

## The University of Tokyo School of Law

Summer School Program 2016 (August 6 - August 11, 2016)

"Global Trends in Corporate Governance and M&A"

### 【Class A】

|        |           |   |                           |   |   |                  |
|--------|-----------|---|---------------------------|---|---|------------------|
|        |           | 12:00~12:30   |                           | 13:25~15:20   | 15:50~17:45   | 18:30~           |
| 6 Sat  |           | O r i e n t a t i o n   | Lunch                     | Overview<br>Class A, B & C: Goto  | Regulation of Takeovers<br>under German Law and EU-Regulation<br>Baum (1)       | Welcome<br>party |
|        |           | 10:00~11:55   |                           | 13:25~15:20   | 15:50~17:45   | 18:30~           |
| 7 Sun  | Breakfast | Shareholders' Litigation in the U.S.<br>Ramseyer (1)                | Lunch                     | Independent Directors in Germany –<br>A Historical and Comparative Analysis<br>Baum (2) | The Origins and Structure of English<br>Company Law<br>Fisher (1)               | Dinner           |
|        |           | 10:00~11:55   |                           | 13:25~15:20   | 15:50~17:45   | 18:30~           |
| 8 Mon  | Breakfast | The Derivative Action in Asia: A Complex<br>Reality<br>Puchniak (1) | Group<br>Photo &<br>Lunch | The Value of Outside Directors<br>Ramseyer (2)  | The Impact of the “Florange Law”<br>on Takeover Bids in France<br>Buhart (1)    | Dinner           |
|        |           | 10:00~11:55   |                           | 13:25~15:20   | 15:50~17:45   | 18:30~           |
| 9 Tue  | Breakfast | Directors' Duties and their Enforcement in<br>the UK<br>Fisher (2)  | Lunch                     | Independent Directors in Singapore and<br>Asia: Divergent Convergence<br>Puchniak (2)   | Freeze-outs and Minority Protections:<br>A US - EU Comparison<br>Ventoruzzo (1) | Dinner           |
|        |           | 10:00~11:55   |                           | 13:25~15:20   |   | 18:00~           |
| 10 Wed | Breakfast | Recent Developments<br>Affecting Board of Directors<br>Buhart (2)   | Lunch                     | Proxy Access and List Voting<br>in Directors' Elections<br>Ventoruzzo (2)               |   | Dinner           |
|        |           | 10:00~13:00   |                           | 14:00~15:30   |   |                  |
| 11 Thu | Breakfast | E x a m   |                           | Farewell Party  |   |                  |

#### + Lecturers +

Prof. Harald Baum, MPI Hamburg and Hamburg University, Germany

Mr Jacques Buhart, McDermott Will & Emery, Paris, France and Brussels, Belgium

Prof. James Fisher, University of Tokyo

Prof. Dan Puchniak, National University of Singapore

Prof. J. Mark Ramseyer, Harvard University, USA

Prof. Marco Ventoruzzo, Bocconi University, Italy, and Pennsylvania State University, USA

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**Summer School Program 2016 (August 6 - August 11, 2016)**  
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**【Class B】**

