**Extended Further Reading**

Here is an extended list of further reading for each chapter. Red text is a hyperlink that can be clicked on to take you to the relevant source.

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| **Chapter 1: Introduction** |

**Books**

* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) additional ch D.
* Kershaw, *Company Law in Context: Text and Materials* (2nd edn, OUP 2012) ch 5.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) ch 1.2.
* Morse and Braithwaite, *Partnership and LLP Law* (9th edn, OUP 2020).
* Tricker, *Corporate Governance: Principles, Policies, and Practices* (3rd edn, OUP 2015) ch 1.

**Journal articles**

* Berry, ‘The Criminal Liability of Partnerships and Partners: Increasing the Divergence Between English and Scottish Partnership Law?’ [2014] JBL 585.
* Berry, ‘Limited Partnership Law in the United States and United Kingdom: Teaching an Old Dog New Tricks?’ [2013] JBL 160.
* Cross, ‘Limited Liability Partnerships Act 2000: Problems Ahead’ [2003] JBL 268.
* Watson, ‘How the Company Became an Entity: a New Understanding of Corporate Law’ [2015] JBL 120.

**Reports, codes etc**

* BEIS, ‘Limited Partnerships: Reform of Limited Partnership Law’ (BEIS, 2018), available [here](https://www.gov.uk/government/consultations/limited-partnerships-reform-of-limited-partnership-law).
* Law Commission, *Partnership Law* (Law Comm No 283, 2003), available [here](https://s3-eu-west-2.amazonaws.com/lawcom-prod-storage-11jsxou24uy7q/uploads/2015/03/lc283_Partnership_Law.pdf).

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* Office for National Statistics, ‘UK Business: Activity, Size and Location 2019’ (ONS 2019), available [here](https://www.gov.uk/government/statistics/announcements/uk-business-activity-size-and-location-2019).

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| **Chapter 2: Sources of Company Law and Corporate Governance** |

**Books**

* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) ch 3.
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 2.
* Hannigan, *Company Law* (6th edn, OUP 2021) ch 2.
* Kraakman et al, *The Anatomy of Corporate Law: A Comparative and Functional Approach* (OUP 2004).
* Mallin, *Corporate Governance* (6th edn, OUP 2018) ch 3.
* McCahery and Vermuelen, *Corporate Governance in Non-Listed Companies* (OUP 2008).
* Moore and Petrin, *Corporate Governance: Law, Regulation and Theory* (Palgrave 2017) ch 3.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 1.1 and 16.0 – 16.3.

**Journal articles**

* Armour and Ringe, ‘European Company Law 1999-2010: Renaissance and Crisis’ (2011) 48 CML Rev 127.
* Ireland, ‘Financialization and Corporate Governance’ (2009) 60 NILQ 1.
* Keay, ‘Assessing Accountability of Boards Under the UK Corporate Governance Code’ [2015] JBL 551.
* Keay, ‘Comply or Explain in Corporate Governance Codes: In Need of Greater Regulatory Oversight?’ (2014) 34 LS 279.
* Moore, ‘The End of “Comply or Explain” in UK Corporate Governance’ (2009) 60 NILQ 85.
* Reddy, ‘Thinking Outside the Box – Eliminating the Perniciousness of Box-Ticking in the New Corporate Governance Code’ (2019) 82 MLR 692.

