

Corporate Finance

[View Online](#)

Alcock, Alistair. 2007. 'Five Years of Market Abuse'. *Company Lawyer* 28(6):163–71.

Anon. 1992. *Russell v Northern Bank Development Corpn.* [1992] 3 All ER.

Anon. n.d.-a. *Aveling Barford Ltd v Perion Ltd* [1989] BCLC 626.

Anon. n.d.-b. *Bairstow v Queens Moat House Plc* [2001] 2 BCLC 531, CA.

Anon. n.d.-c. *Centros Ltd v Ehrvervs- Og Selskabsstyrelsen*, [1999] B.C.C. 983.

Anon. n.d.-d. *Centros Ltd v Ehvers Og Selskabsstyrelsen* (Case C-212/97) [1999] ECR I-1459, [2000] WLR 1048.

Anon. n.d.-e. *Chamber of Commerce Amsterdam v Inspire Art* (Case C-167/01) [2003] ECR I-10155.

Anon. n.d.-f. *Charterhouse Investment Trust v Tempest Diesels Ltd* (1985) 1 BCC 99.

Anon. n.d.-g. *Charterhouse Investment Trust v Tempest Diesels Ltd* (1985) 1 BCC 99.

Anon. n.d.-h. *Chaston v SWP Group Plc* [2003] 1 BCLC 675, CA.

Anon. n.d.-i. *Chaston v SWP Group Plc* [2003] 1 BCLC 675, CA.

Anon. n.d.-j. *Companies Act 2006*.

Anon. n.d.-k. *Companies Act 2006*.

Anon. n.d.-l. *Companies Act 2006*.

Anon. n.d.-m. *Companies Act 2006*.

Anon. n.d.-n. *Companies Act 2006*.

Anon. n.d.-o. *Companies Act 2006*.

Anon. n.d.-p. *Companies Act 2006*.

Anon. n.d.-q. 'Criminal Justice Act 1993 Part V (Insider Dealing)'.

Anon. n.d.-r. 'Directive 2004/25/EC on Takeover Bids'.

Anon. n.d.-s. 'Directive 2004/25/EC on Takeover Bids'.

Anon. n.d.-t. 'Ensuring the Integrity of Securities Markets | European Commission'.

Retrieved

(https://ec.europa.eu/info/business-economy-euro/banking-and-finance/financial-markets/securities-markets/ensuring-integrity-securities-markets_en).

Anon. n.d.-u. 'Ensuring the Integrity of Securities Markets | European Commission'.

Retrieved

(https://ec.europa.eu/info/business-economy-euro/banking-and-finance/financial-markets/securities-markets/ensuring-integrity-securities-markets_en).

Anon. n.d.-v. 'Ensuring the Integrity of Securities Markets | European Commission'.

Retrieved

(https://ec.europa.eu/info/business-economy-euro/banking-and-finance/financial-markets/securities-markets/ensuring-integrity-securities-markets_en).

Anon. n.d.-w. 'FCA Handbook - FCA Handbook'.

Anon. n.d.-x. 'FCA Handbook - FCA Handbook'.

Anon. n.d.-y. 'FCA Handbook - FCA Handbook'.

Anon. n.d.-z. Financial Services and Markets Act 2000.

Anon. n.d.-aa. Financial Services and Markets Act 2000.

Anon. n.d.-ab. Financial Services and Markets Act 2000 c. 8Arrangement of Act.

Anon. n.d.-ac. FSA v Davidson and Tatham.

Anon. n.d.-ad. Hilder v Dexter [1902] AC 474.

Anon. n.d.-ae. It's a Wrap (UK) Ltd v Gula [2006] BCC 626.

Anon. n.d.-af. Limited Liability Partnerships Act 2000.

Anon. n.d.-ag. Limited Partnerships Act 1907.

Anon. n.d.-ah. MacPherson v European Strategic Bureau Ltd [2000] 2 BCLC 683, CA.

Anon. n.d.-ai. 'MBR - Takeover Code'.

Anon. n.d.-aj. 'Morrison v National Australia Bank, US Supreme Court Decision'. Retrieved

(<https://www.law.cornell.edu/supct/html/08-1191.ZS.html>).

