

M and A Transactions

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1.
Berk, J.B., DeMarzo, P.M.: Corporate finance. Pearson Education Limited, Harlow, England (2017).
 2.
Gullifer, L., Payne, J.: Corporate finance law: principles and policy. Hart Publishing, Oxford (2015).
 3.
Maynard, T.H., Warren, D.M.: Business planning: financing the start-up business and venture capital financing. Wolters Kluwer Law & Business, New York (2014).
 4.
Coca-Cola to buy Costa Coffee chain from Whitbread for £3.9bn. Financial Times.
 5.
Coca-Cola salivates over Costa expansion opportunity. Financial Times.
 6.
Gullifer, L., Payne, J.: Corporate finance law: principles and policy. Hart Publishing, Oxford (2015).

7.

Gilson, R.J.: Value Creation by Business Lawyers: Legal Skills and Asset Pricing. *Yale Law Journal*. 94, 239–314 (1984).

8.

Bernstein, L.: The Silicon Valley Lawyer as Transaction Cost Engineer. *Oregon Law Review*. (1995).

9.

Private equity: a transactional analysis. *Globe Law and Business*, London (2014).

10.

George A. Akerlof: The Market for 'Lemons': Quality Uncertainty and the Market Mechanism. *The Quarterly Journal of Economics*. 84, 488–500 (1970).

11.

Dierickx, I., Koza, M.: Information asymmetries how not to 'buy a lemon' in negotiating mergers and acquisitions. *European Management Journal*. 9, 229–234 (1991).
[https://doi.org/10.1016/0263-2373\(91\)90002-8](https://doi.org/10.1016/0263-2373(91)90002-8).

12.

Avoiding Lemons in M&A Deals - ProQuest,
<http://ezproxy.lib.gla.ac.uk/login?url=https://search.proquest.com/openview/2d36fe7d058be02f1e9c28b9b3ce6ffb/1?pq-origsite=gscholar&cbl=26142>.

13.

Pauly, M.V.: The Economics of Moral Hazard: Comment. *The American Economic Review*. 58, 531–537 (1968).

14.

Arrow, K.J.: The Economics of Moral Hazard: Further Comment. *The American Economic Review*. 58, 537–539 (1968).

15.

Gilson, R.J.: Engineering a Venture Capital Market: Lessons from the American Experience. *Stanford Law Review*. 55, 1067–1103 (2003).

16.

Gilson, R.J.: Understanding MACs: Moral Hazard in Acquisitions. *Journal of Law, Economics, and Organization*. 21, 330–358 (2005). <https://doi.org/10.1093/jleo/ewi012>.

17.

Kling, L.R., Simon, E., Goldman, M.: Summary of Acquisitions Agreements. *University of Miami Law Review*. (1997).

18.

Myers, S.C., Majluf, N.S.: Corporate financing and investment decisions when firms have information that investors do not have. *Journal of Financial Economics*. 13, 187–221 (1984). [https://doi.org/10.1016/0304-405X\(84\)90023-0](https://doi.org/10.1016/0304-405X(84)90023-0).

19.

Reuer, J.J., Koza, M.P.: Asymmetric Information and Joint Venture Performance: Theory and Evidence for Domestic and International Joint Ventures. *Strategic Management Journal*. 21, 81–88 (2000).

20.

Stiglitz, J.E.: The Contributions of the Economics of Information to Twentieth Century Economics. *The Quarterly Journal of Economics*. 115, 1441–1478 (2000). <https://doi.org/10.1162/003355300555015>.

21.

Arrow, K.J.: Uncertainty and the Welfare Economics of Medical Care. *The American Economic Review*. 53, 941–973 (1963).

22.

Wu, C.-W., Reuer, J.J., Ragozzino, R.: Insights of Signaling Theory for Acquisitions Research. In: Cooper, C.L. and Finkelstein, S. (eds.) *Advances in Mergers and Acquisitions* 12. pp. 173–191. Emerald Group Publishing Limited (2013).

23.

Shen, J.-C., Reuer, J.J.: Adverse Selection in Acquisitions of Small Manufacturing Firms: A Comparison of Private and Public Targets. *Small Business Economics*. 24, 393–407 (2005). <https://doi.org/10.1007/s11187-005-5332-y>.

