

## Key Research Areas

Hans Christoph Grigoleit

### Fields of Research

Contract law, corporate law, capital market law, European private law, theory of private law

### Permanent Themes and Projects

#### I. Information Liability

Civil liability for informational misconduct, i.e. in cases of misrepresentation and non-disclosure of information. Economic background, general principles and sanctions of liability for informational misconduct. Informational liability in the context of other legal doctrines in contract law. Specific fields of informational liability, especially banking and capital markets law, corporate acquisitions, consumer protection law, e-commerce.

**Selected publications:** 1. *Vorvertragliche Informationshaftung - Vorsatzdogma, Rechtsfolgen, Schranken*, 1997. 2. *Informationspflichten: Grundlegende Weichenstellungen*, in: Eidenmüller/Faust/Grigoleit/Jansen/Wagner/Zimmermann, *Revision des Verbraucher-acquis*, 2011, p. 193 ff. (with Florian Faust). 3. *Die Aufklärungspflichten des acquis*, in: *ibid.*, p. 223-266. 4. *Grenzen des Informationsmodells – Das Spread-Ladder-Swap-Urteil des BGH im System der zivilrechtlichen Informationshaftung*, in: Habersack/Mülbert/Nobbe/Wittig, *Anlegerschutz im Wertpapiergeschäft – Verantwortlichkeit der Organmitglieder von Kreditinstituten* (Bankrechtstag 2012), p. 25-64, 2013. 5. *Anlegerschutz - Produktinformationen und Produktverbote*, ZHR 177 (2013), p. 264-309. 6. *Zivilrechtliche Grundlagen der Wissenszurechnung*, ZHR 181 (2017), S. 160-202.

#### II. Corporate Governance – Corporate Finance

Legal and economic framework for shareholder participation, management and its supervisory boards. Protection of the corporate capital, shareholder liability, directors' liability. Specific regulation for corporate groups. Modification of corporate law in regulated industries (banking and insurance industries).

**Selected publications:** 1. *Gesellschafterhaftung für interne Einflussnahme im Recht der GmbH - Dezentrale Gewinnverfolgung als Leitprinzip des dynamischen Gläubigerschutzes*, 2006. 2. *GmbH-Recht nach dem MoMiG* (with Markus Rieder), 2009. 3. *Beteiligungstransparenz aufgrund des Aktienregisters*, ZHR 174 (2010), p. 12 ff. (with Richard Rachlitz). 4. *Kommentar zum Aktiengesetz*, 2013 (ed. and author, in part together with other authors, especially: Legal structures of the stock corporation; protection of the corporate capital; directors' liability; regulation of the board of directors and the supervisory board; corporate groups). 5. *Squeeze out (§§ 327 ff. AktG)*, in: Münchener Handbuch des Gesellschaftsrechts, Band 7: Gesellschaftsrechtliche Streitigkeiten (Corporate Litigation) (zusammen mit Benedikt Berger). 6. *Directors' Liability and Enforcement Mechanisms*, in: Fleischer/Kanda/Kim/Mülbert, *German and Asian Perspectives on Company Law*, 2016, S. 105-137, <https://ssrn.com/abstract=2728726>.

#### III. European Private Law

General principles of positive and extra-positive law. Scope of the EU's legislative powers. Requirements imposed by EU primary and secondary law on the field of private law. The interplay of European and national private law as a problem for legal methodology. Assessment of different instruments of harmonization from a legal as well as a policy point of view. Development of quality criteria for EU legislation and its implementation on the national level. Problems associated with overregulation and perspectives for reform.

**Selected publications:** 1. *Der Gemeinsame Referenzrahmen für das Europäische Privatrecht – Wertungsfragen und Kodifikationsprobleme*, JZ 2008, p. 529 ff. (with Horst Eidenmüller, Florian Faust, Nils Jansen, Gerhard Wagner, Reinhard Zimmermann); engl. *Oxford Journal of Legal Studies*, 2008, p. 659 ff.; 2. *Interpretation of Contracts*, in: *Hartkamp u.a., Towards a European Civil Code*, 4th ed. 2010/2011, <http://ssrn.com/abstract=1537169> (with Claus-Wilhelm Canaris). 3. *Der Verbraucheracquis und die Entwicklung des Europäischen Privatrechts*, AcP 210 (2010), p. 354-423. 4. *Die Europäische Kommission und ein Gemeinsames Europäisches Kaufrecht*, in: ZSE 4/2011, p. 560-573 (expertise for the committee on legal affairs of the Bundestag). 5. *Unexpected Circumstances in European Contract Law*, 2011 (ed., with Ewoud Hondius), among others <http://ssrn.com/abstract=2065840>. 6. *Revision des Verbraucher-Acquis*, 2011 (with Horst Eidenmüller, Florian Faust, Nils Jansen, Gerhard Wagner, Reinhard Zimmermann).

#### IV. Theory of Legal Reasoning

Rationality and objectivity of legal reasoning. Linguistic background. Positivity of law and extra-positive structures of reasoning. Permissibility of and boundaries to judge-made law. Distinction between absolute und relative (quantitative) legal criteria. Area-specific peculiarities of legal reasoning – theory of private law.

**Selected publications:** 1. *Anforderungen des Privatrechts an die Rechtstheorie*, in: Jestaedt/Lepsius (eds.), *Rechtswissenschaftstheorie*, 2008, p. 52 ff. 2. *Das historische Argument in der geltendrechtlichen Privatrechtsdogmatik*, ZNR 2008, p. 259-271. 3. *Historische und teleologische Argumente in der juristischen Methodenlehre*, in: Peterson/Sandström (eds.) *Der allgemeine Teil und das römische Recht*, 2015, p. 17-44. 4. *Methodik – Dogmatik – Teleologie*, in: FS Canaris, 2017, S. 241-279.

**Research project:** LexAlyze – Synergies of legal theory and informatics (Interdisciplinary research project, with Florian Matthes, Chair for Software Engineering, TU München), <http://www.en.lexalyze.de/>.

Complete list of publications: [http://www.jura.uni-muenchen.de/personen/g/grigoleit\\_hans/ressourcen/publications.pdf](http://www.jura.uni-muenchen.de/personen/g/grigoleit_hans/ressourcen/publications.pdf)