australian corporations law, up to and including the Corporations Act 2001 and the Financial Services Reform Act 2001. Like the 1st edition, this text is written particularly for undergraduate law students. The book introduces students to Australian corporate law in a way that is informed by theory and policy. Throughout the book the authors draw upon materials from fields such as economics, sociology and politics to provide a contextually relevant account of modern corporate law. Ample references and pointers are provided to policy debates, contemporary issues, and to further reading. The authors bring considerable experience in interdisciplinary corporate law teaching and research. The authors aim to stimulate the reader into further critical analysis of corporate law issues, and to equip them with the capacity to respond in an informed way to future changes and developments. The book also encourages the reader to independently pursue further research in areas of corporate law. Each of the 25 chapters has been revised and updated. The book deals with: Introduction - the history of corporate law, and key themes and perspectives. Corporate Structures and Regulation - including the
structure of Australian corporate law; ASIC's role and powers; and the role of auditors. Corporate Obligations - including corporate capacity; contractual and criminal liability. Corporate Governance - membership and meetings; directors' duties; shareholders' rights. Corporate Finance - including share and debt capital, the Managed Investments Act 1998, and fundraising. Securities and Takeovers

Corporate Law and the Theory of the Firm

Corporations Law in Australia The theoretical basis of commercial law, corporate governance law, and corporate law is still unsatisfactory. There essentially is no theory of commercial law, and existing theories of corporate governance and corporate law cannot explain the behaviour of firms or the contents of existing regulation. This book proposes a coordinated solution for all three areas. The starting point is that all three areas deal with the organisation of firms. Commercial law, corporate governance, and corporate law are therefore studied from the perspective of the firm rather than that of the judge or the investor. Changing the perspective makes it easier to formulate an "umbrella" theory of commercial law, and theories of corporate governance and corporate law as applications of the main theory. The book provides examples of how the proposed theories work by studying legal corporate governance tools and practices that increase the sustainability of the firm. Sustainability can be bolstered by making the governance model more self-enforcing and ensuring that it fosters innovation.

Organising the Firm Introduces corporate law in Australia with authoritative, contextual and critical analyses of the law of corporations and financial markets.

Current developments in financial regulation and capital markets Businesses using the corporate form give rise to three basic types of agency problems: those between managers and shareholders as a class; controlling shareholders and minority shareholders; and shareholders as a class and other corporate constituencies, such as corporate creditors and employees. After identifying the common set of legal strategies used to address these agency problems and discussing their interaction with enforcement institutions, The Anatomy of Corporate Law illustrates how a number of core jurisdictions around the world deploy such strategies. In so doing, the book highlights the many commonalities across jurisdictions and reflects on the reasons why they may differ on specific issues. The analysis covers the basic governance structure of the corporation, including the powers of the board of directors and the shareholder meeting, both when management and when a dominant shareholder is in control.

The Structure of the Corporation

Corporate and Trust Structures

Singapore Journal of International & Comparative Law This work has become a key point of reference on English private law for lawyers in the UK and throughout the world. Packed within its 2,000 pages users will find a lucid, concise yet immensely authoritative account of all of the key areas of private law. Each section is written by an acknowledged expert, bringing to bear their experience and understanding to provide a clear distillation and analysis of the relevant subject. The second supplement, included in this set, fully updates the main volumes with all developments affecting English Private Law up to January 2004.

The Bracton Law Journal Corporate and Trust Structures: Legal and Illegal Dimensions is a collection of essays by experts in company law, trusts and financial crime. It explores the nature of companies and trusts, how they have been utilised for legitimate business purposes, and how they can be exploited by criminals for illegal purposes. Basic concepts relating to trusts and companies are considered, together with recent developments in corporate liability, including when liability may be attributed to companies and when the veil of limited liability may be lifted. Complex corporate structures, including the ownership structure of the Alibaba Group, are examined. The Panama Papers' revelations are also discussed together with the mechanisms within trusts and company structures that make them vulnerable and attractive for criminal abuse. The essayists address critical issues in the domestic and international contexts, including the requirements of the international standards against money laundering relevant to trusts and companies. Academics, lawyers, business people and policy-makers will find the essays topical and relevant.

