

For day 1:

(Beate Sjøfjell)

UN Sustainable Development Goals: Significance for Business and Finance

Recommended reading (non-obligatory):

[United Nations Sustainable Development Goals](#) (35 pages)

(Beate Sjøfjell)

Our European Company Law: Recent Developments and Remaining Challenges

Sjøfjell, Beate, Bridge Over Troubled Water: Corporate Law Reform for Life-Cycle Based Governance and Reporting (November 22, 2016). University of Oslo Faculty of Law Research Paper No. 2016-23 (17 pages); available at: <https://ssrn.com/abstract=2874270>

High Level Expert Group on Sustainable Finance, interim report to advice on developing a comprehensive EU strategy on sustainable finance, Executive Summary, [available here](#) (3 pages)

Recommended reading:

Sjøfjell, Beate, 'Achieving Corporate Sustainability: What is the Role of the Shareholder?' Hanne Birkmose (eds), Shareholders' Duties in Europe (Kluwer Law International, 2017), Chapter 18. Available at SSRN: <https://ssrn.com/abstract=2828573>

(for Norwegian-reading candidates:)

Linn Anker-Sørensen and Beate Sjøfjell, 'Vår europeiske selskapsrett' (Our European Company Law), [available in 3rd edition, 2016, here](#) – 4th edition, 2017, will be available later this term.

For day 2:

(Beate Sjøfjell)

Financial Risk as Driver for Evolving Duties of the Corporate Board

Recommended reading:

Beate Sjøfjell, 'Closing the Circle: Corporate Boards & the Financial Risk of Corporate Unsustainability', an early version draft working paper in the SMART Project (smart.uio.no). Circulated only to participants at PhD Seminar 2017, do not circulate further or cite without contacting the author (PDF, 8 pages)

(Anssi Kärki)

Allocating Liability When Piercing the Corporate Veil – Bypassing Broken Nodes

Recommended reading (for Finnish, Swedish, Norwegian and Danish reading candidates):

Case law:

- KKO 2015:17 - Finland
- NJA 2014:75 - Sweden
- HR-2010-00443-A - Norway
- UfR 1997 p. 1642 - Denmark

Nordic literature about the case law:

- Kärki, Anssi: Samastaminen osakeyhtiössä - oppitunteja Yhdysvalloista. Lakimies 5/2016 pp. 741-764 (24 pp)
- Sandström, Torsten: Ansvarsgenombrott och ABL - ett ordknapp prejudikat. Info Torg juridik 9.1.2015 (6 pages), [available here](#)
- Schwarz-Hansen, Christian: Fordele og ulemper ved et hæftelsesgennembrudsinstitut i dansk koncernret. Nordisk Tidsskrift for Selskabsret 4/2001 pp. 433-448 (15 pp)
- Sjøfjell, Beate: Environmental Piercing of the Corporate Veil: The Norwegian Supreme Court Decision in the Hempel Case. European Company Law. 7 no 4 2010 pp. 154-160 (7 pp)

For day 3:

(Marta Andrecka)

Lecture on Public Procurement

- M. Andrecka & K. Peterkova Mitkidis, "Sustainability requirements in EU public and private procurement - a right or an obligation?" 2017/1 Nordic Journal of Commercial Law (NJCL) pp. 56-87 (31 pp).
- M. Andrecka, guest editor, Procurement Beyond the Price- Special Issue 3/2017 European Procurement and Public- Private Partnership Law Review (EPPPL) (2 pp)
- M. Andrecka, "Corporate Social Responsibility and Sustainability in Danish Public Procurement" in 3/2017 EPPPL, pp. 333-345 (12 pp)
- B. Sjøfjell & A. Wiesbrock (eds), Sustainable Public Procurement Under EU Law - New Perspectives on the State as Stakeholder (Cambridge University Press 2016) Chapter 1 (22 pp), available at <https://ssrn.com/abstract=2954499>

(Mark Taylor)

Due diligence as a driver for change? The UN Guiding Principles on Business and Human rights

Recommended reading:

UN Guiding Principles of Business and Human Rights, Part II (pages 13 – 26), [available here](#) (36 pages)

Taylor, M. (2014) “Due Diligence: A Compliance Standard for European Companies”, European Company Law 11, no.2 (2014): 86-89

Olivier de Schutter, Anita Ramasastry, Mark B. Taylor and Robert C. Thompson (2012), “Human Rights Due Diligence: the Role of States

http://issuu.com/icar/docs/human_rights_due_diligence_the_role_of_states

International Corporate Accountability Roundtable, European Coalition for Corporate Justice, Canadian Network on Corporate Accountability (Introduction and Conclusion about 8 pages total)

(Jaakko Salminen)

Liability for Unsustainable Supply Chain Practices, Nothing Less

- Galit Sarfaty, Shining Light on Global Supply Chains, 56 Harvard International Law Journal 419–463 (44 pp)

