

Curriculum Vitae

(current to April 2019)

PROFESSOR IAN RAMSAY

**Harold Ford Professor of Commercial Law
Redmond Barry Distinguished Professor
Director of the Centre for Corporate Law
Melbourne Law School
University of Melbourne**

Ian Ramsay is the Harold Ford Professor of Commercial Law and Redmond Barry Distinguished Professor, Melbourne Law School, University of Melbourne, where he is Director of the Centre for Corporate Law. He has practised law with the firms Sullivan & Cromwell in New York and Mallesons Stephen Jaques (now King & Wood Mallesons) in Sydney. Other positions Professor Ramsay holds or has held include:

- Dean, Melbourne Law School, University of Melbourne (2002-2003)
- Associate Dean, Melbourne Law Masters, Melbourne Law School, University of Melbourne (2005-2010 and 2013)
- Member of the Advisory Committee for the Inquiry by the Australian Law Reform Commission into Corporate Criminal Liability (2019-2020)
- Member of the Australian Securities and Investment Commission Enforcement Policies, Processes and Decision-Making Procedures Review (2018-2019)
- Chair of the Independent Panel to Review the Financial System's External Dispute Resolution and Complaints Framework (2016-2017)
- Member of the Australian Securities and Investments Commission Enforcement Review Taskforce (2016-2017)
- Consultant to the Association of Southeast Asian Countries (ASEAN) and Co-Author of the Report for ASEAN on Facilitating Equity Crowdfunding in ASEAN (2016-017)
- Member of the Capital Markets Advisory Group of the Securities Commission of Malaysia (2013 -2015)
- Member of the Corporations and Markets Advisory Committee (which was the Federal Government's main corporate law reform advisory body) (2002-2014)
- Member of the Takeovers Panel (which is the main forum for resolving takeover disputes) (2000-2012)
- Member of the Australian Securities and Investments Commission External Advisory Panel (2009-2013)
- Member of the Corporations Law Committee of the Law Council of Australia (1995 to date)
- President of the Corporate Law Teachers Association (2000-2001) and Member of the Executive Committee of the Corporate Law Teachers Association (1995-2014)
- Member of the National Law Committee of the Australian Institute of Company Directors (1995-2011)
- Director of the Audit Quality Review Board (2006-2009)
- Member of the Federal Government's Companies Auditors and Liquidators Disciplinary Board (2004-2013)

- Member of the Appeals Commission of the Federation of International Basketball Associations (2002-2014)
- Consultant to the Scrutiny of Acts and Regulations Committee, Parliament of Victoria (2008)
- Member of the Federal Government's Implementation Consultative Committee for the Financial Services Reform Act (2001-2005)
- Consultant to the Australian Broadcasting Authority (ABA) and Author of the Report for the ABA on Reform of the ABA's Enforcement Powers (2004)
- Consultant to the Victorian Government on Corporate Law Reform (2000, 2003 and 2007)
- Consultant to the Parliament of Australia House of Representatives Standing Committee on Economics, Finance and Public Administration (2004)
- Member of the International Federation of Accountants Taskforce on Rebuilding Confidence in Financial Reporting (2002-2003)
- Consultant to the Australian Securities and Investments Commission (ASIC) and Author of the Report for ASIC on Disclosure of Fees and Charges in Superannuation and Other Managed Investments (2002)
- Head of the Federal Government's Inquiry on Auditor Independence (2001)
- Member of the Australian Law Reform Commission's Advisory Committee for its Civil and Administrative Penalties Project (2000-2002)
- Member of the Australian Securities and Investments Commission's Corporate Governance Roundtable (1998-2002)
- Visiting Professor, Faculty of Law, The University of Paris (2008)
- Distinguished Visiting Professor and Professorial Fellow, Faculty of Law, The University of Hong Kong (2001)
- Distinguished Visiting Professor, Faculty of Law, The University of Toronto (1997)
- Member of the Executive Committee of the Business Law Section of the Law Council of Australia (1990-1999)
- Consultant to the Australian Law Reform Commission for its Managed Investments Project (1992)
- Deputy Director of the Federal Government's Companies and Securities Advisory Committee where he wrote a number of reports including a report on directors' and officers' insurance (1991-1992)

Professor Ramsay has published extensively on corporate law, corporate governance and financial regulation issues both internationally and in Australia. His books include: **Ford, Austin and Ramsay's Principles of Corporations Law** - which is Australia's leading corporate law book (co-author, 17th edition, 2018); **Commercial Applications of Company Law** (co-author, 19th edition, 2018); **Incentivising Employees: The Theory, Policy and Practice of Employee Share Ownership Plans in Australia** (co-author 2013); **Law, Corporate Governance and Partnerships at Work: A Study of Australian Regulatory Style and Business Practice** (co-author 2011); **Commercial Applications of Company Law in New Zealand** (co-author, 5th edition, 2015); **Commercial Applications of Company Law in Singapore** (co-author, 5th edition, 2015); **The Takeovers Panel and Takeovers Regulation in Australia** (editor, 2010); **Varieties of Capitalism, Corporate Governance and Employees** (co-editor, 2008); **Commercial Applications of Company Law in Malaysia** (co-author, 3rd edition, 2008); **Company Directors: Principles of Law and Corporate Governance** (co-author, 2005); **Experts' Report in Corporate Transactions** (co-author, 2003); **Key Developments in Corporate Law and Trusts Law: Essays in Honour of Professor Harold Ford** (editor,

2002); **Company Directors' Liability for Insolvent Trading** (editor, 2000); **Securities Regulation in Australia and New Zealand** (co-editor, 1998); **The Corporate Law Economic Reform Program Act Explained** (co-author, 2000); **The New Corporations Law** (co-author, 1998); **Corporate Governance and the Duties of Company Directors** (editor, 1997); and **Education and the Law** (co-author, 1996).

In addition, he has published over 250 research reports, book chapters and journal articles.

Professor Ramsay's publications have been cited by the High Court of Australia, the Federal Court of Australia, the Courts of Appeal of the Supreme Courts of New South Wales, Victoria, Queensland and Western Australia, as well as by the Full Court of the Supreme Court of South Australia.

His publications have also been cited by courts outside Australia including by the Supreme Court of the United Kingdom, the United States Bankruptcy Court, the Court of Appeal of New Zealand, the High Court of New Zealand, the Court of Appeal of the High Court of Hong Kong, the Court of Appeal of the Supreme Court of Singapore, the High Court of the Supreme Court of Singapore, the Court of Appeal of Malaysia, the High Court of Malaysia and the Scottish Court of Session (the supreme civil court in Scotland).

Professor Ramsay is well known for his policy related research which has been undertaken for the Australian Government, the Australian Securities and Investments Commission, the Australian Communications and Media Authority, the Australian Law Reform Commission and other organisations. This research has resulted in important regulatory changes.

Professor Ramsay is also well known for his empirical research. These projects have included a survey of company directors regarding how they interpret their legal duties; surveys and interviews of senior high school students to ascertain their levels of financial literacy; a survey of listed companies regarding details of their employee share ownership plans; a survey of employees of two major companies regarding why the employees do or do not invest in employee share ownership plans; interviews with institutional investors regarding their interest and involvement in the human resource management practices of companies in which they invest; a survey of young adults regarding their knowledge, behaviour and attitudes about superannuation; a survey of investors regarding their use of prospectuses; a survey of those who have been bankrupt; interviews with financial counsellors who assist debtors in the bankruptcy list of the Federal Circuit Court; a survey of those suffering financial hardship and a survey of financial counsellors who advise those suffering financial hardship; and interviews with enforcement staff of the Australian Securities and Investments Commission regarding their use of civil penalties for contraventions of the Corporations legislation.

Professor Ramsay is one of Australia's most successful academic lawyers in terms of competitive research grants.

Professor Ramsay is a respected commentator in the media on corporate governance, corporate law and financial regulation. He is regularly interviewed in the financial press and has been interviewed for international newspapers including the New York Times. His research has been reported in international newspapers including the Financial Times and the Wall Street Journal. Professor Ramsay has been interviewed on major TV programs such as the 7.30 Report and Lateline, as well as radio programs including the Law Report and various current affairs programs.

Redmond Barry Distinguished Professor

Professor Ramsay was appointed a Redmond Barry Distinguished Professor in 2018. The Redmond Barry Distinguished Professor title, established in honour of Sir Redmond Barry's contribution as founder of the University of Melbourne, recognises and rewards outstanding leaders within the University's professoriate. Redmond Barry Distinguished Professors are recognised for their pre-eminence in research or creative activity, or pre-eminence in research and teaching.

