

The Law and Practice of Restructuring in the UK and US

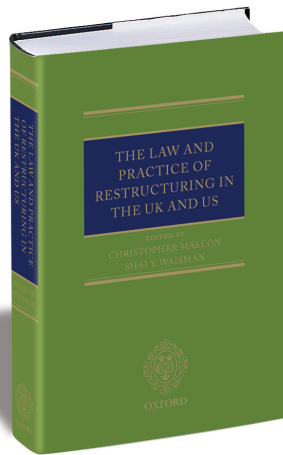
Edited by **Christopher Mallon**, Partner, Skadden, Arps, Slate, Meagher & Flom (UK) LLP, and **Shai Y. Waisman**, Partner, Weil Gotshal & Manges LLP

- The only work to cover the practical elements of both major systems of law in one place
- A balanced debtor/creditor focus, giving a 360 degree view to maximise understanding and provide a complete resource

This book is a practical guide to the restructuring of corporate debt and associated restructuring issues such as employees and pensions, from the perspective of both UK and New York law, the dominant systems of law in the world commercial and financial markets. At a time when many companies are looking at renegotiating and restructuring their debt agreements, this book provides a timely analysis of current techniques and likely developments in the field of corporate restructuring. An expert contributor team from both the US and UK combine their practical experience to cover all aspects of corporate restructuring.

This book includes coverage of specialist markets and key stakeholders, providing legal insight into specific needs of particular client groups and offers first hand insight from lawyers with extensive specialisms from a range of leading firms.

978-0-19-958377-5 | Hardback | £175.00 | 536 Pages | April 2011



Christopher Mallon is a Partner and the Co-Head of the Corporate Restructuring Department in Europe at Skadden, Arps, Slate, Meagher & Flom (UK) LLP. He works closely with the London Finance, Corporate M&A, and Private Equity teams, and the US Corporate Restructuring Department, and has a major role in growing the firm's restructuring practice in Europe.



Shai Y. Waisman is a partner in the Business Finance & Restructuring department of Weil, Gotshal & Manges. His practice incorporates crisis management, financial restructuring and acquiring troubled companies.

Debt Restructuring

Rodrigo Olivares-Caminal, University of Warwick, **John Douglas**, Davis Polk & Wardwell LLP, **Randall Guynn**, Davis Polk & Wardwell LLP, **Alan Kornberg**, Paul, Weiss, Rikkind, Wharton & Garrison LLP, **Sarah Paterson**, Slaughter and May LLP, **Dalvinder Singh**, University of Warwick, and **Hilary Stonefrost**, 3-4 South Square

Consultant Editors: **Nick Segal**, Freshfields Bruckhaus Deringer, and **Look Chan Ho**, Freshfields Bruckhaus Deringer

- The only work to consider bank, corporate and sovereign restructuring in one volume
- Considers the position under English and New York law with reference to EU regulation, the UNCITRAL model law and other jurisdictions where relevant to illustrate points discussed
- Provides a toolkit of practical options to consider for advisers of both creditor and debtor
- Extremely topical work as it discusses the effects of the credit crisis and resulting regulation
- Experienced author team draw on their experience of cases to provide real insight into law and practice in this area

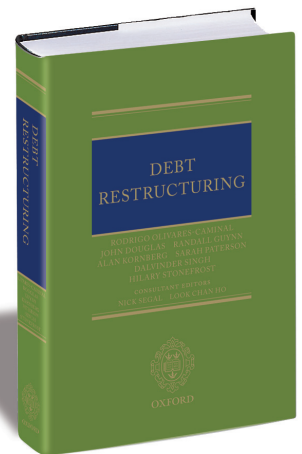
Debt Restructuring provides a legal analysis of international corporate, banking and sovereign debt restructuring from both the creditors' and debtors' perspective. It provides a practical guide for creditors holding distressed debt, debtor options in a distressed scenario and the necessary steps for the parties to achieve their goals.

Written by an expert author team of leading practitioners and academics, the legal analysis is supported by case studies and draft clauses. This topical work is divided into three parts: corporate debt restructuring; bank resolution; and sovereign debt restructuring.

Aimed at lawyers working in international finance, banking, insolvency or financial services regulation, as well as regulatory agencies, central banks, banking supervisors, accountants and investment banks,

Debt Restructuring can be used as a tool for international practitioners, policy makers and academics to understand the current trends in debt restructuring in order to provide a solution to their clients.

