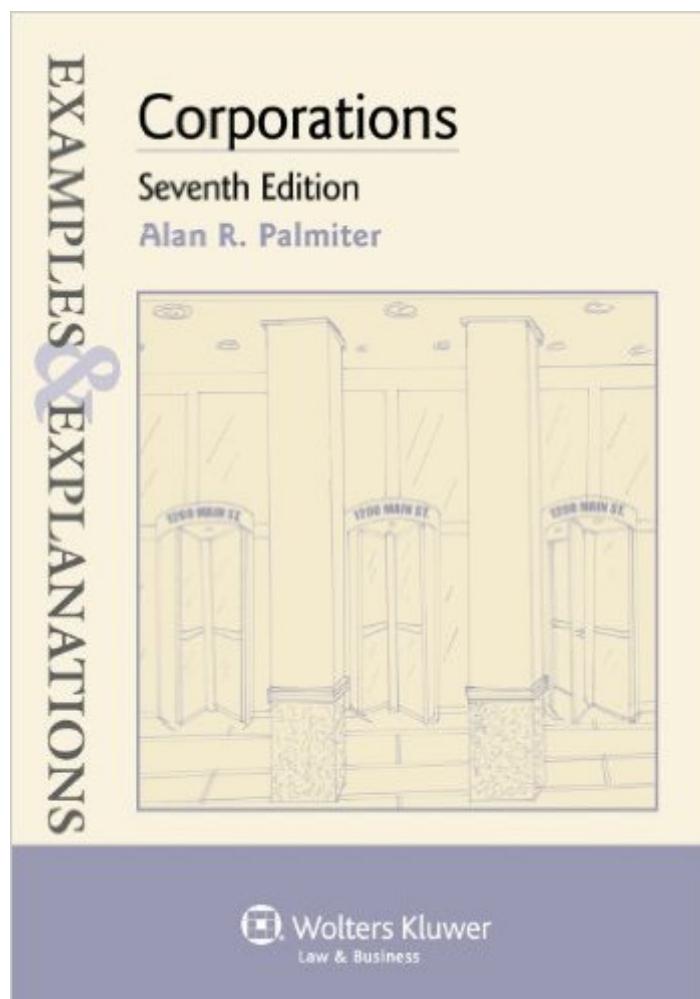


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# Corporations (Examples & Explanations)



## **Synopsis**

One of the leading titles in the E&E series, *Corporations: Examples & Explanations* has been a favorite of students and professors for 15 years. Using proven examples and explanation pedagogy, this study guide is renowned for its comprehensive coverage of corporate law, clarity of presentation and compelling questions and examples that get to the heart of every issue. Its down-to-earth writing style, augmented with stimulating graphics that help students diagram complex events and regulations, *Corporations* is accessible to all students even those with no prior business background. The Seventh Edition brings this exemplary study guide up to date with the sweeping regulatory and judicial effects of the recent financial crisis, including thorough treatment of the Dodd-Frank Wall Street Reform and Consumer Protection Act's provisions on corporate governance and securities disclosure. New cases from the U.S. Supreme Court, Delaware and other jurisdictions, as well as new SEC rules, provide stimulating material for the examples, explanations and questions posed in the text. Hallmark features of *Corporations: Examples and Explanations*: Follows the proven examples & explanations pedagogy. One of the best-selling ancillaries in corporate law for over fifteen years--popular with both students and professors. Comprehensive coverage of all the topics that are typically covered in a corporations or business organizations class, including materials on partnerships and limited liability companies. Presents statutes and cases in context, illustrating the interplay of law and business, and highlight the differences between the Model Business Corporations Act and the Delaware corporate statute. Excellent examples and questions are analytically comprehensive, teasing out issues hidden in fact patterns. Logically organized according to the principal legal themes in corporate law. Compelling graphics throughout the book reinforce textual material and facilitate learning. Clear, lucid writing style, geared to students with no business background and crafted to help them grasp the intricacies of corporate law. Thoroughly updated with a wealth of timely new material, the Seventh Edition offers: Comprehensive treatment of the Dodd-Frank corporate governance provisions and the Dodd-Frank securities disclosure provisions. Recent Delaware cases, including: *Versata Enterprises v. Selectica Inc.* *Lyondell Chemical Co. v. Ryan.* *Gantler v. Stephens.* *Air Products and Chemicals Inc. v. Airgas Inc.* *In Re Citigroup Inc. Shareholder Derivative Litigation.* *In re John Q. Hammons Hotels Inc. Shareholder Litigation.* *Sanders v. Ohmite Holding, LLC.*

