

# UNIDROIT

INTERNATIONAL INSTITUTE FOR THE UNIFICATION OF PRIVATE LAW

## ANNUAL REPORT — 2003

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### **2003: A Year of Achievements, Expectations – and a Bitter Pill**

The year under consideration in this report might be characterised as the first year of a period of transition. Transition in many respects. Two Study Groups (Principles of Commercial Contracts and Transnational Civil Procedure) finalised their drafts which, in 2004, will be before the Governing Council for approval. The Council of Ministers of the *Organisation pour l'Harmonisation en Afrique du droit des affaires* (OHADA) entrusted UNIDROIT with drawing up a uniform act on the law of contracts. The third instrument of ratification of the Cape Town Convention on International Interests was deposited, a reminder that the Convention and the Aircraft Protocol in all likelihood will enter into force in 2004. It was therefore timely when the Institute's organs started to prepare the ground for providing the means necessary for UNIDROIT to carry out the depositary functions under the Cape Town Convention. The conclusion of the pre-diplomatic Conference consultation process on the Rail Protocol and the first session on the Space Protocol highlighted the centrality of the work on equipment financing and secured transactions. All involved are aware that this as well as the quickly advancing work on capital-market law hold promise but that much has still to be done to ensure that the foundations, in terms of funding, are solid before we go on building.

The Strategic Plan "Horizon 2016" which was sent out to Governments and Council members at the end of the year is designed to identify some of the issues to be addressed over the coming years. The General Assembly which elected a new Governing Council whose members will be directing and overseeing policy making during the first stage of the transition period was marked by two events. Firstly, the Deputy Secretary-General, Walter Rodinò, presented his last budget before retiring in mid 2004, an occasion for many representatives of Governments and personal friends to express gratitude and best wishes for the future. Secondly, the utter disappointment to witness how an unfortunate combination of an atypically competitive election campaign, limited resources and out-dated rules led to all African candidates failing to be elected. Member States' Governments and UNIDROIT's organs will join efforts to remedy this highly unsatisfactory situation. No shortage, in other words, of difficulties, challenges and opportunities during this stage of transition.

*HERBERT KRONKE*  
Secretary-General

# Contents

Page One

2

## I. ADMINISTRATION AND ORGANISATION

### A. GOVERNING COUNCIL AND PERMANENT COMMITTEE, GENERAL ASSEMBLY AND FINANCE COMMITTEE

1. Governing Council and Permanent Committee 5
2. General Assembly and Finance Committee 5

### B. DIPLOMATIC CONFERENCES, STUDY GROUPS AND COMMITTEES OF EXPERTS

1. Principles of International Commercial Contracts 6
2. Principles and Rules of Transnational Civil Procedure 6
3. International Interests in Mobile Equipment 6
4. Transactions on Transnational and Connected Capital Markets 6

### C. RELATIONS WITH GOVERNMENTS

7

### D. CO-ORDINATION AMONG PRIVATE-LAW FORMULATING AGENCIES

7

### E. DIPLOMATIC CONFERENCES AND MEETINGS ORGANISED BY OTHER INTERNATIONAL ORGANISATIONS

7

## II. LEGISLATIVE ACTIVITIES

### A. WORK IN PROGRESS

1. Principles of International Commercial Contracts 8
  - a. Activities of the Working Group 8
  - b. Promotion of the UNIDROIT Principles 8
  - c. Co-operation with OHADA for the preparation of a draft Uniform Act on Contracts 9
2. International Interests in Mobile Equipment 9
  - a. Cape Town Convention/ Aircraft Protocol 9
  - b. Preliminary draft Rail Protocol 10
  - c. Preliminary draft Space Protocol 11
  - d. Promotion of the work relating to International Interests in Mobile Equipment 13
3. Principles and Rules of Transnational Civil Procedure 13
  - a. Activities of the Working Group 13
  - b. Promotion of the Principles and Rules of Transnational Civil Procedure 14

4.	Transactions on Transnational and Connected Capital Markets	14
a.	Activities of the Study Group	14
b.	Promotion of the work on Capital Markets	16
5.	Transport	16
<b>B.</b>	<b>FOLLOW-UP OF ADOPTED UNIDROIT INSTRUMENTS</b>	
1.	Franchising	17
2.	International Protection of Cultural Property	17
<b>C.</b>	<b>ACCEPTANCE OF UNIDROIT CONVENTIONS</b>	18
<b>III.</b>	<b>NON-LEGISLATIVE ACTIVITIES</b>	
<b>A.</b>	<b>PROGRAMME OF LEGAL CO-OPERATION</b>	
1.	Co-operation with OHADA for the preparation of a draft Uniform Act on Contracts	19
2.	Research Scholarships Programme	19
3.	Collaborators, Interns and Researchers	20
<b>B.</b>	<b>CREATION OF A DATA BASE ON UNIFORM LAW</b>	20
<b>C.</b>	<b>UNIFORM LAW FOUNDATION</b>	20
<b>D.</b>	<b>THE UNIDROIT WEB SITE</b>	21
<b>E.</b>	<b>DEPOSITARY LIBRARIES FOR UNIDROIT DOCUMENTATION</b>	21
<b>F.</b>	<b>UNIDROIT LIBRARY</b>	21
<b>G.</b>	<b>PUBLICATIONS</b>	
1.	Uniform Law Review	22
2.	UNIDROIT Proceedings and Papers 2002 (on CD-ROM)	22
<b>Annex I</b>	– List of the documents published by the UNIDROIT Secretariat in 2003 on the implementation of its Work Programme	23
<b>Annex II</b>	– Instruments drawn up by UNIDROIT and status of implementation of Conventions drawn up by UNIDROIT and approved at diplomatic Conferences convened by member States of UNIDROIT	26
<b>Annex III</b>	– Implementation of instruments based on work conducted within UNIDROIT	33

# ADMINISTRATION AND ORGANISATION

## A. GOVERNING COUNCIL AND PERMANENT COMMITTEE, GENERAL ASSEMBLY AND FINANCE COMMITTEE

### 1. *Governing Council and Permanent Committee*

The 82<sup>nd</sup> session of the Governing Council was held in Rome from 26 to 28 May 2003 under the chairmanship of the President of the Institute, Mr Berardino Libonati.

The Council approved the Secretary-General's report on the activity of the Institute during 2002 and appointed Mr Roland Loewe and Mr Attila Harmathy as First and Second Vice-President respectively until the 83<sup>rd</sup> session.

After reviewing the role of the correspondents of the Institute, the Council nominated the following new correspondents: Ms Amelia Boss (United States of America), Ms Huang Danhan (People's Republic of China), Mr Michel Deschamps (Canada), Mr Joseph Issa-Sayegh (France-Sénégal) and Ms Inès Weinberg de Roca (Argentina).

The Council authorised the transmission to the financial organs of the Institute of the draft estimates of expenditure for 2004 as drawn up by the Secretariat.

Professor Herbert Kronke (Director of the Institute for Foreign and International Private and Economic Law, University of Heidelberg, Germany), who was appointed to the post of Secretary-General of UNIDROIT by the UNIDROIT Governing Council at its 77<sup>th</sup> session (16-20 February 1998) and who took office on 1 September 1998, commenced his second mandate on 1 September 2003 pursuant to its renewal by the Governing Council at its 82<sup>nd</sup> session (26-28 May 2003).

At its 104<sup>th</sup> meeting, held on 27 May 2003, the Permanent Committee took a number of decisions concerning staff matters and approved the provisional agenda for the 57<sup>th</sup> session of the General Assembly.

A second informal brainstorming session, moderated by Mr Ian Govey (Australia), was held in Rome and was attended by representatives of 31 member States as well as five members of the Governing Council. The session was structured around four themes: the budget, the Institute's non-legislative activities, relations with regional economic integration Organisations and co-ordination between Organisations involved in the drafting of private law rules. With a view, in particular, to improving the financial situation, it was suggested that the Secretary General should prepare a strategic plan which would set out – in the short, medium and long term – the Organisation's priorities, objectives and work, as well as the resources at its disposal.

### 2. *General Assembly and Finance Committee*

The 57<sup>th</sup> session of the General Assembly was held in Rome on 28 November under the chairmanship of Mr Gurjit Singh, Deputy Chief of Mission, Embassy of India in Italy. The Secretary-General made a statement concerning the Institute's activity during 2003.

In the course of its consideration of financial matters, the Assembly approved the final modifications to the 2002 budget, together with the accounts for that financial year and the Deputy Secretary-General's proposals for adjustments to the 2003 budget. The Assembly also adopted the budget for 2004 and the assessments of member States' contributions for that year.

\* This Report covers the activity of UNIDROIT from 1 January to 31 December 2003.

The General Assembly elected a new Governing Council. The following candidates were elected: Mr Martin Adensamer, Austria; Mr Tugrul Arat, Turkey; Mr Antonio Boggiano, Argentina; Mr Hans-Georg Bollweg, Germany; Mr Sergio Carbone, Italy; Mr Michael Elmer, Denmark; Mr Henry Deeb Gabriel, United States of America; Mr Ian Govey, Australia; Mr Attila Harmathy, Hungary; Mr Arthur Hartkamp, Netherlands; Mr Gerard Hogan, Ireland; Mr Kiyoshi Hosokawa, Japan; Mr Anthony Inglese, United Kingdom; Mr Alexander Komarov, Russian Federation; Mr Lyou Byung-Hwa, Korea; Mr Didier Opertti Badán, Uruguay; Mr Jorge Sánchez Cordero, Mexico; Mr Biswanath Sen, India; Mr Stanislaw Soltysinski, Poland; Mr Bruno Sturlese, France; Ms Anne-Marie Trahan, Canada; Mr Evelio Verdera y Tuells, Spain; Mr Ioannis Voulgaris, Greece; Mr Pierre Widmer, Switzerland; Mr Zhang Yuqing, China.

The Secretary Général also submitted to the General Assembly a provisional document entitled “Strategic Plan – Horizon 2016” and illustrated the analysis underlying some of the strategic objectives contained therein. The various UNIDROIT bodies will be invited to discuss the important issues raised by the document as well as the Organisation’s future at regular intervals.

The 57<sup>th</sup> session of the Finance Committee was held on 9 October 2003 under the chairmanship of Mr Luis Cuesta (Spain). The Committee was called upon to formulate opinions on certain financial matters which were submitted for decision to the General Assembly at its above-mentioned 57<sup>th</sup> session.

## **B. DIPLOMATIC CONFERENCES, STUDY GROUPS AND COMMITTEES OF EXPERTS**

The following meetings were organised by the Institute in 2003:

### **1. Principles of International Commercial Contracts**

Sixth meeting of the Working Group for the preparation of Principles of International Commercial Contracts (Rome, 2 – 6 June 2003).

### **2. Principles and Rules of Transnational Civil Procedure**

Fourth meeting of the Study Group on Principles and Rules of Transnational Civil Procedure (Rome, 19 – 23 May 2003);

### **3. International Interests in Mobile Equipment**

Registry Task Force of the Committee of governmental experts for the preparation of a draft Protocol to the Cape Town Convention on Matters specific to Railway Rolling Stock (Washington, 19-20 March 2003);

Third joint session of the UNIDROIT and OTIF Committees of governmental experts for the preparation of a draft protocol to the Cape Town Convention on Matters specific to Railway Rolling Stock (Bern, 5 – 13 May 2003);

Registry Task Force of the Committee of governmental experts for the preparation of a draft Protocol to the Cape Town Convention on Matters specific to Railway Rolling Stock (Preparatory meeting, Stockholm, 2 October 2003);

First session of an UNIDROIT Committee of governmental experts for the preparation of a draft Protocol to the Cape Town Convention on matters specific to space assets in Rome from 15 to 19 December 2003.

### **4. Transactions on Transnational and Connected Capital Markets**

Second Session of the Study Group on *Harmonised Substantive Rules regarding Indirectly Held Securities* held from 12 to 14 March 2003 in Rome;

Seminar entitled *Legal Risk and Market Efficiency* held on 12 November 2003 in Rome;



Third meeting of the Study Group on *Harmonised Substantive Rules regarding Indirectly Held Securities*, held from 13 to 15 November 2003 in Rome.

**C. RELATIONS WITH GOVERNMENTS**

At the end of 2003 UNIDROIT had 59 member States: Argentina, Australia, Austria, Belgium, Bolivia, Brazil, Bulgaria, Canada, Chile, China, Colombia, Croatia, Cuba, Cyprus, Czech Republic, Denmark, Egypt, Estonia, Finland, France, Germany, Greece, Holy See, Hungary, India, Iran, Iraq, Ireland, Israel, Italy, Japan, Luxembourg, Malta, Mexico, Netherlands, Nicaragua, Nigeria, Norway, Pakistan, Paraguay, Poland, Portugal, Republic of Korea, Romania, Russian Federation, San Marino, Serbia and Montenegro, Slovakia, Slovenia, South Africa, Spain, Sweden, Switzerland, Tunisia, Turkey, United Kingdom, United States of America, Uruguay, Venezuela.

Consultations continued throughout 2003 between the Secretariat and a number of Governments with a view to their accession to UNIDROIT and it is hoped that these contacts will in due course result in a further expansion of the membership of the Institute.

**D. CO-ORDINATION AMONG PRIVATE-LAW FORMULATING AGENCIES**

On 21 and 22 December, the Secretaries General of the Hague Conference on Private International Law, UNCITRAL and UNIDROIT convened for their first co-ordination meeting. Officers of the UNIDROIT Secretariat attended and made presentations on various projects.

**E. DIPLOMATIC CONFERENCES AND MEETINGS ORGANISED BY OTHER INTERNATIONAL ORGANISATIONS**

In the course of the period under review, the Institute was represented at meetings organised by a number of international organisations, including the Hague Conference on Private International Law, the United Nations Economic Commission for Europe (ECE), the United Nations Commission on International Trade Law (UNCITRAL), the Committee for the Peaceful Uses of Outer Space of the United Nations (UN/COPUOS), the United Nations Educational, Scientific and Cultural Organization (UNESCO).

Members of the Secretariat also participated in various meetings and seminars at which they gave exposure to UNIDROIT Conventions and to the Institute's ongoing work, information regarding which is provided in Part II of this Report.

## LEGISLATIVE ACTIVITIES

### A. WORK IN PROGRESS

#### 1. *Principles of International Commercial Contracts*

##### a. **Activities of the Working Group**

The Working Group for the preparation of Part II of the UNIDROIT Principles of International Commercial Contracts held its sixth session in Rome (Italy) from 2 to 6 June 2003.

