

The Anatomy Of Corporate Law A Comparative And Functional Approach

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The Anatomy of Corporate Law - Reinier Kraakman 2009-07-23

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 Indian Legal Profession in the Age of Globalization - David B. Wilkins 2017-05-23

This book provides the first comprehensive analysis of the impact of globalization on the Indian legal profession. Employing a range of original data from twenty empirical studies, the book details the emergence of a new corporate legal sector in India including large and sophisticated law firms and in-house legal departments, as well as legal process outsourcing companies. As the book's authors document, this new corporate legal sector is reshaping other parts of the Indian legal profession, including legal education, the development of pro bono and corporate social responsibility, the regulation of legal services, and gender, communal, and professional hierarchies with the bar. Taken as a whole, the book will be of interest to academics, lawyers, and policymakers interested in the critical role that a rapidly globalizing legal profession is playing in the legal, political, and economic development of important emerging economies like India, and how these countries are integrating into the institutions of global governance and the overall global market for legal services.

The New Corporate Governance in Theory and Practice - Stephen Bainbridge 2008-07-23

Forty years ago, managerialism dominated corporate governance. In both theory and practice, a team of senior managers ran the corporation with little or no interference from other stakeholders. Shareholders were essentially powerless and typically quiescent. Boards of directors were little more than rubber stamps. Today, the corporate governance landscape looks vastly different. The fall-out from the post-Enron scandal and implementation of the Sarbanes-Oxley Act have resulted in shareholder activism becoming more widespread, while many observers call for even greater empowerment. The notion that the board of directors is a mere pawn of top management is increasingly invalid, and as a result, modern boards of

directors typically are smaller than their antecedents, meet more often, are more independent from management, own more stock, and have better access to information. The New Corporate Governance in Theory and Practice offers an interdisciplinary analysis of the emerging board-centered system of corporate governance. It draws on doctrinal legal analysis, behavioral economic insights into how individuals and groups make decisions, the work of new institutional economics on organizational structure, and management studies of corporate governance. Using those tools, Stephen Bainbridge traces the process by which this new corporate governance system emerged, and explores whether such changes are desirable or effective.

Tracing British West Indian Slavery Laws - Justine K. Collins 2021-12-29

This book provides a legal historical insight into colonial laws on enslavement and the plantation system in the British West Indies. The volume is a work of comparative legal history of the English-speaking Caribbean which concentrates on how the laws of England served to catalyse the slavery laws and also legislation pertaining to post-emancipation societies. The book illustrates how these "borrowed" laws from England not only developed colonial slavery laws within the English-speaking Caribbean but also inspired the slavery codes of a number of North American plantation systems. The cusp of the work focuses on the interconnectivities among the English-speaking slave holding Atlantic and how persons, free and unfree, moved throughout the system and brought laws with them which greatly affected the various enslaved societies. The book will be essential reading for students and researchers interested in colonial slavery, Caribbean studies and Black and Atlantic history.

Global Pandemic, Security and Human Rights - Ben Stanford 2021-12-30

This book presents an international and comparative exploration of how the COVID-19 global pandemic has affected and impacted on issues of human rights, security and law. Throughout the world the COVID-19 global pandemic has fundamentally impacted and altered our way of life. As this book sets out, all states have had to contend with similar challenges as well as competing interests and obligations affecting human rights and security. These challenges present very few simple choices but nonetheless carry enormous consequences. Organised into two thematic and distinct, yet interrelated parts, first on theoretical and practical challenges for human rights and second on threats to personal, collective and global security, the book examines how the ability of states to safeguard our fundamental rights and security, broadly defined, has been challenged and that questions about the legality and legal impact of recent responses to COVID-19 will persist for some time. It is often said that global problems require coordinated global solutions, but the various responses to the pandemic by states suggest a notable lack of a consensus amongst the international community. The book will be of interest to academics and researchers working in the areas of human rights law and security law. It will also appeal to constitutional lawyers, given the nature of law-making and the challenge of ensuring adequate scrutiny in emergency situations as well as the impact of COVID-19 upon the legal framework more generally. It will provide a valuable resource for policymakers, practitioners, and public servants.

