

Cases And Materials On Company Law

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

This title is a part of our CasebookPlus[®] offering as ISBN 9781634608756. Learn more at

CasebookPlus.com. In addition to the law of corporations, the casebook explores the law of partnerships and the law of limited liability companies. It contains specialized treatment of fiduciary duties and closely-held corporations. It addresses the federal securities laws, Sarbanes-Oxley, SEC proxy rules, and insider trading. The casebook also discusses mergers and acquisitions, corporate finance, and the role of corporate lawyers in effectuating business transactions. Suitable for use in basic as well as advanced courses. This challenging casebook from a venerated author team is characterized by its richness and depth. A range of thoroughly developed topics allows instructors to delve into topics with as much detail as they wish.

Comprehensive material covers both public and closely held corporations. A powerful introductory chapter sets out the defining characteristics of a corporation: limited liability, perpetual existence, free transferability, and centralized management. Cases and Materials on Corporations follows a thematic framework, examining corporate law in the context of the corporation's responsibilities to its own constituents and investors, as

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well as to society. Strong casebook pedagogy includes text notes, statutory material, excerpted commentary, problems, questions, and edited cases The Eighth Edition introduces a number of new main cases that have been recently decided, including: *Matrixx Initiatives, Inc. v. Siracusano*; *Erica P. John Fund v. Halliburton Co.*; *Crown EMAK Partners, LLC v. Kurz* (Delaware Supreme Court); *Gantler v. Stephens* (Delaware Supreme Court); and *Airgas, Inc. v. Air Products and Chemicals, Inc.* (Delaware Supreme Court.) A focus on the Dodd-Frank legislation shows its impact on "proxy access" and "say on pay" advisory votes. Updated material on market efficiency reflects an analysis of the housing bubble and financial crisis. Features: Richness and depth range of thoroughly developed topics allows instructor flexibility comprehensive on both public and closely held corporation Strong introductory chapter defining characteristics of a corporation limited liability perpetual existence free transferability centralized management Thematic framework examines corporate law in the context of the corporation's responsibilities to constituents, investors, and society Traditional casebook pedagogy text notes statutory material excerpted commentary problems and questions edited cases Thoroughly updated, the revised Eighth Edition presents: New main cases, recently decided *Matrixx Initiatives, Inc. v. Siracusano* *Erica P. John Fund v. Halliburton Co.* *Crown EMAK Partners, LLC v. Kurz* (Delaware Supreme Court) *Gantler v. Stephens* (Delaware Supreme Court) *Airgas, Inc. v. Air Products and Chemicals, Inc.* (Delaware Supreme Court) Focus on the impact of Dodd-

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Frank legislation on "proxy access" and "say on pay" advisory votes Updated material on market efficiency analysis of the housing bubble and financial crisis With the prior edition of this concise, up-to-date casebook having been adopted at over 100 law schools, the tenth edition preserves the authors' tradition of providing a comprehensive overview of agency, partnership, and corporation law. It also continues to emphasize five basic editorial principles: Cases edited ruthlessly to produce a readable and concise result. Facts matter, so they are included in all their potential ambiguity. Bring a planner's perspective to the table through extensive use of transactionally-oriented problems. It's a casebook not a treatise. No long, stultifying textual passages. Provide the cases and let the individual teacher use them as he or she sees fit. Try to find cases that are fun to teach. Great facts or a clever analysis are always given first priority in case selection. This thoroughly updated casebook is designed for Chapter 11 bankruptcy courses, and it is also suitable for general courses focusing on business bankruptcy. The fourth edition retains the basic approach of the earlier editions. It presents a hypothetical company in some detail (including financial statements) and follows that company through the process of reorganization, from attempted workout to plan confirmation. It provides students with the foundation for a business bankruptcy practice: a solid grounding in the law; an orientation to the business issues; and a step-by-step view of the process that may be able to rescue a financially distressed business, either by a traditional reorganization

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or a sale of the business as a going concern. The treatment of the avoiding powers has been particularly strengthened