The session was attended by M.J. Bonell (UNIDROIT, Chairman), S.K. Date Bah (Ghana), A. Di Majo (Italy), E.A. Farnsworth (United States of America), P. Finn (Australia), M. Fontaine (Belgium), M. Furmston (United Kingdom), A. Hartkamp (Netherlands), C. Jauffret-Spinosi (France), A. Komarov (Russian Federation), O. Lando (Chairman of the Commission on European Contract Law), P. Schlechtriem (Germany) and T. Uchida (Japan), A. Garro (Argentina), H. Sono (Japan), A. Carlevaris and E. Jolivet (ICC International Court of Arbitration) and G. Schiavoni (Milan National and International Chamber of Arbitration) attended as observers. H. Kronke (Secretary-General of UNIDROIT) also took part in the discussions.

The session was devoted to the examination of the revised draft Chapter on the Authority of Agents prepared by M.J. Bonell (UNIDROIT 2003 Study L – Doc. 79), the revised draft Chapter on Limitation Periods prepared by P. Schlechtriem (UNIDROIT 2003 Study L – Doc. 80), the revised draft Chapter on Assignment of Rights, Transfer of Obligations and Assignment of Contracts prepared by M. Fontaine (UNIDROIT 2003 Study L – Doc. 81), the revised draft Chapter on Set-Off prepared by C. Jauffret-Spinosi (UNIDROIT 2003 Study L – Doc. 82), the revised draft Chapter on Third Party Rights prepared by M. Furmston (UNIDROIT 2003 Study L – Doc. 83), the draft Article on Inconsistent Behaviour prepared by P. Finn (UNIDROIT 2003 Study L – Doc. 84), the draft Article on Discharge (Renunciation) prepared by A. Hartkamp (UNIDROIT 2003 Study L – Doc. 89), and the draft Provision on Abuse of Rights prepared by P.-A. Crépeau (Canada) (UNIDROIT 2003 Study L – Doc. 88).

The Group was also seized of a document with a Consolidated Edition of Part I and Part II of the UNIDROIT Principles which examined Decided Amendments and Open Questions (UNIDROIT 2003 Study L – Doc. 85), and of a document which examined the Draft Structure of the Consolidated Edition of Part I and Part II of the UNIDROIT Principles (UNIDROIT 2003 Study L – Doc. 86). Both documents were prepared by the Secretariat.

The Group agreed on the final version of the new draft chapters to be included in the new edition of the UNIDROIT Principles and entrusted to the Chairman the task of editing the Comments with the assistance of the UNIDROIT Secretariat. The publication of the new edition of the UNIDROIT Principles is expected in 2004, following authorisation by the Governing Council of the Institute.

The working documents relating to the Principles of International Commercial Contracts published in 2003 are to be found in Annex I.

##### b. **Promotion of the UNIDROIT Principles**

In the course of 2003, the UNIDROIT Principles were the subject of a number of seminars and colloquia.

On 7 January 2003, the Belgian law firm Laga & Philippe organised in Brussels a Seminar on "The UNIDROIT Principles and International Practice. New Developments". A general introduction by M.J. Bonell was followed by presentations by M. Fontaine ("*Les Principes d'UNIDROIT: objectifs, impact, développement en cours*"), A.E. Farnsworth ("*The UNIDROIT Principles in Practice in the U.S.A.*"), C. Jauffret-Spinosi ("*Concilier civil law et common law: compensation et set-off*"), M. Furmston ("*The UNIDROIT Principles in Practice in the U.K.*"), P. Schlechtriem ("*The UNIDROIT Principles and the Vienna Convention on International Sales*"), J. Levy-Morelle ("*Viewpoint of a Belgian Company Lawyer*") and P. Wery ("*Point de vue d'un professeur belge*"). The seminar, which was attended by more than 100 lawyers, was closed by the host D. Philippe.

On 7 May 2003, M.J. Bonell, on the invitation of the German Institution of Arbitrations, attended a Colloquium on "Limitation of Actions and Arbitration" held in Hamburg at the local Chamber of Commerce. He presented a paper on "Uniform Rules on Limitation Periods for International Commercial Contracts?" which examined from a comparative perspective the draft Chapter on Limitation Periods of the UNIDROIT Principles, the Chapter on Prescription of the Principles of European Contract Law and the 1974 U.N. Convention on Limitation Periods in International Sales Contracts.

UNILEX, the database of international caselaw and bibliography on the United Nations Convention on Contracts for the International Sale of Goods (CISG) and the UNIDROIT Principles of International Commercial Contracts, which since May 2002 has been posted on the Internet at <<http://www.unilex.info>>, continues to be updated with the most recent decisions and bibliographical references. The success of the database is demonstrated not only by the number of visitors (more than 100 per day) but also their provenance (approximately half of them are from Western and Eastern Europe, a quarter from North America, 10% from Asia and Latin America respectively and the rest from the other regions of the world).

**c. Co-operation with OHADA for the preparation of a draft Uniform Act on Contracts**

UNIDROIT was approached by the Permanent Secretariat of the Organisation for the Harmonisation of Business Law in Africa (OHADA) with the request that it make available the UNIDROIT Principles as a basis for the preparation of the planned OHADA Uniform Act on Contracts. The request was of course accepted, and the UNIDROIT Secretariat expressed its deep appreciation for such significant recognition of the intrinsic value of the UNIDROIT Principles by OHADA. Moreover, thanks to the generous financial contribution by the Swiss Government (Development and Cooperation Office) it was possible to offer OHADA assistance in the drafting process. To this end Professor Marcel Fontaine, member of the Working Group on the UNIDROIT Principles met with experts in the OHADA member States with a view to co-ordinating work on the project.

**2. International Interests in Mobile Equipment**

The year under consideration saw significant progress right across the spectrum of the Institute's activities under this heading. As the year drew to a close, the conditions for the entry into force of the Convention on International Interests in Mobile Equipment, opened to signature in Cape Town on 16 November 2001 (hereinafter referred as the *Cape Town Convention*), were satisfied, with the deposit of the third instrument of ratification, and the funding needed to permit the reconvening of the Preparatory Commission for the establishment of the International Registry for aircraft objects and the launching of the tendering process leading to the establishment of the International Registry was secured. The year also saw the holding of both the third session of the Joint UNIDROIT / OTIF Committee of governmental experts for the preparation of a draft Protocol to the Cape Town Convention on Matters specific to Railway Rolling Stock and the first session of the UNIDROIT Committee of governmental experts for the preparation of a draft Protocol to the Cape Town Convention on Matters specific to Space Assets.

**a. Cape Town Convention / Aircraft Protocol**

The principal landmark reached during the year in respect of the Cape Town Convention and the Protocol thereto on Matters specific to Aircraft Equipment (hereinafter referred as the *Aircraft Protocol*) was, as mentioned above, the satisfaction of the conditions for the entry into force of the former. During the year two additional States signed both the Cape Town Convention and the Aircraft Protocol, (Saudi Arabia on 12 March and the United States of America on 9 May) and three States ratified both instruments (Panama on 28 July, Ethiopia on 21 November and Nigeria on 16 December). At the time of depositing its instruments of ratification, Panama lodged declarations under Articles 13(1), 39, 50, 53 and 54(2) of the Cape Town Convention and Article XXX(1), (2) and (3) of the Aircraft Protocol. In depositing its instrument of ratification, Ethiopia lodged declarations under Articles 39(1)(a), 40 and 54(2) of the Cape Town Convention and Article XXX(1), (2) and (3) of the Aircraft Protocol. Nigeria lodged a declaration under Article 54(2) of the Cape Town Convention when depositing its instruments of ratification.

The Cape Town Convention will accordingly enter into force, in accordance with Article 49(1) of its terms, on 1 April 2004, albeit only as regards a category of objects to which a Protocol applies and as from the entry into force of that Protocol. In effect, this means that, since the Aircraft Protocol is the only Protocol opened to signature to date, the Cape Town Convention will in all likelihood enter into force first in respect of aircraft objects. The Aircraft Protocol also has three Contracting States to date, which means that, according to Article XXVIII(1) of its terms, it requires a further five ratifications – or acceptances, approvals or accessions – to enter into force and thus to bring the Cape Town Convention into force for aircraft objects.

Reliable information reaching the Secretariat would lead it to expect the depositing of these additional five instruments of ratification in the course of 2004 in such a way as to bring the Cape Town Convention into force for aircraft objects in the second half of that year.

In the meantime, the additional start-up funding required for the reconvening by the International Civil Aviation Organisation (I.C.A.O.) – invited by the Cape Town Diplomatic Conference to accept the functions of Supervisory Authority upon the entry into force of the Cape Town Convention and the Aircraft Protocol – of the Preparatory Commission set up by that Diplomatic Conference to act as Provisional Supervisory Authority for the establishment of the International Registry for aircraft objects pending the entry into force of the Cape Town Convention and the Aircraft Protocol, and thus for the launching of the tendering process leading to the establishment of that International Registry has been secured. The significance of the securing of the shortfall in the start-up funding required by I.C.A.O. to reconvene the Preparatory Commission and to launch the tendering process is that it should permit the completion of all the stages necessary for the establishment of the International Registry for aircraft objects in time for the entry into force of the Cape Town Convention and the Aircraft Protocol, a matter of not indifferent concern to the Institute in its capacity of depositary of the two instruments, since it has the duty to provide the Supervisory Authority and the International Registration with a copy of each instrument of ratification in respect of the Cape Town Convention and the Aircraft Protocol, together with the date of deposit thereof, and of each declaration under both instruments (cf. Article 62(2)(c) of the Cape Town Convention and Article XXXVII(2)(c) of the Aircraft Protocol).

#### **b. Preliminary draft Rail Protocol**

The Rail Registry Task Force set up by the Joint Committee of governmental experts at its first session held a second meeting in Washington, D.C. on 19 and 20 March 2003. This meeting was chaired by Mr P. Bloch (United States of America). The purpose of the meeting was, *inter alia*, to consider those provisions of the preliminary draft Protocol to the Cape Town Convention on Matters specific to Railway Rolling Stock (hereinafter referred to as the *preliminary draft Rail Protocol*) referred to it by the Joint Committee of governmental experts. In accordance with its terms of reference as established by the latter, the Task Force first looked at the replies to the Questionnaire that had been sent out in particular among African, Asian and Latin American countries with a view to obtaining information on existing registries for railway rolling stock. It subsequently looked at the three different options for the setting up of a regional registry under the Cape Town Convention and the preliminary draft Rail Protocol, the criteria for the unique identification of railway rolling stock and the maintenance of such uniqueness, the implications of the movement of railway rolling stock towards and away from regional systems, the question of consistency with the Cape Town Convention and the international registration system provided thereunder and, finally, the role of the Supervisory Authority and its relationship with regional systems. The Task Force forwarded a number of proposals to the Joint Committee of governmental experts, reproduced in UNIDROIT 2003 Study LXXIIH-Doc. 10, which were looked at by the Committee at its third session.

This third session was held in Berne from 5 to 13 May 2003. It was attended by representatives of 26 States,<sup>1</sup> one intergovernmental Organisation,<sup>2</sup> two international non-governmental

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<sup>1</sup> Argentina, Austria, Belgium, Bosnia and Herzegovina, Brazil, Canada, Croatia, Czech Republic, Finland, Germany, Hungary, Japan, Great Socialist People's Libyan Arab Jamahiriya, Luxembourg, Mexico, Netherlands, Republic of Korea, Slovakia, South Africa, Spain, Sweden, Switzerland, Thailand, Tunisia, United Kingdom and United States of America.

Organisations<sup>3</sup> and one national Organisation.<sup>4</sup> Ms I. Weinberg de Roca (Argentina) was Chairman for the first week of the session and Mr A. Leinonen (Finland), Deputy Chairman, acted as Chairman for the last two days of the session. Sir Roy Goode (United Kingdom) was Rapporteur.

The unusual length of the session enabled the Rail Registry Task Force, over several meetings, to work out a compromise on the registration provisions of the preliminary draft Rail Protocol. For the first time the Joint Committee of governmental experts found itself with sufficient time to consider the entirety of the preliminary draft Rail Protocol during a session (however, the first two sessions of the Committee only lasted for two and three days respectively) and the Drafting Committee was able, over three meetings, to finalise the text adopted by the Joint Committee of governmental experts (UNIDROIT 2003 – Study LXXI H-Doc. 14).

Notwithstanding the clear and urgent need for foreign private investment in rail infrastructure in particular in developing countries and countries in transition, there can be no doubt that the preliminary draft Rail Protocol and the benefits accruing thereunder are, with rare exceptions, all too little known precisely in those countries. The Joint Committee of governmental experts at its third session accordingly decided to follow the recommendation made to it by the Secretariat for the organisation of regional seminars in Africa, Central and Eastern Europe and Latin America prior to the holding of a possible fourth session of the Joint Committee, should that prove to be necessary, with a view to the building of consensus around the text of the preliminary draft Rail Protocol. One regional seminar should be held during the first half of 2004 in both Eastern Europe and Central America.

The working documents relating to the Rail Protocol published in 2003 are to be found in Annex I.

### **c. Preliminary draft Space Protocol**

The highlight of the year in respect of the preliminary draft Protocol to the Cape Town Convention on Matters specific to Space Assets (hereinafter referred to as the *preliminary draft Space Protocol*) was the holding of the first session of a UNIDROIT Committee of governmental experts in Rome from 15 to 19 December 2003. 111 representatives of 39 Governments,<sup>5</sup> four intergovernmental Organisations<sup>6</sup> and six international non-governmental Organisations<sup>7</sup> participated in the session. Prof. S. Marchisio (Italy) was elected Chairman of the Committee. Mr J. Sánchez Cordero Davila (Mexico), member of the UNIDROIT Governing Council, was elected First Deputy Chairman and Ms L. Shope-Mafole (South Africa) Second Deputy Chairperson. Mr J.-M. Deschamps (Canada) and Mr B. J. Welch (United Kingdom) were elected Co-chairmen of the Drafting Committee.

The Committee completed a first reading of the substantive provisions of the preliminary draft Space Protocol. It was agreed, with the exception of the provision dealing with the Supervisory Authority of the future international registration system for space assets, not to deal with the registration provisions for the time being. The same was true of the final provisions. The principal innovations made by the Committee concerned, on the one hand, the sphere of application provisions and, on the other hand, the provisions concerning default remedies. Regarding the former, it was agreed to replace the term “associated rights” with two new terms “debtor’s rights” and “related rights”, so as to distinguish them from the term employed in the Cape Town Convention.<sup>8</sup> The Space Working Group, moreover, put forward a detailed set of proposals dealing

<sup>2</sup> European Commission.

<sup>3</sup> International Rail Transport Committee and Rail Working Group.

<sup>4</sup> Association of American Railroads.

<sup>5</sup> Algeria, Argentina, Australia, Austria, Belgium, Brazil, Bulgaria, Canada, China, Czech Republic, France, Germany, Greece, India, Indonesia, Ireland, Italy, Japan, Kenya, Luxembourg, Malaysia, Mexico, Morocco, Nicaragua, Nigeria, Pakistan, Republic of Korea, Russian Federation, Slovakia, South Africa, Spain, Sweden, Syrian Arab Republic, Thailand, Tunisia, Turkey, Ukraine, United Kingdom and United States of America

<sup>6</sup> European Commission, European Space Agency, International Mobile Satellite Organization and United Nations Office for Outer Space Affairs.