Anon. n.d.-ak. MT Realisations Ltd v Digital Equipment Co Ltd [2003] 2 BCLC 117, CA.

Anon. n.d.-al. MT Realisations Ltd v Digital Equipment Co Ltd [2003] 2 BCLC 117, CA.

Anon. n.d.-am. Partnership Act 1890.

Anon. n.d.-an. Precision Dippings Ltd v Precision Dippings Marketing Ltd [1986] Ch 447, CA

Anon. n.d.-ao. 'Pre-Emption Group, Statement of Principles on Pre-Emption'.

Anon. n.d.-ap. Progress Property v Moorgarth Group [2010] UKSC 55.

Anon. n.d.-aq. 'PSL /Corporate/ Company Incorporation/Forms of Business Vehicle'.

Retrieved

(<https://www.lexisnexis.com/uk/lexispsl/corporate/synopsis/94462:94463/Company-incorporation/Forms-of-business-vehicle/BCT>).

Anon. n.d.-ar. 'PSL Corporate/Equity Capital Markets'. Retrieved

(<https://plus.lexis.com/uk/practicalguidanceroot?plid=37bff81a-0471-4f78-970c-8a19052d7828&federationidp=8K7S4M60073>).

Anon. n.d.-as. 'PSL Corporate/Share Capital/Allotment Issue and Pre-Emption'. Retrieved

(<https://plus.lexis.com/api/permalink/6203376f-d87d-4ae2-b6d7-8ed9406fb2ee/?context=1001073&federationidp=8K7S4M60073>).

Anon. n.d.-at. 'PSL Corporate/Share Capital/Dividends and Distributions'. Retrieved

(<https://plus.lexis.com/uk/practicalguidanceroot?plid=37bff81a-0471-4f78-970c-8a19052d7828&federationidp=8K7S4M60073>).

Anon. n.d.-au. 'PSL Corporate/Share Capital/Reduction of Capital/Share Buybacks'.

Retrieved

(<https://plus.lexis.com/api/permalink/1e9f17b1-d51d-43e0-87f2-4f61e9af88b7/?context=1001073&federationidp=8K7S4M60073>).

Anon. n.d.-av. 'PSL Financial Services/Markets/Listing, Prospectus, Disclosure and Transparency'. Retrieved

(<https://plus.lexis.com/uk/practicalguidanceroot?plid=75c954c8-05e0-4ddf-90f1-88d1101645fd&federationidp=8K7S4M60073>).

Anon. n.d.-aw. R v SFA Ex p Fleurose [2001] EWHC Admin 1085.

Anon. n.d.-ax. Re Bradford Investments Plc (No 2) 1991 BCLC 688.

Anon. n.d.-ay. Re Exchange Banking Co, Flitcroft's Case (1882) 21 Ch D 519.

Anon. n.d.-az. Re Halt Garage (1964) Ltd. [1982] 3 All ER 1016.

Anon. n.d.-ba. Re Halt Garage (1964) Ltd. [1982] 3 All ER 1016.

Anon. n.d.-bb. Re Holders Investment Trust [1971] 1 WLR 583.

Anon. n.d.-bc. Re Northern Engineering Industries Plc [1994] BCC 618, CA.

Anon. n.d.-bd. Re Ransomes Plc [1999] 1 BCLC 775 (Affirmed [1999] 2 BCLC 591, CA).

Anon. n.d.-be. Re Ransomes Plc [1999] 1 BCLC 775.