24.

The New Palgrave Dictionary of Economics. Palgrave Macmillan UK, London (2018).

25.

Olson, M.: *The logic of collective action: public goods and the theory of groups*. Harvard University Press, Cambridge, Massachusetts (1971).

26.

The Tragedy of the Commons - YouTube,
<https://www.youtube.com/watch?v=bs2P0wRod8U>.

27.

The New Palgrave Dictionary of Economics. Palgrave Macmillan UK, London (2018).

28.

What Is the Free Rider Problem? - YouTube,
<https://www.youtube.com/watch?v=Uo51GDk8G1Q>.

29.

Cohen, L.: Holdouts and Free Riders. *Journal of Legal Studies*. (1991).

30.

Kraakman, R.H.: *The anatomy of corporate law: a comparative and functional approach*. Oxford University Press, Oxford (2017).

31.

Elster, J.: *Nuts and bolts for the social sciences*. Cambridge University Press, Cambridge (1989).

32.

Becht, M., Bolton, P., Röell, A.: *Corporate Governance and Control*. In: *Corporate Finance*. pp. 1–109. Elsevier (2003). [https://doi.org/10.1016/S1574-0102\(03\)01005-7](https://doi.org/10.1016/S1574-0102(03)01005-7).

33.

Mulherin, J.H.: Corporations, collective action and corporate governance: One size does not fit all. *Public Choice*. 124, 179–204 (2005). <https://doi.org/10.1007/s11127-005-4761-0>.

34.

Easterbrook, F.H., Fischel, D.R.: Voting in Corporate Law. *The Journal of Law & Economics*. 26, 395–427 (1983).

35.

Lloyd Cohen: Holdouts and Free Riders. *The Journal of Legal Studies*. 20, 351–362 (1991).

36.

The Tragedy of the Commons. *Science*. 162, 1243–1248 (1968).

<https://doi.org/10.1126/science.162.3859.1243>.

37.

Buchanan, J.M., Tullock, G.: *The calculus of consent?: logical foundations of constitutional democracy*. Liberty Fund, Indianapolis (1999).

38.

Myatt, D.P.: *collective action (new perspectives)*. In: Durlauf, S.N. and Blume, L.E. (eds.) *The New Palgrave Dictionary of Economics*. pp. 881–886. Nature Publishing Group, Basingstoke (2008).

39.

Smith, C.W.: *Agency Costs*. In: *The New Palgrave Dictionary of Economics*. pp. 99–101. Palgrave Macmillan UK, London (2018).

40.

Berle, A.A., Means, G.C.: *The modern corporation and private property*. Macmillan Co, New York, N.Y. (1933).

41.

Eisenhardt, K.M.: *Agency Theory: An Assessment and Review*. *Academy of Management Review*. 14, 57–74 (1989).

42.

Kraakman, R.H.: *The anatomy of corporate law: a comparative and functional approach*. Oxford University Press, Oxford (2017).

43.

J. E. C. Munro: *Principal and Agent (i)*. 10737–10737.

44.

Joseph E. Stiglitz: Principal and Agent (ii). 10737–10747.

45.

Gilson, R.J.: Engineering a Venture Capital Market: Lessons from the American Experience. *Stanford Law Review*. 55, 1067–1103 (2003).

46.

Jensen, M.C., Meckling, W.H.: Theory of the firm: Managerial behavior, agency costs and ownership structure. *Journal of Financial Economics*. 3, 305–360 (1976).
[https://doi.org/10.1016/0304-405X\(76\)90026-X](https://doi.org/10.1016/0304-405X(76)90026-X).

47.

Fama, E.F.: Agency Problems and the Theory of the Firm. *Journal of Political Economy*. 88, 288–307 (1980).

48.

Fama, E.F., Jensen, M.C.: Separation of Ownership and Control. *The Journal of Law & Economics*. 26, 301–325 (1983).

49.

Amihud, Y., Lev, B.: Risk Reduction as a Managerial Motive for Conglomerate Mergers. *The Bell Journal of Economics*. 12, (1981). <https://doi.org/10.2307/3003575>.

50.

Schwarcz, S.L.: To Make or to Buy: In-House Lawyering and Value Creation. *Journal of Corporation Law*. 33, 497–576 (2008).

