# Contracts – Forms - Drafting

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**Englischsprachige Literatur**  
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Bitte beachten Sie:  

Grundsätzlich gilt: Wir fakturieren immer den Verlagspreis zum aktuellen Wechselkurs zuzüglich MWSt.

Silkenat, 2009/11
(American Bar Association, USA)
Paperback, US $169.95 = ca. €138,00

ABA Guide to International Business Negotiations, Third Edition provides valuable assistance in dealing with common questions encountered in dealing with a transnational business case. This updated, expanded edition provides more on the fundamental intercultural skills every lawyer should know before going into the new, e-commerce based international negotiations.


Bar Manual: Drafting 2009/2010
Inns of Court School of Law, 8/2009
(Oxford University Press, UK)
Paperback, £29.99 = ca. €38,50

Drafting allows students to master one of the most specialist and refined skills necessary for practicing at the Bar. A barrister must not only be able to draft with absolute clarity and precision, but also use drafting skills effectively for persuasive and tactical purposes. This manual ensures that a student following its progressive structure gains a thorough understanding of best practice when drafting in a variety of situations. Drafting emphasises pleadings, both because of their importance in civil litigation, and because they provide the best foundation for the learning process. However, many other types of contentious drafting relevant to general practice are also covered. Each chapter contains numerous examples, and every example is followed by a detailed commentary explaining the draft. Exercises are included throughout, enabling students to practice and develop their skills.

Contents:

Commercial Agreements
A Lawyer’s Guide to Drafting & Negotiating
Peter Siwicka
(West Group / USA)
1 looseleaf volume & CD-ROM, $198.00 = ca. €169,50

Provides expert advice, detailed analysis and commentary, tactics, tips, and “how to” guidance on drafting, preparing, and negotiating agreements for commercial transactions. Each chapter has an introduction explaining the considerations involved in the particular transaction. Each chapter also includes ready-to-use and adaptable forms, which include legal and drafting annotations. Contains table of U.S. statutes, regulations and rulings, and table of cases. Each agreement is incl. on accompanying floppy disk.

Contents:
Drafting Commercial Agreements
Negotiating
Elements of Negotiating. Table of Statutes, Table of Cases

Commercial Contracts
A Practical Guide to Standard Terms
Richard Lawson / Susan Singleton, 10/2006
ISBN 9781845923105
(Totell, Publ., UK)
Hardback, £78.00 = ca. €96,00

An invaluable guide to the practical aspects of drafting & interpreting commercial contracts. It provides useful background & detailed advice on the law surrounding a wide range of commercial agreements including: key common clauses; when to use standard terms; procedures & good practice; termination of contracts; remedies for breach; the specific issues relating to export, software & consumer contracts. It also contains valuable precedents, including expert guidance on business-to-business & business-to-consumer agreements, providing users with an excellent tool for drafting commercial contracts. The new edition has been updated to cover new developments relating to consumer rights, relevant developments in relation to the internet & data protection regulations & provide full details of 2006 Implementation of new EU unfair commercial practices directive.

Commercial Contracts
Strategies for Drafting & Negotiating
Morton Moskin (editor)
2 volumes, ISBN 978035528321
(Aspen Law, USA)
Loose-leaf, $355.00 = ca. €303,90

The essential guide to all contract law, a publication that combines in-depth discussion of the substantive law usually applicable to wide ranges of commercial transactions, whatever their status, and deals in detail with the drafting implications therefor. In addition, this publication is designed to provide practical and sophisticated negotiating and drafting advice both to new and experienced attorneys who have mastered their topics.

Commercial Contracts
presents insights and guidance of 29 leading contract specialists, all experts in their fields. These noted authorities examine the growing influence of New York Law on multi-jurisdictional transactions, discuss the general expectations of parties to commercial transactions, and identify critical issues that drafters need to consider when handling different types of agreements, from joint ventures and strategic alliances, and many others.

No other single reference covers as broad a range of corporate and commercial law issues, international and other cross-border ventures, and legal opinion practices.

Contents:
Drafting & Analyzing Contracts
Scott J. Burnham, 3rd edition 2003
ISBN 9780820557885
(Mayne New Jersey LexisNexis, USA)
Paperback, € 43.00 = ca. € 39.50

Drafting & Analyzing Contracts is organized around the topics that are studied in the first year Contracts course. Part I, How the Principles of Contract Law Are Exemplified in Drafting, contains 14 chapters that illuminate the substantive law. For example: Chapter 7 demonstrates the problems that can arise from ambiguity and how to cure them; and Chapter 10 makes clear how drafters can use the concepts to accomplish different goals. Part II, How the Principles of Drafting Are Exemplified in Contracts, teaches techniques for contact drafting, including Drafting in Plain Language and Drafting with a Computer. Part III reinforces the substantive law and is particularly useful for classes that teach drafting. New in this edition is Part III, How to Read and Analyze a Contract. Drafters rely on forms and models and often employ form contracts where there is no opportunity for drafting. Therefore, attorneys must first read a contract before drafting or explaining it to a client. Students who follow the “5 passes” process for reading contracts will develop and deepen their analytical skills.

Contents:
- How the Principles of Contract Law Are Exemplified in Drafting
- How the Principles of Drafting Are Exemplified in Contracts
- How to Read and Analyze a Contract
- Appendices: A. Sample Contract B: Exercises Bibliography, Index

Drafting & Negotiating International Commercial Contracts
Bortolotti 2008/12
ISBN 9789041128591; 9789284200085
Kluwer Law, NL / ICC, F
Hardback, ca. € 176.55

Drafting an international contract can be a risky business. Yet with the increasing globalization of markets, these cross-border contracts are becoming a common practice for most traders, as well as for the lawyers assisting them. At the same time, international contracts remain a difficult and mysterious subject for business people as well as their lawyers.

In his new book, Professor Fabio Bortolotti, a world-renowned expert on contract law, clarifies the issues surrounding these contracts and provides solutions to the thorny problems they raise: choice of the applicable law; choice of jurisdiction; international arbitration; the use of more international drafting techniques; hardship, force majeure and liquidated damages. As an added feature, this volume provides insights into the basic requirements of a well-drafted contract and analyzes in depth the negotiating process. It concludes with incisive commentary on the model contracts developed by the International Chamber of Commerce.

Lawyers and other legal professionals will find in these pages the tools they need to ensure their contracts meet the requirements of a globalized world.

Contents:
- 1 Introduction 2 Applicable Law 3 Methods For Solving Disputes 4 International Arbitration 5 Litigation Before Ordinary Courts 6 Drafting Negotiating and Concluding International Contracts 7 The ICC Model Forms 8 Appendices

Drafting Commercial Agreements
Christou, 4th edition 2009/12
ISBN 9781847036100
(Sweet & Maxwell, GB)
hardback & CD-ROM, £ 185.00 = ca. € 233.50

Drafting & Analyzing Contracts
ISBN 9781845927844
(Tottel, UK)
Hardback, £ 95.00 = ca. € 122.00

Essential reading for commercial lawyers and contract managers, this book deals with the practical aspects of drafting commercial contracts. Starting with the structure of a contract, this user-friendly guide covers good and bad practice in drafting, the meaning and use of commonly-used words and phrases, and the interpretation of contracts. This new 2nd edition has been comprehensively updated to cover new case law on the enforceability of pre-contractual documents and looks and all relevant legislative changes and developments, including the implementation of the Regulation (EC) No. 593/2008, the Freedom of Information Act 2000, the contracts (Rights of Third Parties) Act 1999 and the Limited Liability Partnerships Act 2000.

Contents:

Drafting Effective Contracts
A Practitioner’s Guide
(Apex Law, USA)
1 loose-leaf volume, 1 315.00 = ca. € 269.50

A favourite reference tool for professional drafters for over a decade, Drafting Effective Contracts combines a clear analysis of how effective agreements are structured with a practical breakdown of the essential elements of any contract; giving you the best way to draft contracts. This completely updated practical reference guide presents a consistent structural analysis and a comprehensive set of drafting elements that can be used from contract to contract. You are led step-by-step through the process by which contracts are created, given clear sample contract provisions, and offered direction around the obstacles that may be encountered in drafting agreements for goods and services, promissory notes, guaranties, and secured transactions.

Drafting Effective Contracts provides a complete handbook for drafting legal agreements that work. For starters, you get a practical and comprehensive approach to the overall contract process; from conducting the initial client meeting to closing the deal. You’ll find a detailed discussion of the 11 drafting elements that every contract may have: Parties, Recitals, Subject, Consideration, Warranties and Representations, Risk Allocation, Conditions, Performance, Dates and Time, Boilerplate, Signatures.

After you get a solid explanation of these essential elements and how they’re assembled to create effective contracts, you get key strategies for negotiating the agreement and closing the deal. You get an overview of the legal concepts that underpin various types of agreements — such as promissory notes, guaranties, security agreements, and agreements for the sale of goods and services. Then you’ll see how to apply the drafting elements to create the finished contract. You also get an array of sample agreements and contracts as well as statutory material. Only Drafting Effective Contracts combines the best benefits of a forms book and a treatise to give you the most complete tool for building effective legal agreements.
Drafting International Agreements in Legal English
Edward Da Reault, 10/2005
(C.H. Beck, D / Manz, A)
Paperback, ca. € 35,00

This book is a practical, to-the-point text covering the fundamental working parts of a contract and how one should be prepared. It is designed to enable students to analyze the basic structure of contracts and other deal documents, and to develop the macro and micro techniques used to create those documents with precision & clarity. Through element-by-element discussion, cases, examples, and exercises based on real-world situations, this book provides a standard structure that is ideal for a 2- to 3-credit hour course taught by full time or adjunct faculty.

Contents:

Elements of Contract Drafting with Questions & Clauses For Consideration
American Casebook Series
ISBN 9780314172556
(West Group, USA)
Paperback, $ 43,00 = ca. € 36,90

Written by a business lawyer for business lawyers, this new Second Edition updates its First Edition published in 2002 on the basis of legal drafting as well as specific types of documents, such as agreements, securities prospectuses, and promissory notes.

Hereof, Thereof & Everywhereof.
A Contrarian Guide to Legal Drafting
Darmstader, 2nd edition 2008/11
Kluwer Law, NL
Hardback, ca. € 160,50

Compared to domestic transactions, the risks associated with international sales are greatly multiplied. It is a rare international sales agreement that can rely on minor variations of standard terms, as is so often the case in domestic agreements. Foreign laws, export/import and currency exchange controls, treaties, transit issues, inspection of goods, insurance, tariffs—all these and more must be taken into account in contract negotiations.

This is the second edition, expanded and updated, of an enormously useful book that guides practitioners through the process of drawing up sound agreements for the international sale of goods. Organised according to the framework of an annotated agreement, with detailed commentary on each provision, it incorporates hundreds of model clauses designed to cover every contingency, including such factors as the following (and a great deal more): definitions; Incoterms; price adjustments; documentation; labelling; delivery dates; transportation modes; limitation of liability; confidentiality; arbitration; and antitrust issues.

Although the clauses are drawn without reference to any particular country, relevant national circumstances are covered in the commentary to each clause. Appendices reprint the texts of the United Nations Convention on Contracts for the International Sale of Goods (CISG), the UNIDROIT Principles, and the Principles of European Contract Law. For lawyers charged with drafting an international sales contract, this book is invaluable. Clause by clause, it clearly details the drafting process, commenting expertly on every issue likely to arise as it goes. It would be hard to find a more useful guide.

Contents:
Jurisdictional issues. Damages, disputes and termination

Ownership of information or property. Performance issues.

Contents:
- you well ahead of most other business executives in this area. Trying to achieve by their inclusion in the contract, which will place
- able to identify these clauses and to understand what they are
- can begin to understand their effects. The important thing is to be
- However, the boilerplate clause will usually govern or regulate the
- interpretation.
- contract. The rest is usually left "for the lawyers to sort out."
- negotiated agreement. Contract drafting pitfalls. Rules of contract
- execut ed. You have to have a basic understanding of commercial
- written up; not until the final form of contract is agreed upon and
- knowledge of and ability to apply the materials. It also contains 15
- provisions or entire contracts and statutes.

Legal Drafting in a Nutshell

(West Group, USA)
Paperback, $32.00 – ca. € 27.50

Legal Drafting in a Nutshell provides guidelines for producing documents that serve the client’s needs, solve existing problems, and prevent future problems. Authoritative coverage overviews the general drafting process and offers tips on getting started. Provides guidelines for drafting within the law and choosing the proper concept. Also identifies ambiguities, definitions, and drafting ethics.

➡️ für Einsteiger

Manager’s Guide to Understanding Commercial Contract Negotiation

Frank Adoranti, 4/2006
(Global Professional Publ., UK)
Paperback, $18.95 – ca. € 16.50

You’ve been involved in weeks, or sometimes even months, of hard-fought negotiations. However, the deal is not done until it is written up; not until the final form of contract is agreed upon and executed. You have to have a basic understanding of commercial contracts and all their ramifications every step of the way. This series explains the basics of commercial contract law, highlights how to spot potential issues before they become a problem and then how to work with a lawyer more effectively if things go wrong. It is a practical series definitely intended for corporate managers rather than lawyers.

Contents:

➡️ für Einsteiger

Manager’s Guide to Understanding Commonly Used Contract Terms

Frank Adoranti, 4/2006
(Global Professional Publ., UK)
Paperback, $15.95 – ca. € 13.80

This book will familiarize the reader with the look and feel of particular contract clauses (often called boilerplate clauses) that are important in commercial contracts. In negotiations, some executives will only scrutinize the commercial or “deal” terms of the contract. The rest is usually left “for the lawyers to sort out.” However, the boilerplate clause will usually govern or regulate the other commercial or “deal” clauses. They play a vital part in the contract. It is only through the process of familiarization that you can begin to understand their effects. The important thing is to be able to identify these clauses and to understand what they are trying to achieve by their inclusion in the contract, which will place you well ahead of most other business executives in this area.

Contents:

➡️ für Einsteiger

Manager’s Guide to Understanding Confidentiality Agreements

Frank Adoranti, 4/2006
(Global Professional Publ., UK)
Paperback, $15.95 – ca. € 13.80

This book explains the essential elements necessary for a complete confidentiality agreement. You will learn how unscrupulous players use confidentiality agreements to gain an unfair advantage, and how to avoid getting “caught”. This series explains the basics of commercial contract law, highlights how to spot potential issues before they become a problem and then how to work with a lawyer more effectively if things go wrong. It is a practical series definitely intended for corporate managers rather than lawyers.

Contents:

➡️ für Einsteiger

Manager’s Guide to Understanding Indemnity Clauses

Frank Adoranti, 4/2006
(Global Professional Publ., UK)
Paperback, $15.95 – ca. € 13.80

This book explains the differences between fair indemnity clauses and those that are unduly onerous and will give readers an understanding of the nature of indemnities and their potentially devastating effects. This series explains the basics of commercial contract law, highlights how to spot potential issues before they become a problem, and then how to work with a lawyer more effectively if things go wrong. It is a practical series definitely intended for corporate managers rather than lawyers.

Contents:

Modern Legal Drafting

A Guide to Using Clearer Language

ISBN 9780521674524
(Cambridge University Press, AUS)
Paperback, $20.99 – ca. € 26.95

In the second edition of this highly regarded text, the authors show how and why traditional legal language has developed the peculiar characteristics that make legal documents inaccessible to the end users. Incorporating recent research and case law, the book provides a critical examination of case law and the rules of interpretation. Detailed case studies illustrate how obtuse or outdated words, phrases and concepts can be rewritten, reworked or removed altogether. Particularly useful is the step-by-step guide to drafting in the modern style, using examples from four types of common legal documents: leases, company constitutions, wills and conveyances. Readers will gain an appreciation of the historical influences on drafting practice and the use of legal terminology. They will learn about the current moves to reform legal language, and receive clear instruction on how to make their writing clearer and their legal documents more useful.

Negotiating & Drafting Contract Boilerplate

Tina L. Stark (editor), 5/2003
(American Lawyer Media / Law Journal Press, USA)
Paperback & CD-ROM, $195.00 – ca. € 167.00

Traditionally, lawyers use the term “boilerplate” to refer to the standardized, “one size fits all” provisions that generally appear at the end of a contract, including choice of law, notice, arbitration, force majeure and assignments. Lawyers often take these provisions for granted, forgetting that significant business and legal issues lurk within them. Prudent lawyers carefully examine and tailor these provisions to meet the needs of individual transactions.

Negotiating and Drafting Contract Boilerplate educates lawyers and business professionals on the underlying rationale and importance of boilerplate language. Each chapter tackles a different contractual provision, over 20 in all, and analyzes why it is important, what the key legal and business issues are, what is negotiable and what is not, and how best to draft the provision to suit a particular transaction. This remarkable book will give you a competitive edge; and a new understanding and appreciation of language you’ve seen countless times.

papers
Power Tools for Negotiating International Business Deals
Klotz, 2008/10
Kluwer Law. NL
Hardback, ca. € 106,00

Doing International Business? Here are the Tools! Power Tools for Negotiating International Deals is a nuts and bolts guide. This book is the handbook read before the negotiation. It is also to be used during the negotiation when a decision to stand firm or compromise must be made. The book shows how international business works, where to stake high ground, what concessions to make, and what mistakes to avoid. Filled with checklists and case examples, these are the power tools needed for negotiating business deals in the global marketplace. When negotiating an international deal, there is often only one good opportunity to strike the bargain and make the deal. To do so, a businessperson needs tools to know what to ask for, what to counter with, and what to offer up as a reasonable compromise. That is how deals get done. Without knowing the terms that would make the best international deal, the deal may still get done; it just will not be the best that could have been negotiated.

Power Tools for Negotiating International Deals explains the key issues that need to be negotiated in an international business deal, be it a product sale, agency/brokerage, consulting agreement, distributorship, joint venture or consortium. Some of the topics covered in this book: the basics of international business deals; negotiating international sales of goods and services; negotiating international agency and consulting deals; negotiating international distribution deals; negotiating international license deals; negotiating international joint venture and consortium deals.

James M. Klotz is one of Canada’s leading international business lawyers. In addition to coauthoring the International Business Transactions group of one of Canada’s largest law firms, he has written several books and treatises on international business law and negotiation. He has taught courses in international business law at Osgoode Hall Law School, Toronto, and in international risk assessment at the University of Toronto, School of Continuing Studies. When not flying around the world on deals, he lives and works in Toronto.

A-Z Guide to Boilerplate & Commercial Clauses
Klotz, 2008/10
Kluwer Law. NL
Hardback, ca. € 106,00

This title provides up-to-date, practical drafting guidance on the purpose and effect of a wide range of boilerplate clauses in common use. It also covers a selection of other contract clauses frequently encountered in many types of commercial agreement. The book includes: a step-by-step commentary; examples of best practice in different situations; detailed notes on each type of boilerplate clause; relevant precedents in full; statutory definitions. For ease of reference, the clauses are arranged in alphabetical order. For quick application of the drafting principles, a disk containing the full text of all clauses and precedents is included free with the book.

Contents:

A-Z of Contract Clauses. 5th edition
Fosbrook / Laing, 2009/12
ISBN 9781847038128
(Kluwer Law. NL)
Hardback
£ 225,00 = ca. € 284,00

Delivering contractual clauses in a straightforward manner sans legalese without any sacrifice of legal certitude

Main headings include: Accounting Provisions, Budget, Buyout, Copyright Clearance, Costs, Editorial Control, Exclusivity, Force Majeure, Gross Receipts, Indemnity, Liability, Marketing, Material,
Boilerplate: Practical Clauses
Richard Christou, 5th edition 2009/12
ISBN 571847034571 (Sweet & Maxwell, UK)
Hardback & CD-ROM, £155.00 = ca. €191.00

Boilerplate: Practical Clauses is a concise guide to the most commonly used boilerplate clauses for commercial contracts. It explains the guidelines and principles of law behind the clauses to help you draft, negotiate and advise with confidence.

How the new 5th edition of Boilerplate: Practical Clauses will help you:

Provides a practical drafting tool and reference resource on boilerplate clauses. Covers all the core boilerplate clauses in one place. Features detailed commentary and guidance for each clause, together with advice on its application so that you are clear about the interpretation of boilerplate clauses. Contains a wide selection of sample clauses so you can ensure effective and efficient drafting. Takes into account recent case law and current trends in drafting contracts. Helps you stay up-to-date with all the legal developments so you can draft accurate, relevant and current contracts. Comes with a CD-ROM of the clause material so there is no need to retype and means you can paste the clauses into your own documents easily.

