Corporate Governance in East Asia Conference

Is Convergence on the Anglo-American Model the Future?

February 10, 2007

Organized by:
Kyushu University Graduate School of Law

Venue:
Nishijin Plaza, Fukuoka, Japan
Corporate Governance in East Asia is an issue of global consequence. The last half century has seen Japan, Korea and China experience “economic miracles” that have defined the growth of the global economy. The impact of the region over the next half century is likely to be even more dramatic – as the size of the region’s economy may indeed outstrip those of the US and the EU. One of the objectives of this conference is to gain a deeper understanding into how the building blocks of the economy in East Asia, its corporations, function.

The other objective is to evaluate the correctness of "convergence theory", which looms large in the wider comparative corporate governance literature. The recent trend in East Asia of transplanting Anglo-American corporate governance mechanisms, as a means of reform, provides a rich context for engaging in the convergence debate.

With leading experts from each of East Asia’s major economies and the United States, we are confident that this conference will achieve its objectives. We hope that the conference leaves all those who attend it with a better sense of the direction that corporate governance in East Asia is heading, so that they may anticipate today the issues of tomorrow.
**Programme**

**OPENING CEREMONY** (開会セレモニー)
9:00-9:10

- Greeting
  - Professor Kono (Director of the International Graduate Programs, Kyushu University Graduate School of Law)
  - 河野 俊行教授 (九州大学法学研究院国際プログラム責任者)

**9:10-9:20**

- Introduction
  - Mr. Puchniak (LL.D. Candidate, Kyushu University)
  - プチュニアク氏 (九州大学法学研究院LL.D.学生)

**SESSION 1** (セッション 1)
Chairperson: Mr. Puchniak (議長：プチュニアク氏)

**9:20-9:55**

- Finding Law in the Convergence of Corporate Norms Debate
  - Professor Cox (Duke Law School)
  - 「企業行動規範収斂論に見出す法の役割」
  - コックス教授 (デューク・ロースクール)

**9:55-10:30**

- Transplanting Audit Committees in Korean Soil: A Window into the Evolution of Korean Corporate Governance
  - Professor Kim (College of Law Seoul National University)
  - 「監査委員会を韓国の土壤に：そこから垣間見える韓国のコーポレート・ガバナンスの進展」
  - 金教授 (ソウル国立大学法学部)

Break (15 minutes) 休息 (15分間)

**SESSION 2** (セッション 2)
Chairperson: Dr. Van Uytse (議長：ヴァン・アーツル博士)

**10:45-11:20**

- Panacea or Placebo? An Empirical Analysis of the Effect of the Japanese Committee-System Corporate Governance Law Reform
  - Mr. Lawley (Clayton Utz Law Office)
  - 「万能薬がそれとも偽薬か？検証日本の委員会制度とコーポレート・ガバナンス改革」
  - ローレー氏 (クレイトンユッツ法律事務所)
11:20-11:55
Traditional Rules and their Transformation: M&A Rules in Japan and the Convergence Debate
Professor Osugi (Chuo Law School)
「敵対的買収への日本法の対応と、アメリカ法からの微妙な逸脱」
大杉教授（中央大学法科大学院）

Lunch (95 minutes) 昼食（95分間）

SESSION 3 (セッション 3)
Chairperson: Professor Pejovic (議長: ペイヨヴィッチ教授)

1:30-2:05
Taming Controlling Shareholders in China: Research on Independent Director Institution?
Professor Peng (Peking University Law School)
「支配的株主の統制？独立取締役制度の研究」
ペン教授 (北京大学法学院)

2:05-2:40
Independent Director System in Chinese Corporate Governance: Formal Convergence, Substantial Divergence?
Ms. Yuan (LL.D. Candidate, Kyushu University)
「中国のコーポレート・ガバナンスと独立取締役制度：収斂かそれとも事実上の分散か」
ユアン氏 (九州大学法学研究院LL.D.学生)

Break (15 minutes) 休憩（15分間）

SESSION 4 (セッション 4)
Chairperson: Professor Fenwick (議長: フェニック教授)

2:55-3:30
The Japanization of American Corporate Governance? Evidence of the Never-Ending History for Corporate Law
Mr. Puchniak (LL.D. Candidate, Kyushu University)
「日本化される米国型コーポレート・ガバナンス？実証終わりなき会社法」
プチュニアク氏 (九州大学法学研究院LL.D.学生)
3:30-3:40
The Possible Implications of Japanese Court Decisions on Defensive Measures for Japanese Corporate Governance
Mr. Kamiya (Skadden, Arps Law Office)
「買収防衛策に関する日本の裁判例が日本のコーポレートガバナンスに与える影響について」
神谷氏（スキャデン・アープス法律事務所）

3:40-3:55
A Challenge to the Corporate Governance Convergence Debate
Professor Puri (Osgoode Hall Law School)
Professor Ben·Ishai (Osgoode Hall Law School)
「コーポレート・ガバナンス収斂論への挑戦」
プリ教授 (オズグッド・ホール・ロースクール)
ベン・イシャイ教授 (オズグッド・ホール・ロースクール)

Break (15 minutes)休憩（15分間）

SESSION 5: PANEL DISCUSSION (セッション 5)
Moderator: Professor Fenwick (モデレータ：フェニック教授)

4:10-5:30
Convergence Towards the Anglo-American Model?
「英米モデルへの収斂か？」
Panelists (パネリスト)
Professor Ben·Ishai (ベン・イシャイ教授)
Professor Cox (コックス教授)
Mr. Kamiya (神谷氏)
Mr. Lawley (ローレー氏)
Professor Osugi (大杉教授)
Professor Peng (ペン教授)
Mr. Puchniak (プチュニアク氏)
Professor Puri (プリ教授)
Ms. Yuan (ユアン氏)

CLOSING (閉会)
5:30-5:45
Professor Kono (Director of the International Graduate Programs,
Kyushu University Graduate School of Law)
河野 俊行教授（九州大学法学研究院国際プログラム責任者）
Professor Cox is the Brainerd Currie Professor of Law at Duke. He specializes in the areas of corporate and securities law.

Professor Kim is teaching corporate and securities law at Seoul National University (SNU).

Mr. Lawley is a trainee solicitor at Clayton Utz (a leading Australian law firm), where he works in the Japan practice group.

Professor Osugi teaches corporate law and securities regulation at Chuo Law School in Tokyo.

Professor Peng is currently teaching company, securities and banking law at the Law School of Peking University.

Ms. Yuan Jie is an LL.D. candidate at Kyushu University focusing on Chinese and comparative corporate governance.
Mr. Puchniak is an LL.D. Candidate at Kyushu University focusing on comparative and Japanese corporate governance.

Mr. Kamiya represents Japanese and multinational clients of Skadden, Arps (a leading international law firm) in a broad range of corporate matters with special focus on cross-border mergers and acquisitions and joint venture transactions.

Professor Ben-Ishai teaches contracts, bankruptcy, commercial law (LL.M. program) and a seminar in corporate governance at Osgoode Hall Law School in Toronto.

Professor Puri teaches corporate law, securities law, corporate governance, and corporate and white-collar crime at Osgoode Hall Law School in Toronto.

Contributing Author (寄稿者)

Professor Ramseyer is the Mitsubishi Professor of Japanese Legal Studies at Harvard University.
Conference Venue

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Conference Publisher

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Please visit our conference webpage for more details:

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