51.

Becht, M., Polo, A., Rossi, S.: Does Mandatory Shareholder Voting Prevent Bad

Acquisitions? *Review of Financial Studies*. 29, 3035–3067 (2016).
<https://doi.org/10.1093/rfs/hhw045>.

52.

Kosnik, R.D., Shapiro, D.L.: Agency Conflicts between Investment Banks and Corporate Clients in Merger and Acquisition Transactions: Causes and Remedies. *The Academy of Management Executive* (1993-2005). 11, 7–20 (1997).

53.

Mark V. Pauly: The Economics of Moral Hazard: Comment. *The American Economic Review*. 58, 531–537 (1968).

54.

Gilson, R.J., Schwartz, A.: Understanding MACs: Moral Hazard in Acquisitions. *Journal of Law, Economics, & Organization*. 21, 330–358 (2005).

55.

Akerlof, G.A.: The Market for 'Lemons': Quality Uncertainty and the Market Mechanism. *The Quarterly Journal of Economics*. 84, 488–500 (1970).

56.

Hurt, C.: Moral Hazard and the Initial Public Offering. *Cardozo Law Review*. 26, 711–790 (2005).

57.

Bolton, P., Faure-Grimaud, A.: Satisficing Contracts. *The Review of Economic Studies*. 77, 937–971 (2010).

58.

Rinker, K., A., Hill, J., G., Ashton, K.: MAC Clauses in the UK and US: Much Ado About Nothing? *The Private Equity Report*. 13,.

59.

Coates, IV, J.C.: Allocating Risk Through Contract: Evidence from M&A and Policy Implications. SSRN Electronic Journal. (2012). <https://doi.org/10.2139/ssrn.2133343>.

60.

MacNeil, I.R.: The Many Futures of Contracts. *Southern California Law Review*. 47, 691–816 (1974).

61.

Gilson, R.J.: Value Creation by Business Lawyers: Legal Skills and Asset Pricing. *Yale Law Journal*. 94, 239–314 (1984).

62.

Giuffra Jr., R.J.: Investment Bankers' Fairness Opinions in Corporate Control Transactions. *Yale Law Journal*. 96, 119–141 (1986).

63.

Katz, A.W.: An Economic Analysis of the Guaranty Contract. *The University of Chicago Law Review*. 66, (1999). <https://doi.org/10.2307/1600386>.

64.

Mann, R.J.: Verification Institutions in Financing Transactions. *Georgetown Law Journal*. 87, 2225–2272 (1999).

65.

Gilson, R.J., Kraakman, R.H.: The Mechanisms of Market Efficiency. *Virginia Law Review*. 70, (1984). <https://doi.org/10.2307/1073080>.

66.

Cather, D.A.: A Gentle Introduction to Risk Aversion and Utility Theory. *Risk Management and Insurance Review*. 13, 127–145 (2010).

<https://doi.org/10.1111/j.1540-6296.2009.01173.x>.

67.

Chorvat, T.R.: Ambiguity and Income Taxation. *Cardozo Law Review*. 23, 617–652 (2002).

68.

Cheung, S.N.S.: Transaction Costs, Risk Aversion, and the Choice of Contractual Arrangements. *The Journal of Law & Economics*. 12, 23–42 (1969).

69.

Machina, M.J.: Choice Under Uncertainty: Problems Solved and Unsolved. *The Journal of Economic Perspectives*. 1, 121–154 (1987).

70.

Fuerst, S.B., San Filippo IV, N., Ornstein, S.H.: Earn-outs: Bridge the Gap, With Caution. *Mergers & Acquisitions Law Report*. (16)AD.

71.

Hurt, C.: Moral Hazard and the Initial Public Offering. *Cardozo Law Review*. 26, (2005).

72.

Mandelker, G., Raviv, A.: Investment Banking: An Economic Analysis of Optimal Underwriting Contracts. *The Journal of Finance*. 32, 683–694 (1977).

<https://doi.org/10.1111/j.1540-6261.1977.tb01980.x>.

73.

Lewkow, V.I., Koss, S.G.: Mergers and Acquisitions: Another Look at Allocating Market Risk in Stock Acquisitions. *Insights: The Corporate & Securities Law Advisor*. 17, (2003).