- Anon. n.d.-bf. *Re Ransomes Plc* [1999] (Affirmed [1999] 2 BCLC 591, CA).
- Anon. n.d.-bg. *Re Sunrise Radio Ltd (Kohli v Lit)* [2009] EWHC 2893.
- Anon. n.d.-bh. *Re Wragg Ltd* [1897] 1 Ch 796.
- Anon. n.d.-bi. *Salomon v A. Salomon & Co Ltd* [1897] AC 22.
- Anon. n.d.-bj. Second EC Company Law Directive (77/91/EC, OJ L 26/1) Article 29.
- Anon. n.d.-bk. 'Securities Prospectus | European Commission'. Retrieved (https://ec.europa.eu/info/business-economy-euro/banking-and-finance/financial-markets/securities-markets/securities-prospectus_en#prospectus-regulation).
- Anon. n.d.-bl. *Selangor United Rubber Estates Ltd v Cradock* [1968] 1 WLR 1555.
- Anon. n.d.-bm. *Spector Photo Group NV v Commissie Voor Het Bank-Financie-En Assurantiewezen (CBFA)* (Case C-45/08) [2010] C.M.L.R. 30.
- Anon. n.d.-bn. 'The Panel on Takeovers and Mergers, The City Code on Takeovers and Mergers'.
- Anon. n.d.-bo. 'TOD - Takeover Code'. Retrieved (<http://www.thetakeoverpanel.org.uk/wp-content/uploads/2008/11/code.pdf?v=20Jul2017>).
- Anon. n.d.-bp. 'Transparency Directive (Consolidated Version)'.
- Anon. n.d.-bq. 'Transparency Requirements for Listed Companies | European Commission'. Retrieved (https://ec.europa.eu/info/business-economy-euro/company-reporting-and-auditing/company-reporting/transparency-requirements-listed-companies_en).
- Anon. n.d.-br. *Trevor v Whitworth* [1887] 12 AC 409.
- Anon. n.d.-bs. *Trevor v Whitworth* [1887] 12 AC 409.
- Armour, J., and D. Skeel. 2007. 'Who Writes the Rules for Hostile Takeovers, and Why - The Peculiar Divergence of U.S. and U.K. Takeover Regulation'. *Georgetown Law Journal* 95(6):1727-94.
- Armour, John. 2000. 'Share Capital and Creditor Protection: Efficient Rules for a Modern Company Law'. *Modern Law Review* 63(3):355-78. doi: 10.1111/1468-2230.00268.
- Armour, John. 2006. 'Legal Capital: An Outdated Concept?' *European Business Organization Law Review* (EBOR) 7(01).
- Armour, John, Colin Mayer, and Andrea Polo. 2011. 'Regulatory Sanctions and Reputational Damage in Financial Markets'. *SSRN Electronic Journal*. doi: 10.2139/ssrn.1678028.
- BIS. n.d. 'SME Access to External Finance (BIS Economics Paper, No 16)'.

Coase, R. H. 1937. 'The Nature of the Firm'. *Economica* 4(16). doi: 10.2307/2626876.

Coffee, J. 1984. 'Market Failure and the Economic Case for a Mandatory Disclosure System'. *Virginia Law Review* 70(4):717-54.

Coffee, John C. 1984a. 'Regulating the Market for Corporate Control: A Critical Assessment of the Tender Offer's Role in Corporate Governance'. *Columbia Law Review* 84(5). doi: 10.2307/1122351.

Coffee, John C. 1984b. 'Regulating the Market for Corporate Control: A Critical Assessment of the Tender Offer's Role in Corporate Governance'. *Columbia Law Review* 84(5). doi: 10.2307/1122351.

Coffee Jr., John C. 2002. 'Racing Towards the Top?: The Impact of Cross-Listings and Stock Market Competition on International Corporate Governance'. *SSRN Electronic Journal*. doi: 10.2139/ssrn.315840.

Conceicao, Carlos. 2007. 'The FSA's Approach to Taking Action against Market Abuse'. *Company Lawyer* 28(2):43-45.

Davies, P. L. 2020. *Introduction to Company Law*. Third edition. Oxford: Oxford University Press.

Davies, Paul L. 2009. 'Liability for Misstatements to the Market: Some Reflections'. *Journal of Corporate Law Studies* 9(2).

Davies, Paul L. n.d. 'Davies Review of Issuer Liability: Final Report'.

Degeorge, Francois, and Ernst G. Maug. 2006. 'Corporate Finance in Europe: A Survey'. *SSRN Electronic Journal*. doi: 10.2139/ssrn.896518.

Enriques, Luca, and Sergio Gilotta. 2014. 'Disclosure and Financial Market Regulation'. *SSRN Electronic Journal*. doi: 10.2139/ssrn.2423768.

