

# SHAM TRANSACTIONS

EDWIN SIMPSON  
AND  
MIRANDA STEWART

**OXFORD**  
UNIVERSITY PRESS

# SUMMARY CONTENTS

<i>Foreword</i>	v
<i>Editors Preface</i>	ix
<i>List of Contributors</i>	xix
<i>Table of Cases</i>	xxi
<i>Table of Legislation</i>	xxxix
<i>Table of UK Statutory Instruments</i>	xlii

## I CONTEXT AND HISTORY

<b>1. Introduction: 'Sham' Transactions</b>	<b>3</b>
<i>Edwin Simpson and Miranda Stewart</i>	
<b>I. Sham: Early Uses and Related and Unrelated Doctrines</b>	<b>29</b>
<i>Mike Macnair</i>	
<b>3. The Judicial Doctrine in Australia</b>	<b>51</b>
<i>Miranda Stewart</i>	
<b>4. Sham Transactions in the United States</b>	<b>68</b>
<i>Joshua D. Blank and Nancy Staudt</i>	
<b>5. Sham and Purposive Statutory Construction</b>	<b>86</b>
<i>Edwin Simpson</i>	

## II SHAM TRANSACTIONS

<b>6. Tenancy Agreements</b>	<b>105</b>
<i>Susan Bright, Hannah Glover, and Jeremias Prassl</i>	
<b>7. Trusts and Intention</b>	<b>122</b>
<i>Matthew Conaglen</i>	
<b>8. Trusts: A Practitioner's Perspective</b>	<b>141</b>
<i>Nicholas Le Poidevin</i>	
<b>9. Company Charges</b>	<b>158</b>
<i>Lord Neuberger of Abbotsbury</i>	
<b>10. Employment Law</b>	<b>176</b>
<i>A.C.L. Davies</i>	
<b>II. Piercing the Corporate Veil</b>	<b>192</b>
<i>Robert Miles and Eleanor Holland</i>	

## III TAXATION AND PURPOSIVE STATUTORY CONSTRUCTION

<b>12. Tracing the Boundaries of Sham and Ramsay</b>	<b>211</b>
<i>Malcolm Gammie</i>	

*Summary Contents*

<b>13- Sham, Tax Avoidance, and a GAAR: A New Zealand Perspective</b>	<b>228</b>
<i>Shelley Griffiths and Jessica Palmer</i>	
<b>14. Sham in the Canadian Courts</b>	<b>243</b>
<i>Glen Loutzenhiser</i>	
<b>15- Sham, Tax Avoidance, and 'A Realistic View of Facts' in the UK</b>	<b>259</b>
<i>John Vella</i>	
<b>16. Sham and Tax Law in Australia</b>	<b>270</b>
<i>The Hon. Michael Kirby AC CMG</i>	
<i>Index</i>	<b>289</b>