<sup>7</sup> Aviation Working Group, International Institute of Space Law, International Law Association, Rail Working Group and Space Working Group.

<sup>8</sup> “Debtor’s rights” were defined as meaning all rights to performance or payment due to the debtor by any person with respect to a space asset, while “related rights” were defined as meaning any permit, licence, authorisation, concession or equivalent instrument that is granted or issued by, or pursuant to the authority of a national, intergovernmental

with the application of the Cape Town Convention and the preliminary draft Space Protocol to both “debtor’s rights” and “related rights”. Regarding default remedies, the Committee agreed as to the need, first, to provide for a new remedy, the placing of data and materials with another person in order to afford the creditor the opportunity to take possession of, establish control over or operate the space asset – in place of the former provision which permitted the placement of access and command codes into escrow with the International Registry or any other agreed escrow agent – and, secondly, to introduce a limitation on the exercise of remedies under certain circumstances in relation to public services. In addition, it was decided to introduce a provision indicating that the Cape Town Convention as applied to space assets shall not affect States Parties’ rights and obligations under the existing United Nations Outer Space Treaties or instruments of the International Telecommunication Union.

By the way of preparation for the session, the Institute, in co-operation with the European Centre for Space Law, organised a colloquium held, at the kind invitation of Mr J.-J. Dordain, Director-General of the European Space Agency, in Paris on 5 September 2003. This colloquium was addressed to representatives of Government and industry in the Western Hemisphere. It was intended as an opportunity for the two to exchange notes on the acceptability of the preliminary draft Space Protocol and thus to facilitate the preparation of Governments’ positions in the run-up to the first session of governmental experts. The colloquium was attended by the representatives of 15 UNIDROIT member Governments,<sup>9</sup> seven intergovernmental Organisations,<sup>10</sup> three international non-governmental Organisations<sup>11</sup> and a considerable number of representatives of the world aerospace industry and financial community.<sup>12</sup> The Institute was represented by Mr M. J. Stanford, Principal Research Officer, and Mr B. Poulain, Associate Research Officer.

A colloquium for representatives of Government and industry in the Eastern Hemisphere that it had been the intention of UNIDROIT also to organise in the run-up to the first session of governmental experts had in the event to be postponed. It will now take place on 22 and 23 April 2004 in Kuala Lumpur, at the kind invitation of Prof. M. Othman, Director-General of the Malaysian National Space Agency.

The Supervisory Authority of the international registration system for space assets has yet to be identified. The first Organisation identified by the Institute and the Space Working Group as a potential Supervisory Authority was the United Nations. A working group of the Legal Subcommittee of the United Nations Committee on the Peaceful Uses of Outer Space (U.N. / COPUOS) made considerable progress regarding the question as to whether the United Nations should act as Supervisory Authority during the 42<sup>nd</sup> session of the Legal Subcommittee, held in Vienna from 24 March to 4 April 2003, at which the Institute was represented by Mr Stanford. The tendency within the working group was to recognise the appropriateness of the United Nations acting as Supervisory Authority, however with reservations being expressed by certain countries. It was agreed that further information was required before any decision could be reached regarding, first, where the start-up funding for the future International Registry would be found, secondly, the compatibility of the United Nations’ exercise of such functions with the United Nations Charter and, thirdly, the finding of a satisfactory solution to the question of any residual liability that might attach to the United Nations as Supervisory Authority.

or other international body or authority to manufacture, launch, control, use or operate a space asset, relating to the use of orbits and the transmission of emission or reception of electromagnetic signals to and from a space asset.

<sup>9</sup> Argentina, Brazil, Canada, Czech Republic, France, Germany, Greece, Italy, Mexico, Netherlands, Portugal, Russian Federation, Switzerland, Turkey and United States of America.

<sup>10</sup> European Organisation for the Exploitation of Meteorological Satellites, European Organisation for Safety of Air Navigation, European Space Agency, UNIDROIT, International Mobile Satellite Organization, Organisation for Economic Co-operation and Development and United Nations Office for Outer Space Affairs.

<sup>11</sup> European Centre for Space Law, International Institute of Space Law and Space Working Group.

<sup>12</sup> The following firms and Organisations were registered for the colloquium: AGF Insurance, Airlines Worldwide Telecommunications and Information Services (S.I.T.A.), Alcatel, Alenia Spazio, Aon Explorer, Arianespace, Baker & McKenzie, BNP Paribas, Beaumont & Son, Boeing Capital Corporation, Brit Space Consortium, Crédit Lyonnais, EADS Space Transportation G.m.b.H., European Telecommunications Satellite Organization (EUTELSAT), German Aerospace Centre, Hellas Sat S.A., Inmarsat Ventures Plc, Kreditanstalt für Wiederaufbau, La Réunion Spatiale, Lovells, Marsh S.A., Milbank Tweed Hadley & McCloy, Mizrack & Gantt, Munich Re, Nahuelsat, New Skies Satellites, Orrick, Pagnanelli Risk Solutions Ltd., SES Astra, Telespazio S.p.A. and White & Case.

While discussions on this subject continue within U.N. / COPUOS, it was recognised that it would be useful at the same time to commence looking to see whether other international Organisations might be interested in seeing their names considered as potential Supervisory Authorities. To date the matter has thus been considered, following a letter from the Secretariat, by the International Relations Committee of the European Space Agency and the Advisory Committee of the International Mobile Satellite Organization. In addition, the Secretary-General of the International Telecommunication Union has indicated that the Union is studying the possibility of assuming a role or functions in relation to the future international registration system for space assets.

The working documents relating to the Preliminary Draft Space Protocol published in 2003 are to be found in Annex I.

**d. Promotion of the work relating to International Interests in Mobile Equipment**

The Coordinator of the Railway Working Group and the American Ministry of Transport organised a presentation day for the Draft Protocol relating to Matters specific to Railway Rolling Stock of the Cape Town Convention on International interests in Mobile Equipment, held on 18 March 2003, in Washington. This Seminar aimed to increase awareness of North American railway industry of the advantages that manufacturers and financiers could gain from the adoption of such an instrument.

The Cape Town Convention was one of the topics dealt with at the 21<sup>st</sup> World Leasing Convention, held in Rome on 5 and 6 June 2003. Mr Stanford spoke on "The Cape Town Convention: a new international regimen enhancing opportunities for the leasing of, and the taking of security in high-value mobile assets". Mr S. Vitale, of Counsel, Piergrossi Villa Bianchini Riccardi, former Director of Legal Affairs of the Telecom Italia Group and Head of Contracts of the Alitalia Group, spoke on "Legal issues arising from cross-border leasing: the lessee's perspective".

The Secretary-General presented the Cape Town Convention at a conference organised on 18 June 2003 in Mainz by the *Institut für deutsches und internationales Recht des Spar-, Giro- und Kreditwesens* of the University Johannes-Gutenberg.

The question of the Supervisory Authority for the future international registration system under the Cape Town Convention as applied to space assets was one of the topics on the agenda of the Advisory Committee of the International Mobile Satellite Organisation (I.M.S.O.) at its eighth session, held in London on 14 November. Mr Stanford spoke on "The Supervisory Authority of the future international registration system for space assets: *A possible role for I.M.S.O.*"

The Secretary-General addressed participants of the seminar entitled "Transnational Security Law", held in Trier on 4 and 5 December 2003 and organised by the Academy of European Law. He presented the Cape Town Convention relating the International Interests in Mobile Equipment as well as the Space Protocol and the Protocols in preparation.

**3. Principles and Rules of Transnational Civil Procedure**

**a. Activities of the Working Group**

The fourth session of the Working Group for the Preparation of Principles and Rules of Transnational Civil Procedure was held at the UNIDROIT headquarters in Rome from 19 to 23 May 2003. In the absence of the Chairman of the Working Group, R. T. Nhlapo, the session was chaired by the Vice-Chairman, A. R. Kemelmajer de Carlucci (Argentina). The session was attended by N. Andrews (U.K.), F. Ferrand (France), G. C. Hazard Jr. (U.S.A.; Co-Rapporteur on behalf of the ALI), M. Kawano (Japan), P. Lalive (Switzerland) and R. Stürner (Germany; Co-Rapporteur on behalf of UNIDROIT). The session was also attended by A. Gidi (Secretary to the Group), L. Corso (observer for the International Bar Association), G. Haibach (observer for the European Commission, Directorate General Justice and Home Affairs), L. Maggioni (observer for the Court of Justice of the European Communities) and L. Zannini (observer for the International Association of Young Lawyers). The UNIDROIT Secretariat was represented by H. Kronke and M.J. Bonell.

The session mainly focused on the examination of the draft Principles of Transnational Civil Procedure and of the draft Rules of Transnational Civil Procedure with Comments prepared by G.C.

Hazard Jr, R. Stürner, M. Taruffo and A. Gidi (UNIDROIT 2003 Study LXXVI – Doc. 10). The Group was also seized of the French language version of the draft Principles of Transnational Civil Procedure prepared by F. Ferrand and M. G. Mecarelli (UNIDROIT 2003 Etude LXXVI – Doc. 10 (Partie I)). After extensive discussion the Group succeeded in finalising the black letter rules and the comments of the draft Principles, while with respect to the draft Rules it invited the Rapporteurs to revise the text in the light of the discussion.

The results of the Working Group's session were submitted to the UNIDROIT Governing Council which met immediately afterwards. While expressing its greatest appreciation for the work accomplished, the Governing Council decided on the procedure to be followed with a view to the adoption of the draft Principles and draft Rules. A Steering and Revisions Committee, chaired by R. Nhlapo and composed of the two Co-Rapporteurs and, to the extent necessary, other members of the Working Group, would be set up with the task of finalising the drafts in the light of the comments expected from interested parties, in particular from the members of the Governing Council. Part of this consultation process would be a series of national presentations of the texts to judges, practising lawyers, scholars and representatives of Governments.

The final drafts of the Principles of Transnational Civil Procedure and of the Rules of Transnational Civil Procedure will be submitted to the American Law Institute and to the UNIDROIT Governing Council at their annual meetings in 2004 for approval.

The working documents relating to the Principles and Rules of Transnational Civil Procedure published in 2003 are to be found in Annex I.

#### **b. Promotion of the Principles and Rules of Transnational Civil Procedure**

In the course of 2003 the draft Principles and Rules of Transnational Civil Procedure were the subject of two important seminars.

One took place at the Heidelberg Center for International Dispute Resolution on 10 June 2003. The seminar, attended by more than 100 judges, academics and practising lawyers, served to provide an opportunity for a closer examination of the Working Group's latest drafts from the viewpoints of the German, Austrian and Swiss legal systems. Following general presentations of the project by the Secretary-General of UNIDROIT, H. Kronke, and the two Co-Rapporteurs, G. Hazard Jr. and R. Stürner, the German point of view was presented by H. Linke (Judge at the Court of Appeal of Hamm), P. Gottwald (Professor at the University of Regensburg) and H. Raeschke-Kessler (Attorney at the German Supreme Court), while W. Rechberger (Professor at the University of Vienna) and T. Sutter-Somm (Professor at the University of Basel) commented on the project from the viewpoint of Austrian and Swiss law, respectively.

The other seminar took place in Lyon on 12 June 2003 and was organised by the *Institut de droit comparé*, *Institut de droit et d'économie des affaires* and the *Centre de droit des affaires* of the University Jean Moulin – Lyon 3. Following general presentations of the project by the Secretary-General of UNIDROIT, H. Kronke, and the Co-Rapporteur, G. Hazard Jr., presentations were made by O. Moreteau (Director of the *Institut de droit comparé*), H. Gaudemet-Tallon (Professor at the *Université Paris-II Panthéon-Assas*), F. Ferrand (Professor at the *Université Jean Moulin – Lyon 3* and member of the of the ALI/UNIDROIT Working Group for the Preparation of Principles and Rules of Transnational Civil Procedure), W. Junillon (Attorney at the *Cour d'appel de Lyon*), M. Moussa (*Conseiller* at the French *Cour de cassation*), J.-P. Croze (Professor at the *Université Lyon 1*), J. Normand (Professor emeritus at the *Université de Reims*), L. Cadet (Professor at the *Université Paris I Panthéon-Sorbonne*) and G. Mecarelli (Associate Professor at the *Université Jean Moulin – Lyon 3*).

### **4. Transactions on Transnational and Connected Capital Markets**

#### **a. Work of the Study Group**

At its first session in September 2001, the UNIDROIT Study Group had embarked on this project on the assumption that legal certainty and economic efficiency in the global securities market suffer from inconsistencies inherent in the phenomenon of holding of securities through intermediaries.



The Study Group was aware that several international initiatives, such as the G30 Plan of Action, the Giovannini Report and the IOSCO/CPSS Recommendations, have addressed this problem and that substantial work has already been undertaken to address legal uncertainty in respect of the indirect holding of securities. For example, the EU Collateral and Settlement Finality Directives harmonise key aspects of the laws of EU member States relevant to securities settlement systems and indirectly held securities, while the concerns relating to conflict-of-laws issues have been addressed by the December 2002 Hague Convention on indirectly held securities.

The Study Group acknowledged that, while important progress had been made by other instruments, none of these were of themselves enough to cover the full spectrum of concerns identified. The reason was that EU Directives operate only at the regional level, and while it is hoped that the Hague Convention will in due course extend worldwide, it is by its nature confined to conflict-of-laws issues.

Therefore, the Study Group's approach was to improve

- *internal soundness*, which comprises issues relating to the key features which any structure for the holding and transfer of securities through intermediaries must possess if it is to be regarded as sound, bearing in mind in particular the objectives of investor protection and efficiency.
- *compatibility*, which comprises issues affecting the ability of different legal systems to connect successfully where securities are held or transferred across national borders.

At its second session,<sup>13</sup> held from 12 to 14 March 2003 in Rome, the Study Group took the view that a harmonised rule should be regarded as appropriate if, but only if, it is clearly required to reduce legal or systemic risk or to promote market efficiency. This approach recognises that, desirable though it may be in principle to achieve harmonised rules, in practice this is a complex and difficult process that requires both technical and political consensus. The difficulty of achieving this, particularly within a reasonable timeframe, strongly supports a restrictive approach to the scope of harmonisation.

Furthermore, a functional approach should be adopted, that is, one which uses language which is as neutral as possible and which formulates rules by reference to their results.

A key element of the Study Group's approach was its recognition of the central position of book entry accounts in modern indirect holding and transfer systems. Parties dealing in securities held with an intermediary need to be sure that a credit of securities to their account represents a good and effective interest. The importance of the security of book entry interests is particularly marked in the common situation where linked transfers of interests take place through different intermediaries and settlement systems, operating under different laws. Any doubt as to the effectiveness of an interest represented by a book entry credit, or about the effectiveness and finality of a transfer made through book entry debits and credits, would give rise to damaging uncertainty and systemic risk. Against this background, the Study Group envisaged an instrument with a structure that reflects, on the one hand, its resolve to concentrate on a small number of key questions that call for global uniform rules and, on the other hand, its purpose of providing guidance, in particular to those capital markets which at present only have an incomplete set of rules, in establishing a sound legal framework for indirectly held securities. Accordingly, the instrument will in all likelihood be split into a minimum convention and an accompanying instrument intended to serve as a "benchmark".