978-0-19-957969-3 | Hardback | £155.00 | 520 Pages | April 2011



NEW EDITION

Transaction Avoidance in Insolvencies

Second Edition

Rebecca Parry, Professor of Law, Nottingham Trent University, **James Ayliffe QC**, Barrister, Wilberforce Chambers, and **Sharif Shivji**, Barrister, 4 Stone Buildings

Hamish Anderson, Partner, Norton Rose LLP, and **William Trower QC**, Barrister, 3-4 South Square

- The only in-depth analysis of the laws enabling the avoidance of transactions in insolvency
- Highly practical in its outlook - taking into account the various statutory provisions and common laws and the interplay between them
- Authoritative analysis of bankruptcy law, with detailed coverage of pensions, the family home and divorce proceedings

This new edition of *Transaction Avoidance in Insolvencies* considers a range of practical issues that arise in a typical transaction avoidance case as well as all the possible ways in which a vulnerable transaction might be attacked. It also includes reference to Commonwealth cases including from Australia, New Zealand and the USA

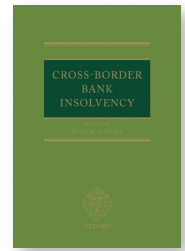
Analysis of property-related aspects and complex financial structures such as swaps and derivatives is new to this edition. In addition the commentary now considers case law and legislative amendments arising from the Enterprise Act 2002 and the Companies Act 2006, as well as the 2009 changes to the Insolvency Rules 1986.

978-0-19-958379-9 | Hardback | £175.00 | 752 Pages | March 2011



Cross-Border Bank Insolvency

Edited by **Rosa Lastra**, Professor in International Financial and Monetary Law at the Centre for Commercial Law Studies, Queen Mary, University of London



- The only book to focus on the legal issues associated with cross-border bank insolvency following the financial crisis

This book brings together distinguished insolvency and banking law experts to provide a unique analysis of the special issues associated with cross-border bank insolvency. With an inter-jurisdictional approach combining national, European and international dimensions, this book provides a valuable reference for banking and insolvency practitioners, scholars, regulators and the judiciary.

978-0-19-957707-1 | Hardback | £125.00
544 Pages | February 2011

NEW EDITION

Minority Shareholders

Law, Practice and Procedure

Fourth Edition

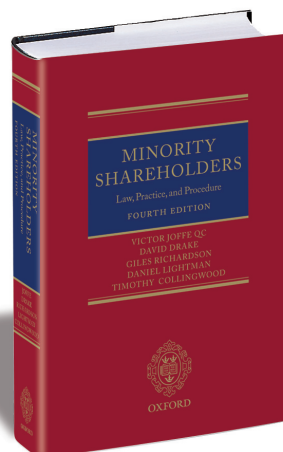
Victor Joffe QC, **David Drake**, **Giles Richardson**, **Daniel Lightman**, and **Timothy Collingwood**, all at Serle Court

- Practical and comprehensive with coverage of the application of Companies Act 2006
- Detailed coverage of unfair prejudice and derivative actions
- Provides guidance on practice and procedure in the context of disputes
- Includes coverage of relevant Commonwealth cases

The fourth edition of this well-established text is the most detailed work on the subject and provides the most current analysis on the topic.

The new edition analyses more than 50 new cases. These include many relating to unfair prejudice (such as *Neath Rugby Ltd*, *Southern Counties Fresh Foods Ltd* and *Sunrise Radio Ltd*), and a detailed analysis of the latest cases under the new statutory derivative claim (including *Stainer v Lee* and *Lesini v Westrip Holdings*). It also includes practical appendices which incorporate a full range of forms, precedents, and statutory materials to aid the busy practitioner with drafting court documents, and as a reference for understanding both the substance of the law and relevant practice and procedure.

978-0-19-960131-8 | Hardback | £155.00 | 608 Pages | March 2011

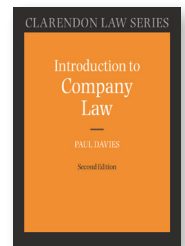


NEW EDITION

Introduction to Company Law

Second Edition

Paul Davies, Allen & Overy Professor of Corporate Law, University of Oxford



- Fully revised to take into account the Companies Act 2006, and includes a new chapter on international law which considers the role of European Community Law

Clarendon Law Series

978-0-19-960132-5 | Hardback | £50.00
352 Pages | 2010

Also available in Paperback: 978-0-19-920776-3 | £21.99

NEW EDITION

Mayson, French and Ryan on Company Law

Twenty-eighth Edition

Derek French, **Stephen Mayson** and **Christopher Ryan**

- Updated coverage of directors to take into account the UK Stewardship Code, Institute of Directors Corporate Governance Guidance and Principles for Unlisted Companies.

