

参考文献

- A Statement of the Technical Committee of the International Organization of Securities Commissions October 2002, "Principles for Ongoing Disclosure and Material Development Reporting by Listed Entities".
- Aoki, M., and H.K. Kim, eds, 1995, *Corporate Governance in Transitional Economies: Insider Control and the Role of Banks*, Washington, DC: The World Bank
- Baums, Theodor, 1999, "Corporate Governance in Germany: System and Current Developments", Working Paper, Universitat Osnabruck
- Benston, George, 1985, "The Self-Serving Management Hypothesis: Some Evidence," *Journal of Accounting and Economics*, 7, 67-83.
- Berglof, Erik, 1999, "The Changing Corporate Governance Paradigm", mimeo, Stockholm School of Economics and CEPR.
- Berglof, E. and A.Pajuste 2002, "Emerging Owners, Eclipsing Markets? Corporate Governance in Transition", Working Paper of SITE.
- Berle, Adolph A. Jr., 1926, "Non-Voting Stock and Bankers' Control," *Harvard Law Review*, April 39, 6, 673-693.
- Berle, Adolph A. Jr., Gardiner C. Means, 1932, *The Modern Corporation and Private Property*, New York: MacMillan.
- Bishop, M., J.Kay, & Colin Mayer, 1994, *Privatization and Economic Performance*, Oxford University Press
- Brom, Karla, 1998, "Issues of Post-Privatization Corporate Governance", Working Paper, Privatization and Private Sector Development Unit, DAFPE
- Claessens, S., S. Djankov, and L.H.P. Lang, 2000, "The Separation of Ownership and Control in East Asian Corporations." *Journal of Financial Economics*, 58, 81-112.
- Coffee, J.C., 1999, "The Future as History: The Prospects for Global Convergence in Corporate Governance and its Implications." Working Paper, Center for Law and Economic Studies, Columbia University.
- Coffee, John C., 1999, "The Future as History: The Prospects for Global Convergence in Corporate Governance and its Implications", *NW. U. Law Review*, 1999
- Coughlan, Anne, and Ronald Schmidt, 1985, "Executive Compensation, Management Turnover, and Firm Performance: An Empirical Investigation," *Journal of Accounting and Economics*, 7, 43-66.
- Debrak Dennis and John Maconnell, 1986, "Corporate Mergers and Security Returns", *Journal of Financial Economics*, Vol.16, pp.143~187
- Demsetz, Harold, 1983, "The Structure of Ownership and the Theory of the Firm," *The Journal of Law and Economics*, XXVI, June, 375-393.
- Dyck, A. and L. Zingales., 2002, "Private Benefits of Control: An International Comparison." *Journal of Finance* (forthcoming).
- European Corporate Governance Network, 1997, "The Separation of Ownership and Control: A Survey of 7 European Countries.", October.
- Faccio, M. and L.H.P. Lang, 2002, "The Ultimate Ownership of Western European Corporations." *Journal of Financial Economics* 65, 365-396.