Qualifications

BA LLB (Hons) (Macquarie); LLM (Harvard)
Solicitor of the High Court of Australia
Solicitor of the Supreme Court of New South Wales
Member of the New York Bar

University responsibilities

International (select list)

- Member of the Hong Kong University Grants Committee Law Panel for the University Research Assessment Exercise, 2013-2014
- Member of the Academic Advisory Board of the Asian Institute of International Financial Law, University of Hong Kong, 2000 to date

Melbourne Law School, University of Melbourne, Dean and Associate Dean positions

- Dean, Melbourne Law School, 2002-2003
- Associate Dean, Melbourne Law Masters Program, 2005-2010 and 2013
- Associate Dean, Staff Development, 2012 and 2017
- Associate Dean, Information (responsible for Information Systems and the Law Library), 2000-2005
- Associate Dean, Development, 1998-1999

Melbourne Law School, University of Melbourne, other positions (select list)

- Member of the Melbourne Law Masters Committee, 2008 to date
- Member of the Academic Staff Selection Committee, 1995-2007, 2009 and 2015
- Member of the Executive Committee, 2009-2010 and 2013
- Member of the Coursework Programs Coordination Committee, 2008-2010
- Chair of the Law School Career Services Working Group, 2008
- Chair of the Information Technology Review Working Party, 2006
- Member of the Graduate Studies Advisory Board, 1994-2007
- Member of the Executive and Budgets Committee, 1994-2007
- Member of the Research Committee, 2000-2005
- Chair of the Law Library and Information Systems Committee, 1994-2005

- Chair of the Executive and Budgets Committee, 2002-2003
- Chair of the Staff Selection Committee, 2002-2003
- Chair of the Honours Committee, 2003
- Member of the Information Technology Committee, 1994-1997
- Member of the Council of Australian Law Deans, 2002-2003
- Member of the Council of Legal Education, 2002-2003
- Chair of the Information Technology Committee, 1995
- Director of Studies of the Graduate Diploma in Corporate Law, 1994 to date and the Master of Commercial Law, 1998 to date
- Director of the Centre for Corporate Law, 1996 to date (further information below)
- Harold Ford Professor of Commercial Law, 1994 to date

University of Melbourne – central University positions (select list)

- Member of the Associate Deans Learning and Teaching Forum, 2013
- Member of the Panel for the Review of the Master of Engineering Management and Master of Engineering Project Management, School of Engineering, 2012
- Member of the Knowledge Transfer Taskforce, 2006
- Member of the Subsidiaries Subcommittee of the Finance Committee of the University Council, 2005-2008
- Member of the Information Strategy Committee, 2003 and 2001
- Member of the Budget Reference Group, 2003
- Member of the Planning and Budget Committee, 2002-2003
- Member of the Advisory Board and the Management Committee of the Intellectual Property Research Institute of Australia, 2002-2003
- Member of the Australian and New Zealand School of Government Committee, 2003
- Member of the Joint Committee of the Academic Board and Heads of Colleges, 2003
- Chairperson, University Libraries Committee, 1999-2001
- Member of the University Libraries Committee, 1995-2003

University of New South Wales

- Associate Dean, Faculty of Law, University of New South Wales, 1993-1994

Directorship of the University of Melbourne’s Centre for Corporate Law

The Centre for Corporate Law was established at Melbourne Law School in 1996. The objectives of the Centre are to:

- undertake and promote research on corporate law and securities regulation
- provide advice to the Law School on the teaching of corporate law and securities regulation subjects within the Melbourne Law School at The University of Melbourne and develop and promote innovative curriculum, teaching methods and teaching materials in this field
- host seminars and conferences to disseminate the results of research undertaken under the auspices of the Centre or in other programs associated with the Centre
- develop and promote links with academics in other Australian universities and in other countries who specialise in corporate law and securities regulation

- establish and promote links with similar bodies, internationally and nationally, and provide a focal point in Australia for scholars in corporate law and securities regulation
- promote close links with peak organisations involved in corporate law and securities regulation
- promote close links with those members of the legal profession who work in corporate law and securities regulation
- attract students of the highest calibre to the Law School's programs and provide opportunities for their involvement in corporate law research projects.

Professor Ramsay has been the Director of the Centre since its establishment in 1996. In a review of the Centre published in 2010, the Review Panel stated that the Centre “is recognized, nationally and internationally, as one of the leading centres in its field”, the “Centre’s research record is stellar” and “the Centre’s achievements in engagement with other law schools, the legal profession, business, government and the wider community have also been extraordinary”. The Review Panel further stated that “Professor Ian Ramsay, foundation Director of the Centre, continues to provide inspiring and effective leadership. The Review Panel strongly commends Professor Ramsay on his vision, enthusiasm, energy and achievements”.

The five-year review of the Centre was conducted in 2015. The report of the Review Committee (published in December 2015) included the following comments: “The Review Committee was particularly impressed by the breadth and depth of expertise and experience in the membership of the Centre, comparable to that found in leading centres in this field anywhere in the world...It is recognised, nationally and internationally, as one of the leading centres in its field...The Centre has an outstanding research record...Members of the Centre have also achieved extraordinary success in obtaining competitive research grants...The Review Committee strongly commends the Centre upon its outstanding research performance, particularly its delivery of innovative and relevant research projects relating to corporate law and securities regulation. The Centre has sustained this strong performance across the 19 years since its establishment, and has strengthened it since the last review of the Centre in 2010...Since its last review in 2010, the Centre’s achievements in engagement with other law schools, the legal profession, business, government and the wider community have also been extraordinary. These achievements include 6 major national and international conferences, and 57 seminars, workshops and roundtables, involving hundreds of speakers from academia, the legal profession, business and government. The Centre has maintained significant links with a very extensive range of professional and government organisations...A recurring theme in the Review Committee’s interviews was that the Centre provides an extremely collegial and supportive environment. It builds productive links with other universities, the legal profession, business, government and the wider community. It continues to strengthen the University’s international standing. Its role within the University is unique and highly productive.”

Previous employment

- Senior Lecturer (Lecturer from 1989 to June 1992), Faculty of Law, University of New South Wales (lecturing in the areas of company law and securities regulation), 1989-1994
- Deputy Director of the Federal Government’s Companies and Securities Advisory Committee, 1991-1992
- Attorney, Sullivan & Cromwell (New York, 1985-1987) and Mallesons Stephen Jaques (now King & Wood Mallesons, Sydney, 1987-1989)

- Legal Officer, New South Wales Law Reform Commission, 1982-1984

Policy and law reform work

Dispute resolution in the financial system

In 2016-2017 Professor Ramsay chaired the independent panel appointed by the Australian Government to review the financial system's external dispute resolution and complaints framework. The panel published two issues papers, an interim report and two final reports: **Review of the Financial System External Dispute Resolution and Complaints Framework, Final Report**, Commonwealth of Australia, 2017, 246 pages (co-author with J Abramson and A Kirkland) and **Review of the Financial System External Dispute Resolution and Complaints Framework, Supplementary Final Report**, Commonwealth of Australia, 2017, 204 pages (co-author with J Abramson and A Kirkland). The panel made 11 recommendations in its final report. All these recommendations were accepted by the government. In February 2018 the Australian Parliament passed the Treasury Laws Amendment (Putting Consumers First - Establishment of the Australian Financial Complaints Authority) Act 2018 (Cth) which enacts the recommendations. In November 2018 the Australian Financial Complaints Authority commenced operation.

Equity crowdfunding in ASEAN

In 2016-2017 Professor Ramsay was appointed a consultant to the Association of Southeast Asian Countries (ASEAN) and prepared a report titled **Facilitating Equity Crowdfunding in the ASEAN Region**, Association of Southeast Asian Nations, 2017, 155 pages (co-author with S Kourabas). Prior to publication of the report, a two-day roundtable meeting on equity crowdfunding was held in May 2017 in Kuala Lumpur to consider and discuss the findings and recommendations in the draft report. Representatives from all ASEAN countries were present.