Contents:
Definitions and interpretation.
Service of notice.
Whole agreement and variation clauses.
Whole agreement clauses. variations.
Miscellaneous clauses.
Agency partnership or joint venture excluded. Assignment sub-contracting and motivation. Costs, stamp duty and VAT.
Vesting.
Definitions and interpretation.
Service of notice.
Whole agreement and variation clauses.
Whole agreement clauses. variations.
Miscellaneous clauses.
Agency partnership or joint venture excluded. Assignment sub-contracting and motivation. Costs, stamp duty and VAT.
Vesting.
Negotiating & Drafting Contract Boilerplate
Tina L. Stark (editor), 5/2003
(American Lawyer Media / Law Journal Press, USA)
Paperback & CD-ROM, $195.00 = ca. €167.00
1. Drafting & Negotiation, Seite 5

3. Contracts
According to common law (UK & Commonwealth)
3a: Allgemein
3b: Spezielle Verträge

3a: Allgemein

301 Legal Forms Letters & Agreements
ISBN 9781904053668
(Lawpack, UK)
Paperback, €19.99 = ca. €32.00

A huge range of solutions in one bestselling paperback book; this is packed with draft letters and pre-printed forms covering a wide range of legal situations.

This best-selling book is packed with forms, letters and agreements for legal protection in virtually every situation. It provides a complete do-it-yourself library of 301 ready-to-use legal documents, written and approved by solicitors, for business or personal use. It is there to safeguard your legal rights and protect you, your family, your property and your business from everyday legal problems, without the inconvenience or cost of using a solicitor. Using 301 Legal Forms Letters & Agreements is an ideal way of getting it in writing. What better way is there to document your important transactions, avoid costly disputes and enforce your legal rights? In a few minutes you can draw up the legal form or agreement you need to sidestep misunderstandings, comply with legal obligations and avoid liability.

Areas covered include loans and borrowing, buying and selling, employment, personal and family, credit and debt collection, transfers and assignments, business and residential tenancy. The book also features cut-out pages for photocopying and use and forms approved by the HMSO where applicable. It is invaluable to any individual or business who wishes to save legal fees!
→ For use in England and Wales only.

Blackstone's Statutes on Contract, Tort & Restitution 2009-2010. 20th edition
Rose, 2009/08
(Oxford University Press, GB)
Paperback, £14.99 = ca. €19.50

Designed specifically for students, Blackstone's Statutes lead the market in providing a carefully selected, regularly updated, and well sourced collection of legislation for the core subjects and major options offered on the law syllabus.

Chitty on Contracts, Volumes 1 & 2 incl. 1st Supplement. 30th edition
30th edition 2009/12
ISBN 9781847038661
Sweet & Maxwell, GB
£533.00 = ca. €655.00

The leading work on contract law
Chitty on Contracts is the best foundation on which to base any case involving contract law. You can confidently cite it in court. Chitty covers contracts for every commercial situation, with specific sections on a range of contracts from agency to suretyship. It also covers consumer contracts. Whether you are drafting, negotiating or disputing a contract, turn to Chitty on Contracts for expert interpretation of the legal position; analysis of all the relevant legislation; the best commentary on the relevant case law

Guidance of the highest calibre
Now in its 30th edition, Chitty gives you insight into contract law based on over 180 years of experience. The new edition provides analysis of the most recent and the most relevant cases to turn to when you negotiate or dispute a contract.

"The practitioners' bible"; Counsel
"The definitive statement of, and practitioners' authority in, contract law"; The Times

Key reasons to buy:
The alpha and omega of contract law. Encompasses every part of contract law. Offers lucid Interpretation of the law to help you when disputes arise. Incorporates extensive reference to relevant legislation and cases. Is your most trusted reference when drafting, negotiating and disputing contracts. Analyses recent cases & legislation

Vol.1 contains interpretation and analysis of the general principles which apply to all contracts. Vol.2 concentrates in-depth on contracts in specialist areas, with expert guidance on contracts from agency and bailment to sale of goods and suretyship.

Supplemented annually to keep you up to date. Frequently cited in court. Chitty gives you insights based on vast experience.

"It is overwhelming in its scholarship, humbling in its ambit"; New Law Journal
"It is the foremost work on the law of contract... it continues to be the practitioner's choice for authority and accessibility"; Initiative

Contents:
Volume 1: General Principles
Interpretation and analysis of the law for every contract. Explains the principles. The general principles of contract law are embraced in Chitty on Contracts Volume 1. It contains interpretation and analysis of the legislation that apply to every contract. It goes through the terms of the contract outlining principles for drafting.


Sets out the law for specific contracts. Helps you with particular contracts. Chitty on Contracts Volume 2 concentrates in-depth on contracts in specialist areas. It allows you to look up the points of law for the particular type of contract you are drafting or disputing.

Volume 2: Specific Contracts

The expert author team
Prof. Hugh Beale QC (Hon) (Warwick Univ.), is a highly respected contract lawyer &Law Commissioner for England & Wales. He leads a team of contributing editors, all of whom are eminent experts in contract law:
Prof. Sue Arrowsmith, Nottingham Univ.; Prof. Andrew Burrows QC (Hon), Univ. of Oxford; Prof. Peter Ellinger, National Univ. of Singapore; Prof. Mark Freedland, Univ. of Oxford; Prof. Anthony Guest QC, Kings College London; Donald Harris QC (Hon), Balliol College; Prof. Richard Hooley, Kings College London; Simon Hughes, Keating Chambers; Peter MacDonald Eggers, Barrister, Solicitor of the Supreme Court of South Wales; Prof.
Commercial Contracts Checklists
Rex Nwakodo, 10/2004
ISBN 9780406979544
(Butterworths LexisNexis, UK)
Book & CD-ROM, £ 75.00 = ca. € 96,50

This unique title is a ready desk reference for checking all aspects of a wide range of contracts, enabling the busy professional to check their own, their staff’s, or their suppliers’ negotiations, instructions or drafting. Also serving as a good practical introduction to contracts, as well as a troubleshooting manual, the book highlights the most common mistakes, deficiencies and causes of disputes.

The accompanying CD-ROM enables checklists and precedents to be amended and printed off with ease. The use of checklists ensures the process is as speedy as possible, but by including key terms and common problem areas the book is a practical, one-stop shop for the busy business person.

Contents:
General Contracts & Arrangements
General Commercial Agreements
Management agreement
Computer / Technology Agreements
Lending & Security Documents
Corporate Contracts
Internet and E-Commerce Contracts
Web development / hosting. Website materials. Advertising terms and conditions / agreements. Affiliate program services agreement. Promotion agreement

Commercial Transactions Checklists
Neil Sinclair
1 volume, ISBN 97807552003887
(Sweet & Maxwell, UK)
Loose-leaf, £ 481.00 = ca. € 605.00

This volume provides an extensive range of checklists for use in a variety of business transactions and activities. As well as helping to ensure that a transaction is undertaken with nothing overlooked, the checklists can also be used when taking instructions to identify all the information that is needed at the outset, as an aid to drafting the agreement. They are particularly useful for follow-up tasks such as the completion and post-completion matters of a transaction.

Complements the contracts and agreements in Practical Commercial Precedents, to which there are cross-references. Comprehensive coverage of key commercial transactions; providing the practitioner from omitting any vital document, point of procedure or law. Transactional approach goes through the procedures from pre-contractual steps to the documents to completion and post-completion matters. A time-saving device which promotes efficient file and transaction management; incl a reminder of the key information that needs to be obtained from the client when taking instructions. Helps the management of projects undertaken by a team of practitioners by helping the lead partner to maintain an overview of the transaction and the process to date.

Checklists can be photocopied and inserted in client files as working documents. An optional disk allows checklists to be customised and downloaded into a WP system.

Constitution of Contracts
Interpretation, Implication & Rectification
Gerard McMeel, 3/2007
ISBN 9780199277933
(Oxford University Press, GB)
Hardback, £ 160.00 = ca. € 202,00

This exciting new practitioner-oriented text provides a clear and comprehensive account of the legal principles and doctrines which come into play whenever the parties disagree about the meaning and effect of the contractual words. Most commercial transactions, from the supply of goods to services to the sale of a business, are reduced to writing. In most cases this entails that the deal is recorded in clear and certain terms for the parties to perform. Nevertheless written contracts are abundant with disputes about the meaning and effect of particular words and phrases. Although the common law principles and techniques of construction are of long ancestry, they have recently come to greater prominence as judges have self-consciously sought to modernise the approach to the interpretation of contractual instruments. This work provides a new and refreshed account of the principles involved, focusing on the practitioner’s needs, tackling modernisation head on and equipping readers with the necessary means to avoid pitfalls in contractual provisions.

The coverage extends to related rules and doctrines, including rectification and implication of terms, and consideration of the status of the controversial ‘parol evidence rule.’ The book also considers the nature of effect of particular species of contractual provision, including warranties and indemnities, exclusion clauses, ‘force majeure’ clauses and ‘entire agreement’ clause.

Equips readers with a comprehensive account of doctrinal and practical matters relating to written contracts. Offers guidance on the current approach and trends of courts and tribunals. This work contains full references to all relevant case law and journal articles which can be used for detailed argument. Author provides practical insight on the pitfalls related to negotiating and drafting commercial contracts. Tackles problem issues relating to specific types of clauses including warranties and indemnities, exclusion clauses, force majeure, express termination, retention of title, variation, waiver and choice of law. Contracts from a variety of commercial contexts are covered such as international trade, carriage of goods, supply of goods and services, landlord and tenant and financial services. Contains full references to all relevant case law and journal articles which can be used for detailed argument.

Contents:
PART I: GENERAL PART
PART II: RELATED DOCTRINES
PART III: PARTICULAR CONTRACTUAL PROVISIONS
PART IV: RULES RELATING TO WRITTEN CONTRACTS
25. Status of Instruments: Forgeries, Deliberate Alteration, Non est Factum
Contract Formation & Parties

Beale: A Review of the Contracts (Rights of Third Parties) Act 1999

Cartwright: Liability in Tort for Pre-Contractual Non-Disclosure.

A Bird in the Hand: Consideration and Promissory Estoppel. Ben

Encyclopedia of Forms & Precedents

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The Encyclopedia of Forms and Precedents Looseleaf Service consists of six binders, covering all the relevant developments and updates to the Encyclopedia of Forms and Precedents set. Set out in an easy-to-use volume by volume format, the service covers all the changes to each individual volume since its last publication. An updated index and tables are also provided.

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ISBN 9781847037220

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Whether you're dealing with business or consumer contracts, the likelihood is that you will regularly encounter exclusion clauses. Whether you're dealing with business or consumer contracts, the likelihood is that you will regularly encounter exclusion clauses. With the new 9th edition of Exclusion Clauses and Unfair Contract Terms you can be sure that when you do, you have all the relevant information available to take on these clauses successfully.

Considers both how the courts have interpreted exclusion clauses and how Parliament have enacted a separate set of controls. Shows you how to draft exclusion clauses that are lawful, valid and effective. Deals with both commercial and consumer style contracts. Examines void and ineffective exclusion clauses. Looks at illegal exclusion clauses. Assesses the Reasonableness Test with reference to a large amount of case law. Evaluates the fairness test and how this has developed in recent case law. Analyses the main principles contained in the Unfair Contract Terms Act 1977 and the Unfair Terms in Consumer Contracts Regulations 1999. Covers the Sale and Supply of Goods to Consumers Regulations 2002 and the 'stop now' provisions of the Enterprise Act 2002. Provides a list of bullet points at the end of each chapter to summarise the key points.

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Explanation of the new criminal offences created by the Consumer Protection Against Unfair Trading Regulations 2008. Discussion of the fairness of bank charges with reference to relevant case law, incl. the action brought by the Office of Fair Trading. Further insight into when disputed terms are fair and reasonable. Examination of how various sectors of business are treated when the test of reasonableness is in issue. Consideration of further case law on what counts as an onerous or unusual term. A list of bullet points at the end of each chapter, summarising the key points discussed. Analysis of over 30 new cases.

Contents:


Einblick in das anglo-amerikanische Vertragsrecht


Am Ende eines jeden Kapitels sind die wichtigsten Punkte in deutscher Sprache zusammengestellt.

Folgende Themen werden in ihren Grundzügen erläutert und jeweils in kurzen Zusammenfassungen dargestellt:


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Contents:


Contents:

- Penalty clauses. Penalty clauses and forfeiture. The deregulation of unfair terms. Other legislative restrictions.

Interpretation of Contracts. 4th edition incl. 1st supplement

ISBN 9780414041295
(Sweet & Maxwell, UK)
Hardback, £160.00 – ca. € 202.00

This is an in-depth, comprehensive, totally updated guide to the legal issues relating to common exemption clauses, and the Unfair Terms in Consumer Contracts Regulations 1999. Expert analysis covers both the incorporation and construction of key clauses, relevant legislation, plus recent Law Commissions’ proposals for a single piece of unfair terms legislation. This indispensable information is presented in a clear and practical fashion enabling practitioners to quickly access the vital guidance and knowledge, and advise with certainty.

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The Interpretation of Contracts is frequently cited in court; it provides you with advice, guidance and knowledge of case law from Sir Kim Lewison. He is an expert in disputes over contracts providing you with a wealth of experience and guidance on the interpretation of contracts.

Sir Kim Lewison is a High Court judge, and is general editor of Woodfall: Landlord and Tenant and the consultant editor of Lewison’s Drafting Business Leases.

Your complete guide to interpretation


The new 1st supplement updates the mainwork with all the latest developments including coverage of changes to relevant pieces of legislation. Expert analysis of all the recent case law regarding contractual agreements. Commentary on recent judgements within contract law. Re-defining Lord Hoffman’s 5 key principles and a reaffirming of the proposed simplification of the language of contractual agreements. Examination of the adoption of Lord Hoffmann’s 5 key principles in Scotland, Hong Kong, Singapore and Australia. Coverage of pre-contract agreements through cases such as Chartsbrook Homes v Persimmon Homes Ltd. Analysis on the importance of the form of words, citing cases such as Pratt v. Alagian Insurance Company SA. Commentary on cases such as Huntington v. Imagine Group Holdings Ltd which analyses the intentions of deletions in contracts, and the evolution of exclusion clauses. Extensive commentary and over 500 case references nearly all from decisions within the last 2 years.

Review

“The book succeeds not only as a useful resource in contentious work, but also as a clear and straightforward reminder of the way things are for use in commercial drafting.”

Ian Karet, Linklaters, CILPR

Interpretation of Contracts

Catherine Mitchell, 5/2007
ISBN 9781845680442
(Routledge-Cavendish, GB)
Paperback, £22.99 – ca. € 29.50

In this volume Mitchell examines case law, academic debate and the resurgence of interest in formalist contract interpretation in the US to explore the meaning of contextual interpretation, arguments for and against it and suggestions on how parties may influence the interpretive methods applied to their agreement.

Identifying controversial issues, arguments and analyzing possible future developments, this book addresses a range of questions, including: How far should it be possible for courts, through the process of interpretation, to control the bargain made between parties? Are judges applying the principles of interpretation in the same way? What is the relevant context of an agreement? Should contracting parties be able to opt out of a particular interpretive approach by use of mechanisms such as entire agreement clauses? 

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Contents:
1 Nature & Scope of Contractual Interpretation
2 Contract Interpretation & the Rise of Contextualism
3 Contextual Interpretation: Methods & Disputes
4 Formalism in Interpretation
5 Controlling Interpretation

Pleadings Without Tears: A Guide to Legal Drafting Under the Civil Procedure Rules
ISBN 9780199280773
(Oxford University Press, GB)
Paperback, £ 27.99 = ca. € 35,80

Pleadings Without Tears has become established as one of the most successful books on practical legal drafting in the context of litigation. This new seventh edition consolidates and updates the sixth edition to take account of the various relevant changes to the Civil Procedure Rules, and includes a new chapter on skeleton arguments. This book takes a practical and insightful look at the subject of legal drafting. Rather than merely providing a series of precedents, the author sets out fundamental rules common to all good drafting, so that the reader will become more confident in approaching this often unnecessarily daunting subject.

The book contains a wealth of practical examples and anecdotes and is illustrated throughout with cartoons. Its light and entertaining style, combined with detailed analysis and explanation, enable the reader to easily acquire a good understanding of drafting.

Contents:

Practical Commercial Precedents
Daniel Rosenberg (editor)
4 volumes, ISBN 9780851209388
(Sweet & Maxwell, UK)
Loose-leaf £ 110.00 = ca. € 1.215.00
1 CD-ROM, ISBN 9780421868205
CD-ROM £ 1,044.00 = ca. € 1,466.00
(network versions available)

This comprehensive work sets new standards in the drafting of commercial contracts and agreements. It contains virtually every key commercial contract you are likely to need and sets out hundreds of clauses to cater for individual circumstances.

Broad in scope and detailed in coverage Practical Commercial Precedents will ensure you have immediate access to all the documents and clauses needed for virtually every commercial situation; clear explanations for each precedent document supplied by a team of expert contributors; a concise introduction explaining the purpose of each precedent; commentary which discusses the meaning and significance of each key clause.

The documents and clauses are kept up-to-date by 2-3 annual releases of new and replacement material. Changes in commercial law and practice are reflected in the precedents and the supporting commentary, and new sections are added in response to business developments. Used in over 5000 firms, this is an invaluable reference tool for all commercial solicitors and barristers.

The CD-ROM contains all the contracts and agreements, expert advice and guidance on preparing documents, and the full commentary form the loose-leaf edition. Simply select the relevant document, make any necessary amendment and put it to use; saving you valuable time and effort. The benefits of the CD-ROM:


Kelly’s Draftsman 19th edition Set (includes mainwork & supplement) with CD-ROM
ISBN 9781405710565
(Butterworths LexisNexis, UK)
Hardback & CD-ROM, £ 270.00 = ca. € 341,00

As a practical research and drafting tool Kelly is unrivalled, providing a unique collection of the main forms and precedents practitioners are likely to need in their day-to-day practice. The new edition has been fully updated to take account of significant changes in law and practice since the 16th edition was published in 1994. In addition, the new edition sees a radical overhaul of the structure of the work. The cross-referencing has been greatly simplified, each Chapter starts with full precedents and a totally new “Clause Finder” at the beginning of the book enables you to find individual clauses quickly and easily. The work also includes a CD-ROM of ready to use precedents from the work. Using the CD, it is simple to locate the material you require, either by entering a precedent or clause number or by navigating through the contents tree. At the click of a mouse button the CD enables you to save the precedent needed, print it out or copy it to a WP document and customise it to your precise requirements; all in a fraction of the time it could otherwise take. The result is an increase in productivity & an improvement to the quality of the finished product.

Contents:

Supplement to Kelly’s Draftsman contains updated Charities and Companies chapters in the light of new and wide-ranging Companies and Charities Acts, ensuring the 19th edition is fully up-to-date with the changes. The set includes the 1st supplement and an updated CD-ROM.

Kelly’s Draftsman 19th ed: 3rd Supplement
Ramage, 2009/12
ISBN 9781405744478
(Butterworths LexisNexis, UK)
Paperback, £ 72.00 = ca. € 91.00

The third cumulative supplement to Kelly’s Draftsman contains all updates to the main work since publication of the first supplement ensuring the 19th edition is fully up-to-date and current.

3b: Spezielle Verträge
Assignment of Contractual Rights
Greg Tolhurst, 6/2006
ISBN 9781841135861
(Hart Publ., GB)
Hardback, £ 80.00 = ca. € 102,80

Assignment is a crucial topic in commercial law, and this new work by Gregory Tolhurst is the most comprehensive work on the assignment of contractual rights ever published. It seeks to explain the existence, meaning and application of the rules governing the
assignment of contractual rights and it does this by reference to the idea that assignments involve transfers.

The book is logically structured to follow the issues that arise in planning, drafting and enforcing an assignment; including: what is meant by assignment; what is the distinction between legal and equitable assignments; how an assignable contractual right is identified; what formalities apply to assignment; and what rights and remedies are available to the parties to an assignment. The topic of assignment is of such universal importance to construction lawyers that all practicing lawyers will find this work invaluable. However, the work will also be required reading for academics teaching contract, equity and personal property.

Commercial Agency Agreements

Law & Practice

Susan Singleton, 2nd edition 1/2006
ISBN 9781845920999
(Toretel Publ., GB)
Hardback, £ 110.00 = ca. € 139,90

Commercial Agency Agreements is a comprehensive guide providing authoritative advice and commentary on all aspects of agency agreements. Written by one of the leading authorities on the subject, this book is essential reading for all lawyers who need to advise on or negotiate company agreements.

