European Comparative Company Law

Comparative Insolvency Law argues that the most important development in contemporary insolvency law and practice is the shift towards a rescue culture rather than full creditor satisfaction. This book is the first to specifically examine the rise of the pre-pack approach, which permits debtor companies to formulate a clear pre-arranged exit before entering into formal insolvency proceedings.

As attention moves rapidly towards comparative approaches, the research and teaching of company law has somehow lagged behind. The overall purpose of this book is therefore to fill a gap in the literature by identifying whether conceptual differences between countries exist. Rather than concentrate on whether the institutional structure of the corporation varies across jurisdictions, the objective of this book will be pursued by focusing on specific cases and how different countries might treat each of these cases. The book also has a public policy dimension, because the existence or absence of differences may lead to the question of whether formal harmonisation of company law is necessary. The book covers 12 legal systems from different legal traditions and from different parts of the world (though with a special emphasis on European countries). In alphabetical order, those countries are: Finland, France, Germany, Italy, Japan, Latvia, the Netherlands, Poland, South Africa, Spain, the UK, and the US. All of these jurisdictions are subjected to scrutiny by deploying a comparative case-based study. On the basis of these case solutions, various conclusions are reached, some of which challenge established orthodoxies in the field of comparative company law.

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.

Over the last decade, European company law has been completely re-written. Virtually no EU measure remained unchanged and most of them have undergone fundamental reform. This is astonishing since almost half of these measures only came into existence after the turn of the millennium. In the last five years, 'modern' European company law has been characterized by a strong foundation of accounting law: i.e. the basic information scheme in international models (IFRS); the practicability and reality

of cross-border mobility in its different types; and the considerable success (at last) of European company types, namely in the form of the European Company, which has been adopted by many blue chip companies, and, finally, by governance. The latter is also experiencing a remarkable renaissance of shareholders' rights, namely voting right schemes. In times of crisis, this is the equipment with which the challenges have to be met. European Company Law first discusses the EC/EU law, including all instruments through which it is transposed into the national law systems. However, where no EC/EU law exists, a comparative law discussion and the policy aspects - namely law and economics - fill the gaps. The whole organism of (limited liability) company law is thus covered. In addition to organization, accounting, finance, and the closely-related capital market law, this second edition covers the cornerstones of EC/EU corporate tax and insolvency law. This broad scientific perspective of the 'European' in company law remains unique and will be of greatest value for top-level practice and highly-ranked policy discussions. (Series: Ius Communitatis - Vol. 1)

A Real Entity Theory

Global Perspectives

Comparative Corporate Governance of Non-Profit Organizations

Cross-Border Mergers

European Company Law

Discusses the nature of corporate groups and networks and provides arguments for rules extending liability beyond insolvent entities.

The economic importance of the non-profit sector is growing rapidly in the USA and Europe. However, the law has not kept abreast with its development. The European Court of Justice has extended certain freedoms of the EC Treaty to non-profit organisations, and more case law is expected to follow in the near future, but the observations, theories, solutions and legal and non-legal rules in this field are manifold. The chances of harmonising the law on a European level are slim. Despite these differences, a common core of international corporate governance problems and regulatory solutions can be seen. This volume of essays brings together a variety of international experts from both corporate governance and governance of non-profit organisations to compare the two areas and explore the lessons that can be learned regarding comparative corporate governance for non-profit organisations.

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

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.

Reassessment of the 2003 Priorities of the European Commission

Text and Cases on the Laws Governing Corporations in Germany, the UK and the USA

Comparative Law and Regulation

Re-clothing the EU Corporate Law

The Changing Law of the Employment Relationship

The harmonistation of company law has always been on the agenda of the European Union. Besides the protection of third parties affected by business transactions, the founders had two other objectives: first, promoting freedom of establishment, and second, preventing the abuse of such freedom. On the basis of the so-called Winter Group Report, the Commission wrote its Company Law Action Plan, which was issued on 21 May 2003. Now, six years later, a revisit is appropriate. This book presents five papers on the main priorities of the Action Plan: capital and creditor protection, corporate governance, one share one vote, financial reporting, and corporate mobility. The book also includes responses and ensuing discussions by reputed European company law experts

