

---

# Contents

---

<i>List of contributors</i>	vii
Introduction to the <i>Research Handbook on Corporate Liability</i> <i>Martin Petrin and Christian A. Witting</i>	1
PART I FOUNDATIONS	
1 The company and its constituents <i>Susan Watson</i>	7
2 Theoretical approaches to corporate liability <i>Martin Petrin</i>	24
3 Corporate liability: a systems perspective <i>Christian A. Witting</i>	42
PART II CORPORATE LIABILITY	
4 Corporate law and statutory liability <i>Deirdre Ahern</i>	62
5 Issuer liability: ownership structure and the circularity debate <i>Martin Gelter</i>	82
6 Corporate criminal liability <i>Samuel W. Buell</i>	100
7 Corporate tortious liability <i>Robert J. Rhee</i>	116
8 Agency liability <i>Tan Cheng-Han</i>	136
9 Attribution <i>Ernest Lim</i>	156
PART III PERSONAL LIABILITY	
10 Directors' and officers' liability under securities laws <i>Lisa M. Fairfax</i>	174

11	Evolution of director oversight duties and liability under <i>Caremark</i> : using enhanced information-acquisition duties in the public interest <i>Jennifer Arlen</i>	194
12	Fiduciary liability and business judgment <i>Paul B. Miller</i>	221
13	Review of directors' business judgments <i>Joan Loughrey</i>	237
14	Joint liability <i>Joachim Dietrich</i>	256

#### PART IV VICARIOUS LIABILITY AND EXTENDED LIABILITY

15	Vicarious liability and corporations <i>Paula Giliker</i>	274
16	Toward corporate group accountability <i>Virginia Harper Ho, Gerlinde Berger-Walliser and Rachel Chambers</i>	292
17	Liability in the shipping industry <i>Martin Davies</i>	315
18	Enterprise liability <i>Gregory C. Keating</i>	330

#### PART V THE CLAIMS PROCESS

19	Overlapping remedies <i>Bert I. Huang</i>	351
20	Jurisdiction and corporations: identifying an international standard <i>Richard Garnett</i>	365

#### PART VI THE FUTURE OF CORPORATE LIABILITY

21	The future of corporate criminal liability in the ESG space <i>J.S. Nelson</i>	387
22	Towards corporate digital responsibility <i>Florian Möslein</i>	409
23	Accountability for AI labor <i>Mihailis E. Diamantis</i>	434
24	The company and blockchain technology <i>Kelvin F.K. Low, Edmund Schuster and Wan Wai Yee</i>	447
	<i>Index</i>	467