Contract Law in Hong Kong

ISBN 9789622098657
(Hong Kong University Press, HK)
Paperback, ca. € 53,50

Contract Law in Hong Kong is the first comprehensive textbook on this topic for more than ten years. The 16 chapters of the book cover all basic contract concepts in a reader-friendly style, which makes ample use of case illustration. Particular emphasis is placed on what makes Hong Kong law different from other common law jurisdictions. Attention is drawn throughout to the continuing significance of English case law in Hong Kong and the theoretical and practical reasons therefore. Emphasis is also placed on the substantial similarity in many areas between English and Hong Kong law, and there is a useful "cross-referencing" glossary.

Construction Contracts. Law & Practice.

2nd edition

Wilmot-Smith, 2010/03
(Oxford University Press, GB)
Hardback, £ 225.00 = ca. € 284,00

This second edition of this well-regarded title continues to take a clear and practical approach to the law and practice relating to construction contracts in the UK. It provides comprehensive coverage of the substantive law and modern dispute resolution procedures in the field of construction.

Throughout the work the author provides key practical tips including: where and when you issue proceedings; what the judges will expect and their preferences; and how trials can be made shorter. A separate section also examines enforcement of adjudicator's awards covering recent case law on this area. This is carefully examined and digested in detail to ensure the reader has an understanding of the pitfalls of enforcement.

The second edition covers all relevant case law and legislation since the publication of the first edition, including the changes proposed under the Construction Act 2009.

New to this edition

Full coverage of all the legislation and case law since the publication of the first edition in March 2006, including the changes proposed in the Local Democracy, Economic Development and Construction Bill. It includes a new chapter on partnering and revised and updated appendices to include the amendments to the Housing Grants, Construction and Regeneration Act 1996.

New to this edition

Full coverage of all the legislation and case law since the publication of the first edition in March 2006, including the changes proposed in the Local Democracy, Economic Development and Construction Bill. It includes a new chapter on partnering and revised and updated appendices to include the amendments to the Housing Grants, Construction and Regeneration Act 1996.

Contents:

Part I: The Contract

1: Contracts: Formation and Interpretation
2: Standard Forms of Contract and Bespoke Contracts
3: Quantum Meruit
4: Assignment and Sub-Letting and the Contracts (Rights Against Third Parties) Act 1999
5: The Roles of Professionals
6: Tort and Construction Law
7: Exemption and Limitation of Liability
8: Mistake, Misrepresentation, and Frustration
9: Guarantee and Indemnity
10: Certificates and the Right to Payment
11: Time for Completion
12: Damages for Breach of Contract
13: Determination or Forfeiture Clauses
14: Loss and Expense
15: Limitation of Action
16: Specific Performance
17: Bankruptcy and Insolvency
18: Procurement and the European Community
19: Partnering
20: Mediation and Alternative Dispute Resolution
21: Arbitration
22: Litigation
23: Adjudication

Appendices

1: Housing Grants, Construction and Regeneration Act 1996
2: Scheme for Construction Contracts
4: Protocol for the Instruction of Experts to give Evidence in Civil Proceedings
5: Technology and Construction Court Guide

Contracting for Project Management

J. Rodney Turner (editor), 6/2003
(Gower, UK)
Paperback, £ 27,50 = ca. € 35,50

In all but the smallest of projects the project sponsor inevitably has to buy-in the services of other suppliers. Goods and services must be bought, and this requires people to make contracts so that they know the basis on which they are working with each other and to deal with any disagreements that subsequently arise. This means that any knowledge of contracting specifically for project management is essential if a project is to avoid difficulties and reach a successful conclusion. This new book; which stems from the Third Edition of the Gower Handbook of Project Management; concentrates specifically on the contracting issues that surround projects of any size.

Contents:

Roles & responsibilities in project contract management
Contracts & payment structures
Farsighted project contract management
Standard forms of contract
Contract law
Partnering
Benchmarking & alliances
Procurement
Bidding
Managing variations
claims & disputes

Contracting with Companies

Andrew Griffiths, 5/2005
ISBN 9781841131542
(Hart Publ., UK)
Hardback, £ 51,00 = ca. € 64,50

This book surveys the main rules of Company Law governing the making of contracts with companies. It adopts an economic perspective, examining these rules in terms of the risks they present to companies and parties contracting with them. It reviews the use that has been made of economics in the analysis of Company Law and considers what guidance this can provide in analysing corporate contracting. The book then examines the relevant law and the issues raised by this law, covering the role of...
Drafting Commercial Agreements

Christou, 4th edition 2009/12
ISBN 9781847036310
(Sweet & Maxwell, GB)
Hardback & CD-ROM, £ 185.00 – ca. € 233,50

The 4th edition of Drafting Commercial Agreements is a practical guide for drafting and negotiating legal documents governing business relationships. Drafting Commercial Agreements helps you gain a full understanding of the contracts and their principles. The extensive coverage looks at every type of business agreement you are likely to encounter in the commercial sphere, giving you the information you need in one reliable source.

How Drafting Commercial Agreements will help you: Gives you through the tools you need when drafting commercial agreements. Includes a wide range of documents for virtually every type of commercial transaction. Helps you to avoid mistakes commonly made in the early stages of drafting. Ensures that you fully understand the implications of the contracts you are using Enables you to work successfully on an international platform. Helps you to ensure that your clients’ interests are fully protected.

Drafting Commercial Agreements supplies all the precedents on an accompanying CD-ROM, allowing you to quickly and easily search for, copy, paste and adapt precedents to fit your clients’ individual needs.

Contents:
Part I – Supply of Goods and Services
Basic principles. Standard conditions for the supply of goods to business customers. Standard conditions for the supply of services. Standard conditions for the supply of a system. Standard conditions for the supply of goods and services to customers
Part II – Agency and Distribution
Basic principles. Standard agency agreements. Standard distribution agreements
Part III – Mergers and Acquisitions
Basic principles. Share acquisitions. Asset acquisitions
Part IV – Other Commercial Agreements

Hudson's Building & Engineering Contracts. 12th edition
Colin Reese, 2010/06
ISBN 9781847030204
(Sweet & Maxwell, GB)
Hardback £ 395.00 – ca. € 486,00

Hudson’s Building and Engineering Contracts has long been essential reading for construction lawyers and other construction industry professionals around the world. It provides a detailed overview of the law and interpretation of construction contracts in light of the practical and commercial realities of construction projects. The new 12th edition retains the structure and qualities of previous editions while being published in one, streamlined volume. It considers all key standard construction contracts, is comprehensible to non-legal professionals as well as lawyers and is modern and up-to-date. A clear, practical style. Uses diagrams and flow charts to illustrate the range of choices that arise from combining core clauses with the various options clauses contained in the ECC and other contracts.

Contents:

ICSA Legal Letters & Agreements
Bruce, 5th edition 2007/10
ISBN 9781860725285
(ICSA, UK)
Paperback, € 65,00 – ca. € 83,50

Contains a selection of ready-made letters, contracts, policies and procedures for a host of common business situations. Covering a range of commercial and corporate transactions such as business acquisition, shareholder agreements and appointments to the board, this title provides solutions without the need for legal advice.

Contents:

David Thomas, 2010/04
ISBN 9781847033314
(Sweet & Maxwell, GB)
Hardback, £ 193.00

Keating on NEC3 provides detailed guidance on the three contracts that comprise the NEC3 suite of construction contracts. Reproducing the complete terms of the Engineering and Construction Contract (ECC), Subcontract and Professional Services Contract, it sets out clause-by-clause commentary explaining how those contracts are intended to operate, highlighting any ambiguities or questions of interpretation that can arise.

NEC is used across the construction sector, including BAA’s Terminal 5, Channel Tunnel Rail Link and the Eden Project and has been adopted for use in construction work for London’s 2012 Olympic Games. Reproduces the three NEC3 contracts in full – with clause-by-clause commentary explaining how they are intended to operate. Highlights questions of interpretation that arise, with reference to relevant case law. Provides a first port of call in advance of litigation, with detailed commentary on interpretation of clauses. Gives invaluable assistance for drafting, with practical discussion on why particular clauses are used and possible amendments. Supplies the know-how of leading barristers experienced in advising on NEC3 contracts. Presents the topic in a clear, practical style. Uses diagrams and flow charts to illustrate the range of choices that arise from combining core clauses with the various options clauses contained in the ECC and other contracts.

Contents:
It will also be an exhaustive guide for lawyers and entrepreneurs, students of law, especially commercial law and business contracts. It will serve as an excellent reference material for infrastructure to consortium loans, from joint ventures to outsourcing. It focuses on the modern forms of business contracts and exposes areas of the common law approach with the Indian perspective on contracts; discourse on the issues of international taxation and modern style, practice and challenges confronting new forms of international laws in the global business context; delineation of the intellectual property.

Contents:

Law of Business Contracts in India
Bhat, 2010/01
(Sage, India)
Hardback, £ 45.00 = ca. € 56,80

Law of Business Contracts in India brings together in-depth, wide-ranging articles by legal experts in the area of Business Contracts. It focuses on the modern forms of business contracts and exposits their transfer. The book then moves on to consider the law relating to particular types of intangibles, securities (paper, immobilized and dematerialized), insurance contracts, leases and intellectual property. There is an expanded section on the taking of security over intangibles, as well as new material on rights or causes of action to reflect recent developments in litigation finance and no-win/no-fee arrangements. The Equities chapter is expanded to cover the transferability of notes and other debt securities, while the section on assignability of debts is expanded to include practical treatment of factoring. Also included is new comparative European and US material.

Contents:

Morgan & Burden on Computer Contracts.
8th edition (incl. CD-ROM)
Morgan & Burden, 2009/06
ISBN 9781847036117
Hardback & CD-ROM, £ 211.00 = ca. € 266.50

This new edition of Morgan and Burden on Computer Contracts presents a highly practical analysis of contracts relevant to the purchase and use of computers and computer services. Based around an extensive set of precedents, it is an ideal drafting tool for all those requiring up-to-date guidance on this fast-paced area.

OUTSOURCING CONTRACTS
A Practical Guide
Outsourcing Contracts
Amanda Lewis, 9th edition 2011/07
ISBN 9781905121673
(Paperback, € 99,00 = ca. € 125,00)

The new edition will additionally include separate chapters covering outsourcing in major EU jurisdictions, as well as the two largest outsourcing market jurisdictions – India and China. There will also be a brand new chapter covering competition issues.

Contents:

Overseas Supply & Installation Contracts
Philip Allery, 10/2000
(sweet & Maxwell, UK)
Hardback, £ 265.00 = ca. € 335,00

Overseas supply and installation contracts are probably the most sophisticated contracts in terms of the law of sale of goods. This book provides a valuable guide to the points to consider and be aware of when tendering for an installation contract overseas. Its main focus is on the law relating to sale of goods, but it also discusses taxation and credit insurance law. Contracts have to address every major aspect of contract and sale of goods law; this book examines the principal features of these contracts. Includes useful precedents to save your time. Examines the nature of public bidding problems and practice.

Contents:
Tendering process. Giving of bonds. The work to be undertaken; warranties for performance. Delivery & liability for delay. Liability for breach (particular emphasis on differences between common law & civil code countries). Force majeure. Taxation problems, how to avoid & minimise them. Export credit insurance.

Precedent Library for the General Practitioner. 2nd edition
Smith, 2009/11
ISBN 9781855313674
(Law Society, GB)
hardback & CD-ROM, £ 99,95 = ca. € 123,00

ESSENTIAL COVERAGE
The Importance of Contracts and Main Types. Acquisition: Hardware; Commissioned Software; Licences; PCs; Distribution and Marketing; Test Agreements; Leases. Maintenance: Hardware Maintenance: Software Maintenance: Technology Transfer. Other Computer Services: Consultancy; Outsourcing; Service Contracts (Bureaux; Internet Services, etc);Procurement; Public Sector; Private Sector. Precedents. Appendix: Sources of Advice
This indispensable work gives you quick, manageable, and affordable access to precedents that are most likely to be used on a day-to-day basis. Precedents are organised into sections by area of practice. Each section starts with commentary, explaining the context for subsequent precedents. Precedents are reproduced as separate files on the CD-ROM which accompanies the book. This enables practitioners to customise them swiftly and as needed.

The second edition features a new section on Regulation and Client Care, fully updated precedents, taking account of the latest developments. Lasting Powers of Attorney—a step-by-step guide to designing your first LPA. The fully updated second edition contains many new precedents covering areas such as companies and partnership, conveyancing, wills and probate, general civil litigation, employment, and more. The Precedent Library for the General Practitioner offers a cost-effective alternative to the often expensive, vast online libraries of precedents that practitioners might never make full use of.

Contents:

Sale & Supply of Goods & Services

Richard Christou, 10/2007
ISBN 9780421913509
(Sweet & Maxwell, UK)
£ 189.00 = ca. € 239.00

Your complete guide to the sale and supply of goods and services.

Sale & Supply of Goods & Services gives you practical advice on the principles, practice and procedures for every aspect of the law in this area. It enables you to solve the issues you may encounter in practice. The new book covers B2B, B2B transactions as well as those between private individuals.

Draft, negotiate and dispute contracts successfully:

The authors clarify the principles of contract law so that you can apply them correctly to the case in hand. The book includes advice on pre-contractual issues, the formation of contracts, the discharge of contracts, defective performance and the available remedies. The book explains law and issues related to making and refusing claims as well as the best approaches to take. Dispute resolution processes through the county court, High Court, arbitration, mediation and ADR, are all covered so you find the most suitable method for your clients.

Useful tools for the time-pressed practitioner:

Save time drafting by using the complete precedents featured on the CD-ROM. The precedents are easily accessible and allow you to copy and paste the precedents and clauses into your own documents. Drafting guidance is included so you can check on the exact meaning and correct usage.

Hands-on advice for practitioners:

Gives you a complete guide to the principles, practice and procedure for all aspects of the sale and supply of goods and services. Provides you with the information to solve the issues you may encounter in practice. Covers pre-contractual issues, the formation of contracts, the discharge of contracts and defective performance. Looks at the legal principles, the practical issues relating to making and refusing claims, and the use of third parties to resolve them, giving you the background as well as the tactics to employ. Covers business to business and business to consumer transactions, as well as transactions between private individuals. Includes a whole section on Sale of Goods and the Internet

Consumer contracts:


Transactions for the supply of goods & services between private individuals:


Sale of goods and the internet:

Sale, purchase, issues in relation to consumers, issues in relation to security of information precedents

Defective contracts for the supply of goods & services:


Remedies for defective performance:


Precedents and checklists

Sassoon: CIF & FOB Contracts. 5th edition

Skajaa / Lorenzon, 2010/10
ISBN 9780421918900
(Sweet & Maxwell, GB)
Hardback, £ 205.00 = ca. € 221.00

This work covers all aspects of law and practice relating to CIF and FOB contracts, the two main international shipping contracts. It will help solicitors and barristers advising on disputes arising under these contracts by gathering in one place the basic principles, issues which have been the subject of dispute (with commentary on how the courts dealt with them), and references to useful resources for further research. The new edition includes discussion of recent legislation, in particular the Contracts (Rights of Third Parties) Act 1999, recent case law, and new codes such as Incoterms 2000, the GAFTA (2003) forms and The Uniform Custom and Practice for Documentary Credit (UCP 500).

Covers all the key issues relevant to FOB/CIF including the most recent changes to statutes and codes. Explains practical issues and discusses difficult areas, with reference to decided cases and commentaries from academicians and practitioners. Includes practical tools such as precedents, forms, procedural checklists, and problem scenarios with worked examples of ways to tackle them.

Considers the implications of important recent case law such as The Rafaela S, East & West and The Sea Success. International - looks at both the UK market and inherently international codes

Contents:

The passing of risk and property. The shipment. The bill of lading. The passing of risk and property. The shipment. The bill of lading. Covers all the key issues relevant to FOB/CIF including the most recent changes to statutes and codes. Explains practical issues and discusses difficult areas, with reference to decided cases and commentaries from academicians and practitioners. Includes practical tools such as precedents, forms, procedural checklists, and problem scenarios with worked examples of ways to tackle them.

Consider the implications of important recent case law such as The Rafaela S, East & West and The Sea Success. International - looks at both the UK market and inherently international codes.

Shareholders’ Agreements

John Cadman, 5th edition 2009/11
ISBN 9780421912302
(Sweet & Maxwell, UK)
Hardback & CD-ROM, £ 175.00 = ca. € 221.00

The fifth edition of Shareholders’ Agreements explains the nature and effect of shareholder agreements, enables you to better understand the key components. It provides practical guidance on the nature and effect of shareholders’ agreements. Offers in-depth analysis on the key components of shareholders’ agreements, enabling you to draft these agreements with confidence. Analyses the reforms introduced by the Companies Act 2006 which directly affects this area. Discusses the ramifications of the Companies Act 2006 on the articles of association. Goes through the elements of joint ventures and property joint ventures so you are aware of the possible structures and have the tools you need to draft the relevant agreements. Provides information on taxation considerations in relation to this area. Reflects the changes in market practice for private equity and joint ventures that have occurred in recent years. Explains boilerplate provisions. Includes a precedent option agreement and warrant together with detailed drafting notes, so you can draft these types of agreements and are aware of the key issues. Includes a CD-ROM of all precedents for easy drafting.

Simmons & Simmons: Joint Ventures & Shareholders’ Agreements

Andrew Comben, 3rd edition 2009/09
ISBN 9781847763443
(Tottel Publ., UK)
Paperback, £ 150.00 = ca. € 189.50
The 3rd edition of this book is an unrivalled, practical guide to the law and practice relating to joint ventures and shareholders agreements. Extensively revised and updated, the new edition takes account of changes in the Companies Act 2006, along with numerous tax changes, and overseas legal developments. The book includes a new chapter covering alternative structures and contains new case studies. Designed specifically to be a working guide, this unique text will deliver guidance, insight and expert knowledge to ensure you have the advantage in any joint venture transactions, by enabling you to determine the key issues involved; take effective instructions; and draft good documentation using the precedents provided.

Contents:
1. Preliminary Considerations
Matching the aims and expectations of the parties. The contributions of the parties to the venture. Employment and pensions. Share option and share incentive schemes. Financing the venture. Tax considerations for UK corporate joint ventures. Application of EC competition law to joint ventures. UK competition law applying to joint ventures. Other regulatory matters in the UK
2. Key issues in structuring and drafting UK corporate joint venture documentation and shareholder agreements
3. Joint ventures and shareholders' agreements in practice
Establishing and documenting a UK corporate joint venture. Drafting shareholder rights in articles of association. Due diligence, warranties and indemnities. Considerations relating to joint ventures and shareholders' agreements including individuals. Special considerations for venture capitalists and other equity providers. International joint ventures. Joint ventures in the upstream oil and gas industry
4. Precedents and other material

Contracts of Carriage by Land & Air
Clarke, 2nd edition 2008/03
ISBN 9781843117469
Informa, GB
Hardback, £396.00 – ca. €487.00

This book provides in-depth clause-by-clause analysis and commentary of the major international Conventions and standard form contracts within these areas. New editions of two standard forms of contract for internal carriage by rail. Citation of the relevant case law and statutes. Footnote annotations and cross-references for each clause or provision

Major updates include: Extended commentary on the Montreal Convention 1999 on carriage by air, which came into force in the UK in 2004 and on CIM 1999 which came into force in 2006. The section on carriage of goods by inland water has been completely re-written to take account of recent developments in the inland water carriage of goods industry and includes:

- Extensive reference to British Waterways Conditions for the Carriage of Freight 2003 and Waterways Freight Vessel Conditions 2003. Notes on industry developments and their legal ramifications. Features comment on the Government’s recent initiatives on the use of canals for the inland carriage of freight; system of grants available through the Freight Facility Scheme; consultation drafts on the fitness for purpose inspection requirements for vessels on inland navigations issued by the Maritime and Coastguard Agency

- Divided into useful sections: Carriage of goods by inland water. Carriage of goods by road. Carriage of goods by rail. Carriage of goods by air

International Agency & Distribution Agreements
Thomas F. Claesen
4 volumes. ISBN 9780808063296
(Miche / Matthew Bender LexisNexis, USA)
Loose-leaf, §190.00 – ca. €222.00

This comprehensive treatise provides US and foreign practitioners with the essential information needed to prepare and review foreign sales agency and distribution agreements. In one well-organized source, the author provides legal analysis and legislative background to guide a client through the agreement process -- accurately, efficiently, and authoritatively.

International Agency, Distribution & Licensing Agreements
Christou, 5th edition 2008/11
ISBN 9781847030276
Sweet & Maxwell, GB
Hardback & CD-ROM, §189.00 – ca. €238.50

This popular work offers practical guidance on the negotiation and drafting of international agency, distribution and manufacturing agreements. It provides expertly drafted precedents, supported by general and clause-by-clause commentary on the legal and commercial aspects of their drafting and application. The 5th edition includes a new chapter on franchising, along with related new precedents.