ASIC enforcement review taskforce

In 2016-2017 Professor Ramsay was appointed by the Australian Government to be a member of the Australian Securities and Investments Commission Enforcement Review Taskforce. During the review, the taskforce published 8 consultation papers on matters including the level of penalties for corporate and financial sector misconduct, ASIC's power to ban individuals working in the financial sector, ASIC's licencing powers, search warrant powers, and industry codes in the financial sector. In December 2017, the taskforce submitted its final report with recommendations to the Government. On 20 April 2018, the Commonwealth Treasurer, the Hon Scott Morrison MP, announced that the Government had agreed to all 50 of the Taskforce recommendations and would prioritise the implementation of 30 of the recommendations. In February 2019 the Australian Parliament passed the Treasury Laws Amendment (Strengthening Corporate and Financial Sector Penalties) Act 2018 (Cth) which enacts the recommendations.

Australian Securities and Investment Commission enforcement policies, processes and decision-making procedures review

In 2018-2019 Professor Ramsay was appointed by the Chair of the Australian Securities and Investments Commission to be a member of the ASIC Enforcement Policies, Processes and Decision-Making Procedures Review. The terms of reference for the review stated that it should

identify what changes should be made to ASIC's enforcement policies to ensure they are aligned with internal and external expectations of ASIC and ensure ASIC obtains enforcement outcomes that are necessary for a fair, strong and efficient financial system for all Australians. The Review should particularly focus on policies, processes and decision-making procedures relevant to:

- whether or not to enforce the law using criminal and civil proceedings or other regulatory options; and
- the effectiveness and timeliness of the conduct of litigation and of enforcement outcomes.

The review submitted its report to ASIC in January 2019. In February 2019 ASIC announced that it had adopted the recommendations in the report including the establishment of an Office of Enforcement within ASIC.

Corporations and Markets Advisory Committee

Professor Ramsay was a member of the Corporations and Markets Advisory Committee (CAMAC) from 2002 to 2014. CAMAC was the Federal Government's main corporate law reform advisory body. As a member of CAMAC, Professor Ramsay participated in the preparation of reports and discussion papers on topics including:

- crowd sourced equity funding
- administration of charitable trusts
- managed investment schemes
- regulation of derivatives
- executive remuneration
- guidance for directors
- members' schemes of arrangement
- diversity on boards of directors
- aspects of market integrity
- corporate social responsibility
- shareholder claims against insolvent companies
- issues in external administration
- personal liability for corporate fault
- corporate duties below board level
- long tail liabilities: the treatment of unascertained future personal injury claims
- rehabilitating large and complex organisations in financial difficulty
- directors and officers insurance
- insider trading

Enforcement powers of the Australian Broadcasting Authority

In 2004 Professor Ramsay was appointed a consultant to the Australian Broadcasting Authority and prepared a report for the Authority titled **Reform of the Broadcasting Authority's Enforcement Powers**. In 2005, the Government published the report and announced that it was seeking public submissions in relation to the report. In October 2006 Parliament passed the Communications Legislation Amendment (Enforcement Powers) Act 2006 (Cth) which enacts the key recommendations in the report.

Disclosure of fees and charges in managed investments

In 2002 Professor Ramsay was appointed a consultant to the Australian Securities and Investments Commission and prepared a 250 page report for ASIC titled **Disclosure of Fees and Charges in Managed Investments: Review of Current Australian Requirements and Options for Reform**. The report is available on ASIC's website at <http://www.asic.gov.au>. In August 2003 ASIC released its Good Practice Model of Fee Disclosure in Product Disclosure Statements (prospectuses) of Investment Products. In its media release ASIC noted that the development of its fee disclosure model is based on a recommendation in the 2002 report. In April 2003 ASIC launched a fee calculator for managed investments on its website. ASIC's media release noted that the calculator was developed following a recommendation in the report. In December 2003, Federal Parliament amended the Financial Services Reform Act to improve disclosure of fees to consumers (in particular, to require dollar disclosure of fees). This amendment was a recommendation in Professor Ramsay's report to ASIC and his research was drawn upon both in the Parliamentary debates and in the preceding Parliamentary Committee debates.

Independence of company auditors

In 2001 Professor Ramsay was appointed a consultant to the Federal Government and prepared a 230 page report for the Government titled **Independence of Australian Company Auditors: Review of Current Australian Requirements and Proposals for Reform**. The report is available on the Department of Treasury website at <http://www.treasury.gov.au>. Almost all of the recommendations contained in this report were endorsed by the Federal Government: see **Corporate Disclosure: Strengthening the Financial Reporting Framework**, Corporate Law Economic Reform Program, Proposals for Reform, Paper No 9, September 2002, available on the Department of Treasury website. The Corporate Law Economic Reform Program (Audit Reform and Corporate Disclosure) Act 2004 (Cth), introduced into Federal Parliament on 24 November 2003 by the Commonwealth Treasurer and passed by the Commonwealth Parliament in June 2004, enacts key recommendations contained in the report.

Other developments relating to the report are:

- The Auditing and Assurance Standards Board issued new guidance on auditor independence following recommendations in the report;
- The professional accounting bodies (CPA Australia and the Institute of Chartered Accountants) updated their ethical rules on auditor independence following recommendations in the report;
- A number of prominent companies disclosed in their annual reports that they benchmarked their audit practices against the recommendations in the report (these companies included BHP Billiton, National Australia Bank, Westpac Banking Corporation and Macquarie Bank);
- The report has been drawn upon in a number of international reports dealing with auditor independence or corporate governance (including reports published in the United Kingdom, the USA, South Africa and India); and
- The report has been the subject of extensive academic discussion and commentary including being the focus of articles in a special issue of the Australian Accounting Review devoted to auditor independence (Vol 12 No 2, July 2002).

Other policy and law reform work (select list)

In 2019 Professor Ramsay was appointed a member of the Advisory Committee for the inquiry by the Australian Law Reform Commission into corporate criminal liability

In 2013-2014 Professor Ramsay was a member of the Governance Institute of Australia Roundtable on Shareholder Primacy (the Roundtable published a discussion paper in 2014)

In 2010 Professor Ramsay was a member of the Chartered Secretaries Australia and SAI Global Roundtable on Governance and Risk Management: Sustainable Organisations (the Roundtable published a discussion paper in 2010)

In 2009 Professor Ramsay was appointed a consultant to the Victorian Department of Justice and provided law reform advice to the Department on the provision of security by a liquidator under the Associations Incorporations Act 1981 (Vic), the Co-operatives Act 1996 (Vic) and the Partnership Act 1958 (Vic).

In 2008 Professor Ramsay was appointed an expert advisor to the Parliament of Victoria Scrutiny of Acts and Regulations Committee and provided advice to the Committee in relation to its inquiry into the repeal of certain corporations laws.

Professor Ramsay has been a consultant to the Victorian Government on the referral of its Corporations Act powers to the Commonwealth Parliament (2000), on the Partnership (Venture Capital Funds) Amendment Act 2003 (2003), and on the Early Stage Venture Capital Limited Partnerships legislation (2007).

In 2004 Professor Ramsay was appointed a consultant to the Parliament of Australia House of Representatives Standing Committee on Economics, Finance and Public Administration and prepared a report for the Committee relating to its Inquiry into the Australian Prudential Regulation Authority.

In 2003 Professor Ramsay was appointed a consultant to the Financial Planning Association and prepared a report for the Association on ways to improve disclosure of financial adviser fees, commissions and other benefits.

The policy reports Professor Ramsay has authored have been commented upon in newspaper editorials and articles. The Australian Financial Review, in a column published on 6 August 2003, wrote: "...the ASIC fee rules, based on the work by Melbourne University Law School Dean Ian Ramsay, adds another notch to the key role he is playing in corporate law reform. When [the Government's Corporate Law Economic Reform Program policy] is released...the section on audit independence will be based on Ramsay's work. He also plays a key role in the Fed's Corporations and Markets Advisory Committee...He is a government favourite because his legal judgment is sound and he is fiercely independent with no perceived ties to any lobby group".

Companies and Securities Advisory Committee

Between March 1991 and March 1992 Professor Ramsay (then a lecturer at the University of New South Wales Law School) was appointed Deputy Director of the Federal Government's Companies and Securities Advisory Committee. Section 1 of the Australian Securities and Investments

Commission Act 1989 (Cth) states that the function of the Committee is “to provide informed and expert advice to the Minister [the Commonwealth Treasurer] about the content, operation and administration of laws [conferring power on the Australian Securities and Investments Commission], about corporations and about the securities markets and futures markets”.