**Reports, codes etc**

* BEIS, ‘Independent Review of the Financial Reporting Council: Initial Consultation on the Recommendations’ (BEIS 2019), available [here](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/784988/independent-review-financial-reporting-council-initial-consultation-recommendations.pdf).
* FRC, ‘Annual Enforcement Review 2019’ (FRC 2019), available [here](https://www.frc.org.uk/getattachment/c1121a49-a01a-465a-8d96-9e1144a2fe59/2353_Annual-Enforcement-Review-v6-Final-Web.pdf).
* FRC, ‘Guidance on What Constitutes an Explanation Under Comply or Explain’ (FRC 2012), available [here](https://www.frc.org.uk/getattachment/a39aa822-ae3c-4ddf-b869-db8f2ffe1b61/what-constitutes-an-explanation-under-comply-or-exlpain.pdf).
* FRC, ‘The UK Corporate Governance Code’ (2018), available [here](https://www.frc.org.uk/directors/corporate-governance-and-stewardship/uk-corporate-governance-code).
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* FRC, ‘The Wates Corporate Governance Principles for Large Private Companies’ (2018), available [here](https://www.frc.org.uk/directors/corporate-governance-and-stewardship/governance-of-large-private-companies).
* ‘Independent Review of the Financial Reporting Council’ (2018), available [here](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/767387/frc-independent-review-final-report.pdf).
* OECD, ‘Corporate Governance Factbook 2019’ (OECD 2019), available [here](http://www.oecd.org/corporate/Corporate-Governance-Factbook.pdf).

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* [Companies House](https://www.gov.uk/government/organisations/companies-house).
* [Department for Business, Energy and Industrial Strategy](https://www.gov.uk/government/organisations/department-for-business-energy-and-industrial-strategy).
* [The FCA Handbook](https://www.handbook.fca.org.uk/).
* [The Financial Reporting Council](https://www.frc.org.uk/). Note that the government plans to abolish the FRC and replace it with a new regulator.
* The FRC’s website on the history of the UK Corporate Governance Code can be found [here](https://www.frc.org.uk/directors/corporate-governance-and-stewardship/uk-corporate-governance-code/history-of-the-uk-corporate-governance-code).

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| **Chapter 3: Incorporation** |

**Books**

* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) chs 1, 2, 4 and 5.
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 3.
* Hannigan, *Company Law* (6th edn, OUP 2021) ch 1.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) Part 2, chs 3.0-3.2, Parts 17, and 18.

**Journal articles**

* Easterbrook and Fischel, ‘Limited Liability and the Corporation’ (1985) 52 Univ Chicago LR 89.
* Pennington, ‘The Validation of Pre-Incorporation Contracts’ (2002) 23 Co Law 284.
* Stolowy, ‘Does the “Societas Europaea” or “European Company” Make a Significant Contribution to Construction of a European Company Law?’ [2012] JBL 363.

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* Companies House, ‘Overseas Companies Registered in the UK’ (2015), available [here](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/415663/GP01_Overseas_companies.pdf).
* Form IN01: Application to Register a Company, available [here](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/534915/IN01_V7.pdf).

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* [Companies House](https://www.gov.uk/government/organisations/companies-house).
* [Companies House Guidance Documents](https://www.gov.uk/government/collections/companies-house-guidance-for-limited-companies-partnerships-and-other-company-types).
* [Companies House Statistics](https://www.gov.uk/government/organisations/companies-house/about/statistics).
* [Office of the Regulator of Community Interest Companies](https://www.gov.uk/government/organisations/office-of-the-regulator-of-community-interest-companies).

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| **Chapter 4: Corporate Personality** |

**Books**

* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) chs 7 and 8.
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 5.
* Hannigan, *Company Law* (6th edn, OUP 2021) ch 3.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) ch 2.15.

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* Allan, ‘To Pierce or Not to Pierce? A Doctrinal Reappraisal of Judicial Responses to Improper Exploitation of the Corporate Form’ [2018] JBL 559.
* Chan, ‘Should “Reverse-Piercing” of the Corporate Veil be Introduced into English Law?’ (2014) 35 Co Law 163.
* Cheng-Han, ‘Veil-Piercing - A Fresh Start’ [2015] JBL 20.
* Day, ‘Skirting Around the Issue: The Corporate Veil after Prest v Petrodel’ [2014] LMCLQ 269.
* Dine, ‘Competition Law Enforcement and Corporate Group Liability – Adjusting the Veil’ (2014) 35 ECLR 68.
* Hannigan, ‘Wedded to Salomon: Evasion, Concealment and Confusion on Piercing the Veil of a One-Man Company’ (2013) 50 IJ 11.
* Ireland, ‘Company Law and the Myth of Shareholder Ownership’ (1999) 62 MLR 32.
* Kahn-Freund, ‘Some Reflections on Company Law Reform’ (1944) 7 MLR 54.
* Lim, ‘Salomon Reigns’ (2013) 129 LQR 480.
* Mujih, ‘Piercing the Corporate Veil: Where is the Reverse Gear?’ (2017) 133 LQR 322.
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* Petrin, ‘Assumption of Responsibility in Corporate Groups: Chandler v Cape plc’ (2013) 76 MLR 603.
* Pickering, ‘The Company as a Separate Entity’ (1968) 31 MLR 481.
* Tan, ‘The Corporate Veil: Will the Court Pierce the Veil on Grounds of Justice and Modern Business Realities?’ (2018) 39 Co Law 387.
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| **Chapter 5: The Constitution of the Company** |