## **Book Information**

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## Customer Reviews

A Prefatory Note: Corporate law is exceptionally muddy and varies significantly from state to state. There is a huge amount of blackletter; different Corporations courses therefore focus on disparate areas of law, while being forced to pick and choose amongst different states' approaches. My "Business Enterprises" course used the Klein casebook. Like many Corporations (or Business Enterprises) classes, my class focused on Delaware law, with some New York law thrown in. This E&E has a formidable task - there are so many areas of law to address (and many different state approaches). The result may be good for some Corporations classes, but it wasn't good for mine. The material went too far in depth. It was unmanageable. I recommend buying it all the same, because it will provide clarity/familiarity with difficult topics. But I strongly recommend that you pair it with a Crunchtime, or another study aid that provides a more summary overview. Some areas, your professor will want in-depth treatment. For these, use the E&E. But only use it for those areas. You can't just work through the whole E&E as a preparation for your exam. My biggest concern: the E&E failed to present policy objectively. There was a significant policy aspect to my course (as is probably common, because the law is in great flux). And the E&E does devote substantial attention to policy, often very well, but at times took an overly pro-big-business approach. At least for my course, the E&E was unreliable, failing to present both sides on policy issues and taking an overly pro-big-business stance. Overall, this is one of those areas where you should really learn the cases. Buy the E&E, but also buy the crunchtime. Only use the E&E for areas your prof. really focuses on.

The Example and Explanations books are the perfect supplement for preparing for law school exams. I highly recommend using them in all business classes. I've noticed on multiple occasions

that law school hypotheticals are very similar to ones in these books.

I'm definitely glad I bought this book. It was a really useful supplementary material to the casebook I had and a resource I've consulted since taking corporations in first year.

I generally like the Examples and Explanations series, however "Corporations" is not one of their best. As other reviewers have mentioned, this book focuses primarily on the Model Business Corporations Act and does not include cites to Delaware or other states. Usually, I could find the cites myself, but this added a layer of work when I made my outline. Also, some cases were not explained succinctly in one place--rather, the analysis was spread throughout a chapter and continued through the examples. This was distracting--it was more helpful when the key cases of a doctrine were summarized in one place and then briefly referenced later on. If your class focuses on Delaware you should also beware that there have been several key developments since 2006 that will alter some of the chapters. Other than that, it is hard to beat E&E for a good review of the material and "Corporations" does the job.

Lacks the ability to convey distinctions in broad topics such as duty of care and duty of loyalty. Flagrantly wrong assertions concerning the flow of analysis from what duty applies in an example to the court's review. Luckily, I realized this early in the semester and was able to adjust. I found Corporation Law by Gevurtz to be most helpful.

Corporations is a tough class. We read what seemed like even more cases than in other law school courses I've had, so far, and the cases are often difficult to comprehend. This book was definitely a huge help in preparing for finals.

As always, E&Es to the rescue. This was great for corporations and covers all the tough stuff. However, if your class covers partnerships, agency and other associated orgs, you will need the appropriate other book for this as well. That was the only downside as I had to buy both for my class. Read together, though, they cover it all.

good review for corporations class. it is based on the model code, and sometimes DE. but if you need NY law, this book doesn't help that much. but the explanations are clear and interesting.

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