

Ius Commune Conference 2019

Workshop: Company Law

Thursday, 28 November (14.00 – 18.00)

Building: Oude Valk

Room: Bronnenlokaal

Participants

Theme: The Second and Third Agency Conflict

In this workshop we will address the two main agency conflicts that typically affect European companies. The first panel will delve into ongoing discussions with regard to the third agency conflict, in particular the consequences of limited liability for creditors and stakeholders, both during the existence of the company and upon its dissolution. Is limited liability an overly generous subsidy to shareholders that is no longer warranted in times of increased attention for externalities on stakeholders and society at large? Should additional types of shareholder liability be introduced? The second panel will discuss some hot topics with regard the second agency conflict, i.e. the conflict among shareholders, especially between majority and minority shareholders. The focus will be on shares or shareholders with different rights and share issuances, which have frequently made headlines in the press in the last few years. The workshop will analyze these themes from a comparative and economic perspective.

Panel I: Limited Liability and Protection of Creditors and Stakeholders

Chair: Mieke Olaerts (Maastricht University)

14.00 – 14.05 *Opening by the Chair*

14.05 – 14.30 **Joeri Vananroye** (KU Leuven)
The Weak Case for Limited Liability

14.30 – 14.55 **Jasper Van Eetvelde** (KU Leuven)
Shareholder Liability following Corporate Dissolution

14.55 – 15.20 **Jonathan Hardman** (University of Edinburgh)
Hiding Perniciousness in Plain Sight: Conflation of Limited Liability in Nineteenth Century Britain and Today

15.20 – 15.45 **Beate Sjøfjell** (University of Oslo)
Limited Liability and Corporate Sustainability

15.45 – 16.05 **Discussion**

16.05 – 16.20 **Coffee break**

Panel II: Shareholder Protection against Shareholders

- Chair:** **Sofie Cools** (KU Leuven)
- 16.20 – 16.25 *Opening by the chair*
- 16.25 – 16.50 **Titiaan Keijzer** (Erasmus University Rotterdam)
Dual Class Shares
- 16.50 – 17.15 **Jeroen Delvoie** (Free University Brussels)
Loyalty Shares
- 17.15 – 17.40 **Tom Vos** (KU Leuven)
Shareholder Protection in Share Issuances to Related Parties
- 17.40 – 18.00 **Discussion**