Professor Ramsay authored or co-authored the following reports for the consideration of the Minister:

- **Report on Reform of the Law Governing Corporate Financial Transactions** This Report was co-authored with John Kluver, Executive Director of the Companies and Securities Advisory Committee. A modified version of the draft Bill, which is an annexure to the Report, formed the basis for the enactment, in 1992, of Part 3.2A of the Corporations Law, “Financial Benefits to Related Parties of Public Companies”.
- **Report on Directors’ Duty of Care and Consequences of Breaches of Directors’ Duties** Professor Ramsay was the sole author of this Report. Several of the recommendations contained in the Report were enacted in the Corporate Law Reform Act 1992 (Cth).
- **Report on Company Directors and Officers: Indemnification, Relief and Insurance** Professor Ramsay was the co-author of this Report. The recommendations in the Report were enacted in the Corporate Law Reform Act 1994 (Cth).
- **Report on a Statutory Derivative Action** Professor Ramsay was the co-author of this Report. The Federal Attorney-General released draft legislation based upon the recommendations contained in the Report in 1995 and the statutory derivative action was enacted as part of the Corporate Law Economic Reform Program Act 1999 (Cth).

Editorial positions

- Member of the Editorial Board of the **International Journal of Law and Education**, 1996 to date
- Member of the International Editorial Board of the **Singapore Academy of Law Journal**, 2004 to date
- Member of the Editorial Board of the **Company and Securities Law Journal**, 1995 to date
- Member of the Editorial Board of the **Australian Accounting Review**, 1995 to date
- Member of the Editorial Board of the **Macquarie Law Journal**, 2012 to date
- Editor of the **Corporate Law Bulletin**, 1997 to date
- Editorial Adviser for the **Governance, Risk & Compliance Newsfeed**, 2004 to date
- Member of the Editorial Advisory Board of the **Western Sydney University Law Review**, 2012 to 2015
- Consultant Editor for the 4 volume loose-leaf service **International Securities Regulation: Pacific Rim**, Oceana Publications, New York, 1996 to 2005
- Member of the Editorial Board of the **Journal of Law and Financial Management**, 2002-2014
- Consultant Editor for the 3 volume loose-leaf service **Australian Corporations and Securities Law Reporter**, CCH Australia, 2000-2005

- General Editor of the research reports and monograph series published by the Centre for Corporate Law, The University of Melbourne, 1996-2002
- Faculty Adviser, **Melbourne University Law Review**, 2000-2005
- Member of the Editorial Board of **Across the Board**, 2003-2005
- Member of the Editorial Board of the **Directors Manual**, 2004-2005
- Member of the Editorial Board of the **Macquarie Journal of Business Law**, 2004-2012
- Member of the Editorial Board of the **International and Comparative Corporate Law Journal**, 2000-2002
- Reviewer of chapters of the book **Collapse Incorporated: Tales, Safeguards and Responsibilities of Corporate Australia**, CCH Australia, 2001
- Consultant Editor for the **International Corporate Law Bulletin**, 1998-2000
- Title Editor for the Business Organisations Title of **Laws of Australia**, 1998-2000
- Member of the Editorial Board of the **Macquarie Law Journal**, 1999-2002
- Editor of the Collected Volume of Papers Presented at the **Annual Corporate Law Workshop**, Business Law Section, Law Council of Australia, 1993-2000
- Editor of the Collected Volume of the Papers Presented at the 1993 **Trade Practices Workshop**, Business Law Section, Law Council of Australia
- Editor of the **Business Law Section Newsletter**, Law Council of Australia, 1990-1999
- Member of the Publications Committee of the **Commercial Law Quarterly**, 1989-1998
- Member of the Academic Board (UNSW), **Laws of Australia**, 1990-1993
- Faculty Adviser, **The University of New South Wales Law Journal**, 1992-1993

Membership of learned academy

Fellow of the Australian Academy of Law (2016 to date). The Australian Academy of Law is a learned academy and comprises “individuals of exceptional distinction in the discipline of law”.

Honorary life membership of the Corporate Law Teachers Association

Honorary Life Member of the Corporate Law Teachers Association (2018 to date). The members of the Corporate Law Teachers Association voted to confer honorary life membership on Professor Ramsay as someone who has made “a sustained and outstanding contribution to corporate law in Australasia”.

Service to government and other bodies

Service to government

- Member of the Advisory Committee for the inquiry by the Australian Law Reform Commission into corporate criminal liability, 2019 - 2020
- Member of the Australian Securities and Investments Commission Taskforce to Review ASIC’s Enforcement Policies, Processes and Decision-Making Procedures, 2018-2019
- Member of the Tertiary Education Quality and Standards Agency Register of Experts, 2015 to date

- Chair of the independent panel to review the financial system's external dispute resolution and complaints framework, 2016 – 2017
- Member of the Australian Securities and Investments Commission Enforcement Review Taskforce, 2016 -2017
- Member of the Corporations and Markets Advisory Committee (which was the Federal Government's main corporate law reform advisory body apart from the Department of the Treasury), 2002-2014
- Member of the Takeovers Panel (which is the main forum for resolving takeover disputes), 2000-2012, and member of the following sub-committees of the Takeovers Panel:
 - Break fees policy
 - Legislative review policy
 - Conflicts policy
 - Review of draft changes to ASIC Policy Statement 159 on Takeovers: ASIC's Discretionary Powers
- Acting President of the Takeovers Panel (during the occasional absence of the President), 2003-2012
- Member of the Federal Government's Companies Auditors and Liquidators Disciplinary Board, 2004-2013
- Head of the Federal Government inquiry on auditor independence, 2001
- Member of the Australian Law Reform Commission's Advisory Committee for its civil and administrative penalties project, 2000-2002
- Member of the Federal Government's Implementation Consultative Committee for the Financial Services Reform Act, 2001-2005
- Consultant to the Victorian Government on the referral of its Corporations Act powers to the Commonwealth Parliament (2000), on the Partnership (Venture Capital Funds) Amendment Act 2003 (2003), and on the Early Stage Venture Capital Limited Partnerships legislation (2007)
- Consultant to the Australian Law Reform Commission for its managed investments project, 1992
- Deputy Director of the Companies and Securities Advisory Committee, 1991-1992

Service to legal education

- Member of the Committee established by the Law Admissions Consultative Committee to Review the Company Law Component of the Academic Requirements for Admission to Practice, 2018
- Member of the Council of Australian Law Deans, 2002-2003
- Member of the Council of Legal Education, 2002-2003

Service to the legal profession

- Member of the Executive of the Business Law Section, Law Council of Australia, 1990-1999. The following is a description of the Law Council taken from one of its publications:

“The Law Council is the federal organisation of the legal profession, made up of Bar Associations and Law Societies and (since 1985) individual members. It speaks for the profession on the legal aspects of national issues, on federal law and on the operation of federal courts and tribunals.”

- Member of the Corporations Law Committee of the Business Law Section, Law Council of Australia, 1995 to date
- Member of the Judging Panel for the Santow Scholarship awarded by the Business Law Section of the Law Council of Australia, 2015 and 2016
- Member of the Multidisciplinary Practices Taskforce of the Law Institute of Victoria, 1999-2000
- Member of the Organising Committee of the 1999 and 1996 Corporate Law Workshops, Business Law Section, Law Council of Australia
- Member of the Victorian Committee of the Commercial Law Association of Australia, 1995

Service to the accounting profession

- Director of the Audit Quality Review Board, 2006-2009

Service to professional associations

- Member of the Advisory Panel of the Australian Institute of Company Directors Centre for Governance Excellence and Innovation, 2015 to date
- Member of the Governance Institute of Australia Roundtable on Shareholder Primacy, 2013-2014 (the Roundtable published a discussion paper in 2014)
- Member of the Chartered Secretaries Australia and SAI Global Roundtable on Governance and Risk Management: Sustainable Organisations, 2010 (the Roundtable published a discussion paper in 2010)
- Member of the Awards Committee for Abacus - Australian Mutuals, 2008. Abacus is the industry body for Australian credit unions, mutual building societies and friendly societies. The four awards were for (1) innovation (2) community involvement (3) sustainability and (4) emerging leader
- Member of the Judging Committee for the Chartered Secretaries Australia Governance Professional of the Year Award, 2006 and 2007
- Member of the International Federation of Accountants (IFAC) taskforce on rebuilding confidence in financial reporting, 2002-2003. IFAC consists of 156 professional accountancy bodies in 114 countries representing more than 2 million accountants in public practice. Other members of the taskforce were: John Crow, Chair (former Governor of the Bank of Canada, Chairperson of the Central Bank of Governors of the Group Ten countries and a Division Chief of the International Monetary Fund); Christian Aubin (former Inspector General of Finance for the Republic of France, former Senior Executive Vice President of Corporate Finance for Banque Nationale de Paris and member of France’s National Accounting Council); Olivia Kirtley (former Chair of the American Institute of Certified Public Accountants and a member of the Board of Directors and Audit Committee Chairperson for three companies traded on US Stock Exchanges); Kosuke Nakahira (former Japanese Vice-Minister of Finance for International Affairs and Controller of the Tokyo Stock Exchange, Vice-Chairman of the Institute for International Economic Studies

and member of the Joint Committee on Remuneration of IMF/World Bank Executive Directors); Guylaine Saucier (Company Director, Chair of the Canadian Stock Exchange Committee relating to improvements in corporate governance and former Chair of the Canadian Institute of Chartered Accountants); and Graham Ward (Senior Partner in PriceWaterhouseCoopers, former President of the Institute of Chartered Accountants in England and Wales, member and former Deputy Chairman of the UK's Financial Reporting Council, member of the UK's Auditing Practices Board and former member of the UK's City Panel on Takeovers and Mergers).