ESMA. 2013. 'Comparison of Liability Regimes in Member States in Relation to the Prospectus Directive'. Retrieved (<https://www.esma.europa.eu/document/comparison-liability-regimes-in-member-states-in-relation-prospectus-directive>).

European Commission. n.d. 'Report of the Chairman of the Expert Group on the Cross-Border Matching of Innovative Firms with Suitable Investors'.

Ferran, Eilís. 2006. 'Cross-Border Offers of Securities in the EU: The Standard Life Flotation'. *SSRN Electronic Journal*. doi: 10.2139/ssrn.955252.

Ferran, Eilís, Chan Ho Look, and Oxford University Press. 2014a. *Principles of Corporate Finance Law*. 2nd edition. Oxford: Oxford University Press.

Ferran, Eilís, Chan Ho Look, and Oxford University Press. 2014b. *Principles of Corporate Finance Law*. 2nd edition. Oxford: Oxford University Press.

Ferran, Eilís, Chan Ho Look, and Oxford University Press. 2014c. *Principles of Corporate*

Finance Law. 2nd edition. Oxford: Oxford University Press.

Ferran, Eilís, Chan Ho Look, and Oxford University Press. 2014d. Principles of Corporate Finance Law. 2nd edition. Oxford: Oxford University Press.

Ferran, Eilís, Chan Ho Look, and Oxford University Press. 2014e. Principles of Corporate Finance Law. 2nd edition. Oxford: Oxford University Press.

Financial Conduct Authority. n.d. 'Feedback on CP12/25: Enhancing the Effectiveness of the Listing Regime and Further Consultation (Consultation Paper, CP13/15**)'.

Fischel, Daniel R., and David J. Ross. 1991. 'Should the Law Prohibit "Manipulation" in Financial Markets?' Harvard Law Review 105(2). doi: 10.2307/1341697.

Gerner-Beuerle, Carsten; Kershaw, David; Solinas, Matteo. n.d. 'Is the Board Neutrality Rule Trivial? Amnesia about Corporate Law in European Takeover Regulation'. European Business Law Review 22(5):559–622.

Gilson, R. J.; Kraakman, R. 2003. 'The Mechanisms of Market Efficiency Twenty Years Later: The Hindsight Bias'. Journal of Corporation Law 28(4):715–42.

Gullifer, Louise, and Jennifer Payne. 2015a. Corporate Finance Law: Principles and Policy. Second edition. London: Hart Publishing.

Gullifer, Louise, and Jennifer Payne. 2015b. Corporate Finance Law: Principles and Policy. Second edition. London: Hart Publishing.

Gullifer, Louise, and Jennifer Payne. 2015c. Corporate Finance Law: Principles and Policy. Second edition. London: Hart Publishing.

Gullifer, Louise, and Jennifer Payne. 2015d. Corporate Finance Law: Principles and Policy. Second edition. London: Hart Publishing.

Gullifer, Louise, and Jennifer Payne. 2015e. Corporate Finance Law: Principles and Policy. Second edition. London: Hart Publishing.

Gullifer, Louise, and Jennifer Payne. 2015f. Corporate Finance Law: Principles and Policy. Second edition. London: Hart Publishing.

Gullifer, Louise, and Jennifer Payne. 2015g. Corporate Finance Law: Principles and Policy. Second edition. London: Hart Publishing.

Kershaw, David. 2012a. Company Law in Context: Text and Materials. 2nd ed. Oxford: Oxford University Press.

Kershaw, David. 2012b. Company Law in Context: Text and Materials. 2nd ed. Oxford: Oxford University Press.

Kraakman, Reinier H. 2017a. The Anatomy of Corporate Law: A Comparative and Functional Approach. Third edition. Oxford: Oxford University Press.

Kraakman, Reinier H. 2017b. The Anatomy of Corporate Law: A Comparative and

Functional Approach. Third edition. Oxford: Oxford University Press.

Kraakman, Reinier H. 2017c. *The Anatomy of Corporate Law: A Comparative and Functional Approach*. Third edition. Oxford: Oxford University Press.

