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First, the EU's fundamental aim of promoting **market integration** makes the EU a good candidate to act as a countervailing force against member states' tendency to devise rules that protect national companies and, as far as listed companies are concerned, the incumbent dominant shareholders or management teams.

Examples of areas where rules of this kind could be adopted include: takeover law, ownership disclosure rules (so long as they hamper hostile takeover activity), the 11th Directive on branches, and more generally cross-border issues.

Second, EU company law might have a role in facilitating an efficient outcome in the negotiation between managers or block-holders and (other) shareholders or creditors in defining the rules of the game and how much they should protect the latter against the risk of abuse of power by the former. Managers and block-holders will have the upper hand in devising such rules, if anything due to shareholders' collective action problems, and therefore push for a low degree of **investor protection**. It makes sense thus for the EU policymaker to devise *default rules* that tilt on the side of more contestability of control and on the side of more investor protection, leaving companies (and possibly, but not preferably, Member States) free to opt out of such arrangements, eventually via qualified majority voting at the general meeting.

Examples of areas where default rules of this kind could be thought of are shareholder rights, such as e.g., shareholder remedies (withdrawal rights, derivative suits and so on), the right to inspect the company's books, and the right to minority shareholder representation on the board (with due qualifications). Similarly, default rules defining procedures to be followed when a company engages in related party transactions could be devised.

Third, because of the mandatory structure of many member states' company laws, the EU could aim to remove national company law barriers to **flexible solutions** for the conduct of business. Enabling (opt-in) rules could be used for this purpose.

Examples of areas where enabling rules could be crafted are group law (allowing for contractual groups in countries not having such possibility), the various EU legal forms, takeover law (e.g. with regard to some defences) etc.