

Shareholders' Right to Information

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Contents

Lidia Bonifati: Asymmetric Federalism and Divided Societies: A Synthesis Between Accommodation and Integration?	5
Leontine Bruijnen: The Recognition of <i>Kafala</i> in the Belgian Case Law: Alignment Between Private International Law and Migration Law?	6
Jun Chong: Improving Chinese Sustainable Public Procurement (SPP): Principles, Regulations and Rewards	7
Armando Demark: State Liability for Damage Caused by Courts	8
Josip Dešić: Civil Liability for Artificial Intelligence	9
Ettore William Di Mauro: Smart Contract: Discipline, Critical Issues and Practical Implications	10
Martina Drventić: Cross-Border Parental Child Abduction	11
Fabiana Félix Ferreira: Principle of Non-Discrimination Within the European Union on Grounds of Nationality and Tax Implications	12
Felix Fouchard: An Example of Judicial Self-Assertion: The International Court of Justice and Non-Reviewability Claims	13
Arletta Gorecka: Objectives of Competition Law Within Privacy Concern Inquiries: Should We Seek Instrumentalisation of Competition Law?	14
Augusto Hernández Vidal: Conflict and Democracy in Interadministrative Relations Among the Levels of Government	15
Nevena Jevremović: Proactive Law Theory: A Path Towards CISG in the 21st Century	16
Erik Kamenjašević: A Path Towards an Overarching Legal Framework for the Human Enhancement Technology	17
Katerina Kasalova and Silvie Koldasova: Commitments with an International Element During the COVID-19 Pandemic	18
Amel Ketani: Innovation in the Way Mediators and in Particular Family Mediators are Trained in England and Wales	19
Alexander Kostin: The Principle of Sovereignty and its Role in International Civil Procedure	20
Karla Kotulovski: Non-Standard Forms of Employment and Precariousness	21
Bálint Kovács: Enhancing SME Access to Investment Arbitration Through Third-Party Funding	23
Sara Madžarov Matijević: Shareholders' Right to Information	24
Aurora Marcelli: Gender Inequality in the Italian Cultural Fabric and the <i>Talpis</i> Judgment	25
Henrique Marcos: Coherence in International Law	26
Alberto Mattia Serafin: Comparative Aspects of Testamentary Formalism	27
Maja Nišević: A Study on Personal Data Processing and the Unfair Commercial Practices Directive: Italy, Germany, and the UK	28
Miguel Ortego Ruiz: Smart Robots and 5G: Global Connected Authors?	29
Abigail Owusu: The Purpose of the So-Called "Patto Marciano Bancario": Security Interest, Fulfilment, or Self-Help Remedy?	30
Lavinia Palombo: The Shareholder Rights Directive II: Corporate Governance in the Context of Sustainability and Long-Term Orientation	31

Nikolaos Papadopoulos: The European Social Charter's Dynamics for the Present and Future of National and European Social Rights Protection	32
Helena Pullmannová: International Jurisdiction in Trade Name Right Infringement Disputes	33
Zorana Rosić: Artificial Intelligence in Civil Proceedings – A New Challenge for the Right to a Fair Trial?	34
Seyedeh Sajedeh Salehi: Online Dispute Resolution Supported by Artificial Intelligence: Efficient Access to Justice in Low-Value C2B e-Disputes in the EU	35
Ognyan Savov: Duty of the Arctic States to Prevent Transboundary Environmental Harm in Arctic Continental Shelf Oil Production: Adequacy of Existing International Legal Frameworks	36
Tine Van Hof: The Interaction Between Children’s Right Law and International Family Law: Belgian and Swiss Case Law on International Child Abduction	37
Zuzana Vlachová: Initial Ownership of Copyright and Limitations of <i>Lex Loci Protectionis</i>	38
Martyna Wilmanowicz-Słupczewska: Shared Services Centres in Local Government: The Examples of the United Kingdom and Poland	39
About RIDOC. About PRAVRI. About YUFE.....	40

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Shareholders' Right to Information

The right to information is an important component of company membership rights that enables a member to exercise his other membership, pecuniary or non-pecuniary, rights on the basis of truthful, complete and timely information. The right is intended to eliminate information asymmetry that stems from the fact that shareholders who are not the members of the board, i.e. managers, do not as a rule possess all information available to persons who conduct the company business. By virtue of the law, the right is protected as an individual right of every shareholder and it does not depend on the quantum of the member's capital participation. As any other right, it has its subjective and objective components: eligible persons and eligible contents, but also the manner in which it is exercised within the company or eventually (protected) at the court.

The time is right to undertake this research as the companies are more than ever exposed to various types of societal changes: the use of modern technologies is in rapid increase, corporate paradigm is changing, as well as management practices, such as *flat hierarchy* that promotes the principle of open communication and inclusiveness. The research intends, on the basis of the analysis of the state of art in comparative law and court practices, to detect segments of the improvement of the shareholder's information right in Croatian company law, while having in mind, the existing laws, court and corporate practices in joint stock companies and to propose new solutions in light of new scientific developments in the field. As a result, it is expected to propose possible new legislative solutions that could make it easier for shareholders to exercise the right in question, to encourage their activity, but - within legal boundaries. It is expected that novel legal solutions would direct the management bodies towards a more transparent legal rules, and would result in dispute minimisation.

Research is relevant for Croatian law in particular given the significant changes that are taking place in company law and corporate practice under the influence of new technologies and changes in the corporate paradigm and governance, as well stemming from harmonised laws of the EU. The research and analysis of foreign legal doctrine and the review of comparative solutions, as well as the specific characteristics systematisation of the right to information and the frequency and manner of exercising that right in the Croatian corporate practice, as well as in the case law, will enable finding the best *de lege ferenda* solutions shareholders' right to information in the Croatian law.

Keywords: EU law, Croatian law, company law, shareholder's rights, right to information