Corporate Law in New Zealand - Susan Watson 2018-12-31

The term corporate law refers to the laws relating to corporations and their business activities in general. In the New Zealand context this includes the life-cycle of a corporation under the Companies Act 1993 and the effect of other regulatory frameworks such as the Receiverships Act 1993, the Takeovers Act 1993 and

the Financial Markets Conduct Act 2013. Corporate Law in New Zealand is a modern, fresh analysis of corporate law in New Zealand that places New Zealand corporations in their historical, current and international context. Key chapters include the impact of the theory of the company on New Zealand corporate law, the nature of corporate enterprise in New Zealand, Maori/iwi companies, directors duties, shareholders rights, corporate financing, corporate insolvency, relevant financial markets law, and takeovers, amalgamations and arrangements. Selected content is drawn from the Company and Securities Law in New Zealand treatise and has been updated, reworked and significantly expanded to embrace developments in company and corporate law.

Corporate Governance in the Common-Law World - Christopher M. Bruner 2013-03-29

The corporate governance systems of Australia, Canada, the United Kingdom and the United States are often characterized as a single 'Anglo-American' system prioritizing shareholders' interests over those of other corporate stakeholders. Such generalizations, however, obscure substantial differences across the common-law world. Contrary to popular belief, shareholders in the United Kingdom and jurisdictions following its lead are far more powerful and central to the aims of the corporation than are shareholders in the United States. This book presents a new comparative theory to explain this divergence and explores the theory's ramifications for law and public policy. Bruner argues that regulatory structures affecting other stakeholders' interests - notably differing degrees of social welfare protection for employees - have decisively impacted the degree of political opposition to shareholder-centric policies across the common-law world. These dynamics remain powerful forces today, and understanding them will be vital as post-crisis reforms continue to take shape.

Occupational Outlook Handbook - United States. Bureau of Labor Statistics 1976

Comparative Corporate Governance - Klaus J. Hopt 1998

"This book goes back to a symposium held at the Max Planck Institute for Foreign Private and Private International Law in Hamburg on May 15-17 1997"--P. [v].

The Oxford Handbook of Corporate Law and Governance - Jeffrey N. Gordon 2018-04-26

Corporate law and corporate governance have been at the forefront of regulatory activities across the world for several decades now, and are subject to increasing public attention following the Global Financial Crisis of 2008. The Oxford Handbook of Corporate Law and Governance provides the global framework necessary to understand the aims and methods of legal research in this field. Written by leading scholars from around the world, the Handbook contains a rich variety of chapters that provide a comparative and functional overview of corporate governance. It opens with the central theoretical approaches and methodologies in corporate law scholarship in Part I, before examining core substantive topics in corporate law, including shareholder rights, takeovers and restructuring, and minority rights in Part II. Part III focuses on new challenges in the field, including conflicts between Western and Asian corporate governance environments, the rise of foreign ownership, and emerging markets. Enforcement issues are covered in Part IV, and Part V takes a broader approach, examining those areas of law and finance that are interwoven with corporate governance, including insolvency, taxation, and securities law as well as financial regulation. The Handbook is a comprehensive, interdisciplinary resource placing corporate law and governance in its wider context, and is essential reading for scholars, practitioners, and policymakers in the field.

The Crystallization of the Arab State System, 1945-1954 - Bruce Maddy-Weitzman 1993-06-01

This volume contains a comprehensive examination of the crucial first ten years of the Arab League and of the continuing dilemma it faces in juggling opposing local and regional interests.

Beyond Shareholder Value - P. M. Vasudev 2021-05-28

This timely and engaging book examines how maximizing shareholder value has played a dominant role in corporate governance over recent decades, and analyzes the resulting effect on share prices in the stock markets. Alongside the rise in corporate power and deepening economic inequality, the author investigates corporate law reform as a corrective remedy.

Introduction to Company Law - Paul Davies 2010-09-23

Written by one of the foremost experts in the area, Paul Davies' Introduction to Company Law provides a

comprehensive conceptual introduction, giving readers a clear framework with which to navigate the intricacies of company law. The five core features of company law - separate legal personality, limited liability, centralized management, shareholder control, and transferability of shares - are clearly laid out and examined, then these features are used to provide an organisation structure for the conduct of business. It also discusses legal strategies that can be used to deal with arising problems, the regulation of relationships between the parties, and the trade-offs that have been made in British company law to address some of the conflicting issues that have arisen. Fully revised to take into account the Companies Act 2006, and including a new chapter on international law which considers the role of European Community Law, this new edition in the renowned Clarendon Law Series offers a concise and stimulating introduction to company law.