978-0-19-960900-0 | Paperback | £35.99
848 Pages | August 2011



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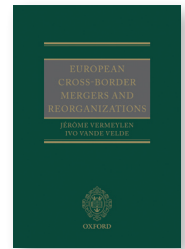
European Cross-Border Mergers and Reorganizations

Edited by **Jérôme Vermeulen**, Partner, Altius Tiberghien, Belgium, and **Ivo Vande Velde**, Associate, Altius Tiberghien, Belgium

- Covers all relevant aspects crucial for the success of a cross-border merger, including corporate, employment, and tax law issues, bringing all the essential information into one resource
- Provides comparisons with other re-organisation techniques such as (partial) demergers, hive-down of branches or transfer of the corporate seat, enabling the reader to find the best possible solution for their client

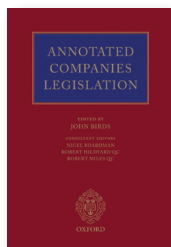
Providing everything a practitioner needs to co-ordinate a successful cross-border merger, the book analyses the EU Directives and how they have been applied in each of the main EU/EEA member states. The diverging rules for each jurisdiction are highlighted and explained enabling quick comparisons to be made between countries for assessing feasibility of the chosen technique. As well as the requirements, formalities and potential pitfalls of cross-border mergers, each country analysis addresses the relevant aspects of corporate, employment, and tax law such as informing shareholders and employees, verification of the legality of the merger, and language requirements.

978-0-19-969328-3 | Hardback | £225.00 | 1,016 Pages | November 2011



Annotated Companies Legislation

Edited by **John Birds**, Honorary Professor of Commercial Law, University of Manchester, **Robert Hildyard QC**, 4 Stone Buildings, **Robert Miles QC**, 4 Stone Buildings, **Nigel Boardman**, Slaughter & May, and **Malcolm Davis-White QC**, 4 Stone Buildings



“Immensely useful. It contains a detailed, clear and authoritative commentary on the core statutory materials in a single and portable (if you have a large briefcase!) volume. I would recommend it highly.”

Nick Segal, Freshfields, Bruckhaus, Deringer LLP

- Comprehensive section-by-section commentary
- Complete set of company legislation
- Helpful annotations to statutory material on amendments and commencement dates
- Derivative and destination tables included

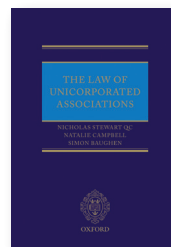
Annotated Companies Legislation provides a detailed commentary on the Companies Act 2006 by 37 leading practitioners and academics.

Over 2,400 pages the book offers detailed section-by-section commentary, alongside the legislative text of the Companies Act 2006 and surviving parts of the legislation.

978-0-19-959392-7 | Paperback | £195.00
2,320 Pages | 2010

The Law of Unincorporated Associations

Edited by **Nicholas Stewart QC**, Ely Place Chambers and Deputy High Court Judge (Chancery and Queen’s Bench Divisions), **Natalie Campbell**, Previously employed as barrister to Steamship Insurance Management Services Ltd., and **Simon Baughen**, Reader of Law at the University of Bristol



- Single source of reference on the subject including chapters on tortious and contractual liability as well as court procedure
- Provides unique coverage of the effect of European Union policy on English law giving comprehensive guidance on all related matters
- Practical appendices provide specimen rules for management of unincorporated associations as well specimen procedure for disciplinary action equipping the reader with invaluable time saving tools

Delivering a clear and precise statement of the law and practical guidance this book addresses the formation, administration, and financial management of unincorporated associations and addresses commonly occurring problems. As well as content on practical matters such as rules, committees, and registration of names, the book gives clear guidance on the classification of unincorporated associations.

978-0-19-960039-7 | Hardback | £95.00
385 Pages | November 2011

NEW EDITION

Partnership Law

Seventh Edition

Geoffrey Morse, Professor of Corporate and Tax Law, University of Birmingham



- The leading introductory text on partnership law, now updated to include coverage of the Companies Act 2006

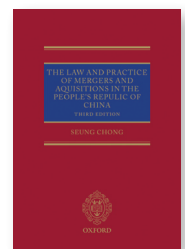
This new edition explains the essential characteristics of the subject, highlighting difficult and developing areas by reference to both established and modern cases and legislation. In addition to UK authorities, of which there are an increasing number at a high level, it also covers cases from many parts of the Commonwealth that still use the Partnership Act of 1890.

978-0-19-957676-0 | Paperback | £34.95
400 Pages | 2010

The Law and Practice of Mergers and Acquisitions in the People’s Republic of China

Second Edition

Seung Chong, Partner, White & Case



- The only work to provide a full account of all the categories of a typical M&A agreement in China
- Comment on up-to-date practice adopted on the PRC capital market (e.g. shortened lock-up period for pre-IPO investment made in A-share listed companies).
- Coverage of significant legal developments in the PRC including the promulgation of a new property law, labour contract law and anti-monopoly law

978-0-19-964201-4 | Hardback | £175.00
575 Pages | June 2012