The relationship between environmentally sustainable development and company and business law has emerged in recent years as a matter of major concern for many scholars, policy-makers, businesses and nongovernmental organisations. This book offers a conceptual analysis of the principles of sustainable development and environmental integration in the EU legal system. It particularly focuses on Article 11 of the Treaty on the Functioning of the European Union (TFEU), which states that EU activities must integrate environmental protection requirements and emphasise the promotion of sustainable development. The book gives an overview of the role played by the environmental integration principle in EU law, both at the level of European legislation and at the level of Member State practice. Contributors to the volume identify and analyse the main legal issues related to the importance of Article 11 TFEU in various policy areas of EU law affecting European businesses, such as

company law, insurance and state aid. In drawing together these strands the book sets out the requirements of environmental integration and examines its impact on the regulation of business in the EU. The book will be of great use and interest to students and researchers of business law, environment law, and EU law.

In the context of growing public interest in sustainability, Corporate Social Responsibility (CSR) has not brought about the expected improvement in terms of sustainable business. Self-regulation has been unable to provide appropriate answers for unsustainable business frameworks, despite empirical proof that sustainable behaviour is entirely in corporate enlightened self-interest. The lack of success of the soft law approach suggests that hard law regulation may be needed after all. This book discusses these options, alongside the issue of shareholder primacy and its externalities in corporate, social, and natural environment. To escape the "prisoner's dilemma" European corporations and their global counterparts have found themselves in, help is needed in the form of EU hard law to advocate sustainability through mandatory rules. This book argues that the necessity of these laws is based on the first-mover's advantage of such corporate law approach towards sustainable development. In the current EU law environment, where codification of corporate law is sought for, forming and defining a general EU policy could not only help corporations embrace this self-enlightened behaviour but could also build the necessary "EU corporate citizenship" atmosphere. Considering the developments in the field of CSR as attempts to mitigate negative externalities resulting from inappropriate shareholder primacy use, the book is centred around a discussion of the shareholder primacy paradigm, its legal position and its (un)suitability for modern global business. Going beyond solely legal analysis, juxtaposing legal principles and argumentation with economic theoretic approaches and, more importantly, real-life examples, this book is accessible to both professionals and academics working within the fields of business, economics, corporate governance and corporate law.

Transnational business activities are important drivers of growth for developing and the least developed countries. However, they can also negatively impact the enjoyment of human rights. In some cases, multinational enterprises (MNEs) have even been accused of grave human rights abuses in the territory of the states where their subsidiaries operate. Since the parent companies of many MNEs are incorporated under the law of European states, those countries' domestic law and the European legal framework play a crucial role in establishing how their activities should be conducted – also throughout their supply chains – and which remedies will be available when corporate human rights violations occur. In recent years, the European Union, the Council of Europe and their Member States have been adopting policies and legislation to ensure respect for human rights by businesses and have developed a body of related case law. These legal instruments can be considered the European responses to the challenges posed at international-law level, and they constitute the focus of research of this book. Through its collected chapters – written by scholars and practitioners under the direction of the editor,

Angelica Bonfanti – the book identifies the European solutions to the business and human rights international legal issues, provides an overall assessment of their effectiveness, and examines their potential evolution.

Company Law and Sustainability

Company Law and the Law of Succession

The Oxford Handbook of Comparative Law

Shareholder Primacy and Global Business

Groups of Companies

This book is one of the first to link company law to the law of succession by concentrating on family businesses. It shows that, to understand the legal framework underlying the daily operations of family businesses, one needs legal analysis, empirical data, psychological and sociological knowledge. The book works on the premise that, since many businesses have been founded by families, practitioners need to develop an understanding of the legal background of such businesses and build up experience to be able to create contracts, trusts, foundations and other legal mechanisms to give shape to systems and procedures for the transfer of shares and control within the family. Comparing the national legal order, techniques, and mechanisms in a range of countries, the book examines parallel developments in these fields of law across the world. Finally, it demonstrates the room for companies, shareholders and the members of a family to develop individual solutions within the legal framework for transferring businesses and shares to the next generation.

