

CONTENTS

- List of Contributors* page vii
Acknowledgements x
- 1 The Law and (Some) Finance of Related Party Transactions:
 An Introduction 1
 LUCA ENRIQUES AND TOBIAS H. TRÖGER
- I Theoretical Framework and Policy Issues in
 Regulating Related Party Transactions 21**
- 2 Corporate Control and the Regulation of Controlling
 Shareholders 23
 ZOHAR GOSHEN AND ASSAF HAMDANI
- 3 Optimally Restrained Tunneling: The Puzzle of Controlling
 Shareholders' "Generous" Exploitation in Bad-Law
 Jurisdictions 53
 SANG YOP KANG
- 4 Powering Preemptive Rights with Presubscription
 Disclosure 79
 JESSE M. FRIED
- 5 Majority of the Minority Approval in a World of Active
 Shareholders 105
 EDWARD B. ROCK
- 6 Institutional Investors as Minority Shareholders 136
 ASSAF HAMDANI AND YISHAY YAFEH
- 7 Procedural and Substantive Review of Related Party
 Transactions: The Case for Noncontrolling
 Shareholder-Dependent Directors 181
 ALESSIO M. PACCES

- 8 Related Party Transactions and Intragroup Transactions 218
 JENS DAMMANN
- 9 Related Party Transactions in State-Owned Enterprises: Tunneling, Propping, and Policy Channeling 245
 CURTIS J. MILHAUPT AND MARIANA PARGENDLER
- 10 Related-Party Transactions in Insolvency 260
 KRISTIN VAN ZWIETEN
- II Regional- and Country-Specific Insights 283**
- 11 Related Party Transactions in East Asia 285
 KON SIK KIM
- 12 Related Party Transactions in Commonwealth Asia: Complexity Revealed 327
 DAN W. PUCHNIAK AND UMAKANTH VAROTTIL
- 13 Related Party Transactions: UK Model 361
 PAUL DAVIES
- 14 Related Party Transactions in France: A Critical Assessment 400
 GENEVIÈVE HELLERINGER
- 15 Germany's Reluctance to Regulate Related Party Transactions: An Industrial Organization Perspective 426
 TOBIAS H. TRÖGER
- 16 Be Careful What You Wish For: How Progress Engendered Regression in Related Party Transaction Regulation in Israel 452
 AMIR N. LICHT
- 17 Enforcing Rules on Related Party Transactions in Italy: One Securities Regulator's Challenge 477
 MARCELLO BIANCHI, LUCA ENRIQUES,
 AND MATEJA MILIČ
- Index* 502