



CASES AND MATERIALS  
ON  
**CORPORATIONS**

SEVENTH EDITION—UNABRIDGED

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**THE FOUNDATION PRESS, INC.**  
**1995**

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615 Merrick Ave.  
Westbury, N.Y. 11590-6607  
(516) 832-6950

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Printed in the United States of America

**Library of Congress Cataloging-in-Publication Data**

Cary, William Lucius, 1910—

Cases and materials on corporations / by William L. Cary and  
Melvin Aron Eisenberg. — 7th ed., unabridged  
p. cm. — (University casebook series)  
Includes index.  
**ISBN 1-56662-257-3 (hard cover)**  
1. Corporation law—United States—Cases. I. Eisenberg, Melvin  
Aron. II. Title. III. Series.  
KF1413.C35 1995  
346.73'066—dc20  
[347.30666]

95-14417



TEXT IS PRINTED ON 10% POST  
CONSUMER RECYCLED PAPER



1st Reprint — 1997

## PREFACE

In many areas of corporate law, it is difficult to fully understand the issues and the legal rules without some background knowledge of basic accounting and financial concepts. Accordingly, this casebook includes introductory materials on such topics as financial statements, the present-value rule, diversification, valuation, the efficient capital market hypothesis, and dividend policy. These materials have been chosen and edited with an eye to ensuring that they are accessible to students who don't have an accounting and financial background. The materials are introduced gradually, at relevant points throughout the book, so that students are not faced with an onslaught of unfamiliar concepts.

Because of the importance of statutes in corporation law, students should refer to the Statutory Supplement whenever a cross-reference to that Supplement appears. When a cross-referenced statutory provision includes an Official Comment, the Comment should be read as well. Other cross-references to the Statutory Supplement (for example, references to excerpts from the Restatement (Second) of Agency) should be treated the same way.

In the preparation of this casebook, the following conventions have been used: Where a portion of the text of an original source (such as a case) has been omitted, the omission is indicated by ellipses (...). The omission of footnotes from original sources is not indicated, but the original footnote numbers are used for those footnotes that are retained. The American Law Institute's *Principles of Corporate Governance: Analysis and Recommendations* (1994) is cited simply as ALI, *Principles of Corporate Governance*.

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I thank my colleagues Baruch Lev, Eric Rakowski, and Jan Vetter for their very helpful comments on portions of the manuscript, and my Research Assistants Doug Couchman, Matt Forsyth, Christine Kurek, Stu Mackey, Rob Seaver, and Nellwyn Voorhies for their great assistance on all sorts of matters.

MELVIN A. EISENBERG

June, 1995

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## ACKNOWLEDGMENTS

I thank the authors, publishers, and copyrightholders who permitted me to reprint portions of the following works:

Ad Hoc Subcommittee on Merit Regulation of the State Regulation of Securities Committee, Section of Corporations, Banking and Business Law, American Bar Association, Report of State Merit Regulation of Securities Offerings, 41 Business Lawyer 785 (1986). Copyright © 1986 by the American Bar Association.

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Committee on Federal Regulation of Securities, Section of Corporations, Banking and Business Law, American Bar Association, The SEC and

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#### **ACKNOWLEDGMENTS**

- Geoffrey P. Miller and Jonathan R. Macey, *The Plaintiff's Attorney's Role in Class Actions and Derivative Litigations: Economic Analysis and Recommendations for Reform*, 58 U.Chi.L.Rev. 1 (1991).
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