The authors of *International Business Transactions: Problems, Cases, And Materials* have compiled multi-lateral agreements, model codes, and U.S. statutory law in a Documents Supplement that supports and enriches the study of this dynamic field of law. The supplement features multilateral agreements from various United Nations Conventions, the International Chamber of Commerce, the World Trade Organization, and other leading international organizations. Selected provisions from the Uniform Commercial Code and various international treaties are included, along with guidelines for multinational business enterprises for organizations such as the World Bank and the Organization for Economic Co-Operation and Development (OECD). New to the Fourth Edition: TThe 2017 amended version of the World Trade Organization Agreement on Trade-Related Aspects of Intellectual Property Rights (TRIPs) (1995) Regulation (EU) No 1215/2012 of the European Parliament and of the Council of 12 December 2012 on Jurisdiction and the Recognition and Enforcement of Judgements in Civil and Commercial Matters (Recast) (Recast Regulation) The 2018 revised versions of: Alien Tort Claims Act (Alien Tort Statute) (ACTA, ATS) Carriage of Goods by Sea Act (COGSA), 46 U.S.C.A. § 30701 hist. n. Foreign Corrupt Practices Act (FCPA): Anti-Bribery and Books & Records Provisions (Selected Provisions) The 2011 revised version of the OECD Guidelines for Multinational Enterprises

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Focusing on private international business transactions, *International Business Transactions: Problems, Cases, and Materials*, Fourth Edition covers the planning, structure, and implementation of transactions in today's global economy. New to the Fourth Edition: New materials on the International Chamber of Commerce's Incoterms 2020 coming into effect on January 1, 2020 Additional discussion of China's new Foreign Investment Law coming into effect on January 1, 2020 A Discussion of the recent U.S. trade sanctions against China and other trading partners and the rise of U.S. economic nationalism Updates regarding recent changes in U.S. tax policy affecting foreign investment, including the Tax Cut and Jobs Act of 2017 Updates to all statistics, tables legislative and treaty changes to the most currently available data Professors and students will benefit from: Compact but comprehensive coverage of the subject. This book covers both international business planning and international litigation. Thorough coverage of the United Nations Convention on International Sales of Goods. Practical knowledge of the types of international business transactions. Knowledge for how to handle international business litigation and arbitration. An understanding of international sales and investment transactions.

Cases and Materials in Company Law is well-established as the best casebook on company law available. It covers all vital cases and combines sophisticated commentary with well-chosen notes and questions. This edition retains the original successful structure and style, whilst being fully updated to reflect changes following the Companies Act 2006.

The concise version of *Corporations*, Tenth Edition includes materials on Limited Liability Partnerships and Limited Liability Companies. This edition continues the approach of earlier editions in emphasizing rich, full-bodied versions of the principal cases, and a functionalist approach to the problems

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of contract law. The new edition includes a great number of new principal cases and case notes, as well as longer, analytical notes. The emphasis of previous editions on international contract law continues.

Cases and Materials on Company Law guides students through the complexities of company law with a broad selection of source materials that are placed in context through clear commentary. It covers all the principal areas of company law including the issue of securities and insolvency. The book concentrates on how the law facilitates and regulates the operation of companies, both large and small, reflecting the realities of current practice. To help students understand the significance of the material presented, each section is preceded by a concise introduction. Similarly, each case is preceded by a statement of its legal significance and a summary of the main facts. The book has been fully revised to incorporate the groundbreaking changes to domestic company law as a result of the Companies Act 2006. The new edition has been made easier to navigate as a result of a new two colour text design that clearly differentiates extracted material from the authors' commentary.