- Member of the National Law Committee (previously the Corporations Law Committee) of the Australian Institute of Company Directors, 1995-2011
- Member of the Accreditation Committee established by the New South Wales Department of Education and Training for the Graduate Diploma in Company Secretarial Practice offered by the Chartered Institute of Company Secretaries in Australia, 1999
- Member of the Corporate Governance Subject Advisory Committee, Chartered Secretaries Australia, 2001
- Course Director for the Company Secretaries Course, Chartered Secretaries Australia, 1993-1995

Service to corporate law teachers

- President of the Corporate Law Teachers Association, 2000-2001
- Member of the Executive Committee of the Corporate Law Teachers Association, 1995-2014
- Member of the Organising Committee of the 2015 Corporate Law Teachers Association Conference, 2014-2015
- Chair of the Organising Committee of the 1997 Corporate Law Teachers Conference, 1996-1997
- Member of the Organising Committee of the First Corporate Law Teachers Conference, 1990-1991
- In 2018 the members of the Corporate Law Teachers Association voted to confer honorary life membership on Professor Ramsay as someone who has made “a sustained and outstanding contribution to corporate law in Australasia”.

Service to the Australian Securities and Investments Commission

- Member of the Australian Securities and Investments Commission Taskforce to Review ASIC's Enforcement Policies, Processes and Decision-Making Procedures, 2018-2019
- Member of the Australian Securities and Investments Commission Enforcement Review Taskforce, 2016 - 2017
- Member of the Australian Securities and Investments Commission External Advisory Panel, 2009-2013. The purpose of the Panel is to provide ASIC with “very senior advice from the financial services industry in order to help ASIC meet its statutory objectives. The Panel will assist ASIC in gaining a deeper understanding of developments and systemic risks within the financial services industry which are likely to have implications for:
 - the integrity of capital markets;
 - consumers of financial services and products and investors;
 - international capital flows; and

- systemic stability within the financial system.”
- Author of the report for ASIC titled “Disclosure of Fees and Charges in Managed Investments: Review of Current Australian Requirements and Options for Reform”, 2002
- Provided organisational and teaching assistance for the 2001, 1999 and 1998 ASIC Summer Schools
- Member of the ASIC Corporate Governance Roundtable 1998-2002

Service to other universities

- Member of the Hong Kong University Grants Committee Law Panel for the University Research Assessment Exercise, 2013-2014
- Member of the Academic Advisory Board of the Asian Institute of International Financial Law, University of Hong Kong, 2000 to date
- Member of the Selection Committee for Chairs of Law at Monash University, the University of Queensland, University of Auckland, La Trobe University, the Australian National University and Queensland University of Technology
- Member of the Professorial Promotions Committee, Faculty of Law, Monash University, 2004
- External Examiner, Faculty of Law, The University of Hong Kong, 2000-2002
- Member of the Professorial Promotions Committee, Faculty of Law, The University of Sydney, 2000-2001
- Member of the Reaccreditation Committee for the Degrees of Bachelor of Laws and Master of Laws, Deakin University, 2001
- Member of the Review Panel for the Centre for Commercial and Property Law, Faculty of Law, Queensland University of Technology, 1998

Service to courts

- Member of the Federal Circuit Court of Australia Steering Committee for the pilot project on using financial counsellors in the Federal Circuit Court, 2014-2015
- Co-organiser of the annual Supreme Court of Victoria Commercial Law Conference, 2009 to date

Service to other organisations

- Member of the Judging Panel for the Mergermarket Australia Mergers and Acquisitions Awards, 2018
- Member of the Capital Markets Advisory Group of the Securities Commission of Malaysia, 2013-2015
- Member of the Advisory Council of the Centre for International Finance and Regulation, 2012-2015
- Member of the B Lab Board Advisory Group, 2015-2017
- Member of the Australian - New Zealand Shadow Financial Regulatory Committee, 2006-2015
- Member of the Appeals Panel of the Federation of International Basketball Associations, 2002-2014

Supervision of higher degree theses

Professor Ramsay has supervised higher degree theses (PhD, SJD and LLM) at The University of Melbourne and The University of New South Wales.

The following students have completed their higher degree theses under Professor Ramsay's supervision:

- Emma Armson, PhD, "The Australian Takeovers Panel: An effective forum for dispute resolution?" (co-supervisor) 2018
- Marco Bini, PhD, "The duty to act in the best interests of the public entity" (co-supervisor) 2014
- Michelle Welsh, PhD, "Civil penalties under the Corporations Act and the enforcement role of the Australian Securities and Investments Commission" 2009. This student was awarded the Harold Luntz Graduate Research Thesis Prize for 2009. The prize is awarded annually to the Melbourne Law School graduate research student judged to have presented the best thesis. Parts of this thesis have been published as refereed journal articles
- John Date, LLM by thesis, "Implications of canon law for church organisations operating in Australia" (co-supervisor) 2008
- Pamela Hanrahan, SJD, "Officers' accountability in managed investment schemes" 2006. A revised version of this thesis was published as Pamela Hanrahan, "Funds management in Australia: Officers' duties and liabilities", LexisNexis Butterworths, 2007
- Daniel Stepniak, PhD, "Electronic media coverage of court proceedings: The Australian experiences in light of international developments" 2005. A revised version of this thesis was published as Daniel Stepniak "Audio-visual coverage of courts: A comparative analysis", Cambridge University Press, 2008
- Allan Bulman, LLM by minor thesis and coursework, "How section 667C of the Corporations Act should be interpreted and its application to the various forms of compulsory acquisition" 2002
- Nicole Calleja, LLM by minor thesis and coursework, "The new Takeovers Panel: A better way?" 2001. A revised version of this thesis was published as Nicole Calleja, The new Takeovers Panel: A better way?", CCH Australia, The Takeovers Panel and Centre for Corporate Law, University of Melbourne, 2002
- Henry Lloyd, LLM by minor thesis and coursework, "Compulsory acquisition of minority interests", 2001
- Jonathan Farrar, LLM by thesis, "Acquiring control of Australian companies: Takeover or scheme of arrangement?" 2000
- Vivian Goldwasser, SJD, "The regulation of stock market manipulation", 1998. A revised version of this thesis was published as Vivian Goldwasser, "Stock market manipulation and short selling", CCH Australia and Centre for Corporate Law, University of Melbourne, 1999
- Donna Croker, LLM by minor thesis and coursework, "Prospectus liability under the Corporations Law" 1998. A revised version of this thesis was published as Donna Croker, "Prospectus liability under the Corporations Law", Centre for Corporate Law, University of Melbourne, 1999
- Bruce Taylor, LLM by minor thesis and coursework, "The regulation and enforceability of issues of debt securities issued by trustees in Australian securitisation programs", 1997

- Kam Fan Sin, PhD (University of New South Wales), “The legal nature of the unit trust” (co-supervisor) 1996. A revised version of this thesis was published as Kam Fan Sin, “The legal nature of the unit trust”, Oxford University Press, 1997
- Phillip Lipton, LLM by minor thesis and coursework, “The codification of agency principles in their application to companies”, 1995. A revised version of this thesis was published as Phillip Lipton, “The authority of officers and agents to act for a company: Legal principles”, Centre for Corporate Law, University of Melbourne, 1996
- John Lambrick, LLM by minor thesis and coursework, “Breach of director’s duty: The implications for a lender with notice”, 1995