- Fama , Eugene F. , 1980 , "Agency Problems and the Theory of the Firm ," *Journal of Political Economy* , 88 , no 2 , 288-307.
- Frank , J.R. , & C. Mayer , 1993 , *The Market for Corporate Control in Germany* , Working Paper , London Business School , University of Warwick
- Fuller K.; Netter J.; Stegemoller M. 2002 , " What Do Returns to Acquiring Firms Tell Us? Evidence from Firms That Make Many Acquisitions " , *The Journal of Finance* , vol. 57 , no. 4 , pp. 1763-1793(31)
- Gilson , Ronald J. , 2000 , "Globalizing Corporate Governance: Convergence of Form or Function" , Working Paper No.192 , Stanford Law School , May 2000
- Gilson , Ronald J. , 2000 , "Transparency , corporate governance and capital markets" , *The Latin American Corporate Governance Roundtable* , The Sao Paulo Stock Exchange , Brazil.
- Glaeser , E. , S.Johnson , and A.Shleifer , 2001 , "Coase versus Coasians" , *Quarterly Journal of Economics* , 168-197.
- Hart , O. D. , and B. Holmström ,1987 , "The Theory of Contracts ," In *Advances of Economic Theory* , Fifth World Congress , ed. T. Bewley. Cambridge University Press.
- Jensen , C. Michael , and William Meckling , 1976 , . "Theory of the Firm: Managerial Behavior , Agency Cost , and Capital Structure , " *Journal of Financial Economics* , 3 , October , 305-360.
- Jensen , M. , and W. Meckling. , 1976 , "Theory of the Firm: Managerial Behavior , Agency Costs , and Ownership Structure." *Journal of Financial Economics* , 3 , 305-360.
- Jensen , Michael C. , 1986 , *Agency costs of free cash flow , corporate finance , and takeovers* , *American Economic Review* 76 , 323-339.
- John j.Meconnell & Servaes , Henri. " Additional evidence on equity ownship and corporate value " , *Journal Fiancial Economics* 27(1990)595-612 North-Holland.
- John R. Graham , Michael L. Lemmon , Jack G. Wolf " Does Corporate Diversification Destroy Value?" *The Journal of Finance* , vol. 57 , no. 2
- Johnson , S. , P. Boone , A. Breach and E. Friedman. , 2000 , " Corporate Governance in the Asia Financial Crisis. " *Journal of Financial Economics* , 58 , 141-186.
- Khanna , T. , J. Kogan , and K. Palepu , 2002 , "Globalization and Corporate Governance Convergence? A Cross-Country Analysis." Working Paper , Harvard Business School.
- Klapper , L.F. and I. Love. , 2002 , " Corporate Governance , Investor Protection , and Performance in Emerging Markets , " Working Paper #2818 , World Bank.
- LaPorta , R. and F. Lopez-de-Silanes , 1999 " Benefits of Privatization – Evidence from Mexico , " *Quarterly Journal of Economics* , 114 , 1193-1242.
- LaPorta , R. , F. Lopez-de-Silanes and A. Shleifer , 1999 , " Corporate Ownership Around the World. " *Journal of Finance* , 54 , 471-517.
- LaPorta , R. , F. Lopez-de-Silanes , A. Shleifer , and R. W. Vishny ,1998 , " Law and Finance. " *Journal of Political Economy* , 106 , 1113-1155.
- LaPorta , R. , F. Lopez-de-Silanes , A. Shleifer , and R.W. Vishny , 2002 , "Investor Protection and Corporate Valuation." *Journal of Finance* (forthcoming).
- LaPorta , R. , F. Lopez-de-Silanes , A. Shleifer , and R.W. Vishny ,1997 , " Legal Determinants of External Finance. " *Journal of Finance* , 52 , 1131-1150.
- LaPorta , R. , F. Lopez-de-Silanes , A. Shleifer , and R.W. Vishny ,2000 , " Investor Protection and Corporate Governance. " *Journal of Financial Economics* , 58 , 3-27.

- Lesser , Henry , Sarah O'Down , & Michael Skinner , 1998 , Formulating Governance Standards , The National Law Journal , June 22 , 1998 , p.B09
- LLSV (R. La Port , F. Lopez-de-Silanes , A. Shleifer and R. Vishny) , 1998 , "Law and Finance" , Journal of Political Economy , 106
- Maksimovic V. ; Phillips G, 2001 , " The Market for Corporate Assets: Who Engages in Mergers and Asset Sales and Are There Efficiency Gains?" The Journal of Finance , vol. 56 , no. 6 , pp. 2019-2065(47)
- Martin , Stepher , & David Parker , 1997 , The Impact of Privatization – Ownership and Corporate in the UK , Routledge
- Mathiesen , Henrik , 1999 , "Managerial Ownership and Performance: A Survey , " Working Paper. Department of International Economics and Management , Copenhagen Business School.
- Murphy , Kevin J. , 1985 , "Corporate Performance and Managerial Remuneration: An Empirical Analysis , " Journal of Accounting and Economics , 7 , 11-42.
- Nenova , T. , 2003 , " The Value of Corporate Voting Rights and Control: A Cross-Country Analysis. " Journal of Financial Economics , forthcoming.
- OECD , 1999 , OECD Principles of Corporate Governance , [Http://www.oecd.org](http://www.oecd.org)
- Pound , John , 1988b , "The Information Effects of Takeover Bids and Resistance , " Journal of Financial Economics , 22 , 2 , 207-228.
- Pound , John , 1989 , "Shareholder Activism and Share Values: The Causes and Consequences of Countersolicitations Against Management Antitakeover Proposals , " Journal of Law and Economics , 32 , 2 , 357-380.
- Pound , John , 1992 , "Beyond Takeovers: Politics Comes to Corporate Control , " Harvard Business Review , 70 , 2 , 83-94.
- Roll Richard , 1986 , " The Hubris Hypothesis of Corporate Takeovers " , Journal of Business , April , Vol.59 , pp.197~216
- Shleifer , Andrei , & Robert Vishny , 1997 , "A Survey of Corporate Governance" , Journal of Finance
- Smith , A. , 1776 , "An Inquiry Into the Nature and Causes of the Wealth of Nations."
- Tittenbrun , Jack , 1996 , Private and Public Enterprises , London: Janus Publishing Company
- Tricker , R. I. , 1998 , "Good Practice in Corporate Governance: International Perspectives" , A report for the National Workshop in Good Governance , Republic of Korea
- William L. Megginson , 2000 , "Corporate Governance of Publicly-Quoted Companies" , Paper presented at the conference on Corporate Governance of SOEs in China , Dec. 18-19 , 2000
- World Bank , 1995 , Bureaucrats in Business: The Economics and Politics of Government Ownership , Washington: World Bank
- Xu , Xiaonian , & Yan Wang , 1997 , "Ownership structure , corporate governance , and firm's performance: The case of Chinese stock companies" , World Bank Policy Research Working Papers , 1794
- Zingales , L. , 1994 , " The Value of the Voting Right: A Study of the Milan Stock Exchange Experience , " Review of Financial Studies , 7 , 124-148.
- Zingales , L. , 1995 , " What Determines the Value of Corporate Votes?" , Quarterly Journal of Economics , 110 , 1075-1110.

