

*European
Business
Organization
Law Review*

EBOR

Transnational Financial Markets Regulation

Regulating Hedge Funds

Generating Law for European Securities and Markets

Europe Enforces Capital Markets Law
(A Civil Law Perspective)

Tag-along and Drag-along Clauses v. Corporate Opportunism

New Institutional Economics, Entrepreneurs and
Forward Traders

T · M · C · A S S E R P R E S S

11.3
2010

Contents

Editorial

RAINER KULMS, Editorial317

Articles

LARS KLÖHN, Transnational Financial Markets Regulation –
A Conference.....319

ANDREAS ENGERT, Transnational Hedge Fund Regulation.....329

THOMAS M.J. MÖLLERS, Sources of Law in European Securities
Regulation – Effective Regulation, Soft Law and Legal Taxonomy
from Lamfalussy to de Larosière.....379

RÜDIGER VEIL, Enforcement of Capital Markets Law in Europe –
Observations from a Civil Law Country409

ISABEL SÁEZ LACAVE AND NURIA BERMEJO GUTIÉRREZ,
Specific Investments, Opportunism and Corporate Contracts:
A Theory of Tag-along and Drag-along Clauses.....423

RUDOLF RICHTER, Entrepreneurs as Surrogate Forward Traders of
Goods and Services, Seen from the Viewpoint of New Institutional
Economics459

Book Review

JENNIFER PAYNE, Reinier Kraakman, et al., *The Anatomy of Corporate
Law: A Comparative and Functional Approach*, 2nd edition (Oxford,
Oxford University Press 2009).....477

European Business Organization Law Review (EBOR)

Editorial policy and information for authors

Editorial policy

The journal encourages submissions from lawyers, both academic and practitioners, and economists. Contributions of authors from other disciplines, such as political and social scientists, are welcome. Occasionally, policy makers and business people will be invited to express their opinion within their fields of expertise. Theoretical and applied works are equally considered. Articles will be subjected to a review procedure. Accepted manuscripts will be edited, if necessary, to enhance their effectiveness. In case of extensive editing, the approval of the author will be sought prior to typesetting.

Submission of manuscripts

Manuscripts should be submitted to the Editor, accompanied by an assurance that the article has not been published or accepted elsewhere. However, exceptional contributions originally written in other languages may be considered for publication in proximity to their publication in that other language.

The articles should be comprehensible to readers outside the specific field of expertise. Special terms and abbreviations should be clearly defined. Manuscripts should range between **3,000 and 10,000 words** and be prefaced by an **abstract** of no longer than **200 words** and about **10 keywords**. Contributors are requested to submit their by **e-mail** (in Word format) to **EBOR@asser.nl**. A hard copy will only be requested if necessary.

Fees

Authors will not receive a fee, but will be presented with the issue of EBOR in which their contribution appears, together with 25 offprints of their work in the case of articles and case reports and 5 offprints in the case of book reviews. Additional offprints may be ordered prior to publication, upon payment of a standard fee.

Copyright

The acceptance of a manuscript for publication implies that the author assigns to the publisher the copyright to the contribution whereby the publisher shall have the exclusive right to publish it everywhere during the full term of copyright and all renewals and extensions thereof. These rights include mechanical, electronic and visual reproduction, electronic storage and retrieval; and all other forms of electronic publication including all subsidiary rights.

The author retains the right to republish the article in any other publication one year after its publication in the journal, provided only that the author notifies the publisher and ensures that the publisher is properly credited and that the relevant copyright notice is repeated verbatim.

Editorial office

European Business Organization Law Review, T.M.C. Asser Instituut, P.O. Box 30461, 2500 GL The Hague, The Netherlands, Tel. +31 (70) 342 0300, Fax +31 (70) 342 0359, e-mail EBOR@asser.nl.