**Books**

* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) ch 3.
* French, *Mayson, French & Ryan on Company Law* (36th edn, OUP 2019) ch 4.
* Hannigan, *Company Law* (6th edn, OUP 2021) ch 5.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 2.6, 2.9 and 2.11.

**Journal articles**

* Cheung, ‘Shareholders’ Agreements - Shareholders’ Contractual Freedom in Company Law’ (2012) 6 JBL 504.
* Drury, ‘The Relative Nature of a Shareholder’s Right to Enforce the Company Contract’ (1986) 45 CLJ 219.
* Rixon, ‘Competing Interests and Conflicting Principles: An Examination of the Power of Alteration of the Articles of Association’ (1986) 49 MLR 446.
* Satish, ‘The Alteration of the Articles of Association: Tracing the Trajectory from Allen to Citco’ (2014) 35 Co Law 275.
* Shirazi, ‘To What Extent Does the Section 33 Contract Differ from an Orthodox Contract?’ (2013) 34 Co Law 36.

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| **Chapter 6: Corporate Capacity and Liability** |

**Books**

* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) ch 8.
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 19.
* Hannigan, *Company Law* (6th edn, OUP 2021) ch 4.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 3.1 and 3.3.
* Munday, *Agency: Law and Principles* (4th edn, OUP 2022).

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* Al-Tawil, ‘Vicarious Liability for Breach of Fiduciary Obligation’ (2015) 36 Co Law 295.
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* Ferran, ‘Corporate Attribution and the Directing Mind and Will’ (2011) 127 LQR 239.
* Field and Jones, ‘The Corporate Manslaughter and Corporate Homicide Act 2007 and the Sentencing Guidelines for Corporate Manslaughter: More Bark Than Bite?’ (2015) 36 Co Law 327.
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* Lim, ‘A Critique of Corporate Attribution: “Directing Mind and Will” and Corporate Objectives’ [2013] JBL 333.
* Watts, ‘Corrupt Company Controllers, Their Companies, and Their Company’s Creditors – Dealing with Pleas of Ex Turpi Causa’ [2014] JBL 161.
* Worthington, ‘Corporate Attribution and Agency: Back to Basics’ (2017) 133 LQR 118.

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| **Chapter 7: Classifications of Director** |

**Books**

* Cadbury, *Corporate Governance and Chairmanship: A Personal View* (OUP 2002).
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 15.
* Hannigan, *Company Law* (6th edn, OUP 2021) ch 7.
* Moore and Petrin, *Corporate Governance: Law, Regulation and Theory* (Palgrave 2017) ch 7.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 8.1 and 8.2.