This book analyses corporate boards; their regulation in law and codes, and their actual operation in ten European countries in a functional and comparative method. Issues addressed include: board structure, composition and functioning, enforcement by liability rules, incentive structures and shareholder activism.

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.

Since the implementation of the European Directive on Takeover Bids, a European common legal framework governs regulation of takeovers in EU Members States. The European Directive on Takeover Bids was adopted in April 2004, and implemented in the UK and in other Member States on 20th May 2006. The Directive seeks to regulate takeovers by way of protecting investors, and harmonising takeover laws in Europe. In facilitating the restructuring of companies through takeovers, the Directive aims at reinforcing the free movement of capital. Takeovers and the European Legal Framework studies the European Community Directive on Takeover Bids, in order to provide greater understanding of both the impact and effect of the European legal framework of takeover regulation. It firstly looks at the Directive from a British perspective, focusing on the impact of the transposition of the Takeover Directive into the UK. The book examines the provisions of the City Code on Takeovers and Mergers, and discusses the takeover provisions in the Companies Act 2006 that implement the Takeover Directive in the UK, arguing that the Directive will provide a new basis for UK takeover regulation, and that the system will work well. Jonathan Mukwiri

goes on to consider the Directive in relation to the EU, arguing that despite its deficiencies, in that Member States are free to opt to restrict takeovers, the Directive provides a useful legal framework by which takeovers are regulated in different jurisdictions. Mukwiri highlights how the freedoms of the EC Treaty and EU Directives interact, and the effects of the Takeover Directive on political considerations in the law-making process in European Community. Moreover, he argues that the future of EU takeover regulation is likely to follow the lead of the UK, making this book relevant to a wide range of policy makers and academics across Europe.

The Pre-pack Approach in Corporate Rescue

Comparative Corporate Governance

A Comparative Review

Legal Capital in Europe

Taking Article 11 TFEU Seriously

An analytical overview of the regulation of shareholder activism in the UK and Germany. The book shows how the comparative legal method can be used in the study of the corporate governance systems of different countries. It deals with the regulation of the governance of listed companies within a wide framework that recognises the importance of company law, securities markets law, standards and internal rule-making.

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.

Comparative Property Law provides a comprehensive treatment of property law from a comparative and global perspective. The contributors, who are leading experts in their fields, cover both classical and new subjects, including the transfer of property, the public-private divide in property law, water and forest laws, and the property rights of aboriginal peoples. This Handbook maps the structure and the dynamics of property law in the contemporary world and will be an invaluable reference for researchers working in all domains of property law.

Part of the 'Clarendon Law Series' this volume offers a concise introduction to company law. It sets out the five key functions of company law, as well as examining how to maximise the benefits whilst minimising the costs of creating a company.

Introduction to Company Law

Takeovers and the European Legal Framework

The European Company Law Action Plan Revisited

Company Law

Harmonization of company law in Europe

This successful textbook remains the only offering for students of European company law, and has been fully updated.

As attention moves rapidly towards comparative approaches, the research and teaching of company law has somehow lagged behind. The overall purpose of this book is therefore to fill a gap in the literature by identifying whether conceptual differences between countries exist. Rather than concentrate on whether the institutional structure of the corporation varies across jurisdictions, the objective of this book will be pursued by focusing on specific cases and how different countries might treat each of these cases. The book also has a public policy dimension, because the existence or absence of differences may lead to the question of whether formal harmonisation of company law is necessary. The book covers 10 legal systems. With respect to countries of the European Union, it focuses on the most populous countries (Germany, France, the UK, Spain, Italy

and Poland) as well as two smaller Member States (Finland and Latvia). In addition, the laws of two of the world's largest economies (the US and Japan) are included for the purposes of wider comparison. All of these jurisdictions are subjected to scrutiny by deploying a comparative case-based study. On the basis of these case solutions, various conclusions are reached, some of which challenge established orthodoxies in the field of comparative company law.