Company Law From the late 20th Century, a catalogue of high profile disasters and controversies has drawn attention to the changing relationship between corporations and society. This is taking place against the context of globalisation and this change has become the driving force for demands that corporations become socially responsible. Corporate social responsibility (CSR) has therefore emerged as a concept which attempts to encapsulate these demands for social responsibility. Yet at the heart of CSR is the debate about the role and relevance of law. This book will explore the proposition that CSR is a valid legal enquiry and will suggest a law-jobs approach which offers a potential general analytical perspective for examining such fluid concepts such as CSR in law. This approach is innovative because of the insistence of some users of CSR on placing law outside the parameters of CSR or giving it a very limited role; however, Okoye argues here that the very nature of CSR as seeking legitimacy for corporate power pushes to the fore the question of what role law can play. Law is an essential and important aspect of legitimacy and thus this work explores a legal theoretical approach that holds potential for a legal framework of CSR. This interdisciplinary book will be of great interest to students and scholars of corporate law and business studies in general.
The journal of corporate law studies This book examines the theories and practice of how to control corporate behaviour through legal techniques. The principal theories examined are deterrence, economic rational acting, responsive regulation, and the findings of behavioural psychology. Leading examples of the various approaches are given in order to illustrate the models: private enforcement of law through litigation in the USA, public enforcement of competition law by the European Commission, and the recent reform of policies on public enforcement of regulatory law in the United Kingdom. Noting that behavioural psychology has as yet only limited application in legal and regulatory theory, the book then analyses various European regulatory structures where behavioural techniques can be seen or could be applied. Sectors examined include financial services, civil aviation, pharmaceuticals, and workplace health & safety. Key findings are that 'enforcement' has to focus on identifying the causes of non-compliance, so as to be able to support improved performance, rather than be based on fear motivating complete compliance. Systems in which reporting is essential for safety only function with a no-blame culture. The book concludes by proposing a holistic model for maximising compliance within large organisations, combining public regulatory and criminal controls with internal corporate systems and external influences by stakeholders, held together by a unified core of ethical principles. Hence, the book proposes a new theory of ethical regulation.

Federal Law Review

English Private Law In the UK the use of economics has had a dramatic influence on the study of corporate law. This book is the first in the UK to use economics to discuss company law issues. Company Law: Theory, Structure and Operation addresses a series of important questions which have not been analysed in detail elsewhere

The Anatomy of Corporate Law This is the long-awaited second edition of this highly regarded comparative overview of corporate law. This edition has been comprehensively updated to reflect profound changes in corporate law. It now includes consideration of additional matters such as the highly topical issue of enforcement in corporate law, and explores the continued convergence of corporate law across jurisdictions. The authors start from the premise that corporate (or company) law across jurisdictions addresses the same three basic agency problems: (1) the opportunism of managers vis-à-vis shareholders; (2) the opportunism of controlling shareholders vis-à-vis minority shareholders; and (3) the opportunism of shareholders as a class vis-à-vis other corporate constituencies, such as corporate creditors and employees. Every jurisdiction must address these problems in a variety of contexts, framed by the corporation's internal dynamics and its interactions with the product, labor, capital, and takeover markets. The authors' central claim, however, is that corporate (or company) forms are fundamentally similar and that, to a surprising degree, jurisdictions pick from among the same handful of legal strategies to address the three basic agency issues. This book explains in detail how (and why) the principal European jurisdictions, Japan, and the United States sometimes select identical legal strategies to address a given corporate law problem, and sometimes make divergent choices. After an introductory discussion of agency issues and legal strategies, the book addresses the basic governance structure of the corporation, including the powers of the board of directors and the shareholders meeting. It proceeds to creditor protection measures, related-party transactions, and fundamental corporate actions such as mergers and charter amendments. Finally, it concludes with an examination of friendly acquisitions, hostile takeovers, and the regulation of the capital markets.

The Oxford Handbook of Legal Studies Company Law in Context is an ideal main text for company law courses. In this sophisticated book David Kershaw places company law in its economic, business, and social context, making the cases, statutes, and other forms of regulation more accessible and relevant. A running case study provides a practical perspective.

Company Law Concentrate This book examines the role of officers, directors and shareholders in the governance of the modern publicly held corporation.

Concentrate Questions and Answers Company Law

The Shareholder Value Myth

The Governance of Corporate Groups

Corporate Power and Responsibility This volume provides a widely accessible overview of legal scholarship at the dawn of the 21st century. Through 43 essays by leading legal scholars based in the USA, the UK, Australia, New Zealand, Canada, and Germany, it provides a varied and stimulating set of road maps to guide readers through the increasingly large and conceptually sophisticated body of legal scholarship. Focusing mainly, though not exclusively, on scholarship in the English language and taking an international and comparative approach, the contributors offer original and interpretative accounts of the nature, themes, and preoccupations of research and writing about law. They then go on to consider likely trends in scholarship in the next decade or so.