- 奥利弗·哈特，《企业、合同与财务结构》，上海三联书店 1998 年版。
- 陈清泰，《对国有资产管理体制改革的几点看法》，中国经济时报 2003 年 03 月 24 日
- 韩朝华，《国有企业产权交易中的市场组织问题》，工作论文，1996
- 何诚颖，《国资委新动向牵动证券市场》，证券时报 2003 年 5 月 29 日
- 胡汝银主编，《中国上市公司成败实证研究》，复旦大学出版社 2003 年
- 克拉林格，：《兼并与收购：交易管理》，中国人民大学出版社 2000 年出版
- 卢文莹，“外资并购及其价值取向”，《东方企业家》2002 年第 11 期，上海证券交易所《上证研究》2003 年第 1 辑，复旦大学出版社 2003 年出版。
- 玛格里特·布莱尔，《所有权和控制：面向 21 世纪的公司治理探索》，中国社会科学出版社 1999 年版。
- 梅里特·福克斯，《公司治理结构：转轨经济改革的教训》，《经济社会体制比较》2000 年第 2 期
- 青木昌彦，钱颖一，《转轨经济中的公司治理结构》，中国经济出版社 1995 年
- 青木昌彦，《对内部人控制的控制：转轨经济中公司治理的若干问题》，《改革》1994 年第 6 期
- 上海证券交易所上市公司部，《独立董事在改进我国上市公司治理中的作用》。2002 年
- 上海证券交易所上市公司部，《年报信息需求与披露调查分析报告》。2002 年
- 深圳证券交易所综合研究所研究报告，《中外信息披露制度及实际效果比较研究》。2002 年 1 月
- 深圳证券信息有限公司，《中国上市公司信息披露方式的演变及发展趋势》。2002 年 11 月
- 斯道延·坦尼夫、张春霖、路·白瑞福特，《中国的公司治理与企业改革》，世界银行报告，中国财政经济出版社 2002 年
- 谭安杰，《改革中的企业督导机制》，中国经济出版社 1997 年
- 汤云为、钱逢胜，《会计理论》。1997 年 6 月
- 田明、张筱冰，《最新企业会计具体会计准则阐释》。2002 年 5 月
- 屠光绍、朱从玖主编，《公司治理：国际经验与中国实践》，人民出版社 2001 年
- 王魏，《中国并购报告》，人民邮电出版社 2003 年 2 月第一版
- 吴敬琏，《现代公司与企业改革》，天津人民出版社 1994 年
- 吴敬琏，《当代中国经济改革：战略与实施》，上海远东出版社 1999 年
- 杨华，《完善规则，持续监管，切实提高上市公司信息披露质量和效果》，2002 年 12 月 17 日在上市公司信息披露监管国际研讨会发言稿
- 张维迎，《企业理论与中国企业改革》，北京大学出版社 1999 年
- 张维迎，《所有制、治理结构与委托代理关系》，《经济研究》第 9 期。
- 中国人民银行金融研究所，《国有企业债务重组与银行资产保全》，经济科学出版社，1998 年