This title is a part of our CasebookPlus(tm) offering as ISBN 9781634595216. Learn more at CasebookPlus.com. With the prior edition of this concise, up-to-date casebook having been adopted at over 100 law schools, the ninth edition preserves the authors' tradition of providing a comprehensive overview of agency, partnership, and corporation law. It also continues to emphasize six basic editorial principles: Be lean but not mean, cases edited ruthlessly to produce a readable and concise result. Facts matter, so they are included in all their potential ambiguity. Bring a planner's perspective to the table through extensive use of transactionally-oriented problems. It's a casebook not a treatise. No long, stultifying textual passages. Provide the cases and let the individual teacher

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use them as he or she sees fit. Try to find cases that are fun to teach. Great facts or a clever analysis are always given first priority in case selection. Provide a teachers' manual that goes into great depth, with analysis of every case and, whenever applicable, offering the disparate views of each author. An exhaustive teachers' manual extensively discusses every case and provides answers to every question in the text. One feature that many adopters find especially helpful is that all three editors give their own approach to the cases, showing the different ways in which the same case can be taught. Annually updated PowerPoint slides cover almost all sections of the book and feature an extensive use of data, graphics, and photos. For more information and additional teaching materials, visit the companion site. Sealy and Worthington's Text, Cases, and Materials in Company Law clearly explains the fundamental structure of company law and provides a concise exploration of each different aspect of the subject. The materials are carefully selected and well supported by commentary so that the logic of the doctrinal or legal argument is unambiguously shown. Notes and questions appear periodically throughout the text to provoke ongoing analysis and debate and enable students to test their understanding of the issues as the topics unfold. This text covers a wide range of sources and provides intelligent and thought provoking commentary in a succinct format. It will be invaluable to all those looking for expert observations and vital materials on company law.

"Provides material for the basic law school course in corporations or other business associations"--

In preparing this Edition, Professor Eisenberg is reworking all of the material to be carried over from the Seventh Edition & adding many new principal cases & text notes. All the carried-over principal

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cases have been reviewed and, where appropriate, re-edited with the objective of tightening the cases to the maximum extent consistent with preserving a full-bodied presentation of the facts & the discussion.

Professor Eisenberg is paying particular attention to preparing the Concise Edition for short courses.

Among the important new features of the Eighth Edition is a separate chapter on LLCs. Some of the

new principal cases in the Eighth Edition are

Quickturn Design Systems, Inc. v. Shapiro, Malone

v. Brincat, Teamsters v. Fleming Cos., General

Datacomm Industries, Inc. v. Wisconsin Investment

Board, United States v. O'Hagan, Cuker v.

Mikalauskas, Klang v. Smith's Food & Drug Centers,

Inc., Zupnick v. Golzuera, In re Caremark

International, Inc., Marx v. Akers, In re Wheelabrator

Technologies Shareholders Litigation, & Northeast

Harbor Golf Club, Inc. v. Harris.

Corporations and Other Business Associations:

Cases and Materials

Description Coming Soon!

The extraordinary authorship of William T. 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

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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. 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

Taking a text, cases and materials approach, this is the first and only student textbook on European company law, providing an insight into the subject and shedding light on its future development.

Textboxes for explanatory commentary, cases and materials - such as EU legislation, official documents and excerpts from scholarly papers - are clearly differentiated from the text, allowing the student to quickly identify sources. Each chapter also includes

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suggestions for further reading. Structured in seven parts, the book explores a diversity of topics, from what European company law is, the common rules for establishing, financing and accounting a company, and corporate governance, to the structure of the *Societas Europaea* Statute, EU company law directives, capital markets and takeover law, and insolvency. An essential resource for the growing number of graduate courses on European company law, European business law, and comparative corporate law.

The concise version of *Business Organizations: Cases and Materials*, Twelfth Edition includes materials on Limited Liability Partnerships and Limited Liability Companies. This edition continues the approach of earlier editions in emphasizing rich, full-bodied versions of the principal cases intermixed with rich note material synthesizing case developments, empirical data bearing on important corporate topics, and competing approaches to corporate issues.

Building on the strengths of the *Sourcebook on Public Law*, this book has been comprehensively revised to take account of the radical programme of constitutional reform introduced by the Labour Government since 1997.