This book offers a comparative review of the ultra vires doctrine in corporate law. Divided into three main sections, it first provides a brief overview of the historical background and the scope of the ultra vires doctrine. It then analyses the essential features of the doctrine in the common law and civil law traditions across the Western world. Lastly, the book examines the objects clause, procedural aspects, and the mechanism of ratification of such ultra vires acts. The book's comparative approach and global contextualization of the subject matter will be of interest to readers from around the globe, familiarizing them with legal provisions, case law, and recent literature. Although it is primarily intended for scholars in the area of corporate law, it is also a valuable resource for professionals in the field of commercial law who deal with issues related to the capacity of firms and the powers of their directors.

This edited volume focuses on specific, crucially important structural measures that foster corporate change, namely cross-border mergers. Such cross-border transactions play a key role in business reality, economic theory and corporate, financial and capital markets law. Since the adoption of the Cross-border Mergers Directive, these mergers have been regulated by specific legal provisions in EU member states. This book analyzes various aspects of the directive, closely examining this harmonized area of EU company law and critically evaluating cross-border mergers as a method of corporate restructuring in order to gain insights into their fundamental mechanisms. It comprehensively discusses the practicalities of EU harmonization of cross-border mergers, linking it to corporate restructuring in general, while also taking the transposition of the directive into account. Exploring specific angles of the Cross-border Mergers Directive in the light of European and national company law, the book is divided into three sections: the first

section focuses on EU and comparative aspects of the Cross-border Mergers Directive, while the second examines the interaction of the directive with other areas of law (capital markets law, competition law, employment law, tax law, civil procedure). Lastly, the third section describes the various member states' experiences of implementing the Cross-border Mergers Directive.

Comparative Corporate Law

A Comparative and Functional Approach

Organization, Finance and Capital Markets

A Comparative Analysis

The Greening of European Business under EU Law

Seminar paper from the year 2002 in the subject Law - Comparative Legal Systems, Comparative Law, grade: ECTS-Note A (Excellent), University of Bergen (Juristische Fakultät), course: Comparative Company Law, 9 entries in the bibliography, language: English, abstract: European law is a daily reality. The legislation and, correspondingly, the extend of regulations given by the written primary and secondary European Union (EU) law becomes so densely, meanwhile almost as densely as it was hitherto only known from the national regulations system. Consequently, e.g. in Germany, more than 50 per cent of all administrative decisions on federal, state or communal level are taken on basis of regulations coming from Brussels - not everybody is aware of this development yet. From a theoretical point of view, this EU-legislation can be divided into two different types of rules. One type, of course, are the rules passed by the EU-legislator which create new fields of law. This is regularly then the case if supranational European institutions are founded. The by far bigger part of EU-legislation is, however, that type which consists of rules created to harmonize the regulations already existing on national level in the Member States in order to lighten the burden of friction caused by 12 different (not to talk about the future developments, namely the East-Enlargement of the European Union) systems within the EU in the age of globalization, especially seen from an economical point of few. Again, from a theoretical point of view, the legislative instrument of harmonization can be divided into two categories. The first can be described as assimilation and adjustment. It is meant to bring the differing national regulations in one subject of matter, e.g. company law, in a kind of mainstream, i.e. to co-ordinate and to make them similar but not necessarily uniform. The Commission in that case normally uses directives for harmonization of law. The Member States then are obliged to set up their own legislation in a manner that the principle of effectiveness of the EU-rules is not infringed but promoted. Nevertheless, there is room for keeping alive typical and traditional national characteristics of legislation. The second category of harmonization can be described as standardization or, even stronger, unification of law. In that case the means of EU-regulation is used. It takes away the freedom of the Member States to design and set up harmonized rules in their own responsibility. An EU-regulation is binding upon every Member State and it has immediate validity. Thus, unlimited availability of the same law throughout the whole Community is, ideally, being achieved.