Competitive research grants obtained

Australian Research Council Discovery Grant, “Negotiated Enforcement: Regulatory Power and Corporate Misconduct” (with J O’Brien). Fund received: 2019 - \$105,000; 2020 - \$111,000; 2021 - \$95,000

Australian Research Council Discovery Grant, “Financial Exclusion, Poor Insurer Practices and Consumer Protection” (with P Ali). Funds received: 2018 - \$110,000; 2019 - \$119,280; 2020 - \$129,636

Melbourne Law School International Collaboration Grant, “Directors’ Liability for Insolvent Trading in Australia: Reflections on Recent Reforms from Experience in Singapore and Japan” (with S Steele of Melbourne Law School and M S Wee of National University of Singapore Law). Funds received: 2017-2018 - \$9,110

Australian Research Council Linkage Grant, “Harmful Financial Products: Analysis of Their Impact and Regulation” (with P Ali). Funds received: 2016 - \$70,500; 2017 - \$197,500; 2018 - \$239,500; 2019 - \$112,500 (Partner Organisation: Consumer Action Law Centre, Financial Counselling Australia, Good Shepherd Youth and Family Service, Western Community Legal Centre and Mallee Family Care Inc)

Australian Research Council Discovery Grant, “The Legal and Social Dimensions of Financial Hardship in Australia: Implications for Legal, Regulatory and Policy Frameworks” (with P Ali). Funds received: 2014 - \$113,000; 2015 - \$129,000; 2016 - \$154,000

Australian Research Council Discovery Grant, “Phoenix Activity: Regulating Use of the Corporate Form” (with H Anderson, A O’Connell and M Welsh). Funds received: 2014 - \$133,000; 2015 - \$142,000; 2016 - \$128,000

Australian Research Council Linkage Grant, “Evaluating Australian Personal Insolvency Laws in the Context of Changing Demographics and Increasing Financial Stress” (with P Ali). Funds received: 2013 - \$60,166; 2014 - \$127,406; 2015 - \$152,566; 2016 - \$85,326 (Partner Organisations: Consumer Action Law Centre, Financial Counselling Australia and Good Shepherd Youth and Family Service)

Centre for International Finance and Regulation Research Grants:

- “An Analysis of Penalties under ASIC Administered Legislation” (with G Gilligan and A Godwin). Funds received 2014-2016 - \$291,813
- “Financial System Regulation - Is Australia’s ‘Twin Peaks’ Approach a Model for China? (with A Godwin and L Guo, Peking University Law School). Funds received: 2013-2014 - \$43,161
- “Financial Products and Short Form Disclosure Documents” (with A Godwin). Funds received: 2013-2014 - \$28,139
- “Assessing the Governance of Institutional Investors when Investing in Complex Financial Products” (with P Ali). Funds received: 2013-2014 - \$19,744
- “Evaluating the Impact of Securities Loans on Shareholder Rights and the Governance of Listed Companies” (with P Ali). Funds received: 2013-2014 - \$9,887
- “Financial Literacy and Innovation in Superannuation Product Disclosure” (with P Ali and C Shekhar). Funds received: 2013-2014 - \$39,954

Melbourne School of Government Research Cluster Grant, “Financial Regulation in Asia – A New Model for Regional Cooperation” (with A Godwin (Melbourne Law School), A Mitchell (Melbourne Law School), K Davis (School of Business and Economics), J Lai (Faculty of Arts), A Walter (Faculty of Arts). Funds received: 2014-2015 - \$213,917

Melbourne Law School Indigenous Research Grant Scheme, “Predatory Conduct, Consumer Rental Goods and Indigenous Consumers” (with M McMillan, P Ali and C McRae). Funds received: 2014-2015 - \$5,000

National University of Singapore and Melbourne Law School Research Partnership Grant, “Disciplining Insolvency Practitioners in Australia and Singapore: Legal and Policy Trends (with S Steele (Melbourne Law School) and M S Wee (National University of Singapore Law). Funds received: 2013-2014 - \$20,000

University of Oxford – Melbourne Law School Research Partnership, “A Comparative Analysis of the Reform of Personal Property Security Law in Australia and the United Kingdom” (with P Ali and L Gullifer of the University of Oxford). Funds received: 2013-2014 - \$17,500 and £10,000

Victoria Law Foundation Grant, “Reform of Consumer Lease Contracts - Ensuring Greater Protection for Consumers” (with P Ali). Funds received: 2012 - \$4,990

Australian Research Council Discovery Grant, “Safeguarding the Financial Well-Being of Australians by Improving Financial Literacy: Implications for Consumer Protection Laws” (with P Ali). Funds received: 2010 - \$85,000; 2011 - \$95,000; 2012 - \$96,000

Australian Research Council Discovery Grant, “Legal Origins: The Impact of Different Legal Systems on the Regulation of the Business Enterprise in the Asia-Pacific Region” (with R Mitchell, S Cooney and P Gahan). Funds received: 2010 - \$85,000; 2011 - \$81,000; 2012 - \$84,000

Melbourne Centre for Financial Studies Grant, “The Costs of Corporate Litigation in Australia” (with A Lamba). Funds received: 2009 - \$12,000

Victoria Law Foundation Grant, “The Impact of Variable Rate Home Loan Early Termination Fees on Low Income Vulnerable Home-Owners”. Funds received: 2009 - \$4,150

Australian Research Council Discovery Grant, “Employee Share Ownership Plans: Current Practice and Regulatory Reform” (with C Rider, A O’Connell and R Mitchell). Funds received: 2006 - \$147,000; 2007 - \$86,000; 2008 - \$90,000

Australian Research Council Discovery Grant, “Partnerships at Work: The Interaction Between Employment Systems, Corporate Governance and Ownership Structure” (with R Mitchell). Funds received: 2003 - \$150,000; 2004 - \$140,000; 2005 - \$130,000; 2006 - \$100,000; 2007 - \$120,500

Australian Research Council Large Grant, “The Directorship of Entrepreneurial Firms and the Role of Public and Private Capital Markets” (with G Stapledon and M Whincop – Griffith University). Funds received: 2001 - \$46,000; 2002 - \$36,562; 2003 - \$44,831

Australian Research Council SPIRT (Collaborative) Grant, “Accountability and Corporate Governance in Non-Profit Companies” (with S Woodward). Funds received: 2001 - \$30,000; 2002 - \$25,000; 2003 - \$25,000, with matching funds provided by Philanthropy Australia Inc (the Industry Partner)

Australian Research Council Large Grant, “The Governance of Managed Investment Schemes” (with P Hanrahan and G Stapledon). Funds received: 2000 - \$46,000; 2001 - \$45,000; 2002 - \$46,000

Australian Research Council SPIRT (Collaborative) Grant, “The Use and Operation of the Enforcement Regime Attracted by Contraventions of Directors’ Duties in Australian Corporations Law (with H Bird and A Freiberg). Funds received: 1999 - \$50,000; 2000 - \$40,000, with matching funds provided by the Australian Securities and Investments Commission (the Industry Partner)

University of Melbourne Faculty of Economics and Commerce Research Grant, “An Analysis of Factors Influencing the Share Buy-back Decision” (with A Lamba). Funds received: 2000 - \$7,000

Australian Research Council Large Grant, “Corporate Disclosure: An Analysis of the Role of Prospectuses in Capital Raising in Australia and New Zealand”. Funds received: 1998 - \$40,000; 1999 - \$25,000

Australian Research Council SPIRT (Collaborative) Grant, “Electronic Prospectuses: Devising an Appropriate Regulatory Regime” (with E Boros). Funds received: 1998 - \$54,000; 1999 - \$39,000, with matching funds provided by the Australian Securities and Investments Commission (the Industry Partner)

Criminology Research Council Grant, “Directors’ Misconduct Decriminalised: Are the ‘Civil’ Sanctions in the Corporations Law Effective?” (with H Bird). Funds received: 1998 - \$20,395

University of Melbourne Faculty of Economics and Commerce Research Grant, “The Costs of Corporate Litigation” (with A Lamba). Funds received: 1998 - \$8,900

Australian Research Council SPIRT (Collaborative) Grant, “The Impact of Institutional Investors on Capital Markets and Corporate Performance” (with K Davis and G Stapledon). Funds received: 1997 - \$25,116; 1998 - \$47,306, with matching funds provided by the Australian Investment Managers' Association (the Industry Partner)

Australian Research Council Small Grant, “The Role of Institutional Investors in Corporate Governance and the Influence of Corporate Law on this Role” (with G Stapledon). Funds received: 1997 - \$19,800

Law Foundation of New South Wales

- “Shareholders' Rights and Remedies”. Funds received: 1994 - \$1,500
- “Underpricing of Initial Public Offerings”. Funds received: 1994 - \$2,500
- “Share Buy-Backs”. Funds received: 1993 - \$2,500
- “Ownership Concentration of Australian Companies”. Funds received: 1992 - \$2,500

Citations of research

Professor Ramsay’s publications have been cited by the High Court of Australia, the Federal Court of Australia, the Courts of Appeal of the Supreme Courts of New South Wales, Victoria Queensland and Western Australia, as well as by the Full Court of the Supreme Court of South Australia.