The Derivative Action in Asia - Dan W. Puchniak 2012-06-28

This in-depth comparative examination of the derivative action in Asia provides a framework for analysing its function, history and practical application and examines in detail how derivative actions law works in practice in seven important Asian jurisdictions (China, Hong Kong, India, Japan, Korea, Taiwan and Singapore). These case studies allow an evaluation of a number of the leading Western comparative corporate law and governance theories which have come to define the field over the last decade. By debunking some of these critically important theories, this book lays the foundation for an accurate understanding of the derivative action in Asia and a re-examination of the regulation of the derivative action around the world.

Chinese State Owned Enterprises and EU Merger Control - Alexandr Svetlicinii 2020-12-14

This book analyzes the specifics of corporate governance of China's State Owned Enterprises (SOEs) and their assessment under EU merger control, which is reflected in the EU Commission's screening of the notified economic concentrations. Guided by the going global policy and the Belt and Road Initiative, Chinese SOEs have expanded their global presence considerably. Driven by the need to acquire cutting edge technologies and other industrial policy considerations, Chinese SOEs have engaged in a series of corporate acquisitions in Europe. The main objective of this book is to demonstrate the conceptual and regulatory challenges of applying traditional merger assessment tools in cases involving Chinese SOEs due to the specifics in their corporate governance and the regulatory framework under which they operate in China. The book also explores the connection between the challenges experienced by the merger control regimes in the EU and the recent introduction of the EU foreign direct investment screening framework followed by a proposal concerning foreign subsidies. The book will be a useful guide for academics and researchers in the fields of law, international relations, political science, and political economy; legal practitioners dealing with cross-border mergers and acquisitions; national competition authorities and other public bodies carrying out merger control; policy makers, government officials, and diplomats in China and the EU engaged in bilateral economic relations.

The Cambridge Handbook of Stakeholder Theory - Jeffrey S. Harrison 2019-05-09

A comprehensive foundation for stakeholder theory, written by many of the most respected and highly cited experts in the field.

Strengthening Forensic Science in the United States - National Research Council 2009-07-29

Scores of talented and dedicated people serve the forensic science community, performing vitally important work. However, they are often constrained by lack of adequate resources, sound policies, and national support. It is clear that change and advancements, both systematic and scientific, are needed in a number of forensic science disciplines to ensure the reliability of work, establish enforceable standards, and promote best practices with consistent application. Strengthening Forensic Science in the United States: A Path Forward provides a detailed plan for addressing these needs and suggests the creation of a new government entity, the National Institute of Forensic Science, to establish and enforce standards within the forensic science community. The benefits of improving and regulating the forensic science disciplines are clear: assisting law enforcement officials, enhancing homeland security, and reducing the risk of wrongful conviction and exoneration. Strengthening Forensic Science in the United States gives a full account of what is needed to advance the forensic science disciplines, including upgrading of systems and organizational structures, better training, widespread adoption of uniform and enforceable best practices,

and mandatory certification and accreditation programs. While this book provides an essential call-to-action for congress and policy makers, it also serves as a vital tool for law enforcement agencies, criminal prosecutors and attorneys, and forensic science educators.

Principles of Corporate Finance Law - Eilis Ferran 2014-03

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.

The Modern Corporation and Private Property - Adolf Augustus Berle 1934

Comparative Veterinary Anatomy - James A. Orsini 2021-12-08

Comparative Veterinary Anatomy: A Clinical Approach describes the comprehensive, clinical application of anatomy for veterinarians, veterinary students, allied health professionals and undergraduate students majoring in biology and zoology. The book covers the applied anatomy of dogs, cats, horses, cows and other farm animals, with a short section on avian/exotics, and with specific clinical anatomical topics. The work improves the understanding of basic veterinary anatomy by making it relevant in the context of common clinical problems. This book will serve as a single-source reference on the application of important anatomical structures in a clinical setting. Students, practitioners and specialists will find this information easy-to-use and well-illustrated, thus presenting an accurate representation of essential anatomical structures that relates to real-life clinical situations in veterinary medicine. Presents multiple species, garnering a broad audience of interest for veterinarians, specialists, professional students and undergraduate students majoring in the biological sciences Contains anatomically accurate color figures at the beginning of each different species section Focuses on clinically-oriented anatomy Correlates gross anatomy, radiology, ultrasound, CT, MRI and nuclear medicine in clinical case presentations