Provides all the most commonly used precedents on agency, distribution and licensing agreements in a single source. Offers precedents interspersed with concise commentary covering drafting issues, legal background and implications of relevant cases. Takes account of all recent case law and includes coverage of the implications of the Technology Transfer Block Exemption 2004. Saves readers time with a CD-ROM containing the precedents that accompanies the book. Covers agreements for both EU and non-EU territories, including Australia, Singapore, Japan, Hong Kong and the USA.

4. Contracts
According to common law (US)
4a: Allgemein

Basic Legal Forms with Commentary
Clifford R. Ennico / Marvin Hyman
(RIA / West Group, USA)
2 loose-leaf volumes & CD-ROM, §373.00 – ca. €319.50
updated semi-annually

This timesaving tool provides sample documents for almost any type of fundamental legal document. More than 500 basic legal forms and alternate clauses can be tailored to a particular situation or state law. Commentary accompanies each form.

Draft documents faster and more effectively than ever. This timesaving set provides the tools you need. More than 500 practice-tested forms and alternative clauses on four convenient disks, easily converted for use on the Macintosh and other word processing systems. A sample document for just about any type of legal arrangement, including sales, commercial paper and credit instruments, organizing and operating business, real estate, computer software, wills and trusts, marital and family arrangements, alternative dispute resolution and charitable gifts.

Contents include:

Business Contracts
Laura Pimplton, 2/2007
(Entrepreneur Press, USA)
Hardback, §39.95 – ca. €48.50

Learn how to do your own business contracts and minimize costs while maximizing your business. Laura Pimplton empowers you to take control of contracts, minimize legal risks, and lock in profits without paying thousands in legal fees. In addition to instruction on
how to draft contracts and samples, she provides a foolproof system for reviewing outside contracts to ensure maximum benefit.

**Contracts in English - Introduction to the formation of contracts in English, accompanied by numerous proposals & precedents**

Stuart G. Bugg, 2010/03
Hardback, ca. € 58,00

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**Elements of Contract Interpretation**
Burton, 2009/01
ISBN 9780195337495, 256 p. (Oxford University Press, USA)
Hardback £ 34,99 = ca. € 44,90

This book describes and analyzes the law of contract interpretation in the United States, offering a strong guide for legal practitioners, judges, and scholars involved in contract law. Structured along two dimensions, Elements of Contract Interpretation first takes a look at the "elements" within contract interpretation. This includes the particular sources of evidence, the building blocks of interpretation that the courts recognize when interpreting contracts. Such examples include the governing contract terms; the circumstances when the contract is made; each party's purpose; usages; and the maxims of contract interpretation.

The second dimension is three theories of contract interpretation - literalism, objective theory, and subjective theory. Each theory allows a court to recognize a different set of interpretive elements, and, in practice, how the law of different jurisdictions in the U.S. endorses one theory or another. Since some jurisdictions combine theories within a two- or three-step framework for analysis, this type of law makes this book a primary resource for both practitioners and academics.

**Legal Checklists**
David M. Becker / David L. Gibberman / Benjamin M. Becker
ca. 4032 p. (Clark Boardman Callaghan / West Publ., USA)
2 looseleaf volumes, $ 546,00 = ca. € 469,00
updated annually

This title provides nearly 3,500 pages in outline form analyzing the legal and tax considerations of a variety of matters that may come up during practice. Subjects covered include organizing a business, taxation of businesses, financing a business, business contracts, employment agreements, employment discrimination, Family and Medical Leave Act, qualified and nonqualified compensation arrangements, intellectual property, immigration, international trade, unions, business valuation and sales, real estate sales, mortgages, leases, wills, trusts, estate administration, divorce, prenuptial agreements, life insurance, charitable and non-charitable gifts, arbitration, and bankruptcy. Cross-references to related forms in Legal Checklists--Specially Selected Forms are included.

**Contents:**

**Legal Checklists**
*Specially Selected Forms*
David M. Becker / David L. Gibberman / Benjamin M. Becker
ca. 4032 p. (Clark Boardman Callaghan / West Publ., USA)
1 looseleaf volume & CD-ROM, $ 369,00 = ca. € 315,90
updated annually

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**Williston on Contracts**
Richard A.Lord
43 volumes & CD-ROM, updated annually (West Group, USA)
$ 2.297,00 = ca. € 1.966,00

Provides comprehensive coverage and analysis of all aspects of contract law. Discusses the law and the reasoning behind it, especially in judicial decisions. Includes historical underpinnings, majority and minority views, and current trends. Traces contract law from its common-law roots in English cases and shows how those rules have evolved to meet contemporary concerns. Covers contract formation, agreements, illegal agreements, statute of frauds, interpretations, conditions, excuses for non-performance and more. Includes cumulative tables, correlation table, and table of cases.

**Contents**

**Spezielle Verträge**

**Complete Book of Corporate Forms**
ISBN 9781572485075, 396 p. (Sourcebooks / Ingram, USA)
Paperback & CD-ROM, $ 29,95 = ca. € 25,80

The Complete Book of Corporate Forms makes corporate record keeping simple! Every form is Ready-to-Use and modifiable for your needs. Documenting your corporate actions is crucial to ensuring proper compliance with banking and tax regulations, as well as protecting yourself against any personal liability claims. The Complete Book of Corporate Forms provides you with over 130 common forms every business needs. Complete with step-by-step instructions, sample forms and additional clauses to create forms specific to your situation, you can quickly and confidently respond to any situation that needs attention.

Find forms for shareholders, the board of directors and officers, covering resolutions, consents to action, notices, certifications, proxies, articles of incorporation, bylaws, assumed name, certificate of authority, articles of amendment, issuing stock, stock ledger, shareholders' agreement, declaring dividends, calling special meetings, directors' meetings, minutes of meetings, voting at meetings, actions without meetings, employment agreements, creating committees, nondisclosure agreements, removing a director, changing registered agent, loans to directors, borrowing money, indemnification agreements, property or equipment acquisition
Consultant & Independent Contractor Agreements
Stephen Fishman, 8th edition 10/2008
(Nolo, USA)
Paperback & CD-ROM, $ 34.99 = ca. € 29.95

Whether people work as freelancers or hire them, they need to get everything in writing to avoid misunderstandings, disputes, and problems with the IRS. Consultant & Independent Contractor Agreements provides legal and practical advice on how to write a clear, solid legal agreement. It also explains how to define project scope, establish deadlines, avoid disputes, set fees and satisfy IRS requirements. The book includes tear-out agreements and a CD-ROM with over 15 agreements tailored to the most popular fields for independent contractors. The 6th edition is revised and updated and now includes a checklist that helps business owners determine whether someone should be classified as an employee or independent contractor.

Consulting Agreements Deskbook
6/2008
(Business Laws Inc. / West Publ., USA)
Book & CD-ROM, $ 230.00 = ca. € 199.00
Updated annually

Supplemented by a large collection of forms and sample clauses, this publication offers practical discussion of legal problems associated with hiring consultants. Discussion topics include trade secrets, copyrights, malpractice, employees versus independent contractors, federal income taxes, restrictions against competition, quantum meruit, construction consultants, and hiring consultants under government contracts.

Contents:
Part I Introduction and Overview
Checklist for Drafting Consulting Agreements.
Consulting Agreements Clause Collection, Environmental Consultants.

Part II; Forms

Consulting Agreements Line by Line:
Practical Considerations & Legal Priorities for Independent Contractor Arrangements
Katz, 2009/11
(Thomson West, USA)
Paperback, US$ 185.00 = ca. € 107.00

This book explains the crucial legal and practical distinctions between independent consulting and employment relationships, guiding the practitioner concept by concept and clause by clause through a consulting agreement. The author, an experienced attorney in private practice, offers detailed commentary on understanding and distinguishing the nature of the consulting relationship, establishing the deal terms, and crafting a properly drawn agreement. The book steers the reader through user-friendly selections of alternative contract clauses with accompanying notes to establish and explain the nature and extent of the project, the consultant’s assignments and deliverables, and more.

Contemporary Corporation Forms
Andrew Johnston, 2nd edition, 5 volumes
ISBN 9781567066263

(Nolo, USA)
Loose-leaf, $ 1.355.00 = ca. € 1.842.80

Providing actual documents created by the nation’s leading law firms, this comprehensive 5-volume library gives you virtually every form you need to meet today’s corporate legal and procedural requirements for all types of corporate entities. From closely-held companies to public corporations, its approximately 500 forms provide practical, easy-to-use tools that have been proven in the field. In addition, in recognition of the increased use of non-corporate business entities, coverage has been expanded and the set now includes forming limited partnerships, limited liability companies & limited liability partnerships. All forms are complete and unabridged, so you have a full template for the finished product.

Contemporary Corporation Forms covers practically every corporate function and situation under such topics as: shareholder agreements, registered agent filings, foreign qualifications, board meetings; directors, officers and managers. private placement, shareholders’ meeting, elections, voting, and notice, compensation of directors, officers, and managers. warrants, options, dividends, and spin-offs. equity transfers. amendments and changes in capital, initial public offerings, merger, consolidation, and sale of assets. dissenters’ rights, environmental concerns. professional corporations, non-profit corporations. inspection of records. dissolution

Corporate Counsel’s Guide to International Distribution & Licensing
(Business Laws Inc. / West Publ., USA)
(West Group, USA)
Book & CD-ROM, $ 207.00 = ca. € 177.00
Updated annually

This guide gives you the basic legal rules surrounding international distribution in a number of jurisdictions, and provides over 225 sample forms from a wide spectrum of industries, including agriculture, biomedical research, computers, electronics, energy distribution, factory automation systems, financial services, Internet hosting services, medical equipment, pharmaceuticals, software development, sports wagering, telecommunications, television programming, and wireless communications. The sample forms are taken from companies’ filings with the Securities and Exchange Commission and are publicly available on its EDGAR database. It also includes checklists, sample clauses, and forms on CD-ROM.

Contents:

Corporate Counsel’s Guide to Warranties with Forms on CD-ROM
(Business Laws Inc. / West Publ., USA)
Book & CD-ROM, $ 212.00 = ca. € 181.50

This book includes information on the appropriate ways to deal with warranties in a variety of areas, including the sale of goods, capital equipment purchasing, construction contracting, contracting with the government, computer contracting, consumer transactions, leasing goods and services, and implied warranties. This book also contains an assortment of sample warranty provisions and disclaimers that cover both the buying and selling sides of the transaction. The forms are also available on CD-ROM.

Contents:

**Corporate Partnering**

**Structuring & Negotiating Domestic & International Strategic Alliances**


ISBN 9780735559271

1 loose-leaf volume & CD-ROM, $ 355.00 = ca. € 303.90

New expanded edition incl. bonus CD-ROM with updated forms

This practical resource provides up-to-date coverage of how to structure and negotiate profitable corporate alliances, covering both the strategic benefits and potential risks involved in these complex arrangements. In clear and straightforward language, this handbook explains the proprietary rights issues involved and then walks the reader through the chronology of a deal, from definition of objectives to decision to seek an alliance, identification of potential partners, negotiations, and closing.

**Corporate Partnering** is full of practical forms covering all aspects of strategic alliances associated with crisp, clear commentary that explains the real-world issues addressed by each provision and how alternative solutions may be used to accomplish different aims. These carefully crafted agreements cover the broad range of areas from supply and distribution agreements, product and technology licenses, research and development agreements to investment and investment-related arrangements.

Thoroughly revised and updated to reflect the latest developments, the 4th edition includes new sections on Spin-Out Transactions, virtual companies, and off-shoring arrangements plus updated transaction forms, intellectual property summary, and partnering transactions checklists.

**Contents:**


Für das Benchmarking bei Unternehmenstransferen

Die Autoren: Thomas F. Villeneuve, Robert V. Gunderson, Jr., Colin Chapman, James, Riley, Jr., David P. Sharrow; alle: Gunderson Dettmer Stoll Villeneuve Franklin & Hachigian, LLP, Menlo Park/Silicon Valley, Waltham/Boston, New York, San Diego; "...one of the country's leading law firms serving the emerging growth company marketplace."

Formularbuch mit erläuternder Einführung und umfassender Checkliste

Vorlagen für die internationale Vertragsgestaltung und -kontrolle. Anregungen und Hilfen für deutsche Vertragsgestaltung

Die Einsatzmöglichkeiten bei Verträgen nach deutschem Recht


**Corporation Forms**

Marvin Hyman

R&A / West Group, USA

2 loose-leaf volume, $ 1.485,00 = ca. € 1.271,00 updated irregularly

Whatever corporate transaction you make -- from a pre-incorporation agreements to the dissolution of a business -- Corporation Forms puts all the forms and clauses you need to properly document corporate activities at your fingertips. Benefits of **Corporation Forms** include the following: It eliminates the need to draft documents from scratch, and each form is preceded by clear explanations of how, when and why it should be used and is accompanied by expert commentary on related planning and tax issues. Checklists throughout the text alert you to key points in any activity or transaction.

Organizing a Business Corporation


**Drafting Limited Liability Company Operating Agreements**

John M. Cunningham

ISBN 9780735530748

1 loose-leaf volume, $ 580,00 = ca. € 496,50

Supplemented twice annually

In this new hands-on reference, author John Cunningham draws on his vast practical experience to help you draft LLC operating agreements and anticipate their important tax and liability consequences. **Drafting Limited Liability Company Operating Agreements** will save you countless hours of drafting time and help you fully meet your client’s needs.

Cunningham gives you Lucid plain-English explanations of LLC law and taxation and the LLC operating agreement drafting process,
Model operating agreements; in hard copy and on disk; followed by section-by-section commentaries on all of the provisions, with explanations of their content and suggestions for alternate provisions for special situations. Comprehensive practice guides listing all principle legal and tax issues you need to know about guidance on how to draft specific provisions to suit the needs of diverse business entities.

In summary, you get detailed information on each step of the LLC formation process including the extent of legal services to be provided and fee issues. For each of the concrete steps lawyers must follow in assisting in LLC formation - as well as knowledge and practice tools to accomplish the task - the only book you need is Drafting Limited Liability Company Operating Agreements.

Entertainment Law & Business. 2nd edition
Shanker, 2009/02
ISBN 9781578232512, 800 p.
(Juris Publ., USA)
1 looseleaf volume & CD-ROM, US$ 195.00 = ca. € 177.50

Entertainment Law and Business is a handy resource for both the experienced and novice practitioner. It provides a broad survey of the entire industry and creative rights laws. It includes incisive summaries of all of the important areas of creative rights law: copyrights, the protection of ideas, trademark, publicity and privacy, and the major international treaties. It also provides an overview of all the major fields of entertainment (and related fields of interest for entertainment practitioners) along with illustrative agreements.

This is not an esoteric academic treatise. The book aims to aid the practitioner in the practical aspects of entertainment. Hence, the authors have attempted to highlight the key features of the major agreements in each field. They provide insights not only into what the individual provisions of the agreement attempts to regulate, but also the concerns that lie behind those provisions. They point to the types of negotiating strategies important in each agreement, passing on their experience to the practitioner.

All of the accompanying sample forms and documents are conveniently included on CD-ROM in RTF (Rich Text Format). RTF allows the user to open each sample clause for use/ editing in either Microsoft Word or Corel Wordperfect.

Entertainment Law & Business. 3rd edition
Shanker, 2009/07
(Juris Publ., USA)
Hardback & CD-ROM, US$ 150.00 = ca. € 136.50

Entertainment Law and Business is a handy resource for both the experienced and novice practitioner. It provides a broad survey of the entire industry and creative rights laws. It includes incisive summaries of all of the important areas of creative rights law: copyrights, the protection of ideas, trademark, publicity and privacy, and the major international treaties. It also provides an overview of all the major fields of entertainment (and related fields of interest for entertainment practitioners) along with illustrative agreements. This is not an esoteric academic treatise. The book aims to aid the practitioner in the practical aspects of entertainment. Hence, the authors have attempted to highlight the key features of the major agreements in each field. They provide insights not only into what the individual provisions of the agreement attempts to regulate, but also the concerns that lie behind those provisions. They point to the types of negotiating strategies important in each agreement, passing on their experience to the practitioner.

All of the accompanying sample forms and documents are conveniently included on CD-ROM in RTF (Rich Text Format). RTF allows the user to open each sample clause for use/ editing in either Microsoft Word or Corel Wordperfect.

I Law of Entertainment: Copyright, Trademark, Publicity, & Privacy

II Commentaries on the Practice of Entertainment Law
8 GENERAL PRINCIPLES OF THE PRACTICE OF ENTERTAINMENT LAW 9 THEATER 10 MOTION PICTURES AND TELEVISION 11 PUBLISHING 12 MUSIC 13 AGENTS, MANAGERS AND LAWYERS 14 THE INTERNET (Forthcoming)

Contents / CD-ROM:
Forms
Chapter 9 GENERAL PRINCIPLES OF THE PRACTICE OF ENTERTAINMENT LAW
Copyrights. Trademarks
Trademarks can be registered with the United States Patent and Trademark Office, and detailed instructions for the application process can be obtained, online at: http://www.uspto.gov/teas/index.html

Form 8-TM-6 Trademark Registration and Declaration (Amendments). Form 8-TM-7 Trademark Response and Declaration (Answers). Form 8-TM-8 Short Form License Miscellaneous Agreements:

Form 8-M-1 Submission Release
Chapter 9 THEATRE

Chapter 10 MOTION PICTURES AND TELEVISION
Form 10–1 Screenwriter’s Contract (WGA). Form 10–2 Motion Picture Director’s Agreement, Non-DGA. Form 10–3 Motion Picture Actor’s Agreement. Form 10–4 Publicity/Privacy (Appearance) Release. Form 10–5 Book Option Agreement (w/ Short Form Option/Assignment/Publisher Release). Form 10–6 Life Story Agreement. Form 10–7 Short Form Distribution Agreement. Form 10–8 Motion Picture Net Proceeds Definition (Independent Company). Form 10–9 Motion Picture Composer Agreement. Form 10–10 Motion Picture Producer Agreement. Form 10–11 Writer Collaboration Agreement (WGA). Form 10–12 Screenplay Option Agreement. Form 10–13 “Shop-Option” Agreement

Chapter 11 PUBLISHING
Form 11–1 First Larme Periodical Publication Agreement. Form 11–2 Journal Publishing Agreement (Scholarly/Professional). Form 11–3 Trade Book Publishing Agreement. Form 11–4 Standard Library Database License

Chapter 12 MUSIC
Form 12–1 American Federation of Musicians Agreement. Form 12–2 Performance Broadcast Rider. Form 12–3 Individual Recording Artist Agreement. Form 12–4 American Society of Composers, Authors and Publishers Agreement. Form 12–5 Broadcast Music, Inc Writer’s and Composer’s Agreement. Form 12–6 Motion Picture Mechanical License Agreement. Form 12–7 Motion Picture Synchronization License. Form 12–8 Exclusive Songwriter’s Agreement. Form 12–9 Music Catalogue Subpublishing Agreement. Form 12–10 Co-Publishing Agreement

Chapter 13 AGENTS, MANAGERS AND LAWYERS

Chapter 14 THE INTERNET
Form 14–1 Web Site Licensing Agreement. Form 14–2 Periodical Content Web Distribution License

Documents. Treaties and Conventions


Financial Elements of Contracts:
Drafting, Monitoring & Compliance Audits
Blum, 2010/04
(Oxford University Press, USA)
Hardback, £ 130.00 = ca. € 164.00

Lawyers involved in high-tech licensing deals typically pay close attention to the financial terms of a business relationship, but too often neglect critical provisions related to monitoring, reporting and auditing. These poorly crafted terms and conditions are often not discovered until a royalty audit or litigation, at which point it may be too late to undo the damage, leaving the licensor with no choice but to accept pennies on the dollar of owed royalties. Financial Elements of Contracts: Drafting, Monitoring and Compliance
Audit helps lawyers avoid such pitfalls by presenting both the financial nuances of contracting and demonstrating how proper monitoring and auditing should occur once a deal is in place.