On this basis, the preliminary conclusion regarding the scope of the project, i.e. the desirability of a uniform rule, encompasses the following issues:

- Preclusion of so called "upper tier attachment";

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<sup>13</sup> The session was attended by all members of the Study Group: Mr B. SEN (India, Member of the UNIDROIT Governing Council, *Chairman*); Mr J. Michel DESCHAMPS (Canada); Mr Philippe DUPONT (Luxembourg); Ms Dorothee EINSELE (Germany); Mr Edgar JELONCHE (Argentina); Mr Hideki KANDA (Japan); Mr Li Ruiqiang (China); Mr Guy MORTON (United Kingdom); Mr Frédéric NIZARD (France); Mr Richard POTOK (Australia); Mr Curtis R. REITZ (United States of America); Mr Luc THEVENOZ (Switzerland, *Vice Chairman*); Mr Wu Zhipan (China).

- Role of book entries into a securities account;
- Formalities regarding creation and realisation of collateral;
- Role of non book-entry dispositions over securities;
- Possibility of provisional credits, which do not correspond to the total number of securities credited to accounts maintained by an intermediary;
- Good faith acquisition;
- Net settlement;
- Finality of book entry transfers and irrevocability of instructions;
- Loss allocation, i.e. who bears the risk of a shortfall in securities.

There are other issues where a uniform rule may be considered, especially that of the protection of the client's assets against the claims of general creditors of the (insolvent) intermediary. Here, consideration may be given either to its inclusion in a mandatory instrument, or to the formulation of "benchmark" criteria.

The Study Group published its findings in a document entitled *The UNIDROIT Study Group – Harmonised substantive rules for indirectly held securities – Position Paper August 2003*.<sup>14</sup>

Furthermore, a seminar entitled *Legal Risk and Market Efficiency* was held on 12 November 2003 at the Institute, which was attended by some 70 representatives from Member States Governments, central banks, securities regulators, central securities depositories and the private financial industry from over 20 countries. The audience was offered an in-depth insight into the crucial issues of the project with seven speeches and two round tables.

At its third meeting, held from 13 to 15 November 2003, the Study Group,<sup>15</sup> on the basis of the Position Paper, embarked on shaping terms of reference for a first preliminary draft instrument, which shall be discussed at the occasion of its fourth meeting, to be held from 24 to 27 March 2004 at invitation of the Swiss National Bank in Gerzensee, Switzerland.

The working documents relating to this subject published in 2003 are to be found in Annex I.

#### **b. Promotion of the work on Capital Markets**

On 8 and 9 November, the Secretary-General gave lectures on "Indirectly Held Securities" and "Global Shares" at the Law Faculty of the Eötvös University in Budapest.

On 21 November, the Secretary-General addressed participants of the Conference held in Frankfurt on "Investment Services and Securities Across Europe" organised by the *Association Européenne du Droit Bancaire et Financier* and the *European Law Academy* on "Substantive Rules regarding Indirectly Held securities".

### **5. Transport**

The development of the co-operation between UNIDROIT and the United Nations Economic Commission for Europe in past years was examined in the *Annual Report 2001* and *2002*.

The informal group of experts was unable to meet in spring 2003 as the German delegation had transmitted its proposal on 15 April 2003 (TRANS/SC1/2003/1). This proposal was examined by the Governing Council at its 82<sup>nd</sup> session (C.D. (82)21, item 7 on the Agenda). On 29 May the Council transmitted the following message to the Working Party:

*"The Governing Council has taken note of the latest work of the Inland Transport Committee – SC 1 – of the Economic Commission for Europe of the United Nations with a view to the preparation of an additional Protocol to the 1956 C.M.R., the effect of which would be expressly to permit the use of an electronic consignment note.*

<sup>14</sup> This document is available on [www.unidroit.org](http://www.unidroit.org).

<sup>15</sup> Cf. note 13; the session was not attended by Mr Richard Potok (Australia) and Mr Frédéric Nizard (France).

*The Governing Council shares the almost unanimous view that, for reasons of legal technique, it is not possible to amend C.M.R., even very partially, and expresses its concern at any initiative of this kind. It accordingly considers that the draft additional Protocol should be limited to authorising the use of an electronic consignment note on the basis of a functional equivalence.*

*The Governing Council would regret any initiative going beyond such a limit and UNIDROIT could not co-operate in any such initiative."*

On 7 August 2003 the International Road Transport Union expressed the same opinion (TRANS/SC1/2003/1/Add.1).

Despite an exchange of correspondence between the representatives of the German delegation and of the Institute to the Working Party, it was not possible to reach an agreement. This item was placed on the Agenda of the Working Party for 29 October 2003 (TRANS/SC1/372 of 7 August 2003, item 6(c)). To date, the report on this meeting has not been published. It would appear that no decision was taken.

The consideration of the adoption of a new Protocol to the CMR remains on the Programme of Work of the Working Party for the period 2004 – 2008, as an Activity of Limited Duration, Priority 1, under lit. (e) (TRANS/SC1/2003/7).

## **B. FOLLOW-UP OF ADOPTED UNIDROIT INSTRUMENTS**

### **1. Franchising**

The checking of the Spanish translation of the Guide International Master Franchise Arrangements was completed in 2003. Human resources permitting, the publication will be made available in the first part of 2004, albeit only in electronic format.

### **2. International Protection of Cultural Property**

The 1995 UNIDROIT Convention on Stolen or Illegally Exported Cultural Objects, adopted and opened to signature on 24 June 1995, entered into force on 1 July 1998 pursuant to the deposit of the fifth instrument. As of 31 December 2003 there were twenty-one Contracting States: Argentina, Azerbaijan, Bolivia, Brazil, Cambodia, China, Croatia, Ecuador, El Salvador, Finland, Guatemala, Hungary, Italy, Lithuania, Norway, Paraguay, Peru, Portugal, Romania, Slovak Republic and Spain (cf. *infra*, sub Acceptance of UNIDROIT Conventions). The procedure for ratification or accession is underway in other countries.

Since the adoption of the Convention, the UNIDROIT Secretariat has been assiduous in its efforts, within the limits of the weak allocated budgetary resources, to maximize awareness of the Convention by taking part in a number of events at which the Convention has been studied. Of particular interest among these events was the twelfth session of UNESCO Intergovernmental Committee Promoting the Return of Cultural Property to its Countries of Origin or its Restitution in case of Illicit Appropriation, which was held in Paris from 24 to 28 March 2003. To be also mentioned is the first meeting of the States Parties to the 1970 UNESCO Convention on the Means of Prohibiting and Preventing the Illicit Import, Export and Transfer of Cultural Property, which was held in Paris on 15 October 2003. This was an opportunity for the Secretariat to establish or re-establish contacts with the representatives of non-member States of UNIDROIT, for them to get acquainted with the Convention and to help them starting the procedure for ratification or accession. At the close of all these events, recommendations were adopted requesting the States to become parties to the 1995 UNIDROIT Convention.

During the year 2003, the Secretariat has also been invited to participate in other meetings and seminars to present the Convention and sometimes to lead round tables but, due to the lack of financial resources or to a conflict of date, it was unable to attend. Among others, the Secretariat was requested to participate in the following meetings: in Brussels (Colloquium organised by the

Senate of Belgium, entitled " Restitution of Cultural Property – What is the Role of Belgium?", within the framework of the ratification by Belgium of the 1970 UNESCO Convention, January 2003), in Paris (Colloquium on the Protection of African Cultural Property, organised by the French senators elected at the Parliamentary Assembly of the Council of Europe, March 2003), in The Hague (7<sup>th</sup> Seminar on International Law organised by the Permanent Court of Arbitration on "The Resolution of Cultural Property Disputes", May 2003), in Bamako (1<sup>st</sup> specialised meeting on the traffic in stolen works of art and religious and archaeological items, organised by INTERPOL, September 2003), in Paris (Colloquium organised by the *Syndicat National des Antiquaires*, November 2003), in Abuja (regional seminar on international instruments for the protection of cultural property, organised by UNESCO, November 2003). The Secretariat of UNIDROIT could not attend these events but has sometimes been represented and has often sent written contributions.

The Convention continues to be the subject of articles in legal periodicals and in the international media.

### **C. ACCEPTANCE OF UNIDROIT CONVENTIONS**

The Secretariat has throughout 2003 continued to use its best efforts to promote UNIDROIT Conventions, whether by making presentations at conferences or by penning articles.

The 1995 UNIDROIT Convention on Stolen or Illegally Exported Cultural Objects entered into force in Cambodia and Portugal on 1 January 2003. Azerbaijan, Slovakia and Guatemala acceded to the Convention on 6 June, 16 June and 3 September 2003 respectively and the Convention entered into force in Azerbaijan and Slovakia on 1 December 2003. It will enter into force in Guatemala on 1 March 2004. The Convention thus counts twenty-one Contracting States to this date.

The 2001 Cape Town Convention on International Interests in Mobile Equipment and the Protocol thereto on Matters specific to Aircraft Equipment were signed by Saudi Arabia and the United States of America on 1 March and 9 May 2003 respectively. On 31 December 2003, a total of 26 states have signed both instruments. Panama, Ethiopia and Nigeria ratified the Convention and the Aircraft Protocol on 28 July, 21 September and 16 December 2003 respectively. The Cape Town Convention will enter into force on 1 April 2004 but only as regards a category of objects to which a Protocol applies.

For the implementation of the conventions prepared by UNIDROIT and approved at diplomatic Conferences convened by Member States of UNIDROIT, see Annex II. For the implementation of instruments based on work conducted within UNIDROIT see Annex III.

## NON-LEGISLATIVE ACTIVITIES

### A. PROGRAMME OF LEGAL CO-OPERATION

The broad aim of the programme of legal co-operation is to promote relations between UNIDROIT and member and non-member States with a view to achieving the statutory aims of the Organisation. The programme concerns first and foremost those countries that lack sufficient resources to fully participate in the process of legal harmonisation, in particular developing countries and countries in economic transition, and mainly consists of efforts to implement the Institute's work and make it more widely known as well as training and research opportunities for top-level research scholars in the framework, in particular, of the research scholarships programme.

#### 1. *Co-operation with OHADA for the preparation of a draft Uniform Act on Contracts*

Preparation by UNIDROIT of an OHADA Uniform Act on contracts, with funding by the Swiss Government (Development and Co-operation Department) (see *supra* for more information, p. 9).

#### 2. *Research Scholarships Programme*

First launched in 1993, the Research Scholarships Programme has to date enabled 115 researchers from 46 countries to carry out top-level research in the UNIDROIT Library on the topic of their choice, related to UNIDROIT's activities and/or on uniform law. In 2003, nine researchers were hosted by the Institute in accordance with the decision taken by the Scholarships Subcommittee of the Governing Council (82<sup>nd</sup> session, Rome, 26-28 May 2003), with the support of the following sponsors: Aviation Working Group, Government of the Republic of Korea, and Government of the People's Republic of China (MOFTEC). Several scholars whose research periods are chargeable to the 2003 budgetary year – for practical reasons and due to the scholars themselves – will in actual fact conduct their research in early 2004.

The following persons have thus benefited from the Programme:

Ms Yesim M. Atamer (Turkey), Assistant Professor, Law Faculty, Bilgi University of Istanbul, Ph.D. researcher – Research period: June-July – Research topic: "The Obligations of the Seller and the Results of Breach of Contract in the United Nations Convention on Contracts for the International Sale of Goods (CISG) Compared to Turkish Sales Law"

Mr Phaza Butale (Botswana), State Counsel, General Division, Attorney General's Chambers (Gaborone) – Research period: Feb/Mar – Research topic: "Developing a Harmonised Legal Framework for International Trade – The Activity of UNIDROIT – Funding: UNIDROIT"

Ms Noelia Cornejo Malpartida (Peru), Attorney-at-Law, LL.M. Student (Stockholm), Research period: July – Research topic: "The UNIDROIT Convention on International Financial Leasing: its potential benefits for small and medium size enterprises – Comparative law study"

Ms Hong Doan Nhung (Vietnam), Lecturer, Law Faculty, University of Hanoi – Research period: October-November – Research topic: "Some legal aspects of financial leasing, international experiences and the Vietnamese perspective" – Funding: Government of the Republic of Korea

Ms Khandsuren Khuu (Mongolia), Officer, Legal Policy Dep., Ministry of Justice and Home Affairs of Mongolia – Research period: October-November – Research topic: "Protection of Cultural Property under Copyright Legislation – International Law Aspects" – Funding: Government of the People's Republic of China / UNIDROIT

Ms Magdalena Petric (Slovenia), Legal Adviser, Cultural Heritage Administration, Ministry of Culture, Ljubljana – Research period: October-November – Research topic: "Restitution of cultural property from public & private international law aspects" – Funding: UNIDROIT

- Ms Judit Schnabel (Hungary), Eötvös Lorand University, Budapest; Research period: October-December – Research topic: “The UNIDROIT Principles and the United Nations Convention on Contracts for the International Sale of Goods” – Funding: *ad personam* Government of Italy
- Mr Andrius Smaliukas (Lithuania), Attorney at Law, (Vilnius), Ph.D. Candidate, Vilnius University, Research period: Feb/Mar – Research topic: “Harmonisation of the Law Governing Security over Movable Property: The Cape Town Convention and Aircraft Equipment Protocol” Funding: Aircraft Working Group
- Ms Lawan Thanadsillapakul (Thailand), Head of Dep. Int. Law, Sukhothai Thammathirat Open University – Research period: October-November – Research topic: “Harmonisation/Unification of ASEAN Competition Laws & Policy & Economic Integration in ASEAN” – Funding: Government of the Republic of Korea

### **3. Collaborators, Interns and Researchers**

Ms Hélène Bremeau was seconded to the Secretariat in March 2003 for a six-month period by the French Government.

Ms Charlotta Jull (lawyer, Canada), Mr Thomas Keijser (Netherlands), Mr Ralph Mercedat (Canada – seven-month internship for the Ecole du Barreau de Québec), Mr Joseph Nivaro (Denmark) and Ms Alexandrine Pantz (France – six-month internship) were seconded to the Secretariat in 2003.

