

## 7. Commercial Law

### 1998

*The Japan Association of Private Law* held its 62nd General Meeting (Commercial Law Division) at Gakushuin University on October 10 and 11, 1998.

#### Symposium:

Draft Proposal on the Life Insurance Law

(1) About this Symposium, by Kenjiro Egashira (Prof., Tokyo University)

(2) Problems about the Fundamental Structure and Types of Contracts of the Draft, by Hiroshi Suzaki (Prof., Kyoto University)

(3) Duty To Notice, Considerable Increase and Diminution of Risk, by Kenjiro Egashira (Prof., Tokyo University)

(4) Problems About Moral Risk, by Masaaki Nakanishi (Prof., Osaka Gakuin University)

(5) Other Problems, by Tomonobu Yamashita (Prof., Tokyo University)

(6) Some Questions, by Koichiro Kurasawa (Prof., Musashi Kogyo University)

#### Workshops:

(1) Share Exchange, by Masafumi Nakahigashi (Associate Prof., Nagoya University)

(2) Rethinking of the Concept of Valuable Securities, by Hiroyuki Kansaku (Prof., Gakushuin University)

#### Individual Reports:

(1) Delegation of the Right to Appoint a Director, by Takayasu Kamiya (Associate Prof., Hosei University)

(2) Holding Companies and the Double Derivative Suit, by Jianlong Zhou (Associate Prof., Aomori Public College)

(3) Civil Liability of Insider Trading on Open Markets, by Toshiyuki Maekoshi (Lecturer, Kitakyusyu University)

(4) Insider Trading Regulation, by Tokuya Shinatani (Associate Prof., Meijo University)

(5) The Position of a Shareholder Who is an Employee, by Masahiro Michino (Associate Prof., Otaru University of Commerce)

(6) Acquisition of Business Assets by a Controlling Shareholder and Resolution to Dissolution Company, by Junichiro Kusumoto (Associate Prof., Saga University)

(7) The Regulations and Civil Remedies against Manipulation, by Yoshifumi Imagawa (Lecturer, University of Osaka Prefecture)

(8) Protecting Minority Rights in the Closely Held Corporation, by Axian Pan (Lecturer, Yokohama City University)

(9) Cumulative Voting for Directors in Corporate Governance, by Toshiaki Kobayashi (Associate Prof., Rissho University)

(10) On Unlimited Liability of Air Carriers Based on Article 25 of the Amended Version in the 1929 Warsaw Convention as Amended at The Hague 1955, by Katsutoshi Fujita (Prof., Osaka City University)

(11) Application of UCC Article 2 to Computer Contracts, by Noriko Kawawa (Lecturer, University of Osaka Prefecture)

(12) Autonomy of Guarantee on Demand and Defense on Abuse, by Satoru Shibazaki (Associate Prof., Yamagata University)

## 1999

*The Japan Association of Private Law* held its 63rd General Meeting (Commercial Law Division) at Doshisha University on October 10 and 11, 1999.

## Symposium:

What Company Law Should Be: Proposals to Establish Corporate Governance

(1) Introduction, by Junjiro Mori (Prof., Kyusyu University)

(2) The Principle of Maximization of Interests of Shareholders in Modern Economics, by Hideshi Ito, (Associate Prof., Osaka University)

(3) Institutional Problems of Corporate Governance in Japan, by Tadao Kagono (Prof., Kobe University)

(4) Toward the Reconstruction of Company Law, by Junjiro Mori

(Prof., Kyusyu University)

(5) What an Audit System Should Be: From My Experience as an Auditor, by Shuji Nagano (Lawyer)

(6) Toward the Construction of Public Company Law, by Tatsuo Uemura (Prof., Waseda University)

### **Workshops:**

(1) Commercial Possessory Lien, by Toru Hayakawa (Prof., Kansai University)

(2) Who Should be the Defendants in Suits in Corporate Law?, by Hiromasa Nakajima (Prof., Tokyo Metropolitan University)

### **Individual Reports:**

(1) Stock Options as a Management Compensation Plan, by Hirosato Kariya (Associate Prof., Hitotsubashi University)

(2) The Impact of the Internationalization of Securities Transactions upon the Development of a Disclosure System, by Hiroko Aoki (Associate Prof., Chiba University)

(3) Duties and Responsibilities of the Indenture Trustee, by Motoaki Tazawa (Associate Prof., Meijo University)

(4) The Institutional Shareholder and Corporate Governance, by Yoshimasa Umemoto, (Associate Prof., Konan University)

(5) Favorable Issue of New Shares and the Liability of Directors, by Hironao Fukushima (Associate Prof., Nanzan University)

(6) Legal Problems About Suicide-Exempt Provisions in Personal Policy Contracts, by Yukihiro Sasamoto (Associate Prof., Fukuoka University)

(7) Conflict of Interest in Money Managing Business, by Masayoshi Ishida (Lecturer, Toyama University)

(8) The Possibility and Limitation of Elimination of Director's Liability, by Akimasa Yanagi (Lecturer, Seinan Gakuin University)

(9) Accounting for Equity Financing with the Change in Proportionate Interests, by Akihiro Noguchi (Associate Prof., Nagoya University)

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