

Developments in the Law in 2013: Corporate Law and Securities Regulation

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Abstract

The year of 2013 is a very productive year for the development of corporate law and securities law. There were two amendments for the Company Act. Both were promulgated in January. There was only one amendment for the Securities and Exchange Act on June 5, 2013. The major revisions on the Company Act include the following subjects: (1) statutory removal of directorship; (2) introduction of piercing corporate veil doctrine. In Securities and Exchange Act, the revision is regarding the timing for filing the Declaration of Internal Control by the company.

Basically, the amendments of corporate and securities law in 2013 has a focus on enhancing the corporate governance. In addition to those amendments, there were many cases worth of reading. This article will introduce some cases in the corporate and securities laws decided in 2013, particularly those decided by the Supreme Court. Issues of corporate law cases involve the validity of the board meeting resolution if corporate supervisors are not duly notified, the validity of the transactions between directors and the corporation if not represented by a corporate supervisor required by law, validity of board meeting resolutions if interested directors participate voting. Issues of securities law cases involve whether stabilizing the share price for public offering purpose constitutes market manipulation, and whether it is important to identify the time of the occurrence of material information in insider trading cases.

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Keywords: piercing the corporate veil doctrine, director shareholding, reduction of capital, material information, insider trading, wash sale