Corporate Social Responsibility and Law in Africa - Nojeem A. Amodu 2020-04-01

This book examines the conception of corporate social responsibility (CSR) in Africa, expanding it's frontiers beyond corporate reporting, voluntary corporate charity and community development projects. Taking a corporate law perspective on CSR, the author combines theory and practice to explain how CSR interacts with of sustainable development and sets an agenda for effective operationalization in Africa. The book not only devises an enforcement mechanism towards embedding effective CSR and sustainable development in Africa but also addresses CSR greenwash on the continent. The author critically examines CSR practices, legal and regulatory techniques in Nigeria and South Africa in the context of contexts of international regulatory dialogues and shows how corporate socially responsible behaviour can be effectively embedded within business communities in Africa. Increasing our understanding of the theoretical, legal and regulatory frameworks supporting corporate responsibility, this book will be of interest to scholars, policy makers and practitioners in the fields of Africa law, corporate law, corporate social responsibility and African business.

Fiduciary Obligations in Business - Arthur B. Laby 2021-09-09

The scholarship on fiduciary duties in business organizations is often pulled in two directions. While most observers would agree that business organizations are one of the key contexts for the application of the fiduciary obligation, corporate law theorists have often expressed disdain for the role of fiduciary duties, with the result that fiduciary law and theory have been out of step with the business world. This volume aims to rectify this situation by bringing together a range of scholars to analyze fiduciary relationships and the fiduciary obligation in the business context. Contributing authors examine fiduciary obligations in fields ranging from entity structure to bankruptcy to investment regulation. The volume demonstrates that fiduciary law can inform pressing corporate governance debates, including discussions over stakeholder models of the corporation that move beyond shareholder interests.

The Oxford Handbook of Comparative Law - Mathias Reimann 2019-03-26

This fully revised and updated second edition of The Oxford Handbook of Comparative Law provides a wide-ranging and diverse critical survey of comparative law at the beginning of the twenty-first century. It summarizes and evaluates a discipline that is time-honoured but not easily understood in all its dimensions. In the current era of globalization, this discipline is more relevant than ever, both on the academic and on

the practical level. The Handbook is divided into three main sections. Section I surveys how comparative law has developed and where it stands today in various parts of the world. This includes not only traditional model jurisdictions, such as France, Germany, and the United States, but also other regions like Eastern Europe, East Asia, and Latin America. Section II then discusses the major approaches to comparative law - its methods, goals, and its relationship with other fields, such as legal history, economics, and linguistics. Finally, section III deals with the status of comparative studies in over a dozen subject matter areas, including the major categories of private, economic, public, and criminal law. The Handbook contains forty-eight chapters written by experts from around the world. The aim of each chapter is to provide an accessible, original, and critical account of the current state of comparative law in its respective area which will help to shape the agenda in the years to come. Each chapter also includes a short bibliography referencing the definitive works in the field.

The Anatomy of Corporate Law - Reinier H. Kraakman 2004

This overview starts from the premise that corporate law across jurisdictions addresses the same three basic agency problems - the opportunism of: managers vis-a-vis shareholders; controlling shareholders vis-a-vis minority shareholders; and shareholders vis-a-vis other corporate constituencies.

Comparative Corporate Governance - Afra Afsharipour 2021-06-25

This research handbook provides a state-of-the-art perspective on how corporate governance differs between countries around the world. It covers highly topical issues including corporate purpose, corporate social responsibility and shareholder activism.

Independent Directors in Asia - Dan W. Puchniak 2017-11-02

The rise of the independent director in Asia is an issue of global consequence that has been largely overlooked until recently. Less than two decades ago, independent directors were oddities in Asia's boardrooms. Today, they are ubiquitous. Independent Directors in Asia undertakes the first detailed analysis of this phenomenon. It provides in-depth historical, contextual and comparative perspectives on the law and practice of independent directors in seven core Asian jurisdictions (China, Hong Kong, India, Japan, Singapore, South Korea, Taiwan) and Australia. These case studies reveal the varieties of independent directors in Asia, none of which conform to its original American concept. The authors develop a taxonomy of these varieties, which provides a powerful analytical tool for more accurately understanding and effectively researching independent directors in Asia. This new approach challenges foundational aspects of comparative corporate governance practice and suggests a new path for comparative corporate governance scholarship and reform.