This important new book seeks to widen the understanding of the principle of equality within European law. Firstly, it deconstructs the European Court of Justice's adjudication of cases in the field. It then explores how the Member States' courts decide on the question of equality. This detailed rigorous research allows the author to argue for a reconceptualised equality doctrine. Such an adaptation, the author argues, will provide judges, practitioners and academics with the tools to balance institutional considerations against substantive interpretation. Theoretically ambitious, while grounded in practical application, this is

a significant restatement of one of the key principles of European law: the equality doctrine.
Advances an innovative, multi-jurisdictional argument for the necessity of company law reform to reorient companies towards environmental sustainability.
A comprehensive comparative analysis of company law in the UK, US, France, and Germany. The book covers the life span of a company, from formation to eventual dissolution, and offers detailed explanations of each stage alongside extracts from important court decisions that show how the law works in practice in each jurisdiction.
International Law Challenges
Corporate Boards in European Law
Reconceptualising European Equality Law
Comparative Company Law
A Case-Based Approach
The book provides students of European company law courses, scholars and practitioners with an overview. Although company law remains mainly regulated at the level of national laws, it has become important to obtain a systematic view of the main directives in the field of company law, the EU Court of Justice's jurisprudence, the European Model Company Act and the state of implementation of these directives in the member states of the Union. The book therefore contains, in addition to the illustration of the law laid down by EU legislative bodies and the related soft laws, detailed references to the most important domestic legislations and case laws, in order to make them known and usable as much as possible. Moreover, the book allows identifying the most relevant current legislative trends and the main historical reasons for divergences.
Governance by regulation – rules propounded and enforced by bureaucracies – is taking a growing share of the sum total of governance. Once thought to be an American phenomenon, it is now a central form of state action in every part of the world, including Europe, Latin America, and Asia, and it is at the core of much international lawmaking. In Comparative Law and Regulation, original contributions by leading scholars in the field focus both on the legal dimension of regulation and on how this dimension operates in those places that have turned to regulation to meet their obligations.
This book is a multipurpose text that can be used in any class with a focus on comparative legal systems for corporations, taught in the U.S. or abroad. It contains cases, statutes, analysis and readings, the majority of which are from foreign jurisdictions. It also has extensive notes and questions. The focus is primarily on the U.S., U.K., major European continental civil law systems (France, Germany, Italy) and European Union law, and Japan; with references to other jurisdictions such as China, India and Brazil. In addition to law schools, the book may also appeal to non-law school professors of business administration, economics, and political science. In setting out to produce a casebook to meet the needs of students in different legal systems and on both introductory and advanced courses, make a contribution to scholarly debates and address practical and policy concerns, the authors set themselves

ambitious goals, which they have amply achieved. This methodologically rigorous, insightful and stimulating book is rich in technical content but details are never allowed to obscure the main questions. The distinguished authors wear their scholarship lightly and the book is written in an admirably clear and accessible style. This book is a major addition to the growing literature on comparative corporate law and it is destined to shape the way we think about and teach the subject. Eilís Ferran, Professor of Company and Securities Law, Faculty of Law, University of Cambridge Corporate law rules vary considerably around the world, and there is much that students of corporate law can learn from a comparative analysis of how different systems deal with similar problems. This casebook, co-authored by a group of experts with a rich set of perspectives, is thus a valuable and welcome addition to the literature. Lucian A. Bebchuk, Professor of Law, Economics and Finance, Director, Program on Corporate Governance, Harvard Law School This excellent book is a welcome addition to the still relatively sparse comparative corporate law literature. It is a wonderful teaching resource and a useful reference for the scholar. Tan Cheng Han, Professor of Law and Chairman, Centre for Law & Business, Faculty of Law, National University of Singapore [Comparative Corporate Law by Ventoruzzo and others] is both comprehensive and readily understandable. I think it will be a significant addition to both the literature and teaching material on comparative corporate governance. Martin Lipton, Founding Partner, Wachtell, Lipton, Rosen & Katz In-house counsels of firms operating internationally will find the book a practical and useful tool. Your own corporate issues aren't so unique after all, learning how others have approached theirs, across the world, is both instructive and refreshing, a must read! Antonino Cusimano, General Counsel and Secretary to the Board of Directors, Telecom Italia The materials collected and translated in English are precious and fascinating for a broad and international audience. The richness of the book is not, however, only in the materials carefully selected and sewn together, but also in the stitches that fasten them: The introductions, notes and questions, economic insights and empirical data that connect the materials allow readers to consider the causes and consequences of different legal rules in different systems, and compare different regulatory strategies. Viviane Muller Prado, Professor of Corporate Law, Escloa de Direito, Fundação Getulio Vargas, Sao Paulo, Brazil This book proves not only that corporate law is global, but also that a global approach is essential in order to understand the laws of different countries and how they interact. The book, innovative in both methodology and contents, will be indispensable for anyone who studies and practices corporate la
This book advances a real entity theory of company law, in which the company is a legal entity which acts autonomously in law, and company law establishes procedures facilitating autonomous organisational decision-making.