The following persons made use of the UNIDROIT Library facilities for periods of some length in 2003: Ms Elisabeth Alkofer (Germany), Ms Chiara Alberti (Spain), Mr Massimo Baldini (Italy), Ms Angela Crisci (Italy), Ms Rosario Espinoza Calabuig (Spain), Mr Antonio Galvez (Spain), Mr Marc M.K. Harreman (Netherlands), Mr Michel Heinzmann (Switzerland), Mr Albert Henke (Italy), Ms Viola Heutger (Germany), Ms Virginie Hollanders (France), Mr Rafael Lara Gonzalez (Spain), Mr Thomas Keijser (Netherlands), Ms Petra Kovacs (Hungary), Ms Sonia Kruisinger (Netherlands), Ms Patricia Lemaire (Belgium) Mr Javier Lete Achirica (Spain), Ms Maria Luisa Moreno Torres (Spain), Ms Irma Mosquera Varderrama (Colombia), Mr Francisco Mr Joseph Nivaro (Denmark), Javier Pastor Vita (Spain), Ms Kezia Pellinighelli (Italy), Ms Maria Luiza Pereira de Alencar Mayer Feitosa (Brazil), Mr Roberto Perez Salom (Spain), Ms Petra Pozsgai (Hungary), Mr Juan Luis Pulido (Spain), Mr Hannes Roesler (Germany), Ms Francesca Romano (Italy), Mr Juan Ignacio Ruiz Periz (Spain), Mr José Manuel Sánchez Felipe (Spain), Ms Ulrike Teichert (Germany), Mr Urs Verweyen (Germany).

### **B. CREATION OF A DATA BASE ON UNIFORM LAW**

In the course of 2003 the software for the data base on uniform law (UNILAW) was completed, provision being made for the French-language web site.

### **C. UNIFORM LAW FOUNDATION**

The Fourth Meeting of the Board of Governors of the *Uniform Law Foundation* was held in Rome, at the seat of the Institute, on 26 May 2003. On the table for discussion were proposed modifications to the Statute of the Foundation. With minor modifications the proposed modifications were accepted by the Board. Present at the meeting were Mr Berardino Libonati, President of the Foundation, Mr Herbert Kronke, Treasurer of the Foundation, Sir Roy Goode, Mr Arthur Hartkamp and Mr Jacques Putzeys, members of the Board, as well as Mr Walter Rodinò, Deputy Secretary-General of UNIDROIT and Ms Lena Peters of the UNIDROIT Secretariat. Mr Don Wallace had delegated the President to represent him at the meeting. Mr Kurt Siehr, Secretary of the Foundation, and Mr Ferenc Mádl, Member of the Board, subsequently by correspondence ratified the modifications to the Statute. The modified Statute was subsequently registered with the Dutch authorities. Following the registration the Board elected Sir Roy Goode President of the Foundation.

#### **D. THE UNIDROIT INTERNET WEB SITE: [www.unidroit.org](http://www.unidroit.org)**

The UNIDROIT Internet web site continues to be an extremely effective means of promoting UNIDROIT'S activities and its instruments.

Development of the UNIDROIT web site, fully bilingual in English and French, continued in 2003. The content of the site has been substantially enlarged and many of its pages updated and/or replaced in order to provide an up-to-date, comprehensive overview of UNIDROIT'S activities. The website currently contains over 700 files amounting to more than 7500 pages.

The UNIDROIT Internet web site contains:

- ? A Presentation of UNIDROIT, providing general information on the Institute, its membership, working methods, current work programme including non legislative activities such as its scholarship programme and publishing activities, as well as a list of past achievements
- ? UNIDROIT instruments
- ? The current UNIDROIT Work Programme, with specific subsections devoted to different items on the Work Programme
- ? UNIDROIT News, a section of the *Uniform Law Review* providing information on the current events and activities of UNIDROIT
- ? A section devoted to the publicisation and promotion of UNIDROIT activities
- ? A section devoted to UNIDROIT'S non-legislative activities

With a view to reaching out to an increasing readership and to meeting specific requests for material in languages other than English and French, the Institute's two working languages, the web site's sections "Presentation of UNIDROIT" and the "UNIDROIT Work Programme" now appear also in German, Italian and Spanish, the three other official, but not working, languages of the Institute. Moreover a number of UNIDROIT Conventions as well as the integral version of the Principles of International Contract Law have also been posted in the German, Italian and Spanish versions. The Convention on International Interests in Mobile Equipment and relative Protocol on Matters specific to Aircraft Equipment (Cape Town, 2001) appear in all five official languages – Arabic, Chinese, English, French, Russian and Spanish – of the diplomatic Conference at which they were adopted.

Access to the UNIDROIT web site has been facilitated by the hyperlinks 1,270 web directories, guides to Internet resources, libraries, law firms and international organisations have made on their web sites to <[www.unidroit.org](http://www.unidroit.org)>.

#### **E. DEPOSITORY LIBRARIES FOR UNIDROIT DOCUMENTATION**

The UNIDROIT Secretariat's invitation to Member States to designate libraries to serve as depositories for UNIDROIT documentation (*UNIDROIT Proceedings and Papers* on CD-ROM and the *Uniform Law Review*, New Series) has been well received. To date 43 libraries have been designated for this purpose. In addition to those indicated in the Reports on the Activity of the Institute in 1999 (at p. 20-21), in 2000 (at p. 17), in 2001, (at p. 19) and in 2002 (at p. 22), two depository libraries for UNIDROIT documentation were designated in 2003:

Mexico Loyola Library of the Universidad Iberoamericana of Tijuana  
<<http://www.loyola.tij.uia.mx>>

Slovenia National and University Library  
<<http://www.nuk.uni-lj.si/vstop.cgi>>

#### **F. UNIDROIT LIBRARY**

In 2003 the Library's holdings increased by 2.212 titles, 816 purchased, 125 obtained on exchange basis for a total value of € 6.555 and 1.301 other titles were received as a gift for a total value of € 46.446. Of particular importance among the donations were those received from the

Max-Planck-Institute for Foreign Private and Private International Law, Hamburg and from the Deutsche Forschungsgemeinschaft (German Research Foundation), Bonn. The Library succeeded to obtain new materials by exchange programs with the Uniform Law Review.

The retrospective conversion of the Library's card catalogue progressed. More than 3 500 records were converted and added to the Online catalogue.

The Library is continuously consulted by numerous Italian and foreign readers. The admission book was signed by 2.602 visitors. Moreover, 224 new admission cards were handed out.

## **G. PUBLICATIONS**

### **1. Uniform Law Review**

Covering uniform law in a broad sense, this quarterly publication (new formula launched in 1996) now enjoys wide recognition for its scholarly merit and as a means to promote uniform law. It contains the following sections: articles, international activities, texts and implementation of uniform law instruments, case law and bibliographical information. UNIDROIT's own activities are covered extensively, thus turning *Uniform Law Review / Revue de droit uniforme* into an essential tool for the dissemination of information on its work. Some of the material published in the Review may be found on the UNIDROIT website.

The year 2003 was a particularly active one editorially speaking, and enabled us to catch up and return to our normal publication schedule. It saw the publication of issues 2002-2, 3 and 4 as well as a double issue 2003-1/2 which reproduced the Acts of the Unidroit 75<sup>th</sup> Anniversary Congress held in Rome, 27-28 September 2002 on the topic "*Worldwide Harmonisation of Private Law and Regional Economic Integration / Harmonisation mondiale du droit privé et integration économique régionale*", and finally, issue 2003-3 (see tables of contents on the UNIDROIT Internet website [www.unidroit.org](http://www.unidroit.org)).

The *Review* is distributed free of charge to a number of institutions and persons with a view to furthering the purposes of the organisation (including depository libraries) and is able to maintain an important number of exchange agreements that the Institute has entered into as regards legal periodicals that form part of the Library stocks. Distribution of paying subscriptions of the *Review* were carried out in 2002 by *Giuffrè Editore* for a global amount that covers production costs (printing). Finally, a contract was concluded in 2003 with Hein-on-Line, which distributes a large number of legal periodicals via Internet and to which most University libraries and a growing number of practitioners subscribe. The contract covers all past issues of the Review except those published in the last two years, on a continuous basis.

### **2. UNIDROIT Proceedings and Papers 2002 (on CD-ROM)**

With a view to making UNIDROIT documents more readily available in its member States *UNIDROIT Proceedings and Papers 2002* (containing the annual report on the activity of the Institute, reports on the annual sessions of the UNIDROIT Governing Council and General Assembly as well as the studies and reports of the various working groups and committees of governmental experts on items on the UNIDROIT Work Programme) has been provided free of charge to the depository libraries for UNIDROIT documentation in the member States.



## LIST OF THE DOCUMENTS PUBLISHED BY THE UNIDROIT SECRETARIAT IN 2003 ON THE IMPLEMENTATION OF ITS WORK PROGRAMME

The following documents relating to the implementation of the Institute's Work Programme were published in 2003, in English and French unless otherwise stated:

### STUDY L – PRINCIPLES OF INTERNATIONAL COMMERCIAL CONTRACTS

*(The following documents are available in English only)*

Doc. 80 – Chapter [...] Limitation periods (Revised draft prepared by Professor P. Schlechtriem in the light of the discussions of the Working Group at its 5<sup>th</sup> session held in Rome, 3-7 June 2002)

Doc. 81 – Chapter [...] Assignment of rights, transfer of obligations, assignment of contracts (Revised draft prepared by Professor M. Fontaine in the light of the discussions of the Working Group at its 5<sup>th</sup> session held in Rome, 3-7 June 2002)

Doc. 82 – Chapter [...] Set-off (Revised draft prepared by Professor C. Jauffret-Spinozi in the light of the discussions of the Working Group at its 5<sup>th</sup> session held in Rome, 3-7 June 2002)

Doc. 83 – Chapter [...] Third Party Rights ((Revised draft prepared by Professor M. Furmston in the light of the discussions of the Working Group at its 5<sup>th</sup> session held in Rome, 3-7 June 2002)

Doc. 84 – Article X – Inconsistent behaviour (Draft Article with Comments prepared by Justice P. Finn)

Doc. 85 – Consolidated edition of Part I and Part II of the Principles of International Commercial Contracts: Decided Amendments & Open Questions (memorandum prepared by the Secretariat) Doc. 86 – Consolidated edition of Part I and Part II of the Principles of International Commercial Contracts: Draft Structure (prepared by the Secretariat)

Doc. 87 – Article X – Discharge (Renunciation) (Draft Article with Comments prepared by Professor A. Hartkamp)

Doc. 88 – Draft Provision on Abuse of Rights (Draft Provision with Comments prepared by Professor P.-A. Crépeau)

Doc. 89 – Article 5.9 – Renunciation (Draft Article with Comments prepared by Professor A. Hartkamp)

Doc. 90 – Chapter 2, Section 2 Authority of agents (Revised draft prepared by Professor M.J. Bonell in the light of the discussions of the Working Group at its 6<sup>th</sup> session held in Rome, 2-6 June 2003)

Doc. 91 – Chapter 10 Limitation periods (Revised draft prepared by Professor P. Schlechtriem in the light of the discussions of the Working Group at its 6<sup>th</sup> session held in Rome, 2-6 June 2003)

Doc. 92 – Chapter 9 Assignment of rights, transfer of obligations, assignment of contracts (Revised draft prepared by Professor M. Fontaine in the light of the discussions of the Working Group at its 6<sup>th</sup> session held in Rome, 2-6 June 2003)

Doc. 93 – Chapter 9 Set-off (Revised draft prepared by Professor C. Jauffret-Spinozi in the light of the discussions of the Working Group at its 6<sup>th</sup> session held in Rome, 2-6 June 2003)

Doc. 94 – Chapter 5, Section 2 Third Party Rights ((Revised draft prepared by Professor M. Furmston in the light of the discussions of the Working Group at its 6<sup>th</sup> session held in Rome, 2-6 June 2003)

Doc. 95 – Article 1.8 – Inconsistent behaviour (Revised draft prepared by Justice P. Finn in the light of the discussions of the Working Group at its 6<sup>th</sup> session held in Rome, 2-6 June 2003)

Doc. 96 – Article 5.1.9 – Release by agreement (Revised draft prepared by Professor A. Hartkamp in the light of the discussions of the Working Group at its 6<sup>th</sup> session held in Rome, 2-6 June 2003)

Misc. 25 – Report (sixth session, Rome 2-6 June 2003 (prepared by the Secretariat)

#### **STUDY LXXV – LEGAL CO-OPERATION PROGRAMME**

Impl. 15 – Research Scholarship Programme: Implementation report for the financial year 2003

#### **STUDY LXXIIH – INTERNATIONAL INTERESTS IN RAILWAY ROLLING STOCK**

Doc. 9 – Proposed changes to the preliminary draft Protocol on Matters specific to Railway Rolling Stock (as reviewed by the Drafting Group at its second session, held in Rome, 23<sup>rd</sup> to 25<sup>th</sup> October 2003) (presented by the Rail Working Group (RWG))

Doc. 10 – Registry Task Force (Second meeting, Washington 19-20 March 2003) Report (prepared by Mr Peter Bloch, Co-Chairman)

Doc. 11 – Preliminary draft Protocol on Matters specific to Railway Rolling Stock: Observations (presented by the Austrian Federal Ministry of Justice)

Doc. 12 – Preliminary draft Protocol on Matters specific to Railway Rolling Stock: Comments (presented by the Government of Chile)

Doc. 13 – Third Joint Session (Berne, 5-13 May 2003): Report (prepared by the Secretariats of OTIF and UNIDROIT)

Doc. 14 – Preliminary draft Protocol on Matters specific to Railway Rolling Stock as adopted by the Committee of governmental experts at its third session held in Berne from 5 to 13 May 2003) (in English, French and German)

#### **STUDY LXXIIJ – INTERNATIONAL INTERESTS IN SPACE PROPERTY**

*UNIDROIT Committee of governmental experts for the preparation of a draft Protocol to the Convention on International Interests in Mobile Equipment on Matters specific to Space Assets: First session, Rome, 15 – 19 December 2003*

W.P. 1 – Draft agenda

W.P. 2 – Convention on International Interests in Mobile Equipment, signed at Cape Town on 16 November 2001

W.P. 3 – Preliminary draft Protocol on Matters specific to Space Assets (as established by a working group organised, at the invitation of the President of UNIDROIT, by Peter D. Nsgos, Esq., with the assistance of Dara A. Panahy, Esq., and revised, pursuant to a decision taken by the UNIDROIT Governing Council at its 80<sup>th</sup> session, held in Rome from 17 to 19 September 2001, by a Steering and Revisions Committee, meeting in Rome on 1 February 2002)

W.P. 4 – Extract from the Official Commentary on the Convention on International Interests in Mobile Equipment and Protocol thereto on Matters specific to Aircraft Equipment by Professor Sir Roy Goode, C.B.E., Q.C., Emeritus Professor of Law, University of Oxford

W.P. 5 – The preliminary draft Protocol on Matters specific to Space Assets: an overview of its overall objectives and key provisions (Dara A. Panahy, Associate, Milbank, Tweed, Hadley & McCloy LLP, Washington, D.C., assistant to Mr Peter D. Nsgos, Partner, Milbank, Tweed, Hadley & McCloy LLP, New York, co-ordinator of the Space Working Group)