Lord Halsbury L.C., Lord Watson, Lord Herschell, Lord Macnaghten, Lord Morris 1892 March 14(c) Incorporated Council of Law Reporting for England & Wales. n.d. *Ooregum Gold Mining Co. of India Ltd v Roper* [1892] AC 125.

Lowry, John. 2004. 'Eliminating Obstacles to Freedom of Establishment: The Competitive Edge of UK Company Law'. *The Cambridge Law Journal* 63(2):331–45. doi: 10.1017/S0008197304006609.

MacNeil, I. 2007. 'The Evolution of Regulatory Enforcement Action in the UK Capital Markets: A Case of "Less Is More"?' *Capital Markets Law Journal* 2(4):345–69. doi: 10.1093/cmlj/kmm028.

MacNeil, Iain. 2001. 'Competition and Convergence in Corporate Regulation: The Case of Overseas Listed Companies'. *SSRN Electronic Journal*. doi: 10.2139/ssrn.278508.

MacNeil, Iain. 2011. 'Editorial'. *Law and Financial Markets Review* 5(4):253–55.

MacNeil, Iain. 2012a. *An Introduction to the Law on Financial Investment*. 2nd ed. Oxford: Hart Publishing.

MacNeil, Iain. 2012b. *An Introduction to the Law on Financial Investment*. 2nd ed. Oxford: Hart Publishing.

MacNeil, Iain. 2012c. *An Introduction to the Law on Financial Investment*. 2nd ed. Oxford: Hart Publishing.

MacNeil, Iain. 2012d. *An Introduction to the Law on Financial Investment*. 2nd ed. Oxford: Hart Publishing.

MacNeil, Iain. 2012e. *An Introduction to the Law on Financial Investment*. 2nd ed. Oxford: Hart Publishing.

MacNeil, Iain. 2012f. *An Introduction to the Law on Financial Investment*. 2nd ed. Oxford: Hart Publishing.

McVea, Harry. 1995. 'What's Wrong with Insider Dealing?' *Legal Studies* 15(3):390–414. doi: 10.1111/j.1748-121X.1995.tb00527.x.

Moore, Marc T., and Edward Walker-Arnott. 2014. 'A Fresh Look at Stock Market Short-Termism'. *Journal of Law and Society* 41(3):416–45. doi: 10.1111/j.1467-6478.2014.00676.x.

Morse, Geoffrey. 2020. *Partnership and LLP Law*. Ninth edition. Oxford: Oxford University Press.

Rickford, J. 2004. 'Reforming Capital, Report of the Interdisciplinary Group on Capital Maintenance'. *European Business Law Review* 921–1024.

Rickford, Jonathan. 2006. 'Legal Approaches to Restricting Distributions to Shareholders: Balance Sheet Tests and Solvency Tests'. *European Business Organization Law Review* (EBOR) 7(01). doi: 10.1017/S1566752906001352.

Roe, Mark J. 2003. 'Delaware's Competition'. *Harvard Law Review* 117(2). doi: 10.2307/3651948.

SEC. n.d. 'Accessing the U.S. Capital Markets — A Brief Overview for Foreign Private Issuers'. Retrieved (<https://www.sec.gov/divisions/corpfin/internatl/foreign-private-issuers-overview.shtml>).

Siems, Mathias M. 2007. 'The EU Market Abuse Directive: A Case-Based Analysis'. *Law and Financial Markets Review* 2(1).

Siems, Mathias M. 2008. 'The Foundations of Securities Law'. *SSRN Electronic Journal*. doi: 10.2139/ssrn.1089747.

Ventoruzzo, M. 2006. 'Europe's Thirteenth Directive and U.S. Takeover Regulation: Regulatory Means and Political and Economic Ends'. *Texas International Law Journal* 41(2):171–222.

Worthington, Sarah, Sarah Worthington, and L. S. Sealy. 2016a. *Sealy and Worthington's Text, Cases, and Materials in Company Law*. Eleventh edition. Oxford United Kingdom: Oxford University Press.

Worthington, Sarah, Sarah Worthington, and L. S. Sealy. 2016b. *Sealy and Worthington's Text, Cases, and Materials in Company Law*. Eleventh edition. Oxford United Kingdom: Oxford University Press.