

# Summary of Contents

- Chapter 1. Dividends in General
- Chapter 2. Surpluses
- Chapter 3. The Non-Surplus Statutes
- Chapter 4. Directors' and Shareholders' Liability
- Chapter 5. Preferred Stock Dividends; Stock Dividends and Stock Splits; Other Restrictions on Dividends
- Chapter 6. Corporate Repurchases

## APPENDICES

- APPENDIX A. Selected Provisions of the Pre-1980 Model Business Corporation Act
- APPENDIX B. Selected Provisions of the Delaware General Corporation Law
- APPENDIX C. Selected Provisions of the New York Business Corporation Law
- APPENDIX D. Selected Provisions of the Revised Model Business Corporation Act
- APPENDIX E. Selected Provisions of the California General Corporation Law
- APPENDIX F. Selected Provisions of Creditors' Statutes
- APPENDIX G. Rule 13e-3 and Schedule 13E-3
- APPENDIX H. Rule 13e-4 and Schedule TO
- APPENDIX I. Mergers and Acquisitions (Regulation M-A)
- APPENDIX J. Rule 10b-18
- APPENDIX J1. Share Repurchase Disclosure Modernization
- APPENDIX K. State Statutes, Grouped According to Regulatory Pattern
- APPENDIX L. Repurchase Agreement

CORPORATE DIVIDENDS AND STOCK REPURCHASES

- APPENDIX M. Employee-Shareholder Repurchase Agreement
  - APPENDIX N. Sample Bylaw Provisions Governing Dividends
  - APPENDIX O. Sample Pleadings
- Table of Laws and Rules**