Contents:
1. Securities Law Formulas
   1.01 Introduction 1.02 SEC Registration Fees 1.03 Net Proceeds 1.04 Ratio of Earnouts to Fixed Charges and Ratio of Earnings to Combined Fixed Charges and Preference Dividends 1.05 Dilution 1.06 Capitalization 1.07 Executive Compensation 1.08 Equity Compensation Plan Information 1.09 Principal and Selling Stockholder Table 1.10 Shares Eligible for Future Sale 1.11 Underwriters Compensation 1.12 Public Float 1.13 Volume Limitations under Rule 144 1.14 Rule 144A Effective Conversion Premium and Effective Exercise Premium 1.15 Short-Swing Profits 1.16 Conclusion 2.01 Calculated Risks: Formulas in Debt Financing 2.02 Basics of Debt Capital Financing: Contrast to Equity Financing 2.03 Types of Debt Transactions 2.04 Asset-Based Lending Formulas: Loan to Value 2.05 Revolving Asset-Based Loans and the Borrowing Base 2.06 Cash Flow Lending Formulas 2.07 Cash Flow Loans under Revolving Credit Facilities 2.08 Acquisition Lending Formulas 2.09 Types of Acquisition Loans 2.10 Second Liens Tranches 2.09 High Yield Bond Market Formulas 2.10 High Yield Bond Interest Rates and Call Premiums 2.11 High Yield Debt Incurrence Tests 2.12 The Dollar of Debt Test as Gatekeeper 2.13 High Yield Bond Restricted Payments Covenants 2.14 Asset Sale Formulas; Asset Sale Repurchase Offers 2.15 Choosing the Right Formula 3. Antidilution Adjustments 3.01 Introduction 3.02 Simple Antidilution 3.03 Price-Based Antidilution 3.04 Antidilution Adjustments for Exercisable Securities 3.05 Carveouts from the Definition of "Additional Shares" 3.06 Customary Miscellaneous Provisions 3.07 Other Unusual Antidilution Provisions 3.08 Sample Conversion Rights/Antidilution Provision 4. Liquidation Preferences 4.01 Introduction 4.02 Liquidation Price 4.03 Participating Versus Nonparticipating 4.04 Partially Participating; Participating Preferred with a Cap 4.05 Multiple Series 4.06 Sale of Company as Liquidating Event ("Deemed Liquidation") 4.07 Drag-Along Rights 4.08 Summary/Case Study 5. Earnouts in Mergers & Acquisitions 5.01 Introduction 5.02 Use of Earnouts 5.03 Issues Relating to Earnouts 5.04 Earmark Benchmarks 5.05 Earmark Payout Amounts 5.06 Termination of the Earmark 5.07 Conclusion 6. Post-Closing Working Capital Adjustments 6.01 Introduction 6.02 Definition of Working Capital 6.03 Working Capital as Part of Purchase Price 6.04 Accounting Estimates 6.05 Liabilities 6.06 Transaction Related Events 6.07 Application of GAAP 6.08 Net Realizable Value 6.09 The Closing Process 6.10 Ways to Establish a Target 6.11 Materiality 6.12 Exhibits 7. Intellectual Property Royalties 7.01 Introduction 7.02 Royalties Generally 7.03 Royalties Established by Contract 7.04 Royalties Established by Statute 7.05 Judicially Imposed Royalties 7.06 List of Top Television Markets per 47 C.F.R. § 76.51 7.07 Form SA-1 7.08 Form SA-2 (Semi-Annual Filing for Section 111 Royalties, Less than $527,600) 7.09 Form SA-3 (Semi-Annual Filing for Section 111 Royalties, $527,600 or More) 7.10 Form SC (Semi-Annual Filing for Section 119 Royalties) 7.10 Form Dart/DQ (Quarterly Filing for Digital Copy Devises) 8. Carried Interest Formulas in Private Equity Funds 8.01 Carried Interest Allocated to the Fund Manager 8.02 "Clawback" of Carried Interest 8.03 Vesting in Carried Interest 8.04 Concluding Comment

Legal Checklists
Specially Selected Forms
David M. Becker / David L. Gibberman / Benjamin M. Becker
2004 p.
(Clark Boardman Callaghan / West Publ., USA)
1 looseleaf volume & CD-ROM, $ 369.00 = ca. € 315,90 updated annually

International Business Transactions: Contracting Across Borders
Folsom, 2009/10
ISBN 9780314202659
(Thomson West, USA)
Paperback, US$ 116.00 = ca. € 99,00
This special edition is adapted from the widely used International Business Transactions: A Problem-Oriented Coursebook, now in its 10th edition (2009). It is designed to facilitate a focused study of the contractual issues arising out of international sales transactions. After a brief introduction to the conduct of business in the world community, the book uses hypothetical problems to present some of the most typical and important contract law issues arising out of international sales transactions in order to make the purpose and relevance of the readings clear. The primary focus is on lawyers, public and private, as problem solvers.

International Exporting Agreements
Randall K. Anderson
ISBN 978020514546 (Matthew Bender LexisNexis, USA)
1 loose-leaf volume, $ 315,00 = ca. € 269,80
This 1-volume treatment of exporting agreements keeps you up-to-date on all facets of this subject, including technology transfers! Be sure your agreements are comprehensive by using all the features of this work: model contracts, clauses, practice tips, checklists. This publication’s five main sections will make your legal work easier and better: International Market, Commercial Transaction, International Treaties and Uniform Laws, Risk Management in International Exporting, and Commentaries on Current Issues. Extensive appendices containing tax tables, texts of agreements and sample forms add to this book’s value to your practice.

Lawyers Guide to Formulas in Deal Documents & SEC Filings
Garrett, 2008/12
ISBN 9781588521638
American Lawyer Media / Law Journal Press, US
1 looseleaf volume, 500 p. ca. € 289,00
Written for lawyers at all levels of mathematical skill, this new book covers the use of numbers, formulas and ratios in securities offerings, mergers and acquisitions, debt financing, venture capital, private equity, and intellectual property. The Lawyers Guide to Formulas in Deal Documents and SEC Filings provides valuable drafting advice and shows you common mistakes that can dramatically affect how much your client receives or has to pay. The authors look closely at both the typical use of formulas in deal documents and SEC filings and their application in less common contexts. Coverage includes: anti-dilution provisions; with an "Anti-Dilution Glossary" that simplifies even complex dilution calculations); working capital; liquidation preferences; debt financing formulae, ratios and metrics to monitor risk; earnouts; carried interest, with sample allocation, distribution and clawback provisions; and IP royalties.

Whether you are honing your expertise or simply trying to overcome numbers angst, this unique guide is your secret weapon. It will help you make sense of mathematical equations in situations ranging from the mundane to the esoteric—and use them to your advantage.

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1. Introduction 1.02 SEC Registration Fees 1.03 Net Proceeds 1.04 Ratio of Earnouts to Fixed Charges and Ratio of Earnings to Combined Fixed Charges and Preference Dividends 1.05 Dilution 1.06 Capitalization 1.07 Executive Compensation 1.08 Equity Compensation Plan Information 1.09 Principal and Selling Stockholder Table 1.10 Shares Eligible for Future Sale 1.11 Underwriters Compensation 1.12 Public Float 1.13 Volume Limitations under Rule 144 1.14 Rule 144A Effective Conversion Premium and Effective Exercise Premium 1.15 Short-Swing Profits 1.16 Conclusion 2.01 Calculated Risks: Formulas in Debt Financing 2.02 Basics of Debt Capital Financing: Contrast to Equity Financing 2.03 Types of Debt Transactions 2.04 Asset-Based Lending Formulas: Loan to Value 2.05 Revolving Asset-Based Loans and the Borrowing Base 2.06 Cash Flow Lending Formulas 2.07 Cash Flow Loans under Revolving Credit Facilities 2.08 Acquisition Lending Formulas 2.09 Types of Acquisition Loans 2.10 Second Liens Tranches 2.09 High Yield Bond Market Formulas 2.10 High Yield Bond Interest Rates and Call Premiums 2.11 High Yield Debt Incurrence Tests 2.12 The Dollar of Debt Test as Gatekeeper 2.13 High Yield Bond Restricted Payments Covenants 2.14 Asset Sale Formulas; Asset Sale Repurchase Offers 2.15 Choosing the Right Formula 3. Antidilution Adjustments 3.01 Introduction 3.02 Simple Antidilution 3.03 Price-Based Antidilution 3.04 Antidilution Adjustments for Exercisable Securities 3.05 Carveouts from the Definition of "Additional Shares" 3.06 Customary Miscellaneous Provisions 3.07 Other Unusual Antidilution Provisions 3.08 Sample Conversion Rights/Antidilution Provision 4. Liquidation Preferences 4.01 Introduction 4.02 Liquidation Price 4.03 Participating Versus Nonparticipating 4.04 Partially Participating; Participating Preferred with a Cap 4.05 Multiple Series 4.06 Sale of Company as Liquidating Event ("Deemed Liquidation") 4.07 Drag-Along Rights 4.08 Summary/Case Study 5. Earnouts in Mergers & Acquisitions 5.01 Introduction 5.02 Use of Earnouts 5.03 Issues Relating to Earnouts 5.04 Earmark Benchmarks 5.05 Earmark Payout Amounts 5.06 Termination of the Earmark 5.07 Conclusion 6. Post-Closing Working Capital Adjustments 6.01 Introduction 6.02 Definition of Working Capital 6.03 Working Capital as Part of Purchase Price 6.04 Accounting Estimates 6.05 Liabilities 6.06 Transaction Related Events 6.07 Application of GAAP 6.08 Net Realizable Value 6.09 The Closing Process 6.10 Ways to Establish a Target 6.11 Materiality 6.12 Exhibits 7. Intellectual Property Royalties 7.01 Introduction 7.02 Royalties Generally 7.03 Royalties Established by Contract 7.04 Royalties Established by Statute 7.05 Judicially Imposed Royalties 7.06 List of Top Television Markets per 47 C.F.R. § 76.51 7.07 Form SA-1 7.08 Form SA-2 (Semi-Annual Filing for Section 111 Royalties, Less than $527,600) 7.09 Form SA-3 (Semi-Annual Filing for Section 111 Royalties, $527,600 or More) 7.10 Form SC (Semi-Annual Filing for Section 119 Royalties) 7.10 Form Dart/DQ (Quarterly Filing for Digital Copy Devises) 8. Carried Interest Formulas in Private Equity Funds 8.01 Carried Interest Allocated to the Fund Manager 8.02 "Clawback" of Carried Interest 8.03 Vesting in Carried Interest 8.04 Concluding Comment

Legal Checklists
Specially Selected Forms
David M. Becker / David L. Gibberman / Benjamin M. Becker
2004 p.
(Clark Boardman Callaghan / West Publ., USA)
1 looseleaf volume & CD-ROM, $ 369.00 = ca. € 315,90 updated annually
This forms companion to Legal Checklists will save you valuable time drafting documents. This volume provides practice-tested forms for more than 15 areas of law and includes the expertise of some 40 attorneys and accountants. Areas of law include corporations, partnerships, financing of business enterprises, employment, employee benefit plans and agreements, sale and purchase of businesses, business buyout, arrangements between co-owners, real estate transactions, patents, copyrights and trademarks, estate planning, charitable arrangements, and matrimonial agreements. Includes an extensive bibliography.

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- Intellectual Property Security Agreement

4. EMPLOYMENT: Agreements Relating to Various Types of Employment Arrangements.

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- Nonqualified & Incentive Stock Option Plan

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- Joint Representation Engagement Letter
- “Crummey” Trust Provisions


- Inter Vivos Charitable Remainder Annuity Trust
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14. MATRIMONIAL AGREEMENTS: Including Prenuptial, Postnuptial and Property Settlement Agreements.

- Separation Agreement
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APPENDIX

How To Draft Clear and Concise Legal Documents

Legal Forms for Starting & Running a Small Business

Fred S. Steingold, 6th edition 2010/02
(Nolo.com, USA)
Paperback, $29.95 = ca. $25.80

All the essential forms and step-by-step instructions a small business owner needs to start and run a business. Like most small business owners, you probably can't afford to hire a lawyer to draft the legal documents you need in the course of your day-to-day business. Now there's an affordable and easy-to-use legal forms source for starting and running a small business, * which provides you with over 60 legal forms and includes all the step-by-step instructions you need to use them.

This collection of essential legal and business documents helps you create contracts to buy, sell, rent or store goods; hire employees and consultants; protect your trade secrets; create noncompete agreements; prepare an LLC operating agreement; borrow and lend money; open a business; purchase real estate; manage employees; prepare corporate bylaws; record minutes of meetings; buy real estate; and much more. The 6th edition is updated with the latest legal documents, contracts, and other forms. Includes all the information and instructions you need to complete and use your forms effectively.
Manual of Corporate Forms for Securities Practice
(Vols. 9A, 9B, & 9C, Securities Law Series)
4 volumes, Arnold S. Jacobs
(Clark Boardman Callaghan / West Group, USA)
Loose-leaf, $949.00 = ca. €812.00

Get quick access to the information and procedural guidance you need to successfully undertake a variety of securities and corporate law projects. These forms will guide you through compliance and due diligence matters and aid in establishing standard operating procedures. They also serve as the starting point for drafting representations, employment contracts, stockholders’ agreements, and escrow agreements. With this valuable collection of practice-tested forms selected from the author’s own work-product, you can zero in on exactly the type of document you wish to draft.

Features and Benefits:
Questionnaires for circulation to officers, directors, and 5 percent security holders. Checklists to consult in connection with acquisitions, transfer of controlling blocks, stock splits, and dividends. Standard documents, such as representations, employment contracts, stockholders’ agreements, escrow agreements. Certificates of incorporation, incorporator papers, stockholder papers, and director documents for Delaware and New York corporations

Model Agreements for Corporate Counsel
(Business Laws Inc. / West Publ., USA)
6 loose-leaf volumes, $472.00 = ca. €404.00
6 loose-leaf volumes & CD-ROM, $658.00 = ca. €563.00
Updated semi-annually
Sample agreements included on CD-ROM in ASCII generic text format

This set assembles agreements to help you with your contract drafting needs. Major areas of corporate practice are covered and include samples of commonly used agreements, including agreements for purchase and sale generally, capital equipment purchasing, international buying and selling, warranties, distribution, consulting, confidentiality, and construction. Other agreements include computer-related transactions, mergers and acquisitions, intellectual property agreements, employment agreements, environmental agreements, agreements with outside counsel, alternative dispute resolution agreements, advertising, joint ventures, outsourcing, commercial leasing, license and research agreements, Internet-related agreements, and e-commerce agreements.

Contents:

Selections for Contracts. Uniform Commercial Code, Restatement
ISBN 9781599415291
(Foundation Press / West Publ., USA)
Paperback, $39.00 = ca. €33.50

This book compiles the major statutes, forms, and other materials affecting contract law and is suitable for use in combination with any law school contract text or casebook. The supplement provides Uniform Commercial Code Articles 1 and 2; the Uniform Electronic Transactions Act; the Electronic Signatures in Global and National Commerce Act; Restatement of the Law Second—Contracts; the United Nations Convention on Contracts for the International Sale of Goods; the UNIDROIT Principles of International Commercial Contracts; and selected forms.

Contents:

Special Study for Corporate Counsel on Manufacturing Agreements.
2009-2010 edition
(Thomson West, USA)
book & CD-ROM, $192.00 = ca. €164.50

This title includes more than 45 recent manufacturing agreements culled from SEC filings on the EDGAR database on the Internet. They range from simple to shorter, longer, and more complex. In addition, you will find a discussion of the 12 key legal issues that affect either the contracts or their administration, and the 12 primary drafting issues along with information about why each is crucial. There is also a collection of clauses which the parties used to cover drafting issues, and a comprehensive checklist. The full text of the agreements is provided on CD-ROM.

Includes more than 50 sample forms, drawn from real agreements in use by real companies. Sample clauses address common drafting concerns and provide the customer with different perspectives on similar issues. Provides an overview of important legal issues, as well as the most common pitfalls in drafting contract language.

Contents:

Uniform Commercial Code Legal Forms
(Blackstone Callaghan / West Group, USA)
3 loose-leaf volumes, $450.00 = ca. €385.00
updated annually

This complete collection of Uniform Commercial Code (UCC) forms covers Articles 1 through 9 and includes detailed expert analysis and discussion. Includes the official code text with expert analysis and commentary; checklists, including allegations that must be included or are permissible in the pleadings in different jurisdictions; trial aids to assist in planning strategy; statutory and text references; and a step-by-step chronological procedural timetable. Includes sales; leases; negotiable instruments; bank deposits and collections; funds transfers; letters of credit; bulk sales; warehouse receipts, bills of lading, and other documents of title; investment securities; secured transactions; sales of accounts; contract rights; chattel paper; and more.

Contents:
West's Legal Forms
(Week Group, USA)
63 hardback volumes, $ 2,654.00 = ca. € 2,270.00
Updated annually

Provides extensive forms for the drafting of any legal document, including expert guidance on related law and procedure from practicing attorneys. Offers detailed commentary, analysis, and checklists, and is functionally organized around major topics of law. Includes convenient library references to West's Key Number System, and allows forms to be customized to suit your needs. Typical titles cover: Business Organizations, Retirement Plans, Debtor; Creditor Relations, Real Estate Transactions, Domestic Relations, Estate Planning, Commercial Transactions, Elder Law, Patents, Copyrights and Trademarks, Employee Benefit Plans, Employment Agencies, Service Agreements, and General Forms. Includes detailed index, and tables of statutes and rules.

Features and Benefits
Allows fast and easy drafting of any kind of legal document. Provides extensive forms, expert guidance, commentary, analysis, checklists. Sections are prepared by practicing lawyers. Organized around major topics of law. Includes West's Key Number System. Library References. Includes detailed index, tables of statutes and forms

Contents:
Topical Arrangement with analysis at the beginning of each section. Checklists, Author Comments; formal and informal. Library references to Key Number/Corpus Juris Secundum. Tables of State Laws (localize or provide out-of-state assistance). Arranged topically as opposed to A-Z (as the forerunner Modern Legal Forms was; competitors are also arranged A-Z). Tax analysis in main volume; pamphlet supplement for currency. Can localize forms by using the Key Number References or key numbers from footnoted cases. Upkeep by Pocket Parts -very affordable; looseleaf competitors are very expensive. Forms

Contents:

5. Warren's Forms of Agreements

Warren's Forms of Agreements
Contracts, Forms and Precedents You Can Rely On

ISBN 9780820517704
(Matthew Bender LexisNexis, USA)
8 loose-leaf volumes, $ 1,563.00 = ca. € 1,405.00
(plus incl. 1 year of service)

Warren’s Forms of Agreements is the one source you can turn to when drafting a form for a transaction in an unfamiliar area of law; including organizing a business entity; corporations; partnerships; licensing of an intellectual property; real estate finance; international transactions; and more, plus an extensive collection of standard clauses.

Provides Hundreds of Complete Forms for Common Business Transactions

Warren’s Forms of Agreements features a compilation of contract forms and alternative clauses for everyday business transactions. Each Chapter begins with a practical introduction to the subject matter and points out business, legal, and tax considerations. Warren’s covers the following topics: organization of firm; disposition of personal property; licensing, franchising, sales, and leases; copyright; dispositions of real property; purchase and sale, options, leases, construction, and financing; credit and financing; personal services; dispute resolution; international transactions; and computer contracts.

Draft the Exact Form You Need with Speed and Precision
Warren’s makes your drafting as efficient as possible with: commentary at the beginning of each Chapter, pointing out the legal principles and practical business considerations you should be aware of when drafting a contract; discussion of tax consequences; and cross-referencing to related Matthew Bender sources for further research. Whether you are preparing a particular contract for the first or for the hundredth time, Warren’s will help you get it done quickly, accurately and to your client’s best advantage.

Warren’s Forms of Agreements is available on the Authority® Business Law Library CD-ROM. Authority puts the expert authors’ incisive analyses at your fingertips and delivers everything you need to practice law with confidence.

This powerful research tool is also available online on Authority®.

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Defences to Payment Under Letters of Credit & Demand Guarantees

Deborah Horowitz, 2010/05
(Oxford University Press, GB)
Hardback, £ 125,00

The only book to focus on the six defences to payment regarding their scope, definition and application. Offers clear practical guidance on which defences are most suitable for each payment instrument. In-depth analysis of relevant judicial decisions and maps the relationship between the defences. Includes coverage of cases from Australia, Singapore and the USA. This book is the first to provide an extensive analysis of the range of defences to payment under letters of credit and demand guarantees.

It considers the extent to which different defences undermine the abstraction of these instruments. This is a fundamental issue, since letters of credit and demand guarantees are designed to be abstract, or autonomous, from the underlying contract that called for their use. The purpose of that abstraction is to provide certainty of payment, but the various defences diminish that certainty. The book examines the spectrum of defences that are frequently litigated and debated in international practice: fraud in the documents, nunciy, fraud affecting deferred payment letters of credit, fraud as no honest belief, unconscionable conduct and illegality. Vitally, the book provides analysis of the relevant judicial decisions and offers clear practical guidance on which defences are most suitable for each instrument.

As the instruments are heavily used in international trade, this work is particularly suited to financial and commercial law practitioners who draft agreements, as well as those who advise on disputes concerning these instruments. Accessible and engaging, the book is also relevant for academics and students.

Contents:

This book is particularly suited to financial and commercial law practitioners drafting agreements and those advising on disputes concerning these instruments. The book is also relevant for academics and students.