Cardozo Journal of International and Comparative Law

Legal Approaches and Corporate Social Responsibility The second edition of Critical Company Law provides a framework in which to understand how the company functions in society and a thorough grounding in modern legal doctrine. It shows how modern company law is shaped by a multi-layered history of politics, ideology, economics and power. Through the lens of political economic theory the book shows how the company becomes the mechanism through which the state makes political choices about distributing societies' wealth and through which it responds to economic crises. The current law reflects an economy marked by a disjuncture between the low profits of the productive economy and the high profits of the finance economy. Critical Company Law examines areas of company law to show how they reflect a fragile economy inexorably drawn to social and economic inequality and short-termism. These include: • The Doctrine of Separate Corporate Personality • Groups of Companies and Tort Liabilities • Company Formation and the Constitution • Directors' Duties and Authority • Corporate Capacity • Shares and Shareholders • Raising and Maintaining Capital • Minority
Get Free Company Law Theory Structure And Operation

Protection In this uniquely hybrid book the legal topics are treated with detail and clarity, providing an engaging introduction to the key topics required for a student of company law.

The University of New South Wales Law Journal The limited company is the dominant type of organisational structure for businesses operating in the UK it is the best available mechanism for raising finance and diversifying financial risk. This book identifies the company as a financing vehicle and explains how the law facilitates the raising of finance by providing the corporate form and methods of financing that match the changing needs of a business through its life. The approach sets this book apart from other legal texts and provides it with its distinctive orientation. The rules relating to share capital, debt finance and public offers of securities are clearly explained with emphasis throughout on their practical operation and on the interests that these requirements are intended to protect. Topical corporate finance issues, such as the ways in which companies can return value to their shareholders, are examined. The corporate governance implications of raising finance from external investors are considered. Key corporate governance issues such as the role of non-executive directors and institutional investors are analysed. For companies that have outside investors, market driven codes of best practice and Stock Exchange requirements can be just as important as the companies legislation and case law. Through the programme of harmonisation, European law now exerts a major influence. These different strands of law and regulation are woven together in the book and there is a timely discussion of areas where reform is necessary or desirable. This is the first book in the UK to deal with the technicalities of company law within a wider framework that recognises the importance of market forces and corporate governance and which seeks to explain to wider audience issues about corporate finance theory and practice that are familiar to financial economists. This is will enable students to develop a wider and more realistic understanding of the operation of company law than is provided by existing texts.

Principles of Corporate Finance Law Concentrate Q&A Company Law is part of the Concentrate Q&A series, the result of a collaboration involving hundreds of law students and lecturers from universities across the UK. Each book in this series offers you better support and a greater chance to succeed on your law course than any of the competitors.

Sealy and Worthington's Text, Cases, and Materials in Company Law This book examines schemes of arrangement, which are an invaluable tool for reorganising companies' capital.

Revue Canadienne Du Droit de Commerce

The Anatomy of Corporate Law

Renewing Labour Market Institutions

Critical Company Law Executives, investors, and the business press routinely chant the mantra that corporations are required to “maximize shareholder value.” In this pathbreaking book, renowned corporate expert Lynn Stout debunks the myth that corporate law mandates shareholder primacy. Stout shows how shareholder value thinking endangers not only investors but the rest of us as well, leading managers to focus myopically on short-term earnings; discouraging investment and innovation; harming employees, customers, and communities; and causing companies to indulge in reckless, sociopathic, and irresponsible behaviors. And she looks at new models of corporate purpose that better serve the needs of investors, corporations, and society.

Contemporary Australian Corporate Law Legal issues common to the regulation of corporate groups in UK, EU and US.

Schemes of Arrangement

Company Law

Company Law in Context With the additional contribution of Look Chan Ho, an expert in the field of corporate finance, this thoroughly revised and updated second edition of Ferran's 'Principles of Corporate Finance Law' explores the relationship between law and finance.

Management Accounting Research In this acclaimed new work the author argues that it should be the function of company law to promote the public interest. Examining a number of topical and controversial issues from that perspective, including the adequacy of corporate governance arrangements, the 'Nexus of Contracts' theory of the company, and the role of markets, the author explains why the theory of company law has to be understood in order for the day-to-day practice of company lawyers to be fully appreciated. The book explores in some depth the protection of interests largely ignored by company law, such as those of employees and the local community, and the safeguarding of the environment from corporate abuse.

Copyright code: efbb7879a113a5b011e6097afa69478c