

CONTENTS

<i>Table of Cases</i>	xv
<i>Table of Legislation</i>	lvii
<i>International Rules and Conventions</i>	lxiii
<i>List of Abbreviations</i>	lxxi

PART I INTERNATIONAL SALES GOVERNED BY ENGLISH LAW

1. Introduction to International Sales	
A. Subject Matter	1.01
B. Organizations and Entities	1.17
C. Choice of Law	1.24
D. Speculation, Hedging, and String Trading	1.40
2. The Performance Obligations of Seller and Buyer in English Law	
A. Interpretation of the Contract	2.03
B. Implied Terms of Quality, Fitness, and Description in International Commodity Sales	2.18
C. Quantity: Entire and Severable Contracts	2.38
D. Privity of Contract	2.48
3. FOB Contracts	
A. Nature of FOB Contracts	3.02
B. Readiness to Load	3.24
C. Port of Shipment	3.61
D. Shipment	3.66
E. Documentary Tender	3.91
4. CIF Contracts	
A. The Nature of a CIF Transaction	4.01
B. Notice of Appropriation/Declaration of Shipment	4.22
C. Timely Performance	4.51
D. Bills of Lading	4.67
E. Continuous Documentary Coverage	4.112
F. Bill of Lading Supplemented by Charter Party	4.117
G. Delivery Orders and Bulk Shipments	4.122
H. Insurance Documents	4.124

I. Lawful and Effective Documents	4.131
J. Other Documents	4.136
K. Documentary Tender and Exchange	4.138
L. Arrival of the Ship	4.143
5. Licences and Impossibility	
A. Introduction	5.01
B. Applying for Export and Import Licences	5.02
C. Guaranteed Procurement or Due Diligence to Procure?	5.15
D. Initial Impossibility (Mistake)	5.32
E. Subsequent Impossibility (Frustration)	5.36
6. Payment	
A. Introduction	6.01
B. Negotiable Instruments	6.10
C. Bank Collections and Letters of Credit	6.17
7. Passing of Property and Risk	
A. Passing of Property	7.01
B. Reserving the Right of Disposal	7.34
C. Transfer of Risk	7.43
D. Retrospective Appropriation of Lost Cargoes	7.61
8. Bills of Lading and Documents of Title	
A. The Buyer and the Carrier	8.01
B. Bill of Lading as Document of Title	8.40
C. Evidentiary Function of Bills of Lading	8.54
D. Bills of Lading: Other Matters	8.71
E. Other Shipping Documents	8.77
F. Non-Negotiable Documents and the Power to Transfer Title	8.81
G. Alternatives to the Negotiable Bill of Lading	8.92
9. Remedies: Termination and Damages	
A. Termination of the Contract	9.01
B. The Integrity of the Documentary Exchange	9.22
C. Damages	9.41
D. Excluding the Sale of Goods Act Rules	9.77
E. The Twin Rights of Rejection and the Seller's Damages Liability	9.101

PART II INTERNATIONAL SALES GOVERNED
BY THE UN SALES CONVENTION 1980 (CISG)

10. The CISG: General Issues

A. Introduction	10.01
B. Background to the CISG	10.06
C. Sphere of Application	10.10
D. Field of Operation	10.17
E. Exclusions	10.28
F. Role of Unidroit Principles	10.35
G. Interpretation and Good Faith	10.39
H. Filling Gaps in the Coverage of the CISG	10.43
I. Excluding and Varying the CISG	10.51
J. Reservations	10.54
K. Usages and Practices	10.60
L. Limitations	10.64

11. Formation and Performance of the Contract

A. Formation of the Contract	11.01
B. Interpretation and Contents of the Contract	11.14
C. Conformity of the Goods	11.23
D. Delivery and Payment	11.40

12. Remedies for Breach of Contract

A. Remedies	12.01
B. Avoidance for Non-Performance	12.02
C. Anticipatory Breach and Suspension	12.16
D. Cure and Loss of Avoidance Rights	12.21
E. Consequences of Avoidance	12.35
F. Direct Enforcement	12.47
G. Money Claims	12.49
H. Exemption from Liability	12.66

Appendix 1 – Draft Common European Sales Law (CESL)	623
Appendix 2 – GAFTA Contract No. 100	627
Appendix 3 – GAFTA Contract No. 119	637
Appendix 4 – FOSFA Contract No. 24	643
Appendix 5 – FOSFA Contract No. 53	651
Appendix 6 – United Nations Convention on Contracts for the International Sale of Goods 1980	658

Appendix 7 – ICC Uniform Customs and Practice for Documentary Credits (UCP 600) (2007 Revision)	677
Appendix 8 – Free On Board Incoterms 2010 (FOB)	693
Appendix 9 – Cost Insurance and Freight Incoterms 2010 (CIF)	697
Appendix 10 – Sale of Goods Act 1979	702
Appendix 11 – Carriage of Goods by Sea Act 1992	721
 <i>Glossary</i>	 725
<i>Index</i>	731