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* Ahern, ‘Nominee Directors’ Duty to Promote the Success of the Company: Commercial Pragmatism and Legal Orthodoxy’ (2011) 127 LQR 118.
* de Lacy, ‘The Concept of a Company Director: Time for a New Expanded and Unified Statutory Concept?’ [2006] JBL 267.
* Ellis, ‘The Continued Appointment of Corporate Directors: An Examination of the Effectiveness of s 87 of the Small Business, Enterprise and Employment Act 2015’ (2016) 37 Co Law 203.
* Griffin, ‘Establishing the Liability of a Director of a Corporate Director: Issues Relevant to Disturbing Corporate Personality’ (2013) 34 Co Law 135.
* Hadjinestoros, ‘Fear of the Dark: Banks as Shadow Directors’ (2013) 34 Co Law 169.
* Hannigan, ‘Board Failures in the Financial Crisis – Tinkering with Codes and the Need for Wider Corporate Governance Reforms’ (2011) 32 Co Law 363 and (2012) 33 Co Law 35.
* Hellinx, ‘Steeplechase in the Boardroom: The Obstacles for Non-Executive Directors to Fulfil Their Role in Public Companies’ (2017) 38 Co Law 15.
* Noonan and Watson, ‘The Nature of Shadow Directorship: Ad Hoc Statutory Intervention or Company Law Principle?’ [2006] JBL 763.
* Yap, ‘De Facto Directors and Corporate Directorships’ [2012] JBL 579.

**Reports, codes etc**

* BIS, ‘Transparency and Trust: Enhancing the Transparency of UK Company Ownership and Increasing Trust in UK Business: Discussion Paper’ (BIS 2013) paras 5.1–5.10, available (along with other relevant papers) [here](https://www.gov.uk/government/consultations/company-ownership-transparency-and-trust-discussion-paper).
* FRC, ‘Guidance on Board Effectiveness’ (FRC 2018), available [here](https://www.frc.org.uk/getattachment/61232f60-a338-471b-ba5a-bfed25219147/2018-Guidance-on-Board-Effectiveness-FINAL.PDF).
* Higgs, ‘Review of the Role and Effectiveness of Non-Executive Directors’ (DTI 2003), available [here](http://www.ecgi.org/codes/documents/higgsreport.pdf).

**Websites**

* [ICSA: The Governance Institute](https://www.icsa.org.uk/).
* [The Institute of Directors](https://www.iod.com/).

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| **Chapter 8: Board Appointment, Structure and Composition** |

**Books**

* Cadbury, *Corporate Governance and Chairmanship: A Personal View* (OUP 2002).
* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) ch 9.
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 15.
* Hannigan, *Company Law* (6th edn, OUP 2021) chs 6 and 7.
* Mallin, *Corporate Governance* (6th edn, OUP 2018) chs 8 and 9.
* Moore and Petrin, *Corporate Governance: Law, Regulation and Theory* (Palgrave 2017) ch 9.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 8.3 – 8.11, and 8.40.

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* Jailani, ‘Reforming Executive Pay: Variable Performance Pay and the Prevailing Levels of Pay’ (2018) 39 Co Law 212.
* Ndzi, ‘UK Shareholder Voting on Directors’ Remuneration: Has the Binding Vote Made Any Difference?’ (2017) 38 Co Law 139.
* Petrin, ‘Executive Compensation in the UK: Past, Present, and Future’ (2015) 36 Co Law 196.
* Valsan, ‘Board Gender Diversity and the Enlightened Shareholder Value Approach’ (2016) 37 Co Law 171.
* Villiers, ‘Executive Pay: A Socially-Orientated Distributive Justice Framework’ (2016) 37 Co Law 139.
* Villiers, ‘Achieving Gender Balance in the Boardroom: is it Time for Legislative Action in the UK?’ (2010) 30 LS 533.