His publications have also been cited by the Supreme Court of the United Kingdom, the United States Bankruptcy Court, the Court of Appeal of New Zealand, the High Court of New Zealand, the Court of Appeal of the High Court of Hong Kong, the Court of Appeal of the Supreme Court of Singapore, the High Court of the Supreme Court of Singapore, the Court of Appeal of Malaysia, the High Court of Malaysia and the Scottish Court of Session (the supreme civil court in Scotland).

His publications have also been cited many times in books and journal articles. These citations include articles published in leading US law journals such as the Harvard Law Review, the Yale Law Journal, the American Journal of Comparative Law, the University of Chicago Law Review, the University of Pennsylvania Law Review, the Georgetown Law Journal, the Texas Law Review, the Virginia Law Review and the Cornell Law Review and articles published in leading UK law journals such as the Law Quarterly Review, the Oxford Journal of Legal Studies, the Cambridge Law Journal and the Modern Law Review. Leading Australian journals in which Professor Ramsay has been cited include the Melbourne University Law Review, the Sydney Law Review, the Federal Law Review, the University of New South Wales Law Journal and the Monash University Law Review.

Reviewing for journals

Professor Ramsay has acted as a reviewer for Abacus; Accounting and Finance; African Journal of Business Management; Agenda (Journal of Policy Analysis and Reform); Australian Accounting Review; Australian and New Zealand Journal of Criminology; Australian Bar Review; Australian Business Law Review; Australian Journal of Asian Law; Australian Journal of Corporate Law; Commercial Law Quarterly; Company and Securities Law Journal; Current Commercial Law; Deakin Law Review; Federal Law Review; Griffith Journal of Law and Human Dignity; International and Comparative Law Quarterly; International Journal of Law and Education; Journal of the Australasian Law Teachers Association; Journal of Australian Studies; Journal of Corporate Law Studies; Journal of Equity; Journal of Financial Regulation; Journal of Law, Finance and Accounting; Journal of Law, Information and Science; Labor Studies Journal;

Law in Context; Law Society Journal; Legal Education Review; Macquarie Journal of Business Law; Macquarie University Law Journal; Melbourne University Law Review; Monash University Law Review; Murdoch University Electronic Journal of Law; National Law Review; New Zealand Law Review; New Zealand Universities Law Review; Oxford University Commonwealth Law Journal; QUT Law Review; Singapore Academy of Law Journal; Singapore Journal of Legal Studies; Sydney Law Review; University of New South Wales Law Journal; Victoria University Law and Justice Journal.

Publications

Books

Ford, Austin and Ramsay's Principles of Corporations Law, LexisNexis Butterworths, 17th edition, 2018, 1994 pages (co-author with RP Austin – as were the 16th, 15th, 14th, 13th and 12th editions), ISBN 9780409338386; 16th edition, 2015, 1849 pages, ISBN 9780409338386; 15th edition, 2013, 1782 pages, ISBN 9780409331509; 14th edition, 2010, 1633 pages, ISBN 9780409326444; 13th edition, 2007, 1477 pages, ISBN 9780409323634; 12th edition, 2005, 1418 pages, ISBN 0409322245; 11th edition, 2003, 1313 pages (co-author with HAJ Ford and RP Austin – as were the 10th, 9th and 8th editions), ISBN 0409320633; 10th edition, 2001, 1398 pages, ISBN 0409316989, 9th edition, 1999, 1278 pages, ISBN 040931566 4; 8th edition, 1997, 1198 pages, ISBN 040931241X. The 8th to 15th editions were titled “Ford’s Principles of Corporations Law”

Incentivising Employees: The Theory, Policy and Practice of Employee Share Ownership in Australia, Melbourne University Publishing, 2013, 272 pages (co-author with I Landau and A O’Connell), ISBN 9780522864090

Law, Corporate Governance and Partnerships at Work: A Study of Australian Regulatory Style and Business Practice, Ashgate, 2011, 229 pages (co-author with R Mitchell, A O’Donnell, S Marshall and M Jones), ISBN 9781409421061

Commercial Applications of Company Law, Oxford University Press, Melbourne, 19th edition, 2018, 946 pages (co-author with P Hanrahan and G Stapledon – as were all earlier editions), ISBN 9780190310271; 18th edition, 2017, 947 pages, ISBN 9780190308476; 17th edition, 2016, 935 pages, ISBN 9780190304362; 16th edition, 2015, 961 pages, ISBN 9781925159851; 15th edition, 2014, 950 pages, ISBN 9781922215659; 14th edition, 2013, 968 pages, ISBN 9781922042613; 13th edition, 2012, 962 pages, ISBN 9781922010780; 12th edition, 2011, 959 pages, ISBN 9781921701801; 11th edition, 2010, 904 pages, ISBN 9781921593444; 10th edition, 2009, 909 pages, ISBN 9781 921485282; 9th edition, 2008, 892 pages, ISBN 9781921322051; 8th edition, 2007, 902 pages, ISBN 9781921223297; 7th edition, 2006, 890 pages, ISBN 1921022 833; 6th edition, 2005, 939 pages, ISBN 1920834931; 5th edition, 2004, 977 pages, ISBN 1920834125; 4th edition, 2003, 906 pages, ISBN 1864686480; 3rd edition, 2002, 824 pages, ISBN 1864685794; 2nd edition, 2001, 828 pages, ISBN 1864684771; 1st edition, 2000, 736 pages, ISBN 186468077 6 (the 1st edition to the 16th edition were published by CCH Australia)

Commercial Applications of Company Law in New Zealand, CCH New Zealand, 5th edition, 2015, 827 pages, ISBN 9781775470830 (co-author with P Hanrahan, G Stapledon, G Walker and A Pekmezovic – as was the fourth edition), 4th edition, 2012, 874 pages, ISBN 9780864759818;

3rd edition, 2009, 827 pages (co-author with P Hanrahan, G Stapledon, G Walker and T Reid – as were the first and second editions), ISBN 9780864757982; 2nd edition, 2005, 790 pages, ISBN 0864756550; 1st edition, 2002, 722 pages, ISBN 0864755503

Commercial Applications of Company Law in Singapore, CCH Asia, Singapore, 5th edition, 2015, 741 pages (co-author with P Hanrahan, G Stapledon, V Yeo and J Lee – as were all earlier editions), ISBN 9789814446174; 4th edition, 2011, 631 pages, ISBN 9789814248 983; 3rd edition, 2008, 585 pages, ISBN 9789814228442; 2nd edition, 2006, 567 pages, ISBN 9814197130; 1st edition, 2004, 606 pages, ISBN 9810508808

The Takeovers Panel and Takeovers Regulation in Australia (editor), Melbourne University Publishing, 2010, 254 pages, ISBN 9780522858396

Varieties of Capitalism, Corporate Governance and Employees, Melbourne University Publishing, 2008 (co-editor with S Marshall and R Mitchell) 313 pages, ISBN 9780522855487

Commercial Applications of Company Law in Malaysia, CCH Asia, 3rd edition, 2008, 646 pages (co-author with P Hanrahan, G Stapledon, A Nariman Sulaiman and A Bidin – as were all earlier editions), ISBN 978 981 4228 34 3; 2nd edition, 2005, 647 pages, ISBN 981 4180 87 4; 2002, 605 pages, ISBN 981 04 6337 5; 1st edition, 2002, 605 pages, ISBN 981 04 6337 5

Company Directors: Principles of Law and Corporate Governance, LexisNexis Butterworths, 2005, 822 pages (co-author with HAJ Ford and RP Austin), ISBN 0 409 31335 1

Experts' Reports in Corporate Transactions, Federation Press, 2003, 239 pages, ISBN 1 8 6287 469 7 (co-author with L McDonald, G Moodie and J Webster)

Key Developments in Corporate Law and Trusts Law: Essays in Honour of Professor Harold Ford (editor), Butterworths, 2002, 324 pages, ISBN 0 409 31956 2