Intended for the basic course in *Business Organizations, Cases and Materials on Business Entities* encompasses corporations, agency,

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partnership, and LLCs. Its extended coverage of alternative business entities distinguishes it from the more limited corporations-focused coverage of many business organizations texts. The author includes elaborate problems designed to help students become practice-ready as well as enhanced coverage of LLCs and principal cases that were decided within the last 20 years. The recipient of numerous teaching awards and a former clerk at the California Supreme Court and the U.S. District court, author Eric Chiappinelli has taught, written, and practiced extensively in business entities, corporate law, securities regulation, and civil procedure. Key Features: Over 20 new cases, including *Shawe v. Elting* (Del. 2017). All principal cases are less than 20 years old. Corporation chapters reflect MBCA (2016), and Partnership materials reflect UPA (2013). LLC chapter has been revised and updated. New materials on ultra vires and ultimate beneficiaries. New discussion of DGCL §§ 204 and 205 and MBCA (2016) Subchapter E (ratifying defective acts) New real-life examples: Kate Spade acquired by Coach and Toys “R” Us bankruptcy. *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

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provides a practical perspective.

The materials in the 2008 Supplement are expertly arranged by one of the leading scholars in the field, and intended for law school study. The Supplement offers three important additions to the casebook: A number of important cases decided since the Ninth Editions were published. Excerpts from important new SEC Releases, and cases that were dropped from the Eighth Edition for reasons of space.

Revised indexes for the Unabridged and Concise Editions.

This title is a part of our CasebookPlus™ offering as ISBN 9781634601603. Learn more at

CasebookPlus.com. In addition to the law of corporations, this edition includes unincorporated forms of doing business such as the now popular limited liability companies, it addresses principles of agency law, federal securities law issues such as insider trading, Sarbanes-Oxley and SEC proxy rules. The casebook contains specialized treatment of closely held corporations and fiduciary requirements imposed by the courts. Coverage also includes the role of corporate lawyers, mergers and acquisitions, and an introduction to corporate finance. The casebook includes references to the Model Business Corporation Act and applicable Delaware corporate law. Suitable for use in advanced courses as well.

Clear, lucid, and extremely accessible, Problems and

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Materials on Commercial Law helps students understand black letter law and the statutory language in the Uniform Commercial Code. Concise yet comprehensive coverage includes the most recent case and statutory developments in all fundamental areas of Commercial Law, including sales, payment systems, and secured transactions. A sensible, flexible organization follows the order of UCC Articles 2, 3, 4, and 9, and is adaptable to many teaching styles. Drawing on experience in both teaching and writing, the authors provide thorough and practical coverage using a popular problem approach. The text's effective format, manageable length, and inclusion of the most important cases make Problems and Materials on Commercial Law concise and efficient. Mergers and Acquisitions: Cases, Materials, and Problems

Sealy and Worthington's Cases and Materials in Company Law clearly explains the fundamental structure of company law and provides a concise introduction to each different aspect of the subject. The materials are carefully selected and well supported by commentary so that the logic of the doctrinal or legal argument is unambiguously shown. Notes and questions appear periodically throughout the text to provoke ongoing analysis and debate and enable students to test their understanding of the issues as the topics unfold. This text covers a wide range of sources and provides intelligent and thought provoking commentary in a succinct format. It is invaluable to all those who need vital materials and expert observations on company law in one volume. This 10th edition brings:* Complete updating of statutory,

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regulatory and case law materials.* A new consolidated and expanded chapter on corporate governance, including details of the various new UK codes and leading government reviews.

Hick's name appears first on the earlier edition.

This is the 2018 case supplement to accompany Eisenberg and Cox's Business Organizations: Cases and Materials, 11th Unabridged and 11th Concise.

This title covers the law of business associations for introductory courses. It discusses business organizations, including agency, general partnerships, closely held corporations, publicly held corporations, limited partnerships, limited liability partnerships, and limited liability companies. The material on the unincorporated business forms has been revised, updated, and expanded to reflect the centrality of these forms of business organization in modern law practice and in the economy generally. Among other state and model statutes, the Revised Uniform LLC Act (2006), the Revised Uniform Partnership Act (1997), the Uniform Limited Partnership Act (2001), and the Third Restatement of Agency (2006) are discussed and cited.

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