**Reports, codes etc**

* Davies, ‘Women on Boards’ (2011-2015). The full series of reports can be found [here](https://www.gov.uk/government/collections/women-on-boards-reports).
* GC100 and Investor Group, ‘Directors’ Remuneration Reporting Guidance 2019’ (2018), available [here](https://uk.practicallaw.thomsonreuters.com/Link/Document/Blob/I53efc83fac8211e9adfea82903531a62.pdf?targetType=PLC-multimedia&originationContext=document&transitionType=DocumentImage&uniqueId=659f8f7b-fc75-4bc1-bb60-d16cbb64335c&contextData=%28sc.Default%29&navId=1ED2AC0966C86A05500BD70327CC882E&comp=pluk).
* Hampton-Alexander Review, ‘FTSE Women Leaders: Improving Gender Balance in FTSE Leadership’ (2018). All reports in this series can be found [here](https://www.gov.uk/government/publications/ftse-women-leaders-hampton-alexander-review).
* ICSA and EY, ‘The Nomination Committee - Coming Out of the Shadows’ (ICSA 2016), available [here](https://www.icsa.org.uk/assets/files/policy/research/ey-nomination-committee-digital.pdf).
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* Kakabadse, Korac-Kakabadse and Khan, ‘The Company Secretary: Building Trust through Governance’ (ICSA 2014), available [here](https://www.icsa.org.uk/knowledge/research/the-company-secretary-report).
* Vinnicombe, Doldor and Sealy, ‘The Female FTSE Board Report 2019’ (Cranfield 2019). All reports in this series can be found [here](https://www.cranfield.ac.uk/som/expertise/changing-world-of-work/gender-and-leadership/female-ftse-index).

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* [The Hampton-Alexander Review](https://ftsewomenleaders.com/).
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| **Chapter 9: The Role and Powers of the Board** |

**Books**

* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) ch 9.
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 15.
* Moore and Petrin, *Corporate Governance: Law, Regulation and Theory* (Palgrave 2017) ch 4.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 8.12, 8.21 – 8.22.
* Tricker, *Corporate Governance: Principles, Policies and Practices* (3rd edn, OUP 2016) ch 7.

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* Keay, ‘Stewardship Theory: Is Board Accountability Necessary?’ (2017) 59 Int JLM 1292.
* Villiers, ‘Boardroom Culture: An Argument for Compassionate Leadership’ (2019} 30 EBL Rev 253.

**Reports, codes etc**

* FRC, ‘Guidance on Board Effectiveness’ (2018), available [here](https://www.frc.org.uk/getattachment/61232f60-a338-471b-ba5a-bfed25219147/2018-Guidance-on-Board-Effectiveness-FINAL.PDF).
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| **Chapter 10: Directors’ Duties I: Duties of Performance** |

**Books**

* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) ch 10.
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 16.
* Hannigan, *Company Law* (6th edn, OUP 2021) chs 8-11 and 14.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 8.23 – 8.28, and 8.33.

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* Ahern, ‘Directors’ Duties, Dry Ink and the Accessibility Agenda’ (2012) 128 LQR 114.
* Alcock, ‘An Accidental Change to Directors’ Duties?’ (2009) 30 Cl Law 362.
* Cheung, ‘A Discussion on Whether there is Justification in Incorporating a Stakeholder Theory into UK Corporate Governance for Private Companies in Unregulated Transactions’ (2018) 39 Co Law 315.
* Edmund and Lowry, ‘The Continuing Value of Relief for Directors’ Breach of Duty’ (2003) 66 MLR 195.
* Fisher, ‘The Enlightened Shareholder: Leaving Stakeholders in the Dark’ (2009) 20 ICCLR 10.
* Hadjinestoros, ‘Stigmata of Fiduciary Duties in Shadow Directorship’ (2012) 33 Co Law 331.
* Keay, ‘The Duty of Directors to Exercise Independent Judgment’ (2008) 29 Co Law 290.
* Keay, ‘Good Faith and Directors’ Duty to Promote the Success of Their Company’ (2011) 32 Co Law 138.
* Keay, ‘Directors’ Duties and Creditors’ Interests’ (2014) 130 LQR 443.
* Keay and Iqbal, ‘The Impact of Enlightened Shareholder Value’ [2019] JBL 304.
* Langford and Ramsay, ‘The “Creditors’ Interest Duty”: When Does it Arise and What Does it Require?’ (2019) 135 LQR 385.
* Langford and Ramsay, ‘The Proper Purpose Rule as a Constraint on Directors’ Autonomy – Eclairs Group Ltd v JKX Oil & Gas plc’ (2017) 80 MLR 110.
* Mathiopoulos, ‘The Purpose of For-Profit Corporations in Light on Modern Perceptions and Wider Corporate Responsibilities’ (2017) 38 Co Law 278 and 303.
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* Witney, ‘Duties Owed by Shadow Directors: Closing in on the Puppet Masters?’ [2016] JBL 311.
* Worthington, ‘Directors’ Duties and Improper Purposes’ (2016) 75 CLJ 213.
* Yan, ‘Why Not Stakeholder Theory?’ (2013) 34 Co Law 148.