W.P. 6 – Basic features of the proposed International Registry contemplated by the Cape Town Convention on International Interests in Mobile Equipment as implemented by the preliminary draft Protocol on Matters specific to Space Assets (prepared by the UNIDROIT Secretariat)

W.P. 7 – Summary report: a colloquium organised by UNIDROIT, in co-operation with the European Centre for Space Law (E.C.S.L.), at the Head Office of the European Space Agency (E.S.A.), Paris, 5 September 2003 (prepared by the Secretariat)

W.P. 8 – Proposal (by the Space Working Group)

W.P. 9 – Draft Report (Plenary Session, 15 December 2003)

W.P. 10 – Draft Report (Plenary Session, 16 December 2003)

W.P. 11 – Proposal (by the Space Working Group)

W.P. 12 – Comments (by the delegation of India)

W.P. 13 – Proposal for the application of the Convention and the Space Assets Protocol to debtor's rights and related rights (by the Space Working Group)

W.P. 14 – Draft Report (Plenary Session, 17 December 2003)

W.P. 15 – Proposal (by the Informal Working Group on Article XVII(4))

W.P. 16 – Proposal (by the Space Working Group at the request of the Chairman of the Committee)

W.P. 17 – Proposal (by the delegations of Argentina, France, Germany and Sweden)

W.P. 18 – Proposal (by the delegation of Mexico) concerning public services

W.P. 19 – Draft Report (Plenary Session, 18 December 2003)

W.P. 20 – Proposal (by the delegation of India)

W.P. 21 – Drafting Committee: Report

W.P. 22 – Draft Report (Plenary Session, 19 December 2003)

W.P. 23 – Proposal (by the delegation of the United States of America and Germany) concerning the Relationship with Outer Space Treaties

#### **STUDY LXXVI – PRINCIPLES AND RULES OF TRANSNATIONAL CIVIL PROCEDURE**

Doc. 10 – Joint American Law Institute / UNIDROIT Working Group on Principles and Rules of Transnational Civil Procedure: Draft Principles of Transnational Civil Procedure with Comments prepared by Professors G. Hazard, Jr., M. Taruffo and A. Gidi / Draft Principles of Transnational Civil Procedure with Comments prepared by Professors G. Hazard, Jr., M. Taruffo, R. Stürner and A. Gidi

#### **STUDY LXXVIII – TRANSACTIONS ON TRANSNATIONAL AND CONNECTED CAPITAL MARKET**

*(The following documents are available in English only)*

Doc. 6 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules for the Use of Securities Held with Intermediaries as Collateral: Proposal relating to future work (submitted by the UNIDROIT Secretariat)

Doc. 7 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules for the Use of Securities Held with Intermediaries as Collateral: Summary Report (Second session, Rome 12-14 March 2003) (prepared by the UNIDROIT Secretariat)

Doc. 8 – The UNIDROIT Study Group on Harmonised Substantive Rules Regarding Indirectly Held Securities: Position paper

Doc. 9 prov. – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules for the Use of Securities Held with Intermediaries as Collateral: Securities holding and dispositions in United Kingdom, France, Switzerland – Summaries (prepared by the Secretariat)

Doc. 10 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules for the Use of Securities Held with Intermediaries as Collateral: Comments on the Position Paper August 2003 (compiled by the Secretariat) (Study Group circulation only)

Doc. 11 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules for the Use of Securities Held with Intermediaries as Collateral: Summary Report (Third session, 13 – 16 November 2003) (prepared by the Secretariat)

**INSTRUMENTS DRAWN UP BY UNIDROIT AND STATUS OF IMPLEMENTATION <sup>(\*)</sup> OF CONVENTIONS DRAWN UP BY UNIDROIT AND APPROVED AT DIPLOMATIC CONFERENCES CONVENED BY MEMBER STATES OF UNIDROIT**

**INSTRUMENTS ELABORES PAR UNIDROIT ET ETAT DE MISE EN OEUVRE <sup>(\*)</sup> DES CONVENTIONS PREPAREES PAR UNIDROIT ET APPROUVEES A DES CONFERENCES DIPLOMATIQUES CONVOQUEES PAR DES ETATS MEMBRES D'UNIDROIT**

- 1964 Convention relating to a Uniform Law on the International Sale of Goods (ULIS) / *Convention portant loi uniforme sur la vente internationale des objets mobiliers corporels (LUVI)*
- 1964 Convention relating to a Uniform Law on the Formation of Contracts for the International Sale of Goods (ULFIS) / *Convention portant loi uniforme sur la formation des contrats de vente internationale des objets mobiliers corporels (LUFC)*
- 1970 International Convention on the Travel Contract (CCV) / *Convention internationale relative au contrat de voyage (CCV)*
- 1973 Convention providing a Uniform Law on the Form of an International Will / *Convention portant loi uniforme sur la forme d'un testament international*
- 1983 Convention on Agency in the International Sale of Goods / *Convention sur la représentation en matière de vente internationale de marchandises*
- 1988 UNIDROIT Convention on International Financial Leasing / *Convention d'UNIDROIT sur le crédit-bail international*
- 1988 UNIDROIT Convention on International Factoring / *Convention d'UNIDROIT sur l'affacturage international*
- 1994 Principles of International Commercial Contracts / *Principes relatifs aux contrats du commerce international*
- 1995 UNIDROIT Convention on Stolen or Illegally Exported Cultural Objects / *Convention d'UNIDROIT sur les biens culturels volés ou illicitement exportés*
- 1998 Guide to International Master Franchise Arrangements / *Guide sur les accords internationaux de franchise principale*
- 2001 Convention on International Interests in Mobile Equipment / *Convention relative aux garanties internationales portant sur des matériels d'équipement mobiles*
- 2001 Protocol to the Convention on International Interests in Mobile Equipment on Matters specific to Aircraft Equipment / *Protocole portant sur les questions spécifiques aux matériels d'équipement aéronautiques à la Convention relative aux garanties internationales portant sur des matériels d'équipement mobiles*
- 2002 Master Franchise Disclosure Law / *Loi type sur la divulgation des informations en matière de franchise*

(\*) Based on information available to the Secretariat as of 31 December 2003 / *Ce document est basé sur les informations dont dispose le Secrétariat au 31 décembre 2003.*

The texts of the Conventions and information on their status may be found on the UNIDROIT website at <http://www.unidroit.org/english/conventions/c-main.htm> and <http://www.unidroit.org/english/implement/i-main.htm>. *Le texte des Conventions ainsi que l'état de leur mise en œuvre figure sur le site Internet d'Unidroit à <http://www.unidroit.org/french/conventions/c-main.htm> et <http://www.unidroit.org/french/implement/i-main.htm>.*

The UNIDROIT Secretariat may assist States with technical consultations for the ratification of, or the accession to its instruments, as well as for the preparation of legislation based on those instruments / *Le Secrétariat d'UNIDROIT peut apporter son assistance technique aux Etats en vue de la ratification de ses instruments, ou de l'adhésion à ceux-ci, ainsi que pour l'élaboration de législations basées sur ces instruments.*

**CONVENTION RELATING TO A UNIFORM LAW ON THE INTERNATIONAL SALE OF GOODS (ULIS)**  
**CONVENTION PORTANT LOI UNIFORME SUR LA VENTE INTERNATIONALE**  
**DES OBJETS MOBILIERS CORPORELS (LUVI)**

**Adoption :** Place : The Hague / *Lieu* : La Haye  
Date: 01-07-64

**Entry into force:** Yes / *Oui* » Date : 18-08-72

**Entrée en vigueur :** Conditions : 5 ratifications (art. X.1)

**Depositary / Dépositaire :** Government of the Netherlands / *Gouvernement des Pays-Bas*

STATE / ETAT	SIGNATURE	RATIFICATION ACCESSION / ADHESION	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. Or RESERVATIONS/ DECL. Ou ESERVES	EFFECT OF / EFFET DE DENU(O)NCIATION
Belgium / <i>Etats-Unis</i>	06-10-65	12-12-68	18-08-72	Arts. IV, V, VI	01-11-97
Etats-Unis	31-12-65	—	—	—	—
Gambia / <i>Gambie</i>	—	05-03-74	05-09-74	Arts. III, V	—
Germany / <i>Etats-Unis</i>	11-10-65 <sup>(2)</sup>	16-10-73	16-04-74	Art. III	01-01-91
Greece / <i>Grèce</i>	03-08-64 <sup>(1)</sup>	—	—	—	—
Holy See / <i>Saint-Siège</i>	02-03-65 <sup>(2)</sup>	—	—	—	—
Hungary / <i>Hongrie</i>	31-12-65	—	—	—	—
Israel / <i>Israël</i>	28-12-65 <sup>(2)</sup>	03-12-71	18-08-72	—	—
Italy / <i>Italie</i>	23-12-64	22-02-72	22-08-72	Art. IV	01-01-88
Luxembourg	07-12-65	06-02-79	06-08-79	Art. III	20-01-98
Netherlands / <i>Pays-Bas</i>	12-08-64	17-02-72 <sup>(3)</sup>	18-08-72 <sup>(3)</sup>	Art. III	01-01-92
San Marino / <i>Saint-Marin</i>	24-08-64	24-05-68	18-08-72	Art. III	—
UNITED KINGDOM / <i>ROYAUME-UNI</i>	21-08-64	31-08-67	18-08-72	Art. III, V	—

(1) ad referendum

(2) subject to ratification / *sous réserve de ratification*(3) for the Kingdom in Europe / *pour le Royaume en Europe*

**CONVENTION RELATING TO A UNIFORM LAW ON THE FORMATION OF CONTRACTS FOR THE**  
**INTERNATIONAL SALE OF GOODS (ULFIS)**

**CONVENTION PORTANT LOI UNIFORME SUR LA FORMATION DES CONTRATS**  
**DE VENTE INTERNATIONALE DES OBJETS MOBILIERS CORPORELS (LUFC)**

**Adoption :** Place : The Hague / *Lieu* : La Haye  
Date: 01-07-64

**Entry into force:** Yes / *Ou i* » Date : 23-08-72

**Entrée en vigueur :** Conditions : 5 ratifications (art. VIII.1)

**Depositary / Dépositaire :** Government of the Netherlands / *Gouvernement des Pays-Bas*

STATE / ETAT	SIGNATURE	RATIFICATION ACCESSION / ADHESION	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. or RESERV. / DECL. ou RESERVES	EFFECT OF / EFFET DE DENU(O)NCIATION
Belgium / <i>Etats-Unis</i>	06-10-65	01-12-70	23-08-72	—	01-11-97
Etats-Unis	31-12-65	—	—	—	—
Gambia / <i>Gambie</i>	—	05-03-74	05-09-74	—	—
Germany / <i>Allemagne</i>	11-10-65 <sup>(2)</sup>	16-10-73	16-04-74	Art. III	01-01-91
Greece / <i>Grèce</i>	03-08-64 <sup>(1)</sup>	—	—	—	—
Holy See / <i>Saint-Siège</i>	02-03-65 <sup>(2)</sup>	—	—	—	—
Hungary / <i>Hongrie</i>	31-12-65	—	—	—	—
Israel / <i>Israël</i>	28-12-65 <sup>(2)</sup>	03-12-71	30-18-80	—	—
Italy / <i>Italie</i>	23-12-64	22-02-72	23-08-72	—	01-01-88
Luxembourg	07-12-65	06-02-79	06-08-79	Art. III	20-01-98
Netherlands / <i>Pays-Bas</i>	12-08-64	17-02-72 <sup>(3)</sup>	23-08-72 <sup>(3)</sup>	Art. III	01-01-92
San Marino / <i>Saint-Marin</i>	24-08-64	24-05-68	23-08-72	Art. III	—
United Kingdom / <i>Royaume-Uni</i>	08-06-64	31-08-67	18-08-72	—	—

(1) ad referendum

(2) subject to ratification / *sous réserve de ratification*(3) for the Kingdom in Europe / *pour le Royaume en Europe*

**INTERNATIONAL CONVENTION ON THE TRAVEL CONTACT (CCV)  
CONVENTION INTERNATIONALE RELATIVE AU CONTRAT DE VOYAGE (CCV)**

**Adoption :** Place : Brussels / *Lieu : Bruxelles*  
Date: 23-04-1970

**Entry into force:** Yes / *Oui* » Date : 21-02-1976  
**Entrée en vigueur :** Conditions : 5 ratifications (art. 36)

**Depositary:** Government of Belgium  
**Dépositaire:** *Gouvernement belge* (art. 34)

STATE / ETAT	SIGNATURE	RATIFICATION ACCESSION / ADHESION	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. OF RESERV. / DECL. OU RESERVES	EFFECT OF / EFFET DE DENU(O)NCIATION
Argentina / <i>Argentine</i>	–	25-11-76	25-02-77	–	–
Belgium / <i>Belgique</i>	23-04-70	11-04-73	24-02-76	–	04-10-94
Benin	–	28-03-75	24-02-76	–	–
Burkina Faso	27-04-70	–	–	–	–
Cameroon / <i>Cameroun</i>	–	16-04-75	24-02-76	D: Art. 13(1)	–
Côte d'Ivoire	23-04-70	–	–	–	–
Holy See / <i>Saint-Siège</i>	23-04-70	–	–	–	–
Italy / <i>Italie</i>	23-04-70	04-07-79	04-10-79	R: Art. 40(1)(a)	–
Lebanon / <i>Liban</i>	23-04-70	–	–	–	–
Morocco / <i>Maroc</i>	23-04-70	–	–	R: Art. 40(1)(a)- (b)	–
Niger	23-04-70	–	–	–	–
Philippines	23-04-70	–	–	–	–
Etats-Unis	23-04-70	–	–	–	–
San Marino / <i>Saint Marin</i>	23-04-70	–	–	–	–
Togo	25-03-71	24-11-75	24-02-76	–	–

**CONVENTION PROVIDING A UNIFORM LAW ON THE FORM OF AN INTERNATIONAL WILL  
CONVENTION PORTANT LOI UNIFORME SUR LA FORME D'UN TESTAMENT INTERNATIONAL**