International Letter of Credit Law & Practice, 2009-2010 edition
Byrne, 2009/11
(Thomson West, USA)
Paperback, US$ 225,00 = ca. 192,00

This title provides a general summary of letter of credit law and practice for bankers, corporate letter of credit users, and attorneys who specialize in letters of credit globally. It encompasses international principles of law and practice, as codified in the United Nations Convention on Independent Guarantees and Standby Letters of Credit, and international rules of letter of credit practice. It also addresses domestic law of various nations, including the two jurisdictions that have codifications of letter of credit law, namely the United States and China, as well as case law in other countries.

Law & Practice of Documentary Letters of Credit
Ellinger / Neo, 2009/12
(Hart Publ., GB)
Hardback, £ 95,00 = ca. 119,80

Letters of credit have retained their role as an instrumentality for the financing of foreign trade. An understanding of the law and practice in point is imperative for lawyers advising business people and bank clients, as well as for the banking and trading communities. The book examines the topic on the basis of the common law system, primarily UK law, and adopts an approach that is analytical and not merely descriptive. Letter of credit transactions are, by their nature, international and most nations have adopted the Uniform Customs and Practices ("UCP") originally promulgated by the International Chamber of Commerce (ICC) in 1933 and updated from time to time. Today, the UCP constitutes a code of internationally accepted rules governing letter of credit transactions. The authors have therefore selectively incorporated some comparative discussion, for instance, of the position in the USA and Europe. The book will be an essential work of reference for commercial lawyers in all the major financial centres of Europe, America and Asia.

Users’ Handbook for Documentary Credits under UCP 600
Baker / Dolan, 2009/07
(Kluwer Law, NL)
Paperback, ca. € 69,55

Users’ Handbook for Documentary Credits under UCP 600 is designed to serve as an introduction to users of documentary credits, that is, to sellers and buyers who seek to increase their access to cross-border markets. It strives to demonstrate the way commercial parties and bankers have used this remarkable commercial device, the documentary credit, to achieve their objectives.

Users’ Handbook is divided into five parts:
Part 1 is a brief discussion of international sales and transport. Part 2 explains the banking industry’s crucial role in documentary credit transactions and illustrates many of the transactions in which commercial parties utilize the documentary credit. Part 3 explains the way documents control the payment function of the documentary credit. Part 4 introduces the all-important feature of the documentary credit — the way it opens financing options to sellers, which can then extend credit to buyers. Part 5 introduces the standby credit and illustrates its role in cross-border
transactions. Users’ Handbook also contains a handy glossary of international trade terms for easy reference.

Contents:
Part One: International Sales and Transport 1 The International Sale 2 International Transport (Delivery) Part Two: The Role of the Banks 3 International Payments 4 Cash and Open Account Sales 5 Forfaining 6 The Documentary Draft Transaction 7 Introducing the Documentary Letter of Credit 8 Advising the Credit 9 The Nominated Bank 10 Confirming the Credit Part Three: Honouring the Credit Obligation 11 Documents and Documentary Compliance 12 Honour and Dishonour 13 Reimbursement Part Four: Financing the Transactions 14 Documentary Credits and Papers Presented under Them as Financing Devices 15 Using the Credit To Pay Suppliers By Transfer 16 Paying the Seller’s Supplier 17 Discounting Part Five: The Standby Credit in International Trade
International Standby Credit Transactions Appendix Uniform Customs and Practice for Documentary Credits, 2007 Revision

7. Contracts
Primarily according to international sources of law

CISG Methodology
Janssen / Meyer, 2009/04
(Seller, D)
Paperback, € 69,00

The CISG is now being applied extensively both by international arbitral tribunals and by domestic courts of its more than 70 contracting states. But do they also apply it in the same manner? Although Article 7 of the CISG underscores “the need to promote uniformity in its application”, it gives little guidance as to how to achieve this goal. Each judge and arbitrator is influenced by the legal methodology of his home jurisdiction. Therefore it is somewhat of a paradox that whilst the number of contracting states is constantly increasing so too is the threat of variation in application. In this book the most important issues of the CISG’s methodology are analysed by leading experts from five continents. Whereas some authors provide a thorough analysis of the central topics of interpretation, others enter almost uncharted territories.

Commentary on the UNIDROIT Principles of International Commercial Contracts
Vogenauer, 2009/02
(Oxford University Press, GB)
Hardback, £ 210.00 = ca. € 265,00

The Commentary on the UNIDROIT Principles of International Commercial Contracts is written by an international team of distinguished practitioners and academics. They offer an article by article commentary on the Principles to provide an accessible guide to the existing case law and legal literature, as well as a comparison with national and international legislation.

The UNIDROIT Principles of International Commercial Contracts set forth rules of general contract law for the use by merchants and business people in cross border transactions. Since their first publication in 1994 the Principles have proved to be a serious alternative to national contract laws in international disputes decided by arbitral tribunals, such as those administered by the International Chamber of Commerce (ICC). At the same time, they have been accepted as a model for reforming the laws on international contracts by countries such as Russia, China, Estonia, and Lithuania.

This book provides commentary on the substantive rules on contracts with a comprehensive analysis of each provision. As a result, this book aims to increase understanding of the rules governing international commercial contracts and aid the practical application of the Principles.

Gabriel, 2009/01
(Oxford University Press, USA)
Hardback, £ 95.00 = ca. € 121,90

Contracts for the Sale of Goods delivers a detailed analysis and in-depth comparison of the substantive law for the sale of goods in domestic and international transactions. Practitioners, academics, and anyone involved in the sale or purchase of goods in the international market will need this thorough analysis of both the text of the United Nations Convention on Contracts for the International Sale of Goods (CISG) and the cases that have addressed and interpreted the CISG. Contracts for the Sale of Goods provides a complete discussion and comparison of the UNIDROIT Principles of International Commercial Contracts including the new provisions on setoff, assignment, and limitation periods, as well as a comparative treatment of the CISG and the UNIDROIT Principles to the articles of the Uniform Commercial Code. Both practitioners and academics will find the clarity and ease of access useful to the comparative legal analysis in this book. Of particular interest is the style and format which allows the reader to find the relevant provisions and cross-references quickly and accurately. Contracts for the Sale of Goods provides you with all relevant materials in one source, with the text following the structure of the Convention for clarity and convenience. Access the incoterms 2000, the complete texts of Article Two and the PIC, and a list of parties to the CISG. Moreover, the text is structured to provide the answers first, then supplement this with the underlying purpose and rationale for the rules. This allows the reader the ability to locate the correct law quickly, but also allows the reader to delve further into the law if desired.

• Comprehensive coverage of the new UCC and UNIDROIT principles which many lawyers will not be familiar with
• Clear exposition allows readers to understand and compare domestic and international sales law in a single volume
• Analysis of the new cases in the UNCTRAL CISG Digest (including several hundred new references and cross-references), and new provisions on setoff, assignment, limitation principles
• Incorporation of the European Principles of Contract Law as a fourth set of legal principles in addition to the CISG, the UCC and the UNIDROIT Principles
• Access to new cases on the CISG and the UNIDROIT Principles that are reported in the updated UNILEX database. Clarity and ease of access to the comparative materials is a time saver for both practitioners and academics. Organization and format allows the reader to find the relevant provisions and cross-references quickly and accurately. Quick answers, as well as in-depth explanations: The text is structured to provide the answers first. Then supplement this with the underlying purpose and rationale for the rules. This allows the reader the ability to locate the correct law quickly, but also allows the reader to delve further into the law if desired

Zeller, 2009/03
(Oxford University Press, USA)
Hardback, £ 110.00 = ca. € 138,90


Incorporating both worldwide judicial and arbitral decisions, Damages Under the CISG, Second Edition , is a unique and comprehensive guide to fully understanding this important area of law. It provides authoritative guidance on the differences that exist between uniform international instruments and domestic laws and offers comparative analysis of the calculation of damages under the civil and common law systems. The fault system and causation principle are compared with the foreseeability principle, one of the key considerations under Article 74 of the CISG. Where applicable to understanding damages issues, the UNIDROIT Principles and the Principles of European Contract Law are referenced in depth. These principles have been updated and the information revamped

27
for the second edition, as well as additional information on fundamental breach of contract.

**Fairness Opinions & Liability**

Sergei Paris, 2004/05
ISBN 9789041125446, 244 p.
Paperback, ca. € 108,00

Fairness opinions have their origin in the United States’ mergers and acquisitions practice, but in recent years have also been used in Europe. Fairness opinions can be defined as an investment bank’s assessment of the financial “reasonableness and equitableness” of a proposed offer for the target company’s shareholders. In this clearly written book, Mr Paris investigates within the Dutch legal context how and why fairness opinions arise and what they might mean. His concentration lies primarily on fairness opinions of tender offers. Dutch legal literature contains very little on fairness opinions. This book makes the subject accessible to Dutch legal professionals and academicians. One particularly useful aspect of this study is that the author not only makes interesting legal comparisons to important tenets of civil, corporate and securities law, but also to economic theories and valuation methods.

**FIDIC Contracts: Law & Practice**

Baker, Chalmers & Lavers, 2009/12
ISBN 9781843116288
Informa, GB
Hardback, £ 290,00 = ca. € 356,00

The FIDIC Forms of Contract are used to provide a recognisable common basis of agreement where the project and the principal contract are international, and consist of a suite of contracts. This book covers the full range of FIDIC contracts, providing legal commentary, detailed clause-by-clause analysis, and relevant case law for each of the different forms. Intended to provide a comprehensive reference for those using the FIDIC forms of contract in international construction and engineering projects, this book is suitable for lawyers practising in international procurement and dispute resolution - but also for engineers, project managers, quality surveyors, architects, contractors and other users of the form.

Contents:


**General Clauses & Standards in European Contract Law: Comparative Law, EC Law & Contract Codification**

Stefan Grundmann / Denis Mazeroud, 6/2006
ISBN 9789041124326
Kluwer Law, NL
Hardback, ca. € 113,50

General clauses or standards (Generalklauseln, clauses generales) are legal rules which are not precisely formulated, terms and concepts which in fact do not even have a clear core. They are often applied in varying degrees in various legal systems to a rather wide range of contract cases when certain issues arise such as abuse of rights, unfairness, good faith, fairness of duty or loyalty or honesty, duty of care, and other such contract terms not lending themselves readily to clear or permanent definition. Here for the first time is a systematic discussion of this kind of rule in the evolving and dynamic context of European contract law. A collection of twelve insightful essays by leading European law authorities, the book is based on a conference organized jointly by the Society of European Contract Law (SECOLA) and l’association Henri Capitant, held in the ‘grande salle of the French Supreme Court in Paris in 2005.

The subject is approached along three distinct but interconnected avenues: comparative contract law, in which the different models to be found among Member States particularly the Germanic, French, and English common law systems are explored with an eye to differences and common ground, EC contract law, in which the general clause approach has tended to focus on labour law and consumer law, and in which the European Court of Justice more and more assumes the final say; and the European codification dimension, in which a potential instrument for codification at the European level would compete with national laws and develop closely with them. The authors demonstrate that a focus on general clauses in contract law, embracing as it does a wide range of types of contracts, helps enormously with the necessary integration of legal scholarship and economic approaches, and of legal science and legal practice in the field. Numerous analytic references to relevant cases and EC Directives give a practical impetus to the far-reaching but immediately applicable theory presented in this important book. As European contract law continues to develop rapidly, this seminal contribution is sure to increase in value and usefulness.

**Guide to the International Sale of Goods Convention**

(Business Laws / West Publ., USA)
2 books & CD-ROM, $ 239,00 = ca. € 204,80

This is a comprehensive guide on the important contractual issues raised by the U.S. adoption of the U.N. Convention on Contracts for the International Sale of Goods. It covers the terms of the Convention, when it applies, what contracts are covered, and whether usages and practices make a difference. It reviews the rules of contract formation, offer and acceptance, conclusion of the contract, sale of goods for each of the seller, obligations of the buyer, passing of risk, anticipatory breach, damages, and avoidance. Also provides a CD-ROM containing archived cases.

Contents:

Harmonisation of European Contract Law: Implications for European Private Laws, Business & Legal Practice
Stefan Vogenerau / Stephen Weatherill, 3/2006
ISBN 9781841135915
(Hart Publ., GB)
Hardback, € 50.00 = ca. € 64,50

After an extended period in which the European Community has only nibbled at the edges of national contract law, the bite of a ‘European contract law’ has lately become more pronounced. Many areas of law, from competition and consumer law to gender equality law, are now the subject of determined efforts at harmonisation, though they are perhaps often seen as peripheral to mainstream commercial contract law. Despite continuing doubts about the constitutional competence of the Commission to embark on further harmonisation in this area, European contract law is now taking shape with the Commission prompting a debate about what it might attempt.

A central aspect of this book is the report of a remarkable survey carried out by the Oxford Institute for European & Comparative Law in collaboration with Clifford Chance, which sought the views of European businesses about the advantages and disadvantages of further harmonisation. The final report of this survey brings much needed empirical data to a debate that has thus far lacked clear evidence of this sort. The survey is embedded in a range of original and up-to-date essays by leading European contract scholars reviewing recent developments, questioning progress so far and suggesting areas where further analysis and research will be required.

Contents:

International Business Transactions: Commentary, Forms & Documents, including Word-processing Software
Dennis Campbell / Reinhard Proksch
ISBN 9789065449818
(Kluwer Law, NL)
3 loose-leaf volumes & CD-ROM, ca. € 905.00

This unmatched resource combines a loose-leaf of practical business contract information—including a guide to international business developments and a checklist of legislation to consider when drafting contracts; with a complete CD-ROM of forms and documents for practitioners to adapt and use.

International Business Transaction features
Instant access to major contracts ensuring that you save precious time. Overview of legislation to be considered when drafting up contracts. A practical guide to international business developments.

Forms provided include
- general licensing agreements, software licensing, turnkey contract, branch establishment, appointment of foreign company directors, letters of credit, joint ventures, performance bonds, EC antitrust notification, arbitration clauses, choice of law clauses.

Users simply type in the applicable names and dates and this software automatically generates a first draft from which to work. Generating a first draft this way saves time for more complex aspects of a deal and provides a jumping-off point for considering the various aspects of the applicable contract. The accompanying loose-leaf guidance takes the guesswork out of spotting potentially significant issues when tailoring the contract to a particular situation. An introduction and commentary accompany each form, providing you with a comprehensive reference.

Contents:
- Business Format Franchising. Sole Distributorship Agreements.
Annual supplements and subsequent CD-Rom update the contracts and add new ones.

**International Commercial Agreements: A Primer on Drafting, Negotiating & Resolving Disputes, 4th edition**

Fox, 2009/06
ISBN 978904126702, 436 p. (Kluwer Law, NL)
Hardback, ca. € 160.50

Well-known since its first edition for its lucid explanation of the important concepts affecting international commercial agreements in terms that a lawyer or business executive new to the field can understand and use – rather than the legal jargon of experts talking to other experts – this incomparable one-volume work provides basic, precise information on setting up & performing international trade transactions. Its focus reflects the reality of the day-to-day business of international trade, which is primarily an undertaking between two private businesses based on a contract drafted and negotiated between the two parties for performance by them with occasional third-party assistance.

Reinforcing the book’s concentration on the private dimensions of international trade, and more precisely on the contractual aspects of that trade, the Fourth Edition extends its coverage to the newest growing dimensions of the field, with new chapters on intellectual property, Internet and electronic commerce, and online dispute resolution. The much- appreciated solid basic information on a wide variety of issues that people will encounter in putting together international commercial agreements is of course still here, and includes the following:

- specific guidance on drafting commercial agreements; background material on contract formation, including basic information on contract law; differences between international and domestic contracts; in-depth exploration of negotiation techniques to help smoothed the negotiation process; detailed discussion of alternative dispute resolution, including mediation/conciliation as well as arbitration; drafting contracts to cover a wide variety of business relationships, such as sale of services, franchises, joint ventures, and licenses; regional differences; online dispute resolution; and emerging new trends in international commercial arrangements.

The reader will find a substantial amount of information and discussion on international electronic commerce both in separate chapters and within chapters on more general topics.

In its recognition that a business executive entering into an international commercial transaction is mainly interested in drafting an agreement that satisfies all of the parties and that will be performed as promised, this superb functional guide for negotiation, drafting and resolving disputes in international commercial agreements will immeasurably assist any lawyer or business executive to plan and carry out individual transactions even when that person is not interested in a full-blown understanding of the entire landscape of international contracts. Business executives who are not lawyers will find that the book gives them the understanding and perspective necessary to work effectively with the legal experts.

**Contents:**

- Part One: Negotiating and Drafting Commercial Agreements
  1. Introduction
  2. Sources of the Law of International Commercial Agreements
  3. Planning International Commercial Agreements
  4. Drafting International Commercial Agreements
  5. Negotiating International Commercial Agreements
  6. International Electronic Commerce
  7. International Intellectual Property and Licensng Agreements
- Part Two: Resolving International Commercial Disputes
  8. The Most Draastic Forms of International Commercial Dispute Resolution
  10. International Commercial Arbitration in the Courts
  11. International Commercial Arbitration: Special Regional Considerations
  12. Litigation
  13. Electronic Commercial Dispute Resolution
  14. Future Trends in International Commercial Agreements and International Commercial Dispute Resolution

**International Contract Manual**

Albert Krizter / Jamo Vanto / Jessica Vanto / Sieg Eiselen, 2008/10
ISBN 9781847032959
Swee & Maxwell, GB
5 looseleaf volumes, £ 649,00 = ca. € 819,00

Assists contract managers and lawyers in making correct contract drafting decisions. Discusses issues and pitfalls involved in international commercial transactions. Includes relevant laws & regulations in jurisdictions of choice. Covers the CISG international sales law, with case law analysis, statutory text, and commentary.

Under the auspices of the Pace Institute of International Commercial Law, this product covers key issues involved in forming contracts with international business partners, ranging from antitrust over anti-bribery issues to export control and more. It also contains contract law and business law information on all major countries and additional jurisdictions. Coverage includes the United Nations Convention on Contracts for International Sale of Goods (CISG), a type of international Uniform Commercial Code.

**Contents:**

- Part I. Contract Checklists
- Part II. Country Handbooks
- Part III. CISG Manual
- Part IV. Final Provisions

**International Encyclopedia of Laws: Contracts**

Jacques H. Herbots
ISBN 9789065449412
(Kluwer Law, NL)
Looseleaf, ca. € 1.166.50

Contracts seal the fate of international transactions. Whether they stand on firm legal ground may hinge upon a minute detail. The Contracts subset of the International Encyclopedia of Laws sheds light on “the fine print” in the world of contracts, helping ensure the viability (or probe the non-viability) of these detail-oriented instruments. Contracts encompass the national monographs of a wide variety of countries, written by experts from those countries. Each national monograph is divided into two parts: the first addresses the general principles at issue, and the second covers...
the specific types of contracts. The work also addresses international aspects of contract law. The succinct yet scholarly quality of this resource, the practicality of the information provided make it a valuable time-saving tool for business and legal professionals. The updated supplements ensure a library that its resources will remain current on changes to legislation and policy in jurisdictions worldwide.

Contents:
Introduction to law of contracts; definition, historical background, classification, contract and torts, contract and quasi-contract, contract and trust, contract and the law of property, good faith and fair dealing, style of drafting, sources of the law of contracts.

Part 1 General principles of the law of contract:
formation; agreement &quid pro quo (reciprocity), formal &widenot requirements, liability &negotiations; conditions of substantive validity; capacity of the parties, defects of consent, other conditions of validity, consequences of a defect of consent or of a lack of substantive validity; contents of a contract; the different clauses, interpretation, conditional contracts; privity of contract; rule of privity of contract, transfer of contractual rights, the special case of a "sub-contract", e.g. contract with a sub-contractor, actio pauliana; termination of contract; performance &breach, impossibility, frustration &hardship; "the unforeseen", discharge by agreement; remedies.

Part 2 Specific contracts:
agency; bailment; gaming &wagering; sale of goods; building contracts; lease, commercial &agricultural leases; Compromise; suretyship; pledge; contracts with the government &other public administrations; quasi-contracts.

International Sales Agreements
An Annotated Drafting & Negotiating Guide.
James M. Klotz, 2nd edition 10/2008
(Kluwer Law, NL)
Hardback, ca. € 160,50

Compared to domestic transactions, the risks associated with international sales are greatly multiplied. It is a rare international sales agreements that can rely on major variations of standard terms, as is so often the case in domestic agreements. Foreign laws, export/import and currency exchange controls, treaties, transit issues, inspection of goods, insurance, tariffs—all these and more must be taken into account in contract negotiations.

