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【英】珍妮特·丹恩

Janet Dine

公司法

COMPANY LAW

第四版

4th edition



法律出版社
Law Press · China

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Janet Dine

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出版说明

1843年,来自苏格兰的麦克米伦兄弟在英国创立了麦克米伦出版社,筚路蓝缕,以启山林。一百多年来,这家出版社早已发展成为国际知名的跨国出版集团,以出版学术著作和高等教育教材而享有盛誉,其包括法学在内的人文社会科学出版物更是广有嘉声。

麦克米伦法学精要丛书是麦克米伦近年来重点推出的一套法学教材。风格明晰简约,内容深浅适中。丛书以方便学生学习为目标,阐发原理,评介法律;析解制度,品读案例;引导思考,提供练习。既适用于专业课程的学习,也有助于职业技能的改进,受到学生与教师的广泛欢迎。对我们非英语国家的学生和研究者来说,这样一套教材恰好是学习、了解英语国家法学和提高法律英语水平的极好读物。

法律出版社作为中国最大的法律图书出版机构,一直致力于法律图书的全品种出版。2002年,成立专门的法律教育出版中心,将服务于中国法律教育事业的发展引为重责。在从事法律教育出版的过程中,我们一直认为,中国学子不仅应该阅读中文法学教材,通过母语了解本土或域外法学知识,同时也应该眼界高远,进一步阅读外文法学教材与文献,在原汁原味中学取域外知识,提升专业水平,适应日益全球化的现实需要。1999年,本社曾经出版英文影印本的美国法精要系列丛书,受到佳评。如今,我们再次引进这套麦克米伦法学精要丛书,影印出版,期冀于在中文教材之外,为广大学子和研究人员进一步提供优秀英文教材读物,谨献绵薄之力,给进步中的中国法治事业和进步中的中国年轻一代。

本书为《公司法》。一提起英国的公司法,不能不令人想起 Gower 的 *Principles of Modern Company*,想到它的厚度,也想到它的艰深,是一本不容易阅读的教科书。而读者面前的这一本公司法,尽管也不是太薄,但是相对简明得多。讲解问题的时候,多从就事论事的角度出发。

相对于国内的公司法而言,本书不光讨论公司法的内容,也讨论证券法的内容,比如第7章涉及的公开发行政券和第8章涉及的投资管制等等。同时,尽管本书讨论英国的公司法,但是其内容也不限于英国的公司法,也讨论欧盟的指令,甚至第18章专门讨论欧盟对英国公司法的影响;在相关章节,也讨论英国之外的其他国家的做法。比如,在第10章,在讨论公司治理的问题的时候,也讨论了欧盟其他国家的做法。简而言之,尽管本书是英国公司法,但是不仅仅限于英国的公司法。

就各章节的内容而言,本书已经作了相当的简明化的处理。原则上,以节为中心,就事论事谈问题,使人一目了然,不象其他教科书,需要反复阅读,前后对照。读者只要稍加阅读,就能体会到这一点。

就各章的课文而言,大致设计如下:章由正文、小结、案例要旨和习题四部分组成。以其中第2章为例说明。第2章有2.1—2.9九节,这是正文;章后附加的,是各节相应的小结,点明相应章节的论题;再次,是判例摘记,本章附加的正好是公司章程的两个组成文件;之外,是三个习题。该类习题,在正文中都能找到完整的回答——当然不是逐字逐句的。这样安排,可以让读者做到自我检测。

法律出版社法律教育出版中心

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Preface

In accordance with the intentions behind the *Mastering Law* series, this book is intended as an introduction to the basic principles of company law. Like the other books in the series the book contains features designed to help those studying this subject for the first time. These include *casenotes* at the end of most chapters which give a short account of the facts and decisions in key cases. A number of points for further consideration are included in the *exercises* at the end of each chapter. In addition an attempt has been made to state the law in clear and simple terms. I hope it has succeeded.

JANET DINE

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