**Adoption :** Place/*Lieu* : Washington  
Date : 26-10-1973

**Entry into force:** Yes/*Oui* » Date : 09-02-1978  
**Entrée en vigueur :** Conditions : 5 ratifications (Art. XI)

**Depositary / Dépositaire :** Government of the United States of America /  
*Gouvernement des Etats-Unis d'Amérique*

STATE / ETAT	SIGNATURE	RATIFICATION ACCESS. / ADHES.	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. OF RESERV. DECL. OU RESERVES
Belgium / <i>Belgique</i>	17-05-74	21-04-83	21-10-83	–
Bosnia-Herzegovina / <i>Bosnie-Herzégovine</i>	–	15-08-94	15-08-94	–
Canada	–	24-01-77	09-02-78	–
Cyprus / <i>Chypre</i>	–	19-10-82	19-04-83	–
Czechoslovakia / <i>Tchécoslovaquie</i>	30-12-74	–	–	D
Ecuador / <i>Equateur</i>	26-07-74	03-04-79	03-10-79	D
France	29-11-74	01-06-94	01-12-94	–
Holy See / <i>Saint-Siège</i>	02-11-73	–	–	–
Iran	27-10-73	–	–	–
Italy / <i>Italie</i>	–	16-05-91	16-11-91	–
Laos	30-10-73	–	–	–
Libyan Arab Jamahiriya / <i>Jamahiriya arabe libyenne</i>	–	04-08-77	09-02-78	–
Niger	–	19-05-75	09-02-78	–
Portugal	–	19-11-75	09-02-78	–
Russian Fed. / <i>Féd. de Russie</i>	17-12-74	–	–	D: Art. XIII
Sierra Leone	27-10-73	–	–	–
Slovenia / <i>Slovénie</i>	–	20-08-92	20-08-92	–
United Kingdom / <i>Royaume-Uni</i>	10-10-74	–	–	–
United States of America / <i>Etats-Unis d'Amérique</i>	27-10-73	–	–	–
Yugoslavia / <i>Yougoslavie</i>	–	09-08-77	09-02-78	–

**CONVENTION ON AGENCY IN THE INTERNATIONAL SALE OF GOODS**  
**CONVENTION SUR LA REPRESENTATION EN MATIERE DE VENTE**  
**INTERNATIONALE DE MARCHANDISES**

**Adoption:** Place: Geneva / *Lieu*: Genève  
Date: 17-02-83

**Entry into force:** No / *Non*  
**Entrée en vigueur:** Conditions: 10 ratifications (art. 33)

**Depositary:** Government of Switzerland  
**Dépositaire:** *Gouvernement suisse* (art. 21)

STATE / ETAT	SIGNATURE	RATIFICATION ACCESSION / ADHESION	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. OF RESERV. DECL. OU RESERVES	observations
Chile / <i>Chili</i>	17-02-83	—	—	—	—
France	25-10-84	07-08-87	—	—	—
Holy See / <i>Saint-Siège</i>	17-02-83	—	—	—	—
Italy / <i>Italie</i>	09-04-84	16-06-86	—	—	—
Mexico / <i>Mexique</i>	—	22-12-87	—	Art. 27, 29	—
Morocco / <i>Maroc</i>	17-02-83	—	—	—	—
Netherlands / <i>Pays-Bas</i>	—	02-02-94	—	—	02-02-95 (*)
South Africa / <i>Afrique du sud</i>	—	27-01-86	—	—	—
Switzerland / <i>Suisse</i>	17-02-83	—	—	—	—

(\*) Application extended to Aruba / *Application étendue à Aruba.*

**UNIDROIT CONVENTION ON INTERNATIONAL FINANCIAL LEASING**  
**CONVENTION D'UNIDROIT SUR LE CREDIT-BAIL INTERNATIONAL**

**Adoption:** Place / *Lieu*: Ottawa  
Date: 28-05-88

**Entry into force:** Yes / *Oui* » Date: 01-05-95  
**Entrée en vigueur:** Conditions: 3 ratifications (art. 16.1)

**Depositary / Dépositaire:** Government of Canada / *Gouvernement du Canada* (art. 25.1)

STATE / ETAT	SIGNATURE	RATIFICATION ACCESSION / ADHESION	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. OF RESERV. DECL. OU RESERVES
Belarus / <i>Bélarus</i>	—	18-08-98	01-03-99	—
Belgium / <i>Belgique</i>	21-12-90	—	—	—
Czech Rep. / <i>Rép. tchèque</i>	16-05-90	—	—	—
Finland / <i>Finlande</i>	30-11-90	—	—	—
France	07-11-89	23-09-91	01-05-95	Arts. 8(3); 20
Ghana	28-05-88	—	—	—
Guinea / <i>Guinée</i>	28-05-88	—	—	—
Hungary / <i>Hongrie</i>	—	07-05-96	01-12-96	—
Italy / <i>Italie</i>	13-12-90	29-11-93	01-05-95	—
Latvia / <i>Lettonie</i>	—	06-08-97	01-03-98	—
Morocco / <i>Maroc</i>	04-07-88	—	—	—
Nigeria / <i>Nigéria</i>	28-05-88	25-10-94	01-05-95	—
Panama	31-12-90	26-03-97	01-10-97	—
Philippines	28-05-88	—	—	—
Russian Federation / <i>Féd. de Russie</i>	—	03-06-98	01-01-99	Arts. 8(3); 20
Slovak Rep. / <i>Rép. slovaque</i>	16-05-90	—	—	—
Tanzania / <i>Tanzanie</i>	28-05-88	—	—	—
United States of America / <i>Etats-Unis d'Amérique</i>	28-12-90	—	—	—
Uzbekistan / <i>Ouzbékistan</i>	—	06-07-00	01-02-01	—

**UNIDROIT CONVENTION ON INTERNATIONAL FACTORING  
CONVENTION D'UNIDROIT SUR L'AFFACTURAGE INTERNATIONAL**

**Adoption:** Place / Lieu: Ottawa  
Date: 28-05-88

**Entry into force:** Yes / Oui » Date: 01-05-95  
**Entrée en vigueur:** Conditions: 3 ratifications (art. 14.1)

**Depositary:** Government of Canada  
**Dépositaire:** Gouvernement du Canada (art. 23.1)

STATE / ETAT	SIGNATURE	RATIFICATION ACCESSION / ADHESION	ENTRY INTO FORCE ENTREE EN VIGUEUR	DECL. or RESERV. / DECL. OU RESERVES
Belgium / Belgique	21-12-90	—	—	—
Czechoslovakia / Tchécoslovaquie	16-05-90	—	—	—
Finland / Finlande	30-11-90	—	—	—
France	07-11-89	23-09-91	01-05-95	Arts. 6(2); 18
Germany / Allemagne	21-12-90	20-05-98	01-12-98	—
Ghana	28-05-88	—	—	—
Guinea / Guinée	28-05-88	—	—	—
Hungary / Hongrie	—	07-05-96	01-12-96	—
Italy / Italie	13-12-90	29-11-93	01-05-95	—
Latvia / Lettonie	—	06-08-97	01-03-98	Arts. 6(2); 18
Morocco / Maroc	04-07-88	—	—	—
Nigeria / Nigéria	28-05-88	25-10-94	01-05-95	—
Philippines	28-05-88	—	—	—
Tanzania / Tanzanie	28-05-88	—	—	—
United Kingdom / Royaume-Uni	31-12-90	—	—	—
United States of America / Etats-Unis d'Amérique	28-12-90	—	—	—

**UNIDROIT CONVENTION ON STOLEN OR ILLEGALLY EXPORTED CULTURAL OBJECTS  
CONVENTION D'UNIDROIT SUR LES BIENS CULTURELS VOLES OU ILLICITEMENT EXPORTES**

**Adoption:** Place / Lieu: Rome  
Date: 24-06-1995

**Entry into force:** Yes / Oui » Date: 01-07-1998  
**Entrée en vigueur:** Conditions: 5 ratifications (Art. 12)

**Depositary / Dépositaire:** Italian Government / Gouvernement italien

4 STATE / ETAT	SIGNATURE	RATIFICATION / ACCESS. / ADHES.	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. or RESERV. / DECL. OU RESERVES
Argentina / Argentine	—	03-08-01	01-02-02	D: Art. 16
Azerbaijan / Azerbaïdjan	—	06-06-03	01-12-03	D: Art 16
Bolivia / Bolivie	29-06-96	13-04-99	01-10-99	—
Brazil / Brésil	—	23-03-99	01-09-99	D: Art. 16
Burkina Faso	24-06-95	—	—	—
Cambodia / Cambodge	24-06-95	11-07-02	01-01-03	D: Arts. 3(5), 16
China / Chine	—	07-05-97	01-07-98	D: Arts. 3(5), 16
Côte d'Ivoire	24-06-95	—	—	—
Croatia / Croatie	24-06-95	20-09-00	01-03-01	D: Art. 16
Ecuador / Equateur	—	26-11-97	01-07-98	—
El Salvador	—	16-07-99	01-01-00	D: Art. 16
Finland / Finlande	01-12-95	14-06-99	01-12-99	D: Arts. 13(3), 16
France	24-06-95	—	—	—
Georgia / Géorgie	27-06-95	—	—	—
Guinea / Guinée	24-06-95	—	—	—
Guatemala	—	03-09-03	01-03-04	D: Arts. 3(5), 16
Hungary / Hongrie	24-06-95	08-05-98	01-11-98	D: Arts. 3(5), 16
Italy / Italie	24-06-95	11-10-99	01-04-00	D: Arts. 13(3), 16
Lithuania / Lituanie	24-06-95	04-04-97	01-07-98	D: Art. 16



Netherlands / Pays-Bas	28-06-96	–	–	D: Arts. 3(5), 13(3)
Norway / Norvège	–	28-08-01	01-03-02	D: Arts. 13(3), 14, 16
Pakistan	27-06-96	–	–	–
Paraguay	13-06-96	27-05-97	01-07-98	D: Art. 16
Peru / Pérou	28-06-96	05-03-98	01-09-98	D: Art. 16
Portugal	23-04-96	19-07-02	01-01-03	–
Romania / Roumanie	27-06-96	21-01-98	01-07-98	D: Art. 16
Russian Fed. / Féd. de Russie	29-06-96	–	–	–
Senegal / Sénégal	29-06-96	–	–	–
Slovakia / Slovaquie	–	16-06-03	01-12-03	D: Art 16
Spain / Espagne	–	21-05-02	01-11-02	D: Arts. 3(5), 13(3), 16
Switzerland / Suisse	26-06-96	–	–	–
Zambia / Zambie	24-06-95	–	–	–

**CONVENTION ON INTERNATIONAL INTERESTS IN MOBILE EQUIPMENT**  
**CONVENTION RELATIVE AUX GARANTIES INTERNATIONALES**  
**PORTANT SUR DES MATIERES D'EQUIPEMENT MOBILES**

<b>Adoption:</b>	Place: Cape Town / Lieu: Le Cap Date: 16-11-2001
<b>Entry into force:</b> <b>Entrée en vigueur:</b>	Yes / Oui » Date: 01-04-2004 Conditions: 3 ratifications but only as regards a category of objects to which a Protocol applies / mais seulement à l'égard d'une catégorie de biens à laquelle un Protocole s'applique (Art. 49(1))
<b>Depositary / Dépositaire:</b>	U NIDROIT

5 STATE / ETAT	SIGNATURE	RATIFICATION / ACCESS. / ADHES.	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. or RESERV. / DECL. OU RESERVES
Burundi	16-11-01	–	–	–
Chile / Chili	16-11-01	–	–	–
China / Chine	16-11-01	–	–	–
Congo	16-11-01	–	–	–
Cuba	17-09-02	–	–	–
Ethiopia / Ethiopie	16-11-01	21-11-03	01-04-04	D: Arts. 39(1)(a), 40, 54(2)
France	16-11-01	–	–	–
Germany / Allemagne	16-11-01	–	–	–
Ghana	16-11-01	–	–	–
Italy / Italie	06-12-01	–	–	–
Jamaica / Jamaïque	16-11-01	–	–	–
Jordan / Jordanie	16-11-01	–	–	–
Kenya	16-11-01	–	–	–
Lesotho	16-11-01	–	–	–
Nigeria	16-11-01	16-12-03	01-04-04	D: Art. 54(2)
Pakistan	–	22-01-04	01-04-04	D: Arts. 39, 50, 53, 54(2)
Panama	11-09-02	28-07-03	01-04-04	D: Arts. 39(1)(a) – (b), 39(4), 40, 52, 53, 54(2)
Saudi Arabia / Arabie saoudite	12-03-03	–	–	–
Senegal	02-04-02	–	–	–
South Africa / Afrique du sud	16-11-01	–	–	–
Sudan / Soudan	16-11-01	–	–	–
Switzerland / Suisse	16-11-01	–	–	–
Tanzania / Tanzanie	16-11-01	–	–	–
Tonga	16-11-01	–	–	–
Turkey / Turquie	16-11-01	–	–	–
United Kingdom / Royaume-Uni	16-11-01	–	–	–
United States of America / Etats-Unis d'Amérique	09-05-03	–	–	–

**PROTOCOL TO THE CONVENTION ON INTERNATIONAL INTERESTS IN MOBILE EQUIPMENT  
ON MATTERS SPECIFIC TO AIRCRAFT EQUIPMENT**  
**PROTOCOLE PORTANT SUR LES QUESTIONS SPECIFIQUES AUX MATERIELS D'EQUIPEMENT  
AERONAUTIQUES A LA CONVENTION RELATIVE AUX GARANTIES INTERNATIONALES  
PORTANT SUR DES MATERIELS D'EQUIPEMENT MOBILES**

**Adoption:** Place: Cape Town / *Lieu:* Le Cap  
Date: 16-11-2001

**Entry into force:** No / *Non*  
**Entrée en vigueur:** Conditions: 8 ratifications (Art. XXVIII(1))

**Depositary / Dépositaire:** UNIDROIT

6 STATE / ETAT	SIGNATURE	RATIFICATION / ACCESS. / ADHES.	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. or RESERV. / DECL. ou RESERVES
Burundi	16-11-01	–	–	–
Chile / <i>Chili</i>	16-11-01	–	–	–
China / <i>Chine</i>	16-11-01	–	–	–
Congo	16-11-01	–	–	–
Cuba	17-09-02	–	–	–
Ethiopia / <i>Ethiopie</i>	16-11-01	21-11-03	01-04-04	D: Art. XXX(1), (2), (3)
France	16-11-01	–	–	–
Germany / <i>Allemagne</i>	16-11-01	–	–	–
Ghana	16-11-01	–	–	–
Italy / <i>Italie</i>	06-12-01	–	–	–
Jamaica / <i>Jamaïque</i>	16-11-01	–	–	–
Jordan / <i>Jordanie</i>	16-11-01	–	–	–
Kenya	16-11-01	–	–	–
Lesotho	16-11-01	–	–	–
Nigeria	16-11-01	16-12-03	01-04-04	–
Pakistan	–	22-01-04	01-04-04	D: Arts. XXIX, XXX(1), (2), (3)
Panama	11-09-02	28-07-03	01-04-04	D: Art. XXX(1), (2), (3)
Saudi Arabia / <i>Arabie saoudite</i>	12-03-03	–	–	–
Senegal	02-04-02	–	–	–
South Africa / <i>Afrique du sud</i>	16-11-01	–	–	–
Sudan / <i>Soudan</i>	16-11-01	–	–	–
Switzerland / <i>Suisse</i>	16-11-01	–	–	–
Tanzania / <i>Tanzanie</i>	16-11-01	–	–	–
Tonga	16-11-01	–	–	–
Turkey / <i>Turquie</i>	16-11-01	–	–	–
United Kingdom / <i>Royaume-Uni</i>	16-11-01	–	–	–
United States of America / <i>Etats-Unis d'Amérique</i>	09-05-03	–	–	–

## IMPLEMENTATION OF INSTRUMENTS BASED ON WORK CONDUCTED WITHIN UNIDROIT

**A. INTERNATIONAL INSTRUMENTS IN FORCE ADOPTED UNDER THE AUSPICES OF OTHER ORGANISATIONS AND BASED ON UNIDROIT DRAFTS OR CONVENTIONS**

1. **Convention on the Contract for the International Carriage of Goods by Road (CMR)**, adopted in Geneva in 1956 under the auspices of the Economic Commission for Europe of the United Nations. The Convention, which entered into force in 1961, is based on the draft Convention on the Contract for the International Carriage of Goods by Road (CMR) which was transmitted by UNIDROIT to the Economic Commission for Europe of the United Nations in 1952.