Company Directors' Liability for Insolvent Trading (editor), CCH Australia Limited and Centre for Corporate Law, 2000, 209 pages, ISBN 0 7340 20899

The Corporate Law Economic Reform Program Explained, CCH Australia, 2000, 273 pages (co-author with R Baxt, I Renard, R Simkiss and J Webster), ISBN 1 86468 291 4

Securities Regulation in Australia and New Zealand, LBC Information Services, 2nd ed, 1998, 794 pages (co-editor with B Fisse and G Walker), ISBN 0 455 21594 4

The New Corporations Law, CCH Australia Ltd, 1998, 208 pages (co-author with A Bristow, S Mason, M McDonald and C Simpson), ISBN 1 864 68041 5

Corporate Governance and the Duties of Company Directors (editor), Centre for Corporate Law, 1997, 210 pages, ISBN 0 734 01343 4

Education and the Law, Butterworths, 1996, 356 pages (co-author with A Shorten), ISBN 0 409 30955 9

Gambotto v WCP Ltd: Its Implications for Corporate Regulation (editor), Centre for Corporate Law, 1996, 135 pages, ISBN 0 732 50821 5

Ford, Austin and Ramsay's Principles of Corporations Law, LexisNexis Butterworths, Sydney, 1995, 2200 pages, 3 volume looseleaf/online book updated eight times per annum (co-author with HAJ Ford and R P Austin until 2009 and then with RP Austin since 2009), ISBN 0409300683 (until 2015 the book was titled "Ford's Principles of Corporations Law")

Research Reports

Review of the Financial System External Dispute Resolution and Complaints Framework, Final Report, Commonwealth of Australia, 2017, 246 pages (co-author with J Abramson and A Kirkland)

Review of the Financial System External Dispute Resolution and Complaints Framework, Supplementary Final Report, Commonwealth of Australia, 2017, 204 pages (co-author with J Abramson and A Kirkland)

Facilitating Equity Crowdfunding in the ASEAN Region, Association of Southeast Asian Nations, 2017, 155 pages (co-author with S Kourabas)

Phoenix Activity: Recommendations on Detection, Disruption and Enforcement, Phoenix Activity Research Project, Melbourne Law School, 2017, 138 pages (co-author with H Anderson, M Welsh and J Hedges)

Enforcement of Financial Market Manipulation Laws: An International Comparison of Sanctions, Centre for International Finance and Regulation, 2016, 34 pages (co-author with L Bromberg and G Gilligan)

Sanctions Imposed for Insider Trading in Australia, Canada (Ontario), Hong Kong, Singapore, New Zealand, the United Kingdom and the United States: An Empirical Study, Centre for International Finance and Regulation, 2016, 49 pages (co-author with L Bromberg, G Gilligan and J Hedges)

An Empirical Analysis of the Use of Enforceable Undertakings by the Australian Securities and Investments Commission between 1 July 1998 and 31 December 2015, Centre for International Finance and Regulation, 2016, 87 pages (co-author with H Bird, G Gilligan, A Godwin and J Hedges)

Is Australia's 'Twin Peaks' System of Financial Regulation a Model for China? Centre for International Finance and Regulation, 2016, 41 pages (co-author with A Godwin and G Li)

Financial Hardship: Insights from a Survey of Financial Counsellors, Centre for Corporate Law, Melbourne Law School, 2015, 38 pages (co-author with P Ali and E Bourova)

Federal Circuit Court Financial Counselling Project Evaluation, Federal Court of Australia, Federal Circuit Court of Australia, Consumer Action Law Centre and Centre for Corporate Law, 2015, 31 pages (co-author with P Ali and L O'Brien)

An Empirical Analysis of Public Enforcement of Directors' Duties in Australia: Preliminary Findings, Centre for International Finance and Regulation, 2015, 34 pages (co-author with H Bird, G Gilligan, A Godwin and J Hedges)

Quantifying Phoenix Activity: Incidence, Cost and Enforcement, Phoenix Activity Research Project, Melbourne Law School, 2015, 135 pages (co-author with H Anderson, A O'Connell, M Welsh and H Withers)

Perspectives of Financial Counsellors and Consumer Solicitors on Personal Insolvency, Centre for Corporate Law, 2015, 17 pages (co-author with P Ali and L O'Brien)

Legal Considerations for Institutional Investors when Investing in Complex Financial Products, Centre for International Finance and Regulation, 2015, 26 pages (co-author with P Ali and J Jager)

Twin Peaks: The Legal and Regulatory Anatomy of Australia's System of Financial Regulation, Centre for International Finance and Regulation, 2015, 46 pages (co-author with A Godwin)

An Analysis of Penalties under ASIC Administered Legislation: Scoping the Issues, Centre for International Finance and Regulation, 2015, 29 pages (co-author with G Gilligan, P Ali, A Godwin and J Hedges)

Superannuation Knowledge, Behaviour and Attitudes in Young Adults in Australia, Centre for International Finance and Regulation, 2014, 127 pages (co-author with P Ali, M Anderson, M Clark and C Shekhar)

Defining and Profiling Phoenix Activity, Phoenix Activity Research Project, Melbourne Law School, 2014, 83 pages (co-author with H Anderson, A O'Connell, M Welsh and H Withers)

Financial Hardship: The Legal Frameworks, Centre for Corporate Law, Melbourne Law School, 2014, 39 pages (co-author with P Ali and E Bourova)

Why do Employees Participate in Employee Share Ownership Plans?, Employee Share Ownership Project and Centre for Corporate Law, Melbourne Law School, 2011, 60 pages (co-author with M Brown, R Minson and A O'Connell) ISBN 9780734044273

What Causes Suboptimal Financial Behaviour? An Exploration of Financial Literacy, Social Influences and Behavioural Economics, Financial Literacy Project and Centre for Corporate Law, 2011, 243 pages (co-author with A Capuano)

Home Loan Exit Fees: The Cost of Ending a Home Loan Early, Centre for Corporate Law, 2010, 18 pages (co-author with N Ashton)

Employee Share Schemes: Regulation and Policy, Centre for Corporate Law, 2010, 21 pages (co-author with I Landau and A O'Connell)

What do you do With a High Court Decision you Don't Like? Legislative, Judicial and Academic Responses to *Gambotto v WCP Ltd*, Centre for Corporate Law, 2010, 33 pages (co-

author with B Saunders)

Professor Harold Ford and the Development of Australian Corporate Law, Centre for Corporate Law, 2010, 13 pages

Personal Insolvency in Australia: An Increasingly Middle Class Phenomenon, Centre for Corporate Law, 2009, 33 pages (co-author with C Sim)

The Costs of Corporate Litigation in Australia, Centre for Corporate Law, 2009, 16 pages (co-author with A Lamba)

Stakeholders and Directors' Duties: Law, Theory and Evidence, Centre for Corporate Law, 2009, 53 pages (co-author with S Marshall)

Broad-Based Employee Share Ownership in Australian Listed Companies: Survey Report, Centre for Corporate Law and Centre for Employment and Labour Relations Law, 2009, 88 pages (co-author with I Landau, R Mitchell, A O'Connell and S Marshall) ISBN 9780734040763

Trends in Personal Insolvency in Australia, Centre for Corporate Law, 2009, 149 pages (co-author with C Sim) ISBN 9780734040749

Corporate Governance and Workplace Partnerships Case Studies, Centre for Corporate Law and Securities Regulation and Centre for Employment and Labour Relations Law, 149 pages (co-author with M Jones, S Marshall and R Mitchell) ISBN C 9780734040534

Corporate Regulators in Australia (1961-2000): From Companies' Registrars to the Australian Securities and Investments Commission, Centre for Corporate Law, 2008, 68 pages (co-author with B Mees) ISBN 9780734039224

Why do Employees Participate in Employee Share Plans? A Conceptual Framework, Centre for Corporate Law and Centre for Employment and Labour Relations Law, 2008, 24 pages (co-author with M Brown, I Landau, R Mitchell and A O'Connell) ISBN 978 0 7340 391 2 5

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Professor Ramsay’s research has been commented upon in over 300 newspaper articles. A list of these newspaper reports is available on the Centre for Corporate Law website at <https://law.unimelb.edu.au/centres/ccl/engagement/media-commentary>

In addition, Professor Ramsay has given many television and radio interviews regarding his research. These interviews are also listed on the website of the Centre for Corporate Law.

Professor Ramsay has published the following articles in newspapers, magazines and online commentary sites:

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