Contents

List of contributors vii
Introduction ix
Acknowledgments xiv

1 Mergers, acquisitions, and leveraged buyouts: an efficiency assessment
   Oliver E. Williamson 1

2 Discounted share prices as a source of acquisition gains
   Reinier Kraakman 29

3 Ties that bond: dual class common stock and the problem of shareholder choice
   Jeffrey N. Gordon 74

4 Property rights in assets and resistance to tender offers
   David D. Haddock, Jonathan R. Macey, and Fred S. McChesney 118

5 A new approach to corporate reorganizations
   Lucian Arye Bebchuk 150

6 The corporate contract
   Frank H. Easterbrook and Daniel R. Fischel 182

7 The state competition debate in corporate law
   Roberta Romano 216
## Contents

8 The positive role of tax law in corporate and capital markets  
*Saul Levmore*  
255

9 Ownership of the firm  
*Henry Hansmann*  
281

Index  
315