*Contracting States:* Austria, Belarus, Belgium, Bosnia-Herzegovina, Bulgaria, Croatia, Cyprus, Czech Republic, Denmark, Estonia, Finland, France, Georgia, Germany, Greece, Hungary, Iran (Islamic Republic of), Ireland, Italy, Kazakhstan, Kyrgyzstan, Latvia, Lithuania, Luxembourg, Mongolia, Morocco, Netherlands, Norway, Poland, Portugal, Republic of Moldova, Romania, Russian Federation, Serbia and Montenegro, Slovakia, Slovenia, Spain, Sweden, Switzerland, Tajikistan, the Former Yugoslav Republic of Macedonia, Tunisia, Turkey, Turkmenistan, United Kingdom and Uzbekistan.

2. **UNESCO Convention of 1954 for the Protection of Cultural Property in the Event of Armed Conflict**, which entered into force in 1956. The Convention is based on the draft UNIDROIT completed in 1951.

*Contracting States:* Albania, Argentina, Armenia, Australia, Austria, Azerbaijan, Barbados, Belarus, Belgium, Bosnia-Herzegovina, Botswana, Brazil, Bulgaria, Burkina Faso, Cambodia, Cameroon, Canada, China, Colombia, Costa Rica, Côte d'Ivoire, Croatia, Cuba, Cyprus, Czech Republic, Democratic Republic of Congo, Denmark, Dominican Republic, Ecuador, Egypt, El Salvador, Estonia, Federal Republic of Yugoslavia, Finland, France, Gabon, Georgia, Germany, Ghana, Greece, Guatemala, Guinea, Holy See, Honduras, Hungary, India, Indonesia, Iran (Islamic Rep. of), Iraq, Israel, Italy, Jordan, Kazakhstan, Kuwait, Kyrgyzstan, Lebanon, Liechtenstein, Lithuania, Luxembourg, Madagascar, Malaysia, Mali, Mexico, Monaco, Mongolia, Morocco, Myanmar, Netherlands, Nicaragua, Niger, Nigeria, Norway, Oman, Pakistan, Panama, Peru, Poland, Portugal, Qatar, Republic of Moldova, Romania, Russian Federation, Rwanda, San Marino, Saudi Arabia, Senegal, Slovakia, Slovenia, Socialist People's Libyan Arab Jamahiriya, Spain, Sudan, Sweden, Switzerland, Syrian Arab Republic, Tajikistan, Thailand, the Former Yugoslav Republic of Macedonia, Tunisia, Turkey, Ukraine, United Republic of Tanzania, Uruguay, Uzbekistan, Yemen and Zimbabwe.

3. **International Convention of 1961 for the Protection of Performers, Producers of Phonograms and Broadcasting Organizations**, adopted under the auspices of ILO, UNESCO and WIPO and which entered into force in 1964. The Convention is very largely based on the preliminary draft Convention for the Protection of Interpreting and Performing Artists, as well as of Manufacturers of Phonographic Records and other phonograms and on the preliminary draft Convention for the Protection of Radio Broadcasts.

*Contracting States:* Albania, Argentina, Armenia, Australia, Austria, Barbados, Belarus, Belgium, Bolivia, Brazil, Bulgaria, Burkina Faso, Canada, Cape Verde, Chile, Colombia, Congo, Costa Rica, Croatia, Czech Republic, Denmark, Dominica, Dominican Republic, Ecuador, El Salvador, Estonia, Fiji, Finland, France, Germany, Greece, Guatemala, Honduras, Hungary, Iceland, Ireland, Israel, Italy, Jamaica, Japan, Kyrgyzstan, Latvia, Lebanon, Lesotho, Liechtenstein, Lithuania, Luxembourg, Mexico, Monaco, Netherlands, Nicaragua, Niger, Nigeria, Norway, Panama, Paraguay, Peru, Philippines, Poland, Portugal, Republic of Moldova, Romania, Russian Federation, Saint Lucia, Serbia and Montenegro, Slovakia, Slovenia, Spain, Sweden, Switzerland, the Former Yugoslav Republic of Macedonia, Togo, Ukraine, United Kingdom, Uruguay and Venezuela.

4. **Hague Convention of 1958 on the Recognition and Enforcement of Decisions relating to Maintenance Obligations in respect of Children**, which entered into force in 1962. This Convention was prepared on the basis of the draft Convention on the Recognition and Enforcement abroad of Maintenance Obligations, a first draft of which had been drawn up by

UNIDROIT in 1938 and work on which was completed in 1949 when it was transmitted to the Department for Social Affairs of the United Nations. After being revised by a United Nations committee of experts, the draft was recommended to States under a Resolution of the Economic and Social Council at its XVIIth session for use as a model in the drawing up of bilateral conventions or uniform laws for separate adoption by each State.

*Contracting States:* Austria, Belgium, Czech Republic, Denmark, Finland, France, Germany, Hungary, Italy, Liechtenstein, Netherlands, Norway, Portugal, Slovakia, Spain, Suriname, Sweden, Switzerland and Turkey.

5. **European Convention of 1962 on the Liability of Hotel-keepers concerning the Property of their Guests**, adopted under the auspices of the Council of Europe and which entered into force in 1967. The Convention is based on the draft uniform law on the hotelkeeper's liability for damage to or destruction or theft of his guests' property, the drafting of which was completed by UNIDROIT in 1934.

*Contracting States:* Belgium, Bosnia-Herzegovina, Croatia, Cyprus, France, Germany, Ireland, Italy, Luxembourg, Malta, Poland, Serbia and Montenegro, Slovenia, the Former Yugoslav Republic of Macedonia and United Kingdom.

6. **Benelux Treaty of 1955 on Compulsory Insurance against Civil Liability in respect of Motor Vehicles**  
*and*  
**European Convention on Compulsory Insurance against Civil Liability in respect of Motor Vehicles**, adopted in 1959 under the auspices of the Council of Europe, which entered into force in 1969. These two instruments are based on the draft uniform rules on the compulsory insurance of motorists, the drafting of which was completed by UNIDROIT in 1937.

*Contracting States to the 1959 Convention:* Austria, Denmark, Germany, Greece, Norway, Sweden and Turkey.

7. **European Convention on Establishment of 1955**, adopted under the auspices of the Council of Europe and which entered into force in 1965. The Convention is based on the draft Convention on the reciprocal treatment of nationals as between member States of the Council of Europe, the drafting of which was completed by UNIDROIT in 1951.

*Contracting States:* Belgium, Denmark, Germany, Greece, Ireland, Italy, Luxembourg, Netherlands, Norway, Sweden, Turkey and United Kingdom.

8. **Protocol No. 1 concerning Rights in rem in Inland Navigation Vessels** annexed to the 1965 Convention on the Registration of Inland Navigation Vessels which was adopted under the auspices of the Economic Commission for Europe of the United Nations and to which Austria, Croatia, France, Luxembourg, Netherlands, Switzerland and Yugoslavia are Contracting Parties. The Protocol is based on the draft Convention concerning rights in rem in boats in inland navigation, the drafting of which was completed by UNIDROIT in 1960. The Convention and Protocol No. 1 entered into force in 1982.

*The Contracting States to Protocol No. 1* are Austria, Croatia, France, Luxembourg, Netherlands, Serbia and Montenegro and Switzerland.

9. **Protocol No. 2 on Attachment and Forced Sale of Inland Navigation Vessels** annexed to the 1965 Convention on the Registration of Inland Navigation Vessels, adopted under the auspices of the Economic Commission for Europe of the United Nations. The Protocol is based on the draft Protocol on attachment and forced sale of inland navigation vessels, the drafting of which was completed by UNIDROIT in 1962. Protocol No. 2 entered into force in 1982.

*The Contracting States to Protocol No. 2* are Austria, Croatia, France, Luxembourg and Serbia and Montenegro.

10. **United Nations Convention on Contracts for the International Sale of Goods**, adopted at Vienna in 1980 and which entered into force in 1988. This Convention is based on the Convention relating to a Uniform Law on the Formation of Contracts for the International Sale of Goods (ULFIS) and the Convention relating to a Uniform Law on the International Sale of Goods (ULIS), adopted at The Hague at a diplomatic Conference in 1964 (Sections A 1 and 2 above).

*Contracting States:* Argentina, Australia, Austria, Belarus, Belgium, Bosnia-Herzegovina, Bulgaria, Burundi, Canada, Chile, China, Colombia, Croatia, Cuba, Czech Republic, Denmark, Ecuador, Egypt, Estonia, Finland, France, Georgia, Germany, Greece, Guinea, Honduras, Hungary, Iceland, Iraq, Israel, Italy, Kyrgyzstan, Latvia, Lesotho, Lithuania, Luxembourg, Mauritania, Mexico, Mongolia, Netherlands, New Zealand, Norway, Peru, Poland, Republic of Moldova, Romania, Russian Federation, Saint Vincent and the Grenadines, Serbia and Montenegro, Singapore, Slovakia, Slovenia, Spain, Sweden, Switzerland, Syrian Arab Republic, Uganda, Ukraine, United States of America, Uruguay, Uzbekistan and Zambia.

11. **Convention on the Contract for the International Carriage of Passengers and Luggage by Road (CVR)**, adopted in Geneva in 1973 under the auspices of the Economic Commission for Europe of the United Nations. The Convention is based on the draft Convention on the Contract for the International Carriage of Passengers and Luggage by Road (CVR), the drafting of which was completed by UNIDROIT in 1969. The Convention entered into force in 1994.

*Contracting States:* Bosnia-Herzegovina, Croatia, Czech Republic, Latvia, Serbia and Montenegro and Slovakia.

**B. INTERNATIONAL INSTRUMENTS NOT YET IN FORCE ADOPTED UNDER THE AUSPICES OF OTHER ORGANISATIONS AND BASED ON UNIDROIT DRAFTS**

1. **Convention relating to the Limitation of the Liability of Owners of Inland Navigation Vessels (CLN)**, adopted in Geneva in 1973 under the auspices of the Economic Commission for Europe of the United Nations. The Convention is based on the draft Convention relating to the Limitation of the Liability of Owners of Inland Navigation Vessels (CLN), the drafting of which was completed by UNIDROIT in 1970. The Russian Federation is the sole Contracting State.
2. **Convention on the Contract for the International Carriage of Passengers and Luggage by Inland Waterway (CVN)**, adopted in Geneva in 1976 under the auspices of the Economic Commission for Europe of the United Nations. The Convention is based on the draft Convention on the Contract for the International Carriage of Passengers and Luggage by Inland Waterway (CVN), the drafting of which was completed by UNIDROIT in 1972. The Russian Federation is the sole Contracting State.
3. **European rules for investment funds**, which were in 1972 recommended by the Committee of Ministers of the Council of Europe as a model law for the member States of the Council of Europe. The rules are based on the preliminary draft model law on investment funds, UNIDROIT's drawing up of which was completed in 1969.
4. **European Convention providing a Uniform Law on Arbitration**, adopted in 1966 under the auspices of the Council of Europe. The Convention is based on the preliminary draft uniform law on arbitration in private law matters in international relations, UNIDROIT's drawing up of which was completed in 1954. Belgium is the sole Contracting State.
5. **European Convention of 1973 on Civil Liability for Damage caused by Motor Vehicles**, adopted under the auspices of the Council of Europe. The Convention is based on the draft of a uniform law on the civil liability of motorists, UNIDROIT's drawing up of which was completed in 1938. No State has ratified this Convention.
6. **United Nations Convention on International Multimodal Transport of Goods**, adopted in Geneva in 1980. The origin of the Convention is to be found in the draft Convention on Contracts for the Combined International Carriage of Goods, UNIDROIT's drawing up of which was completed in 1965. The UNIDROIT draft also provided one of the bases for the draft Convention on the International Combined Carriage of Goods (TCM), drawn up at a round table convened by UNIDROIT at the request of the Economic Commission for Europe of the United Nations in 1969 and 1970, which was itself revised at meetings convened jointly by the Intergovernmental Maritime Consultative Organisation (IMCO) and the Economic Commission for Europe of the United Nations. The Contracting States are: Burundi, Chile, Georgia, Lebanon, Malawi, Mexico, Morocco, Rwanda, Senegal and Zambia.
7. **Convention on Civil Liability for Damage caused during Carriage of Dangerous Goods by Road, Rail and Inland Navigation Vessels (CRTD)**, adopted in Geneva in 1989 under the auspices of the Economic Commission for Europe of the United Nations. The Convention is based

on the draft articles for a Convention on civil liability for damage caused during carriage of dangerous goods by road, rail and inland navigation vessels, UNIDROIT's drawing up of which was completed in 1986. No State has ratified this Convention.

8. **United Nations Convention on the Liability of Operators of Transport Terminals in International Trade**, adopted in Vienna in April 1991. The Convention is based on the preliminary draft Convention on Operators of Transport Terminals, UNIDROIT's work on which was completed in 1983. The Contracting States are: Egypt and Georgia.

**C. EUROPEAN COMMUNITY DIRECTIVE BASED ON A PRELIMINARY DRAFT UNIDROIT CONVENTION**

**Council Directive 93/7/EEC of 15 March 1993 on the return of cultural objects unlawfully removed from the territory of a Member State .**

**D. UNIFORM RULES PUBLISHED BY THE INTERNATIONAL CHAMBER OF COMMERCE AND BASED ON A DRAFT UNIDROIT CONVENTION**

**Uniform Rules for a Multimodal Transport Document** first published by the International Chamber of Commerce in 1973 and subsequently revised. The origin of the Rules is the same as that of the United Nations Convention on International Multimodal Transport of Goods (see above Section C. 6.).

**E. INTERNATIONAL INSTRUMENTS BASED ON PRELIMINARY STUDIES PREPARED BY UNIDROIT**

1. **European Convention on Products Liability in regard to Personal Injury and Death of 27 January 1977.**

No State has ratified this Convention.

2. **Resolution (78)3 on Penalty Clauses in Civil Law** adopted by the Committee of Ministers of the Council of Europe on 20 January 1978.