|        |           |   |                           |   |  |                  |
|--------|-----------|---|---------------------------|---|--|------------------|
|        |           | <b>12:00~12:30</b>  |                           | <b>13:25~15:20</b>  | <b>15:50~17:45</b>   | <b>18:30~</b>    |
| 6 Sat  |           | Orientation   | Lunch                     | Overview<br>Class A, B & C: Goto  | The Impact of the "Florange Law"<br>on Takeover Bids in France<br>Buhart (1) | Welcome<br>party |
|        |           | <b>10:00~11:55</b>  |                           | <b>13:25~15:20</b>  | <b>15:50~17:45</b>   | <b>18:30~</b>    |
| 7 Sun  | Breakfast | Freeze-outs and Minority Protections:<br>A US - EU Comparison<br>Ventoruzzo (1)       | Lunch                     | Recent Developments<br>Affecting Board of Directors<br>Buhart (2)                       | Shareholders' Litigation in the U.S.<br>Ramseyer (1)                         | Dinner           |
|        |           | <b>10:00~11:55</b>  |                           | <b>13:25~15:20</b>  | <b>15:50~17:45</b>   | <b>18:30~</b>    |
| 8 Mon  | Breakfast | Regulation of Takeovers<br>under German Law and EU-Regulation<br>Baum (1)             | Group<br>Photo &<br>Lunch | Proxy Access and List Voting in Directors'<br>Elections<br>Ventoruzzo (2)               | The Derivative Action in Asia: A Complex<br>Reality<br>Puchniak (1)          | Dinner           |
|        |           | <b>10:00~11:55</b>  |                           | <b>13:25~15:20</b>  | <b>15:50~17:45</b>   | <b>18:30~</b>    |
| 9 Tue  | Breakfast | The Value of Outside Directors<br>Ramseyer (2)  | Lunch                     | Independent Directors in Germany<br>– A Historical and Comparative Analysis<br>Baum (2) | The Origins and Structure of English<br>Company Law<br>Fisher (1)            | Dinner           |
|        |           | <b>10:00~11:55</b>  |                           | <b>13:25~15:20</b>  |  | <b>18:00~</b>    |
| 10 Wed | Breakfast | Independent Directors in Singapore and<br>Asia: Divergent Convergence<br>Puchniak (2) | Lunch                     | Directors' Duties and their Enforcement in<br>the UK<br>Fisher (2)                      |  | Dinner           |
|        |           | <b>10:00~13:00</b>  |                           | <b>14:00~15:30</b>  |  |                  |
| 11 Thu | Breakfast | Exam  |                           | Farewell Party  |  |                  |

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**【Class C】**

|        |           |  |                     |  |  |               |
|--------|-----------|--|---------------------|--|--|---------------|
|        |           | 12:00~12:30  |                     | 13:25~15:20  | 15:50~17:45  | 18:30~        |
| 6 Sat  |           | Orientation  | Lunch               | Overview<br>Class A, B & C: Goto   | The Derivative Action in Asia: A Complex Reality<br>Puchniak (1)             | Welcome party |
|        |           | 10:00~11:55  |                     | 13:25~15:20  | 15:50~17:45  | 18:30~        |
| 7 Sun  | Breakfast | The Origins and Structure of English Company Law<br>Fisher (1)                       | Lunch               | Independent Directors in Singapore and Asia: Divergent Convergence<br>Puchniak (2) | Freeze-outs and Minority Protections: A US - EU Comparison<br>Ventoruzzo (1) | Dinner        |
|        |           | 10:00~11:55  |                     | 13:25~15:20  | 15:50~17:45  | 18:30~        |
| 8 Mon  | Breakfast | The Impact of the "Florange Law" on Takeover Bids in France<br>Buhart (1)            | Group Photo & Lunch | Directors' Duties and their Enforcement in the UK<br>Fisher (2)                    | Regulation of Takeovers under German Law and EU-Regulation<br>Baum (1)       | Dinner        |
|        |           | 10:00~11:55  |                     | 13:25~15:20  | 15:50~17:45  | 18:30~        |
| 9 Tue  | Breakfast | Proxy Access and List Voting in Directors' Elections<br>Ventoruzzo (2)               | Lunch               | Recent Developments Affecting Board of Directors<br>Buhart (2)                     | Shareholders' Litigation in the U.S.<br>Ramseyer (1)                         | Dinner        |
|        |           | 10:00~11:55  |                     | 13:25~15:20  |  | 18:00~        |
| 10 Wed | Breakfast | Independent Directors in Germany – A Historical and Comparative Analysis<br>Baum (2) | Lunch               | The Value of Outside Directors<br>Ramseyer (2)                                     |  | Dinner        |
|        |           | 10:00~13:00  |                     | 14:00~15:30  |  |               |
| 11 Thu | Breakfast | Exam   |                     | Farewell Party   |  |               |

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