**Reports, codes etc**

* GC100, ‘Guidance on Directors’ Duties: Section 172 and Stakeholder Considerations’ (GC 100, 2018), available [here](https://uk.practicallaw.thomsonreuters.com/Link/Document/Blob/I59d0a3ddd47f11e8a5b3e3d9e23d7429.pdf?targetType=PLC-multimedia&originationContext=document&transitionType=DocumentImage&uniqueId=ca2b6551-a04f-44f3-aa3a-45d185fae44e&contextData=(sc.Default)&navId=75AD3CB81E3EF45EDA7034FC2D7EFF49&comp=pluk&firstPage=true&bhcp=1).
* Law Commission, *Company Directors: Regulating Conflicts of Interest and Formulating a Statement of Duties* (Law Com No 261, 1999), available [here](https://www.lawcom.gov.uk/project/company-directors-regulating-conflicts-of-interest-and-formulating-a-statement-of-duties/). The consultation document can be found [here](https://s3-eu-west-2.amazonaws.com/lawcom-prod-storage-11jsxou24uy7q/uploads/2015/06/cp153_Company_Directors_Consulation.pdf).

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| **Chapter 11: Directors’ Duties II: Conflicts of Interest** |

**Books**

* Davies, Worthington & Hare, *Gower’s Principles of Modern Company Law* (11th edn, Sweet & Maxwell 2021) ch 10.
* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 16.
* Hannigan, *Company Law* (6th edn, OUP 2021) chs 12-14.
* Kershaw, *Company Law in Context: Text and Materials* (2nd edn, OUP 2012) chs 13 and 14.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 8.29 – 8.32.

**Journal articles**

* Clark, ‘UK Company Law Reform and the Directors’ Exploitation of “Corporate Opportunities”’ (2006) 17 ICCLR 231.
* Gibbs, ‘The Absolute Limit of Directors’ Fiduciary Liability for Conflicts of Interest: The Directors’ Perspective’ (2015) 36 Co Law 231.
* Lim, ‘Directors’ Fiduciary Duties: A New Analytical Framework’ (2013) 129 LQR 242.

**Reports, codes etc**

* Law Commission, *Company Directors: Regulating Conflicts of Interest and Formulating a Statement of Duties* (Law Com No 261, 1999), available [here](https://www.lawcom.gov.uk/project/company-directors-regulating-conflicts-of-interest-and-formulating-a-statement-of-duties/). The consultation document can be found [here](https://s3-eu-west-2.amazonaws.com/lawcom-prod-storage-11jsxou24uy7q/uploads/2015/06/cp153_Company_Directors_Consulation.pdf).

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| **Chapter 12: Vacation of Office and Disqualification** |

**Books**

* French, *Mayson, French & Ryan on Company Law* (37th edn, OUP 2021) ch 15.
* Morse, *Palmer’s Company Law* (Sweet & Maxwell 2021) chs 8.13 – 8.17.

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* Belcher, ‘What Makes a Director Fit? An Analysis of the Workings of Section 17 of the Company Directors Disqualification Act 1986’ (2012) 16 Edin LR 386.
* Dabor, ‘The Directors’ Disqualification Order Regime: The Panacea for Preventing Corporate Abuse?’ (2018) 39 Co Law 243.
* Keay, ‘Company Directors Behaving Poorly: Disciplinary Options for Shareholders’ [2007] JBL 656.
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* BIS, ‘Transparency and Trust: Enhancing the Transparency of UK Company Ownership and Increasing Trust in UK Business: Discussion Paper’ (BIS 2013) Part B, available (along with other relevant papers) [here](https://www.gov.uk/government/consultations/company-ownership-transparency-and-trust-discussion-paper).
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