Business and Human Rights in Europe

EU Perspectives and National Experiences

Comparative Property Law
A Comparative Law Overview
European Comparative Company Law

Company Law 3e provides an in-depth, sophisticated but readable account of the major topics commonly studied in Company Law courses. Hannigan captures the dynamism of the subject, highlights its relevance and topicality and, above all, helps students master its intricacies.

This book presents a comprehensive study on how twenty-three countries have approached the issue of company groups. In addition to detailed profiles of each country ' s legislation, written by some of the most respected experts in the field, the book also presents a general overview and offers readers an in-depth, up-to-date and highly practical comparative analysis of the company group phenomenon in connection with national legal regimes. As such, the book is a must-read for all those seeking a deeper understanding of how company groups are viewed and regulated around the globe.

Eine Gruppe von deutschen Kennern des Rechts der Kapitalgesellschaften aus Wissenschaft und Praxis hat sich zusammengefunden, um Sinn und Nutzen des festen Kapitals und seiner einzelnen Elemente zu untersuchen. Im vorliegenden Band finden sich, neben einer Zusammenfassung der Ergebnisse, insgesamt 16 Einzeluntersuchungen zu Aspekten des Kapitals in Deutschland und seiner Bezüge zu angrenzenden Rechtsbereichen (z.B. Rechnungslegung, Insolvenz) sowie 7 Berichte zum festen Kapital im Ausland (Frankreich, Großbritannien, Italien, Niederlande, Polen, Spanien und USA).

Comparative law is increasingly recognized as an essential reference point for judicial decision-making. The English courts have long been open to considering how legal problems are solved in other jurisdictions and there have been parallel developments across the Channel. Comparative law is gaining in utility and relevance in the decisions of the courts. This book is extremely timely, bringing together a collection of essays by distinguished jurists from the judiciary and academia and providing an important contribution to analysis of this topic. Contributors focus on a variety of European jurisdictions but also look at North America and South Africa. The first part of the book deals with the problems and possibilities of comparative law in national courts. Discussion ranges from the problems of proof of foreign law in national courts to legal borrowings and institutional mechanisms for international judicial cooperation in national courts. The second part of the book, focusing on European Law, contains a range of chapters exploring in a number of dimensions the suggestion that an intensification of comparative law methodology in the courts might be attributable to the growth and impact of European supra-national law. The third part of the book takes the argument

into the field of administrative law, an area which has traditionally been relatively impervious to comparative cross-fertilization between European states. The fourth part of the book covers a widely diverse set of topics in the field of general and mainly private law.

Comparative Analyses in the European Context

A British Perspective

Comparative Insolvency Law

Comparative Law Before the Courts

The Anatomy of Corporate Law

An examination of important aspects of the company laws of seven European countries.

During the past few decades, industrialized countries have witnessed a progressive crisis of the regulatory framework sustaining the binary model of the employment relationship based on the subordinate employment/autonomous self-employment dichotomy. New atypical and hybrid working arrangements have emerged, challenging the traditional notions of, and divisions between, autonomy and subordination. This in turn has strained labour law systems across industrialized countries that were previously based on the notion of dependent and subordinate employment to cast their personal scope of application. Nicola Countouris advances ideas for a new dynamic equilibrium in employment law to accommodate this evolution, providing a comparative account of the development of the employment relationship in four key European countries - the UK, Germany, France and Italy.

Shareholders as a Rule-maker

Liability of Corporate Groups and Networks

A Comparative Institutional Analysis

Understanding the Global Regulatory Process

The Ultra Vires Doctrine in Corporate Law