Comparative Company Law - Andreas Cahn 2018-10-04

Presents in-depth, comparative analyses of German, UK and US company laws illustrated by leading cases, with German cases in English translation.

Commentaries and Cases on the Law of Business Organization - William T. Allen 2017-04-10

Buy anew version of this Connected Casebook and receive accessto theonline e-book, practice questions from your favorite study aids, and an outline tool on CasebookConnect, the all in one learning solution for law school students. CasebookConnect offers you what you need most to be successful in your law school classes - portability, meaningful feedback, and greater efficiency. This looseleaf version of the Connected Casebook does not come with a binder. The extraordinary authorship of William A. Allen and Reinier Kraakman provides a unique real-world perspective to Commentaries and Cases on the Law of Business Organization. Logical and flexible organization allows for chapters to be taught in any order to accommodate alternative teaching approaches. Rich commentary in the form of explanatory notes facilitates teaching and understanding. Careful case selection and editing presents both classic and important recent cases. An economic-analysis perspective is made accessible through clear and consistent explanatory text. Examples, hypotheticals, and diagrams illustrate conceptual and theoretical models. The text can easily be used in a Business Organization course with a focus on corporate law. The Teacher's Manual includes detailed guidance for structuring the course, case analyses, and answers to questions raised in the book. Features: New chapter on basic finance and valuation concepts that updates materials from earlier editions Extensively revised chapter on the corporate voting system which addresses the success of several governance reforms Updated discussion of the duty of loyalty including Delaware benefit

corporations and the demise of Emerald Partners II Up-to-date and authoritative commentary on the Delaware case law A presentation centered on the principal-agent problem, which gives students a functional framework for understanding both statutory law and judicial decisions
CasebookConnect features: ONLINE E-BOOK Law school comes with a lot of reading, so access your enhanced e-book anytime, anywhere to keep up with your coursework. Highlight, take notes in the margins, and search the full text to quickly find coverage of legal topics. PRACTICE QUESTIONS Quiz yourself before class and prep for your exam in the Study Center. Practice questions from Examples & Explanations, Emanuel Law Outlines, Emanuel Law in a Flash flashcards, and other best-selling study aid series help you study for exams while tracking your strengths and weaknesses to help optimize your study time. OUTLINE TOOL Most professors will tell you that starting your outline early is key to being successful in your law school classes. The Outline Tool automatically populates your notes and highlights from the e-book into an editable format to accelerate your outline creation and increase study time later in the semester.

The Collegial Phenomenon - Emmanuel Lazega 2001

Providing a theory of the collegial form of organization, this text is based on an analysis of a law firm in which partners locked themselves in a long-term situation with no hierarchy or formal power differences to enforce their agreements.

Federalism and Constitutional Law - Erika Arban 2021-05-09

This volume examines the relationship between central government and local institutions, taking Italy as a case study to present a comparative perspective on how the Italian experience has influenced the global developments of federal and regional states. As the country with the longest standing regional system, Italy has a lot to tell countries that are dealing with similar issues in present times. Adopting a theoretical/analytical approach coupled with comparative analysis, this volume critically reflects on the changes brought to the Italian system of government by the reform of Title V of the Italian constitution, the reasons why further decentralisation has been resisted and offers a comparative overview of the place and contributions that the Italian experience has brought to the global debate on regionalism and federalism. The book is divided into two parts: Part I distils the essence of the evolution of Italian regionalism and the respective debate before and after 2001. While focusing on Italy, the various chapters situate it within the global framework of discussion. Part II reflects on how the Italian regional constitutional architecture contributes to the global debate, particularly focusing on the main innovations brought about by constitutional reform. The book will be essential reading for researchers, academics and policy-makers working in the areas of constitutional law and politics, and federalism.

Corporate Finance Law - Louise Gullifer 2015-10-22

The second edition of this acclaimed book continues to provide a discussion of key theoretical and policy issues in corporate finance law. Fully updated, it reflects developments in the law and the markets in the continuing aftermath of the Global Financial Crisis. One of its distinctive features is that it gives equal coverage to both the equity and debt sides of corporate finance law, and seeks, where possible, to compare the two. This book covers a broad range of topics regarding the debt and equity-raising choices of companies of all sizes, from SMEs to the largest publicly traded enterprises, and the mechanisms by which those providing capital are protected. Each chapter analyses the present law critically so as to enable the reader to understand the difficulties, risks and tensions in this area of law, and the attempts made by the legislature and the courts, as well as the parties involved, to deal with them. This book will be of interest to practitioners, academics and students engaged in the practice and study of corporate finance law.