(Eli Rudshagen)

Setting the Standard for Corporate Sustainable: Towards Greater Policy Coherence Between Financial and Non-Financial Reporting Requirements

Recommended reading:

- [Directive 2013/34/EU](#) (the Accounting Directive) (92 pp)
- [Guidelines from the Commission](#) for non-financial reporting in accordance with Directive 2013/34/EU (20 pp)
- [Regulation \(EC\) 1221/2009](#) (the EMAS Regulation) (68 pp)

For day 4:

(Alfonso Martinez-Echevarria)

- H-Y Chiu: The meaning of share ownership and the governance role of shareholder activism in the United Kingdom , 8 Rich. J. Global L. & Bus. 117, 122-123 (2008) (37 pages)

Recommended reading:

- M. M. Blair: The nature of shareholding and corporate governance, Corporate ‘Ownership’: A Misleading Word Muddies the Corporate Debate, Winter 13/1 The Brookings Review 16 (1995)
- Paul L. Davies, / Sarah Worthington: Gower and Davies’ Principles of Modern Company Law, 9th ed., Thomson Reuters, London, 2012, pp. 859-872 (23. “The Nature and Classification of Shares”), pp. 981-1007 (27. “Transfer of Shares”) (27 pp)

- Alfonso Martínez-Echevarría: The Nature of Shareholding and Regulating Shareholders' Duties, Hanne S. Birkmose, Shareholder's Duties, Kluwer Law International – (21 pages)
- O. L. Reed: What is 'property'? 41 Am. Bus. L. J. 459, esp. 462 (2004) (35 pages)

(Hanne S. Birkmose & Konstantinos Sergakis)

Shareholders' Rights and Duties: Taxonomy, Enforcement and Sanctions

- Directive (EU) 2017/828 of the European Parliament and of the Council of 17 May 2017 amending Directive 2007/36/EC as regards the encouragement of long-term shareholder engagement [2017] OJ L 132/1 (25 pages)
- Chiu, Iris H-Y and Katelouzou, Dionysia, From Shareholder Stewardship to Shareholder Duties: Is the Time Ripe? (April 1, 2016) Shareholder's Duties (Birkmose ed., Kluwer Law International, 2016); Available at SSRN: <https://ssrn.com/abstract=2731241> or <http://dx.doi.org/10.2139/ssrn.2731241> (23 pages)

Recommended additional reading:

- Chiu, Iris H-Y and Katelouzou, Dionysia, Making a Case for Regulating Institutional Shareholders' Corporate Governance Roles (January 10, 2017). Journal of Business Law, Forthcoming; King's College London Law School Research Paper No. 2017-13. Available at SSRN: <https://ssrn.com/abstract=2896748> (33 pages)
- Sergakis, Konstantinos, Deconstruction and Reconstruction of the 'Comply or Explain' Principle in EU Capital Markets (October 30, 2014). Accounting, Economics and Law: A Convivium, 2015(3), 233-288. Available at SSRN: <https://ssrn.com/abstract=2516741> (55 pages)
- Hanne S. Birkmose & Florian Möslein: Introduction: Mapping Shareholders' Duties. Hanne S. Birkmose, Shareholder's Duties, Kluwer Law International 2017 – (25 pages)

(Jukka Mähönen)

Nordic Public Market Actors as Shareholders

- Per Lekvall (ed), The Nordic Corporate Governance Model (SNS Förlag, 2014):
 - Chapter II: The Institutional Framework of Nordic Corporate Governance (pp. 36-51) (15 pages)
 - Chapter IV: The Nordic Model in an International Perspective (pp. 94-113) (21 pages)
- available at https://www.sns.se/wp-content/uploads/2016/08/the_nordic_corporate_governance_model_1.pdf

Recommended literature:

Mähönen, Jukka, Public Entities as Institutional Investors for Corporate Sustainability (June 6, 2017). University of Oslo Faculty of Law Research Paper No. 2017-25. Available at SSRN: <https://ssrn.com/abstract=2981688>

For day 5:

(Hanne S. Birkmose)

Shareholders' Duties as Vehicle for a Transformation of EU Company Law

- Directive (EU) 2017/828 of the European Parliament and of the Council of 17 May 2017 amending Directive 2007/36/EC as regards the encouragement of long-term shareholder engagement [2017] OJ L 132/1. As Thursday
- Chiu, Iris H-Y and Katelouzou, Dionysia, Making a Case for Regulating Institutional Shareholders' Corporate Governance Roles (January 10, 2017). *Journal of Business Law*, Forthcoming; King's College London Law School Research Paper No. 2017-13. Available at SSRN: <https://ssrn.com/abstract=2896748> as Thursday
- Hanne S. Birkmose & Florian Möslein: Introduction: Mapping Shareholders' Duties. Hanne S. Birkmose, *Shareholder's Duties*, Kluwer Law International 2017 – as Thursday