This is the second edition, expanded and updated, of an enormously useful book that guides practitioners through the process of drafting up sound agreements for the international sale of goods. Organised according to the framework of an annotated agreement, with detailed commentary on each provision, it incorporates hundreds of model clauses designed to cover every contingency, including such factors as the following (and a great deal more): definitions; Incoterms; price adjustments; documentation; labelling; delivery dates; transportation modes; limitation of liability; confidentiality; arbitration; and antitrust issues.

Although the clauses are drawn without reference to any particular country, relevant national circumstances are covered in the commentary to each clause. Appendices report the texts of the United Nations Convention on Contracts for the International Sale of Goods (CISG), the UNIDROIT Principles, and the Principles of European Contract Law. For lawyers charged with drafting an international sales contract, this book is invaluable. Clause by clause, it clearly details the drafting process, commenting expertly on every issue likely to arise as it goes. It would be hard to find a more useful guide.

Contents:

Law of International Contracting
(Kluwer Law, NL)
Hardback, ca. € 176,80

The second edition of this well-known survey of the legal aspects of international business contracting has been needed for some time. Over the course of the last decade, a plethora of new concepts and procedures (many catalyzed by growth in the use of information technology) has wrought many changes in the searching, drafting, and execution of international contracts. This book redefines this field of legal practice to accommodate these changes.

Material in the Second Edition includes new or updated coverage of the following and much more: outsourcing legal services; electronic transmission of contracts; inadvertent disclosure of confidential information; joint venture governance; restrictive covenants; distribution agreements; and China’s Uniform Contract Law. A greatly enhanced bibliography, updated to 2008, now includes Internet sources.

All of the prized features of the First Edition are of course still here, including analysis of key contract issues unique to various types of contracting, common contract clauses (such as choice of law and dispute resolution clauses), insights gleaned from actual cases and arbitral proceedings, and clear explanation of the principles of good contract drafting. The major relevant international conventions, model laws, pertinent national laws (such as the UCC), legal guides, and other documents and instruments are all covered, with primary texts provided in appendices.

Given the legal liability that can result from the failure to take private international law developments into account, this book is not only valuable but necessary. As an adroit combination of up-to-date theoretical underpinning and eminently practical guidance, the book will continue to serve practitioners well in this new edition.

Contents:

Online Contract Formation
Andrew Simpson / N. Stephan Kinsella, 2/2006
(Oceana, USA)
Hardback, £ 115,00 = ca. € 145,00

Practical guidance on an evolving area of the law
Online Contract Formation is a unique one-volume monograph offering commentary on the contract law of twenty key jurisdictions as it applies to online business. The text provides legal counsel and businesspeople with practical information about electronic transactions and contract formation, as well as a description of the country’s general legal framework and an overview of the country’s scheme of online business regulation.

In-depth analysis of key practice issues
General principles of contract law, e-commerce legislation in force, electronic transactions. Effective formation of online contracts (e-contracts). When and where an online contract is formed. Shrinkwrap &clickwrap issues. Digital signatures. Evidentiary issues. “Self-help” issues. Special provisions to include in online contracts. Legislation governing online contracts

In addition to the country coverage, Online Contract Formation includes a wealth of supplementary material—sample agreements and forms, topical contract-related commentary, and source documents.

Sample Forms/Agreements, including:
Checklist including tips on how to make your online agreement more enforceable. Sample click-through agreement for purchasing goods over the Internet. Sample clauses for arbitration agreements with respect to both consumer & commercial transactions. Sample terms & conditions for a website. Website development agreement. Links agreement
Sample commentary, including:
GLOSSARY of online business terms, Jurisdictional Issues in International E-Commerce Contracts, Effective Formation of Contracts by Electronic Means, and Dispute Resolution in the New E-economy: Still More Questions than Answers

Key sources/documents
(US) Electronic Signatures Act (ESIGN), Uniform Electronic Commerce Act (Canada), Canada’s Uniform Law Conference of Canada Uniform Electronic Commerce Act, UNCITRAL Draft Uniform Rules on Electronic Signatures

Outsourcing Contracts. A Practical Guide. 3rd edition
2009/07
ISBN 9781905121373
(City & Financial / Sweet & Maxwell, GB)
Paperback, £ 99.00 = ca. € 125,00

The new edition will additionally include separate chapters covering outsourcing in major EU jurisdictions, as well as the two largest outsourcing market jurisdictions – India and China. There will also be a brand new chapter covering competition issues.

Contents:
PART ONE - INTRODUCTION
1 Defining Successful Outsourcing
PART TWO - PREPARATION
2 Preparation by the Customer 3 A Competitive Procurement Process 4 Selecting a Preferred Supplier 5 The Project Plan 6 Preparation by the Supplier
PART THREE - SERVICES
7 The Service Description 8 Control over how the Services are Provided 9 Service Levels or Key Performance Indicators 10 Governance 11 Dealing with Disputes 12 Customer Dependencies
PART FOUR - STRUCTURE
13 Equipment 14 Software and Intellectual Property Rights 15 Property Aspects 16 Treatment of Assets During Term 17 Different Supplier Models
PART FIVE - CHARGING
18 The Charging Regime 19 Service Credits 20 Ensuring Competitive Charges
PART SIX - CHANGE
21 Transformational and Developmental Outsourcing 22 Change Management
PART SEVEN - TERMINATION
23 Term and Termination Rights 24 The Termination Decision 25 Implications of Termination
PART EIGHT - INSOLVENCY AND PEOPLE ISSUES
26 Insolvency Issues 27 People Issues
PART NINE - LIABILITY
28 Liability and Risk 29 Limitations of Liability 30 Confidentiality, Data Protection and Security
PART TEN - REGULATIONS
31 Financial Services Sector 32 Public Sector Outsourcing 33 Competition Issues
PART ELEVEN - INTERNATIONAL OUTSOURCING
34 Major European Jurisdictions: France, Germany, Italy, Spain, Switzerland, Scandinavia 35 India and China
PART TWELVE - CONCLUSION
36 Conclusion

2009/03
ISBN 9780314904652
(Thorogood, GB)
Paperback, US$ 150,00 = ca. € 128,50

This publication discusses the policy behind the new provisions of the UNCITRAL Model Law on Procurement of Goods, Construction and Services. It discusses how to use and regulate various new phenomena in public procurement, including the use of electronic means of communication in the procurement process, electronic auctions as a method of undertaking public procurement, and flexible arrangements for regular or urgent purchasing. The volume is useful both for those directly concerned with the Model Law and with the jurisdictions studied in the book and for those working in other systems that are currently grappling with the same issues.

Contents:
1. UNCITRAL Model Law on Procurement: Past, Present, Future
2. Regulation of Framework Agreements/Task Order Contracts
Part III. The Regulation of Electronic Communications Under the UNCITRAL Model Law on Procurement
Part IV. Regulation of Electronic Reverse Auctions in Public Procurement Law

8. Violation of Contractual Obligations

Commercial Litigation
Damages & Other Remedies for Breach of Contract
Robert Ribeiro, 12/2005
ISBN 9781854183972
(Thorogood, GB)
Paperback, £ 169,00 = ca. € 217,00
→ Print on demand product

This valuable report has been completely updated since it first appeared in 2002 (Damages and Other Remedies for Breach of Commercial Contract). It includes accounts of all the most recent important cases and highlights significant changes in the way that the courts now assess damages. It sets out a systematic approach for assessing the remedies available for various types of breach of contract, what the remedies mean in terms of compensation and how the compensation is calculated. It examines the most recent case law as well as classic earlier cases and explores the issues involved, in particular the defences. The report provides numerous examples of effective drafting of terms controlling and limiting remedies, as well as illustrating the type of poor drafting to be avoided.

Contents:
1. The starting point for calculations
2. The measurement of damages
3. Putting figures to the claim
4. The rule against double counting
5. The remedy of Quantum Meruit
6. Damages versus debt. Contract or tort? Damages: the basic principles of assessment. The rules of remoteness. Remote of damages. Putting together several different heads of claim. Damages for mental distress. Interest and financing charges. What is 'consequential loss, or damage': how does it relate to the principles already set out?
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8. Commercial Litigation
Comparative Remedies for Breach of Contract
Nili Cohen / Ewan McKendrick, 2/2005
ISBN 9781841134356
(Hart Publ., GB)
Hardback, £ 55,00 = ca. € 69,50

The book provides a comparative analysis of the law relating to remedies for breach of contract. It examines different remedies such as specific performance and damages and does so from the viewpoint of different legal systems, principally the English, American, German, French, and Israeli. Each essay is written by a recognised specialist in his or her own field. Topics covered include the recent reforms of the law relating to breach of contract in Germany and the extent to which a claimant can choose the remedy which he or she deems to be the most appropriate. The book also makes use of a range of techniques, particularly economic analysis, when examining the legal rules. The book also contains an introductory essay, written by the editors, and an essay by Professor Friedmann which discusses the relationship between substantive rights and contract remedies.

Contract Damages
Domestic & International Perspectives
Djakhongir Saidov / Ralph Cunnington, 6/2008
ISBN 9781841137414
(Hart Publ., GB)
Hardback, £ 85,00 = ca. € 109,50

This book is a collection of essays examining the remedy of contract damages in the common law and under the international contract law instruments such as the Vienna Convention on Contracts for the International Sales of Goods and the UNIDROIT Principles of International Commercial Contracts. The essays, written by leading experts in the area, raise important and topical issues relating to the law of contract damages from both theoretical and practical perspectives. The book aims to inform readers of current developments, problems, trends and debates surrounding contract damages and reflects an ongoing dialogue on damages among representatives of common law, civil law, mixed and international legal systems.

The general issues addressed in the collection include the purpose and scope of damages, the measures of damages, recoverability of losses, methods of limiting damages, and the assessment of damages. A special emphasis is placed on the examination of the role of gain-based damages, the meaning and definition of loss, the recoverability of damages for injury to business reputation, the recoverability of legal fees, the rules of mitigation and foreseeability, the dilemma between the ‘abstract’ and ‘concrete’ approaches to the calculation of damages, and the relationship between changes in monetary value and the assessment of damages.

Delay in the Performance of Contractual Obligations
ISBN 9780199262654
(Oxford University Press, GB)
Hardback, £ 150,00 = ca. € 189,50

It is much easier to make a promise than to keep it, still less to keep it on time. It is therefore not surprising that delay is a common problem in contracts of all kinds, and the issue has been very much litigated in the courts. Unfortunately the law in this area is both complex and obscure, and there is a marked lack of commentary on the subject.

This book is designed to fill that gap by dealing systematically with the topic of delay in the contractual context. In the first part of the book there is a general discussion of the law for determining the time of performance, both where a time is set by the contract and where the contract is silent as to time. The second part of the book looks at the performance of time stipulations, dealing with the question of what amounts to prompt performance, the effect of failure to perform on time, and the excuses which may be available for such failure. The third part of the book examines the remedies available to the victim of delay in performance, including specific performance, termination and the recovery of damages. A glossary is provided dealing with various words and phrases used in connection with the time for performance and the remedies for delay.

Overall, the book sets out to elucidate a set of general principles for delay by drawing on cases on a wide variety of topics. The main focus is on the law of England and Wales, but reference will be made where appropriate to authorities from other common law jurisdictions.

Divided into three parts the book considers: the obligation to perform on time; performance of the obligation; and remedies for delay. Examines cases from a wide variety of backgrounds including shipping, sales of goods, conveyancing, insurance, IT and building and construction contracts including commonwealth authorities. Systematic treatment of the subject including all relevant information available in a single volume. Fills a gap for a specialist work on this topic that will appeal to practitioners and academicians.

Contents:
PART I: THE OBLIGATION TO PERFORM ON TIME
1. The Proper Time for Performance 2. The Importance of Timely Performance 3. Performance due on a Contingency
PART II: REMEDIES FOR DELAY
4. The Obligation and its Performance 5. Excuses for Failure to Perform on Time 6. The Effect of Failure to Perform on Time
PART III: REMEDIES FOR DELAY

Exploitative Contracts
Rick Bigwood, 6/2005
ISBN 9780198260639
(Oxford University Press, GB)
Hardback, £ 97,00 = ca. € 122,50

Judges and scholars routinely use concepts such as ‘exploitation’ in a justificatory way. In the field of contract law, a finding of exploitation may excuse a party from the normal consequences of his or her manifested contractual assent. However, the meaning of exploitation is usually assumed for this purpose, rather than elaborated. In fact, exploitation is a highly contested concept. Exploitative Contracts examines the essentially contestable criteria of interpersonal exploitation claims. It puts forward a conception of exploitation: ‘legal contractual exploitation’, a form of wrongdoing that arises in connection with the formation of contracts. This notion is shown to underpin traditional heads of relief in contract law, including unconscionable dealing, undue influence, unilateral mistake in equity, and ‘lawful act’ duress. Importantly, this notion of legal contractual exploitation conforms to the intellectual and institutional forms of order presupposed by the classic liberal conception of the contract. The wrongfulness of an act of exploitation must reside in some characteristic of the processes of contract formation rather than in some quality of the impugned contract itself. The doctrines of unconscionable dealing, duress, and undue influence are examined in detail in the light of what they each reveal about the ‘process’ conception of legal contractual exploitation. In turn, the volume explains how an understanding of these contract law doctrines can be enhanced by a proper conception of exploitation.

Contents:

Force Majeure & Hardship Under General Contract Principles
Christoph Brunner, 1/2008
ISBN 9789041127921
(Kluwer Law, NL)
Hardback, ca. € 176,80

33
Lawyers involved in international commercial transactions know well that unforeseen events affecting the performance of a party often arise. Not surprisingly, exemptions for non-performance are dealt with in a significant number of arbitral awards. This very useful book thoroughly analyzes contemporary approaches, particularly as manifested in case law, to the scope and content of the principles of exemption for non-performance which are commonly referred to as ‘force majeure’ and ‘hardship.’ The author shows that the ‘general law’ approach addresses this concern most effectively. Generally accepted and understood by the business world at large, this approach encompasses principles of international commercial contracts derived from a variety of legal codes. Its most important ‘restatements’ are found in the 1980 United Nations Convention on Contracts for the International Sale of Goods (CISG) and two ‘soft law’ codifications of international commercial contract law: the UNIDROIT Principles of International Commercial Contracts and the European Principles of Contract Law (PECL), everywhere academics interested and lawyers business of attention the capture to sure is book this contracts, sanctity principle borders line question fundamental into investigation insightful an as addition, In arbitration, commercial international in law principles general use development contribution major a The> Misrepresentation, Mistake & Non-Disclosure John Cartwright, 2nd edition 12/2006 ISBN 9780412177207 (Sweet & Maxwell, GB) Hardback, £ 181,00 = ca. € 228,50

This high-level, practitioner text examines in detail these three allied areas of contract law, explaining the circumstances in which they can arise, the available remedies and their inter-relationship. In one volume it draws together the complex mixture of rules of common law and statute that comprise the law in this area and is written in such a way that practitioners can immediately find a discussion of the particular problem they face.

Steers practitioners through the complex range of remedies that might be available for misrepresentation. Explains the links between claims based on mistake and claims for misrepresentation... Examines recent cases in detail, in particular Shugon Finance Ltd v Hudson (on mistake of identity) and The Great Peace (on mistake). Considers recent legislative developments such as the Prospectus Regulations 2005 and duties of disclosure arising from Home Information Packs. Draws comparisons with other jurisdictions and looks at the directions in which English law might develop.

Contents:
Part I: Misrepresentation
Part II: Mistake
Categorising mistakes. Mistakes about the terms of the contract. Mistakes about the identity of the other party. Mistakes about the subject matter of the contract, or the surrounding circumstances
Part III: Non-disclosure
The problems of non-disclosure. The general rule: no duty of disclosure. Particular duties of disclosure. Comparisons and trends


This popular text has been comprehensively rewritten to take account of all new developments in the law, as well as Law Commission reports and academic writings. The book has also been restructured and divided into parts which correspond to the primary functions of the remedies for torts and breach of contract, namely compensation, rectification, restitution, punishment, compelling performance or preventing (or compelling the undoing of) a wrong, and declaring rights. Reflecting their increased importance in practice, and the considerable recent academic attention devoted to them, there is also a new chapter on remedies for equitable wrongs such as breach of fiduciary duty and reach of confidence.

Contents:
1 General Introduction
PART II: COMPENSATION
2 Introduction to compensatory damages: types of loss, compensatory aims and theoretical underpinnings
3 Factual causation
4 Proof of loss and loss of a chance
5 Contractual reliance damages
6 Principles limiting compensatory damages
7 Compensating advantages
8 Form of compensatory damages, date for assessment, taxation
9 Pecuniary loss (except consequences of personal injury, death or loss of reputation)
10 Personal injury losses
11 Losses on death
12 Loss of reputation
13 Mental distress or physical inconvenience
14 Awards of interest on damages
15 Limitation periods
16 Equitable (compensatory) damages
PART III: RESTITUTION & PUNISHMENT
17 Restitutionary remedies (for tort and breach of contract)
18 Punitive damages
PART IV: REMEDIES FOR AVAILABLE WRONGS
20 Specific performance
22 Delivery up
PART V: REMEDIERS FOR AVAILABLE WRONGS
24 Remedies for equitable wrongs


This book examines the role of unjust enrichment in the contractual context, defined as contracts which are (a) terminated for breach, or (b) subsisting, or (c) unenforceable. The book makes three claims in relation to the orthodox common law account of restitution (founded on unjust enrichment) in the contractual context.

Firstly, the orthodox account correctly proceeds on the basis that the restitutionary claim in the contractual context is founded on an independent cause of action in unjust enrichment, rather than some equitable notion of unscientiousness or the law of contract. Secondly, the book departs from the orthodox account by rejecting the unjust factors approach and endorsing the absence of basis approach for the law of unjust enrichment. Finally, the book argues that the right to restitution in the contractual context should be determined by the conditionality of the transfer of the benefit rather than a requirement such as the termination of the contract, as the orthodox account dictates.

To that end the book proposes the following model, under which the right to restitution in the contractual context is determined by the resolution of the following two questions: (1) Was the transfer of the benefit (eg of money or services) conditional? (2) Was there a qualifying failure of condition? A condition can be, and often is, the other contracting party's counter-performance, but it may also be an event not promised by either party. What qualifies as a failure of condition depends on the type of condition in question. This book identifies two types of contracts, namely those which are apportioned (eg instalment contracts) and those which are unapportioned. It is only in relation to the latter that termination is required. It is a particular strength of the book that it is underpinned by detailed and original historical analysis which makes a novel and distinct contribution to the history of the laws of unjust enrichment and contract.

9. Grenzüberschreitende Verträge

Rechtssicherheit auf Deutsch und Englisch

Die Neuerscheinung bietet mehr als 150 kommentierte Verträge und kauteljuristische Mustertexte zum deutschen Zivil-, Wirtschafts- und Unternehmensrecht, jeweils synoptisch in deutscher und englischer Sprache.

Die Vorteile:
Vertragsmuster auf Grundlage deutscher Rechts, die rechtssicher sowohl in deutscher als auch in deutscher Sprache vereinbart werden können; praxisbewährte zweisprachige Formulierungen mit ausführlichen rechtlichen Anmerkungen und wertvollem umfassend Wortlisten für die Auswahl der treffenden Begriffe, einheitliche englische Terminologie innerhalb des Gesamtwerkes.

Formulare für alle Fälle: Aglieri Schutz- und Urkundenbestandteile, Vollmachten; Schuldrecht; Grundstückskaufvertrag und -besicherung; Mietrecht; Arbeitsrecht; Familienrecht; Erbrecht; Personengesellschaftsrecht; Gesellschaften mit beschränkter Haftung; Aktienrecht; Umwandlungsrecht; Unternehmensverträge + Unternehmenskauf; Vertriebsrecht; IT-Recht; Gewerblicher Rechtsschutz; Finanzierungen. Die beigefügte CD-ROM enthält sämtliche Muster (ohne Anmerkungen) und ermöglicht die individuelle Anpassung an den eigenen Fall.

Die Autoren sind der Herausgeber Dr. Robert Walz, LL.M., Notar und Spezialist auf dem Gebiet der englischsprachigen Vertragsgestaltung, sowie 16 weitere, im globalen Geschäft erfahrene Praktiker aus Anwaltschaft und Notariat.

German Law of Contract
A Comparative Treatise
(Hart Publ., UK)

Paperback, € 51.00 – ca. € 65.50

Recently the contract section of the German Code was radically amended after a century of unaltered existence. German Law of Contract, radically recast, enlarged, and rewritten, now details and explains for the first time these changes for the benefit of Anglophone lawyers. Along with its companion work, German Law of Tort, the two volumes provide, in a total of some 2,000 pages, one of the fullest accounts of the German Law of Obligations available in the English (or German) language. 120 translated extracts, 250 decisions make this a unique source book for students, practitioners, judges and academics wishing to have access to prime sources. Through its method of presentation of German law, the book also represents an original contribution to the art of comparison. An additional feature of the Contract volume is the way in which it reveals the growing impact which European Directives are having on the traditional, liberal, contract model, thereby bringing German and English law closer to each other, especially in the area of consumer protection. The book will be of use to law students reading contracts and comparative law, practitioners, judges and businesses.