The Convergence of Corporate Governance - Abdul Rasheed 2012-06-12

Takes readers through an in-depth examination of many leading industrialized nations and identifies both the drivers that propel corporations towards convergence and the major impediments that stand in the way of convergence. Also examines many mechanisms of convergence such as governance codes, MNCs, and IPOs.

Corporate Governance - Marc Moore 2017-09-15

This textbook on corporate governance is written for advanced undergraduate and graduate law students, as well as scholars working in the field. It offers clear insight into this fascinating area of financial law, from the analysis of the legal and regulatory framework of corporate governance in the UK to the core laws

and regulatory principles that determine the allocation of decision-making power in UK public companies. This book also highlights how prevailing corporate governance norms operate within their broader market and societal context. In doing so, it seeks to encourage readers to develop their own critical opinions on the topic by reference to leading strands of theoretical and inter-disciplinary literature, along with relevant comparative and historical insights.

Economic and Social Rights Law - Katie Boyle 2020-06-29

This book develops principles of adjudication to facilitate accountability for violations of Economic and Social Rights. Economic and Social Rights engage with areas relating to social justice and their violation tends to impact on the most vulnerable members of society. Taking the UK as a case study, the book draws on international experience and comparative practice, including progressive reform at the devolved subnational level, that demonstrate the potential reach of Economic and Social Rights when the rights are given legal standing in domestic settings according to their status in international law. The work looks at different models of incorporation of rights into domestic law and sets out existing justiciability mechanisms for their enforcement as well as future models open to development. In so doing the book develops principles of adjudication drawn from deliberative democracy theory that help address some of the critiques of social rights adjudication. This book will have a global and cross-sectoral appeal to legal practitioners, the judiciary and the civil services, as well as to researchers, academics and students in the fields of human rights law, comparative constitutional law and deliberative democracy theory.

The Anatomy of Corporate Law - Reinier Kraakman 2017

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.

Comparative Company Law - Carsten Gerner-Beuerle 2019-05-06

Comparative Company Law provides a systematic and coherent exposition of company law across jurisdictions, augmented by extracts taken from key judgments, legislation, and scholarly works. It provides an overview of the legal framework of company law in the US, the UK, Germany, and France, as well as the legislative measures adopted by the EU and the relevant case law of the Court of Justice. The comparative analysis of legal frameworks is firmly grounded in legal history and legal and economic theory and bolstered by numerous extracts (including extracts in translation) that offer the reader an invaluable insight into how the law operates in context. The book is an essential guide to how company law cuts across borders, and how different jurisdictions shape the corporate lifespan from its formation by way of incorporation to its demise (corporate insolvency) and eventual dissolution. In addition, it offers an introduction to the nature of the corporation, the framework of EU company law, incorporation and corporate representation, agency problems in the firm, rights of stakeholders and shareholders, neutrality and defensive measures in corporate control transactions, legal capital, piercing the corporate veil, and corporate insolvency and restructuring law.

Foundations of Corporate Law - Roberta Romano 2010

The most comprehensive and interdisciplinary anthology of corporate law material available, this reader reflects the enormous changes that have occurred in business organization and legal scholarship since the hostile takeover was introduced in the 1980s. The second edition has both completely revised and expanded the material covered in the first edition. New and revised topics include capital markets, agency theory, behavioral economics, state competition for corporate charters, boards of directors, shareholder voting rights, executive compensation, activist investors, takeovers, securities regulation and comparative corporate governance.

The Anatomy of Corporate Law: A Comparative and Functional Approach - Reinier Kraakman 2009-07-23

This is the second edition of this highly regarded comparative overview of corporate law. It argues that the main function of corporate law is to address conflicts of interests and that, despite economic and social diversity, legal strategies employed across jurisdictions are surprisingly similar.

Company Law in Context - David Kershaw 2012-06-28

'Company Law in Context' is an ideal main text for company law courses. David Kershaw places company

law in its economic, business, and social context, making more accessible and relevant the cases, statutes, and other forms of regulation. A running case study provides a practical perspective.

Company Law and Sustainability - Beate Sjøfjell 2015-05-21

This book advances an innovative, multi-jurisdictional argument for the necessity of company law reform to reorient companies towards environmental sustainability.