Münchener Vertragshandbuch
Band 4: Wirtschaftsrecht III
Rolf A. Schütze / Lutz Weipect, 6. Auflage 12/2006
(C.H. Beck m.
Harback, € 140,00


Contents:
I. Vertragsvorbereitende und -begleitende Maßnahmen
II. Schiedsklauseln
III. Vertriebsverträge
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2. (Vertragsbedingungen über die Errichtung von Bauwerken und Anlagen nach Entwürfen des Auftraggebers)
3. FIDIC: Conditions of Subcontract for Works of Civil Engineering Construction
4. (Unterauftragsbedingungen für Ingenieur-bauarbeiten)
5. Agreement for external Consortium with Consortium Leader (Vertrag für ein Außenkon sortium mit Federführer)
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4. Performance Guarantee (Erfüllungsgarantie)
5. Warranty Guarantee (Gewährleistungsgarantie)
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9. Agreement for Special-Purpose Commercial Loans (Vertrag für gewerbliche Darlehen mit Zweckbindung)
VII. Seefrachtvertrag
VIII. Lizenz- und Know-how-Verträge
5. License Agreement (gemischter Lizenzvertrag im Konzern)
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Münchener Vertragshandbuch
Gesamt-CD-ROM
Edition 6D, 2009
(C. H. Beck, D)
CD-ROM, € 250,00


Standardvertragsmuster zum Handels- & Gesellschaftsrecht
Handelsregisteranmeldungen, Vertriebsverträge, Gesellschaftsverträge, Kaufverträge, Schiedsgerichtswesen: Deutsch-Englisch
Dieter Stummel. 4. Auflage 12/2008
ISBN 9783406589324
Handbuch & CD-ROM, ca. € 84,00

Standardvertragsmuster zum Handels- & Gesellschaftsrecht
Handelsregisteranmeldungen, Vertriebsverträge, Gesellschaftsverträge, Kaufverträge, Schiedsgerichtswesen: Deutsch-Englisch
Dieter Stummel. 4. Auflage 12/2008
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Damit kommen Sie schnell zur Sache

Neu in der 4. Auflage:

Sämtliche Formulare sind auf beiliegender CD-ROM enthalten.

Dr. Dieter Stummel hat mehrere Jahre als Rechtsanwalt in international operierenden Anwaltskanzleien gearbeitet. Jetzt ist er als Geschäftsführer und Chef syndikus bei einem amerikanischen Konzern tätig.

Contents:
Handelsregisteranmeldungen

10. Legal Writing

Aspen Handbook for Legal Writing: A Practical Reference. 2nd edition
Bouchoux, 2009/03
(Aspen, USA)
Paperback, US$ 38,50 – ca. € 32,95

Concise and compact, the Aspen Handbook for Legal Writers: A Practical Reference, Second Edition, offers thorough coverage of proper legal writing technique and style to help students resolve
questions and develop strong writing skills.

Accessible and user-friendly, this complete reference book features grammar, style, and usage presented in a clear, complete, and succinct format; numerous helpful examples illustrate strong and effective legal writing as well as common errors to avoid; a special Legal Documents section that offers tips and strategies for writing letters, memoranda, and briefs (both trial and appellate) a comb binding and conveniently compact size; a clear organization and uncluttered, two-color page design that highlights important information; website resources listed for every topic; Tips and Strategies in each chapter that home in on key topics; Challenge Exercises through which students can test their knowledge; quick-reference Table of Contents on the inside front cover and a quick-reference Style Sheet on the inside back cover; helpful appendices that include Citation Form (using both Bluebook and ALWD examples), a sample appellate brief, and a section for ESL users; CD-ROM available to instructors with additional exercises

Updated throughout, the revised Second Edition includes many new examples; current website references throughout; new sample documents, including new legal memorandum, trial court brief, and all new case brief; expanded information on preparing Tables of Authorities; additional supplemental exercises on the instructor’s CD-ROM.

Aspen Handbook for Legal Writers, is the complete and easy-to-use legal writing reference that provides comprehensive coverage in a surprisingly compact format.

Contents:
- Section I: The Mechanics of Writing: Grammar, Punctuation, and Spelling
- Section II: Features of Effective Legal Writing and Organization
- Section III: Legal Documents, Legal Conventions, and Legal Writing Blunders
- Section IV: Postwriting Steps and Document Design

Drafting International Agreements in Legal English. 2nd edition
Daigneault, 2009/07
(C.H. Beck, D)
Paperback, ca. 35,00

Any document leaving the desk of a lawyer, company officer or, for that matter, any other person may have legal consequences. This implies a tremendous range of documents. For simplicity and acknowledging the most practical use as employed by non-native speakers, the examples used in this manual focus on the contents of documents having a commercial impact, particularly those establishing a contractual relationship. Even so, practical guidelines presented in this pocket guide, should result in all legal writing, being brief, clear and precise.

New in the 2nd edition:
Working steps in Legal Drafting. Enlarged collection of specimen contracts.

An extremely useful tool for everyone who has to avoid dangerous legal or “painful” consequences that result from wrong wording!

The author practised law in Canada and is qualified as a solicitor in England and Wales. He has worked for international organisations and lectured extensively throughout Europe and Asia. He currently practises law in Vienna, Austria as a solicitor and established European lawyer, and teaches at the law faculty of the University of Vienna.

Elements of Legal Style
ISBN 9780195141627
(Oxford University Press, USA)
Hardback, £ 19,99 = ca. € 25,80

Focusing on the argumentative, narrative, and descriptive style found in legal briefs and judicial opinions, Elements of Legal Style (second edition) will be a thought provoking examination of effective argumentation in law.

English for Contract & Company Law
M. Chartrand / C. Millar / E. Wiltshire, 3rd edition 2003/07
(Sweet & Maxwell, UK)
Paperback, £ 21.95 = ca. € 28,00

English for Contract and Company Law provides non-native English speakers with the English language skills necessary to carry out their legal studies effectively. The work focuses on the legal language required in the two major areas of contract law and company law which are central to international business law, drawing on examples from English, American and European legal materials. Incorporates user-friendly exercises such as crosswords, blankfilling and reading comprehension and discussion texts to enable students to practise their English language skills. Contains a high level of specific legal content and practical materials, including cases, legislation, legal writings and examples to enable commercial law. The foreword has been written by the senior Law Lord, Lord Bingham of Cornhill.

Contents:
- Construction of Commercial Contracts: A Practitioner’s Perspective, Richard Calnan
- Construction and Interpretation
- Legislative Control of Exemption Clauses and Unfair Terms
- Issues Relating to Particular Types of Term

Contract Terms
Andres Burrows / Edwin Peel (editors), 7/2007
(Oxford University Press, UK)
Hardback, € 90,00 = ca. € 115,80

This book contains the papers written for the 7th volume in the Oxford-Norton Rose Law Colloquium Series, which was held in St Hugh’s College, Oxford, on 22nd-23rd September, 2006. As with past colloquia, this brought together practitioners (solicitors, barristers and Judges) and academics to examine and discuss an area of commercial law. The belief underpinning all the colloquia has been that the sharing of views on central topics of commercial law can only work to the mutual advantage of both academics and practitioners. The topic chosen this year was Contract Terms which is a topic of everyday importance to all commercial lawyers. It is also an area in which academics have become increasingly interested in recent years.

The book begins with an introduction by the editors which draws out the central features of the discussions at the colloquium. It is followed by an introductory practitioners’ perspective written by Richard Calnan of Norton Rose. The colloquium papers have then been divided into three main sections. The first on ‘Construction and Interpretation’ comprises the papers written by Gerard McMeel, Edwin Peel, Andrew Burrows, Robert Stevens and Stefan Vogenauers. The second on ‘Legislative Control of Exemption Clauses’ has papers by Elizabeth MacDonald, Susan Bright and Hugh Beale. The third on ‘Issues Related to Particular Types of Term’ looks at entire agreement clauses, termination clauses, force majeure clauses, retention of title clauses and choice of law clauses. This third section contains chapters written by John Cartwright, Ewan McKendrick, Simon Whitaker, Louise Gullifer and Adrian Briggs.

The papers have all been written by eminent academics and together they provide a stimulating and up-to-date examination of Contract Terms. The book will be essential reading for all solicitors involved in drafting contracts or in commercial litigation, commercial barristers, and academics interested in contract and
students to familiarise themselves with the documents they will come into contact with. Takes into account recent developments in the law, including those changes brought about by the Company Act 2006. Provides exercises for both classroom and self-study options, with the inclusion of an answer key, glossary of legal terms and summary of cases. Comes with a complete teacher’s guide to give guidance on how the book can be used

Contents:

**English Law & Standard Terms**

Adrian Jack, 2005
Paperback, € 44.50

This book features a useful and practical set of Terms and Conditions. The third volume in the series “European Standard Terms and Conditions” focuses on England. It is a key contribution to the development of cross-border Standard terms across the EU. Adrian Jack is a barrister in England as well as a Rechtsanwalt in Germany. With this book Jack gives a thorough insight into the different legal cultures: the clash between the English common law and the European i.e. the German civil system is painted vividly. Jack discusses the difficulties of adapting a set of Continental terms for use in England, and gives the reader a helping hand in developing his own Terms and Conditions.

**Garner on Language & Writing: Selected Essays & Speeches of Bryan A. Garner**

Bryan A. Garner, 2009/03
(American Bar Association, USA)
Hardback, § 59.95 = ca. € 51,50

Since the 1967 appearance of A Dictionary of Modern Legal Usage, Bryan A. Garner has proved to be a versatile and prolific writer on legal-linguistic subjects. This collection of his essays shows reveals both profound scholarship and sharp wit. The essays cover subjects as wide-ranging as learning to write, style, persuasion, contractual and legislative drafting, grammar, lexicography, writing in law school, writing in law practice, judicial writing, and all the literature relating to these diverse subjects.

**International Legal English**

A Course for Classroom or Self-Study Use
Amy Krois-Ludner, 6/2006
ISBN 9783125342514
Klett / Cambridge University Press, GB
Book & 3 CD’s, € 39.95

Suitable for classroom use or self-study, this course teaches language learners how to use English in a commercial law environment. The book focuses on a variety of legal topics including contracts, company formation, debtor-creditor relationships and intellectual property rights. Using authentic texts to present and practise legal language, the course develops the four key skills of reading, writing, listening and speaking.

**Just Writing: Grammar, Punctuation & Style for Legal Writer. 3rd edition**

Enquist, 2009/02
(Aspen, USA)
Paperback, US$ 65.00 = ca. € 55.80

Adapted from the popular Legal Writing Handbook, this powerful guide focuses exclusively on the style, grammar, punctuation, and the mechanics of strong legal writing. With the authors’ trademark step-by-step approach, Just Writing enables students to master a skill that will contribute to their success in both law school and practice.

Proven to be effective in the classroom, the Third Edition features honed coverage that zeroes in on style, grammar, punctuation, and the mechanics of legal writing in a concise length and format; tips and techniques for every step of the writing process: planning, drafting, revising, editing, and proofreading; the authors’ trademark straightforward, building-block approach; clear explanations and crafted examples; practice exercises that allow students to use specific skills covered in the text; writing for ESL students; “Quick Tips” about writing integrated throughout the text; a Glossary of Usage; a bound-in CD with practice exercises; a dedicated Teacher’s Manual, with specific teaching suggestions for each chapter in the book; additional teaching and testing materials on a Teaching Materials Website, available to adopters. Enquist and Oates’s clarity and finely honed content make Just Writing the perfect complement to any legal writing course. New professors will especially appreciate the ample teaching support that accompanies this book.

Contents:

**Legal English**

Rupert Haigh, 2nd edition 2009/03
ISBN 9780415487153
(Routledge-Cavendish, GB)
Paperback, £ 22.99 = ca. € 29.50

English is the dominant language of international business relations, and a good working knowledge of the language is essential for today’s legal or business professional. Written for both students and practitioners, Legal English is a highly practical handbook, which addresses all aspects of legal employment, from the very basic use of language, to choosing formal meetings. Supported for the first time by questions and answers throughout, this is the ideal learning aid for those seeking to perfect their legal English. Divided into three sections, it covers: writing clear and accurate legal documents and letters in English; the key situations in which legal and business professionals use oral communication; and, the language used in international business contracts.

Concluding with a series of helpful glossaries that explain the meaning of different kinds of words and phrases often found in legal and business English, this is an excellent reference tool for those seeking to perfect their legal English.

Contents:

**Legal, Legislative & Rule Drafting in Plain English**

American Casebook Series
Robert J. Martineau / Michael B. Salerno, 6/2005
(West Law School, USA)
Paperback, § 51.00 = ca. € 26.80

Shows students how to draft legislation and rules in a wide variety of jurisdictions. The term “legislation” is broadly interpreted to include constitutional provisions, charters, statutes, and ordinances as enacted by referendum or a legislative body. This book is equally applicable to rules and rulemaking by federal, state, and local governmental agencies responsible for health, welfare, education, water and sewer, transportation, zoning, and planning.

Contents:
- I. Poor Legal, Legislative, And Rule Drafting: The Problem And The Cure: Causes of Poor Legal Drafting. How to Improve the Quality of Legal Drafting: The Relationship Between Style and Substance
- II. Setting the Stage: Finding Out What the Client Wants and Translating Those Desires Into a Legal Document. Use of Forms


V. Distinctive Aspects of Drafting Administrative and Court Rules: Administrative Rules. Court Rules. Appendix. Drafting Examples

(Aspen, USA)
Paperback, US$ 79.00 = ca. € 67.50

The Sixth Edition of this respected and popular text remains grounded in the premise that legal reasoning and legal writing are best learned when they are taught together. Building on that foundation, Neumann continues to offer complete, clear, and timely coverage of how to form a legal argument and how to write an effective legal memorandum. Streamlined in its Sixth Edition, Legal Reasoning and Legal Writing features comprehensive coverage of legal writing: the office memo, the motion memo, the appellate brief; eminently readable text, including an exceptionally lucid explanation of the reasoning behind the proof of a conclusion of law; a thoughtful treatment of all aspects of legal reasoning; student-friendly instruction on the process of writing, the mechanics of style, and grammar; up-to-date examples and exercises; sample documents in the Appendices, including an office memo, motion memo, and two appellate briefs. Highly regarded author Richard K. Neumann, Jr. presents, in tandem, smart, in-depth coverage of legal writing and legal reasoning, supported by examples, writing samples, and extraordinarily clear and lucid exposition.

Contents:

Legal Writing in a Nutshell. 4th edition Bahrych / Rombauer, 2009/08
(Thomson West, USA)
Paperback, US$ 31.00 = ca. € 26.80

This product provides the keys to organizing legal memoranda and briefs, drafting clear and concise sentences, using legal language accurately, using grammar and punctuation properly, and writing persuasively using classical rhetorical techniques. It describes a method for analyzing an individual writing style and improving it and includes a sample analysis. It includes new material on using plain English and new samples of legal memoranda and briefs to illustrate effective writing techniques.

(American Bar Association, USA)
Paperback, $ 80.00 = ca. € 68.50

Frequent, effective written communication is vital to the successful practice of law. In today's legal industry, clients expect their lawyers to be responsive, efficient, and cost conscious. Communication with clients has never been more important. The new second edition of this publication will help ease the task of communicating with clients, prospects and others. This book contains numerous communication tools, including: business letters, announcement cards, invitations, survey forms, response cards, press releases, and thank-you notes. Also for added convenience all letters are included on CD-ROM.

(American Bar Association, USA)
Paperback, $ 74.95 = ca. € 64.50

Written by a practicing corporate lawyer and authority on legal drafting, this is the first comprehensive and accessible guide to drafting clear and effective contracts. The focus of this manual is
not what provisions to include in a given contract, but instead how to express those provisions in prose that is free of the problems that often afflict contracts. This manual highlights common sources of inefficiency, dispute, and misunderstanding and recommends how to avoid them. It offers a level of practical detail not found elsewhere in the literature on drafting.

Topics include the introductory and concluding parts of a contract; the different categories of contract language (including the proper use of "shall"); organizing sections, subsections, and enumerated clauses; vagueness (including "best efforts" and "material adverse change"); ambiguity; using defined terms; drafting corporate resolutions and more.

Modern Rules of Style
Paul Marx, 3/2007
(American Bar Association, USA)
Paperback, $ 29.95 = ca. € 25,80

In ten beautifully written chapters, Modern Rules of Style is a brief, elegant primer on how to write vivid, interesting sentences. Marx explains such concepts as parallelism; how to use introductory and trailing modifiers; proper use of the semicolon, colon, and dash; and how to use a noun clause effectively. You'll discover how to spice up prose by varying sentence length; how to use "like" or "Unlike"; and the right way to use repetition to focus concepts. There is also a helpful section on building great paragraphs through the use of compelling sentences. Hundreds of examples of how to incorporate these lessons are included, including many taken from current newspapers and magazines, as well as many examples of how NOT to write.

Contents:

Pocket Guide to Legal Writing
William H. Putnam, 8/2005
(Delmar Thomson Learning, USA)
Paperback, € 16,99 = ca. € 21,80

Pocket Guide to Legal Writing is designed as a desk book for use by practicing paralegals, legal assistants, attorneys, and students. It is a reference book that allows the user to quickly obtain the answer to many commonly encountered writing questions concerning the following subjects: sentence and paragraph drafting, word selection and usage, spelling, numbers, grammar, punctuation, legal citation, legal correspondence, legal research memoranda, and court briefs. It also includes a chapter on the location of various non fee-based internet and other computer based legal research sources. In addition is a chapter discussing the various time deadlines under federal rules of civil and criminal procedure. The book is colour coded so information may be easily located and designed to lie flat on a desk next to a computer. It is written in a non technical manner and designed so that it is easy to understand and use by anyone working in a law office. It includes checklist for use in conjunction with the various types of legal writing.

Professional English in Use: Law
Gillian D. brown / Sally Rice, 4/2007
ISBN 9783125395831
(Cambridge University Press, GB / Klett, D)
Paperback, € 23,50

Professional English in Use Law is suitable for upper-intermediate to advanced students and contains 45 units covering a wide variety of legal vocabulary. Topics include corporate and commercial law, liability, contract law and intellectual property. The book also introduces general legal vocabulary related to legal systems, the legal professions and the skills lawyers need in their daily working lives. Primarily designed as a self-study reference and practice book, it can also be used for classroom work and one-to-one lessons. Professional English in Use Law is also an ideal companion for learners preparing for the new Cambridge International Legal English Certificate (ILEC) and covers key topics and vocabulary from the exam. Professional English in Use Law is a must for teachers of legal English and for students who need to work in the international legal community.

Key Features:
Covers a wide variety of legal vocabulary that gives learners the confidence and ability to function in English in a legal environment. Over to you sections allow learners to apply the vocabulary they have learned in the unit to their own law studies and working lives. Language is presented and explained on the left hand page, and then practised on the right hand page. A full index with pronunciation shown in IPA allows students to look up words they don't know and see where in the book the word appears.

The Redbook: A Manual on Legal Style
(West Law School, USA)
Paperback, $ 40.00 = ca. € 34.50

Provides a comprehensive guide to the essential rules of legal writing. Unlike most style or grammar guides, it focuses on the special needs of legal writers, answering a wide spectrum of questions about grammar and style; both rules as well as exceptions. Also gives detailed, authoritative advice on punctuation, capitalization, spelling, footnotes, and citations, with illustrations in legal context. Designed for law students, law Prof.s, practicing lawyers and judges, the work emphasizes the ways in which legal writing differs from other styles of technical writing. Its how-to sections deal with editing and proofreading, numbers and symbols, and overall document design.

Writing for Law Practice
Advanced Legal Writing
Elizabeth Fajans / Mary R. Falk / Helene S. Shapo, 1/2004
ISBN 9781587795122
(Foundation Press / West Group, USA)
Paperback, $ 58.00 = ca. € 49.80

This law school text organizes documents into three sections that correspond to the three major modes of written communication in the law: "Litigating," "Forming & Persuading," "Rule-making;" each with its own signature writing skills. Part 1 focuses on pleadings & motions, Part 2 covers letters, briefs, opinions, Part 3 covers contracts, legislation, wills. It is intended for Advanced Writing and Introduction to Drafting courses. However, this text treats a broad range of documents and a broad range of skills, and so it is suitable for all of these upper-level writing courses.

Contents: