

# UNIDROIT

INTERNATIONAL INSTITUTE FOR THE UNIFICATION OF PRIVATE LAW

## ANNUAL REPORT — 2004

Rome, 2005



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### **2004: Of Swans, Snails and Angels**

For a number of reasons the Annual Report for 2003 characterised that year as a first year of transition. Transition goes on. Important items on the Organisation's Work Programme crossed the finishing line. The Governing Council adopted the "Principles of International Commercial Contracts (2004)", the now conspicuously enlarged version of a product which, when it entered the scene in 1994, to some was a suspiciously looking ugly duckling and which grew up to become a much admired snow white swan, one of the few success stories of transnational private law. The Council equally adopted the ALI/UNIDROIT joint-venture "Principles of Transnational Civil Procedure" and both Organisations are confident that this one too has wings to fly. The Cape Town Convention entered into force on 1 April 2004 and both UNIDROIT and ICAO as well as the Irish winner of the selection process for the international registry, Aviareto, are in the final stages of having the Registry up and running by Easter. Mr John Atwood, formerly with the Attorney-General's Department in Canberra, took up work as officer in charge of the depositary functions under the Convention. We are delighted to have him with us. The draft Convention on harmonised substantive rules regarding securities held with an intermediary, drawn up in record time by the Study Group and approved by the Governing Council, was submitted to Governments in view of a Committee of governmental experts which will hold its first session in May.

While progress on individual items on the Work Programme is satisfactory, progress regarding the further development of the Secretariat's resources along the lines indicated in the Strategic Plan "Horizon 2016" is not. For example, the Governing Council had envisaged to find Walter Rodinò's successor as Deputy Secretary General by this spring. But Governments were unfortunately unable to provide the required funding in the 2005 budget. Ideas are, just like our projects, moving at the speed of hares. Conversely, treasuries these days evoke the image of snails. At the President's request, Mr Martin Stanford, Principal Research Officer, stepped in to discharge the related functions as Deputy Secretary General ad interim. In light of the severe under-staffing which is becoming ever more apparent, the Organisation is all the more grateful to the Government of the United Kingdom. It was the first to respond to the Strategic Plan's call to consider favourably the secondment of interested civil servants to the UNIDROIT Secretariat. On the first working day of the New Year we were able to welcome Ms Alison McMillan as a new colleague.

*HERBERT KRONKE*  
Secretary General



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## ADMINISTRATION AND ORGANISATION

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

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

Professor Berardino Libonati, President of UNIDROIT commenced his second five-year mandate on 1 January 2005.

The 83<sup>rd</sup> session of the Governing Council was held in Rome from 19 to 21 April 2004 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 2003 and appointed Mr Arthur Hartkamp and Mr Jorge Sánchez Cordero Dávila as First and Second Vice-President respectively until the 84<sup>th</sup> session.

As is the tradition, the Council appointed as *ad honorem* members the following members whose membership had just ceased: Mr Maher Abdel Wahed, Mr Ömer I. Akipek, Mr Anthony Blunn, Sir Royston M. Goode, Mr Roland Loewe, Mr Ferenc Mádl, Ms Isabel de Magalhães Collaço, Mr Luiz Olavo Baptista, Mr Jacques Putzeys and Mr Ronald Thandabantu Nhlapo.

The Council also reappointed Ms Trahan and Mr Sen as members of the Permanent Committee and appointed Mr Hartkamp, Mr Lyou and Mr Voulgaris as new members to replace Ms Collaço, Sir Roy Goode and Mr Loewe.

The Council then nominated the following new correspondents: Ms Frédérique C. Ferrand (France) and Mr Sergio Marchisio (Italy).

The Council authorised the transmission to the financial organs of the Institute of the draft estimates of expenditure for 2005 as drawn up by the Secretariat.

At its 105<sup>th</sup> meeting (20 April 2004), the Permanent Committee took a number of decisions concerning staff matters and approved the provisional agenda for the 59<sup>th</sup> session of the General Assembly.

The Secretary General presented the Strategic Plan as submitted to the General Assembly at its 57<sup>th</sup> session 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. The Governing Council expressed its satisfaction with the structure of the document and the analysis it provided of the status quo as well as the Organisation's objectives and resources. The Council engaged in an exchange of views with respect to the issues dealt with in the document. It is envisaged to renew and, where necessary, adjust the objectives on a regular basis.

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

The 58<sup>th</sup> session of the General Assembly was held in Rome on 26 November under the chairmanship of S.E. M. H.A.H. Bedir, Ambassador of Egypt in Italy. The Secretary General made a statement concerning the Institute's activity during 2004.

In the course of its consideration of financial matters, the Assembly approved the final modifications to the 2003 budget, together with the accounts for that financial year. The Assembly also adopted the budget for 2005 and the assessments of member States' contributions for that year.

The 59<sup>th</sup> session of the Finance Committee was held on 8 October 2004 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 58<sup>th</sup> session.

\* This Report covers the activity of UNIDROIT from 1 January to 31 December 2004.

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

The following meetings were organised by the Institute in 2004:

### **1. *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 (Third meeting, Brussels, 21-23 September 2004);

UNIDROIT Committee of governmental experts for the preparation of a draft Protocol to the Cape Town Convention on Matters specific to Space Assets (Second session, Rome, 26-28 October 2004).

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

Fourth Session of the Study Group on *Harmonised Substantive Rules regarding Indirectly Held Securities* held from 24 to 27 March 2004 in Rome.

Fifth Session of the Study Group on *Harmonised Substantive Rules regarding Indirectly Held Securities* held from 18 to 22 September 2004 in Budapest.

## **C. RELATIONS WITH GOVERNMENTS**

At the end of 2004 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 2004 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 22 November, the Secretaries General of the Hague Conference on Private International Law, UNCITRAL and UNIDROIT convened for their second co-ordination meeting in Vienna. Officers of the UNCITRAL 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 Asian-Pacific Economic Cooperation (APEC), United Nations Economic Commission for Europe (ECE), the International Civil Aviation Organisation (ICAO), the International Trade Centre (ITC), the Organization of American States (OAS), the Organisation for Economic Co-operation and Development (OECD), 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 World Bank, the European Federation of Finance House Associations (Eurofinas), the European Federation of Leasing Company Associations (Leaseurope), the International Association of Young Lawyers (AIJA) and l'Union Internationale des Avocats (UIA).

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**

Following completion of the new edition of the UNIDROIT Principles by the Working Group in June 2003, the Secretariat undertook the final editing of both the black letter rules and comments. The final draft was submitted to the Governing Council at its 83<sup>rd</sup> session in April 2004, on which occasion it was unanimously approved. The English language version of the UNIDROIT Principles 2004 was published in May, the French language version in September and the Italian language version in November. Other language versions of either the integral version or the black letter rules alone are under preparation.

The new edition of the UNIDROIT Principles immediately met with great success: by the end of November, over 600 copies of the English language version alone had already been sold.

The working documents relating to the Principles of International Commercial Contracts published in 2004 are to be found in Annex I.

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

In the course of 2004, the UNIDROIT Principles were the subject of a number of seminars and colloquia.

On the occasion of an international symposium in honour of Hein Kötz held at the Bucerius School of Law in Hamburg on 14 May 2004, M.J. Bonell (UNIDROIT, Chairman of the Working Group for the Preparation of the UNIDROIT Principles) delivered a paper on "UNIDROIT Principles 2004 – The new edition of the UNIDROIT Principles of International Commercial Contracts". An expanded version of this paper has been published in the *Uniform Law Review* 2004, pp. 5-40.

On 27 May 2004, on the occasion of an international workshop on "Hard Law / Soft Law" held at the UNIDROIT headquarters under the joint auspices of the Commission on Commercial Law and Practice of the International Chamber of Commerce and UNIDROIT, M.J. Bonell made a presentation on the UNIDROIT Principles 2004.

On the occasion of the international conference on "Harmonisation, Codification and Europeanisation of Private Law", held in Smolenice (Slovak Republic) on 16 -17 September 2004, P. Schlechtriem (University of Freiburg, Member of the Working Group for the Preparation of the UNIDROIT Principles) made a presentation on the UNIDROIT Principles 2004.

On 19 November 2004, a conference on the UNIDROIT Principles and their use in practice was held at the Milan Chamber of National and International Arbitration. Papers were presented by M.J. Bonell, E. Brödermann (Attorney, Hamburg), C. Castronovo (Catholic University of Milan), G. Crespi-Reghizzi (University of Pavia), G. De Nova (University of Milan), G. Schiavoni (Vice-President of the Chamber and Observer of the Working Group for the Preparation of the UNIDROIT Principles) and F. Ziccardi (University of Milan).

On 3 December 2004 the Contract Law Commission of the *Union Internationale des Avocats* held its annual session in Rome. The session was devoted to the UNIDROIT Principles 2004. Papers were presented by H. Kronke (Secretary General of UNIDROIT), M.J. Bonell and M. Fontaine (the latter on the role of the UNIDROIT Principles in the preparation of the OHADA draft Uniform Act on Contracts).

On 10 December 2004 an international colloquium on the UNIDROIT Principles 2004 was held at the International Court of Arbitration of the International Chamber of Commerce, Paris. Papers were presented by H. Kronke on "An Overview of the New Chapters of the UNIDROIT Principles 2004", E. Jolivet (General Counsel, ICC International Court of Arbitration) on "UNIDROIT Principles in Recent

ICC Awards”, C. Ramberg (Gothenburg University) on “E-commerce”, F. Reynolds (Worcester College, Oxford) on “Authority of Agents”, W. Wiegand (University of Berne) on “Assignment”, P. Bernardini (LUISS University, Rome) on “Limitation Periods”, K.-P. Berger (University of Cologne) on “Set-off”, G. von Mehren (Squire, Sanders & Dempsey LLP, Cleveland) on “Third-party Rights” and F. Bortolotti (University of Turin) on “Current Contract Practice and UNIDROIT Contract Principles – ICC Model Contracts – ITC Model Contracts”. The UNIDROIT Secretariat was represented by the Secretary General, M.J. Bonell and F. Mestre.

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 <<http://www.unilex.info>>, continues to be updated with the most recent decisions and bibliographical references. By December 2004 the total number of court decisions and arbitral awards referring in one way or another to the UNIDROIT Principles, contained in UNILEX, was 89.

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

UNIDROIT was approached in 2003 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 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. In September 2004, he submitted the final draft consisting of 13 chapters largely inspired by the UNIDROIT Principles, and it has been transmitted by the UNIDROIT Secretariat to the OHADA Permanent Secretariat.

The documents relating to the draft Uniform Act on Contracts published in 2004 are to be found in Annex I.

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

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

The most significant development during 2004 occurred on 1 April 2004 with the satisfaction of the conditions for the entry into force of the *Convention on International Interests in Mobile Equipment* (hereinafter referred to as *the Convention*).<sup>1</sup> The Convention's entry into force has effect, however, only as regards a category of objects to which a Protocol applies and as from the time of entry into force of that Protocol.<sup>2</sup> The *Protocol to the Convention on International Interests in Mobile Equipment on Matters specific to Aircraft Equipment* (hereinafter referred to as *the Aircraft Protocol*) is the only protocol currently open for signature: its status is discussed below.

During 2004 two further Governments lodged their instruments of ratification of, or accession to the Convention: the Government of the Islamic Republic of Pakistan on 22 January 2004 (instrument of accession) and the Government of the United States of America on 28 October 2004 (instrument of ratification), bringing the total number of Contracting States to date to five (Ethiopia, Nigeria, Islamic Republic of Pakistan, Panama and United States of America). Also during 2004 two further Governments signed the Convention (the Government of Ukraine, on 3 March 2004, and the Government of Canada, on 31 March 2004), bringing the total number of

<sup>1</sup> The Convention was opened for signature in Cape Town, South Africa, on 16 November 2001. The conditions for the entry into force of the Convention are set out in Article 49 of the Convention. Following the deposit by the Government of the Federal Republic of Nigeria of its instrument of ratification on 16 December 2003, being the third instrument of ratification lodged with UNIDROIT in its capacity as depositary under the Convention, those conditions were satisfied and enabled the Convention's entry into force on 1 April 2004.

<sup>2</sup> Convention, Article 49(1).

Governments that signed the Convention to 28.<sup>3</sup> The Convention ceased to be open to signature with its entry into force.<sup>4</sup>

The Aircraft Protocol will enter into force after the deposit of the eighth instrument of ratification, acceptance, approval or accession.<sup>5</sup> During 2004 two further Governments lodged their instruments of ratification of, or accession to the Aircraft Protocol: the Government of the Islamic Republic of Pakistan on 22 January 2004 (instrument of accession) and the Government of the United States of America on 28 October 2004 (instrument of ratification), bringing the total number of Contracting States to date to five (Ethiopia, Nigeria, Islamic Republic of Pakistan, Panama and United States of America). A further three such instruments are required to bring the Aircraft Protocol into force and to bring the Convention into force as regards aircraft objects. Also during 2004 two further Governments signed the Aircraft Protocol (the Government of Ukraine, on 3 March 2004; and the Government of Canada, on 31 March 2004), bringing the total number of Governments who have signed the Aircraft Protocol to 28.<sup>6</sup>

The Preparatory Commission for the establishment of the International Registry for aircraft objects (hereinafter referred to as *the Preparatory Commission*) - the Registry which will underpin the operation of the Aircraft Protocol - held its second meeting, at the Headquarters of the International Civil Aviation Organization (I.C.A.O.) in Montreal, on 27 and 28 May 2004. The meeting was chaired by Mr L. Noël (Switzerland) and attended by representatives of 18 members of the Preparatory Commission,<sup>7</sup> two observer States<sup>8</sup> and four international Organisations.<sup>9</sup> The meeting was attended, on behalf of UNIDROIT, by Mr M.J. Stanford, Principal Research Officer. The Preparatory Commission, after considering the different tenders for the International Registry, selected Aviareto, the candidate of Ireland, as the successful candidate to run the International Registry. The representative of Ireland indicated that Ireland would fully co-operate in facilitating the implementation and operation of the International Registry and considered that the proposed establishment of an implementation advisory board to assist the selected Registrar, made up of representatives of industry and experts, would facilitate the task of the Registrar.

The Draft Regulations Working Group of the Preparatory Commission responsible for preparing the regulations to govern the day-to-day operation of the International Registry for aircraft objects held its third meeting in Montreal on 5 and 6 October 2004 to consider the comments by Aviareto on the text of the draft regulations as these had resulted from the second meeting of the Draft Regulations Working Group, held in Montreal from 12 to 14 November 2002. The fourth and final meeting of the Draft Regulations Working Group was held in Brussels on 15 and 16 November 2004. The Draft Regulations Working Group was chaired by Mr J. Klang (United States of America). The draft regulations and a paper on insurance prepared by the Draft Regulations Working Group will be considered by the Preparatory Commission at its third meeting, to be held in Montreal on 20 and 21 January 2005.

<sup>3</sup> Burundi, Canada, Chile, China, Congo, Cuba, Ethiopia, France, Germany, Ghana, Italy, Jamaica, Jordan, Kenya, Lesotho, Nigeria, Panama, Saudi Arabia, Senegal, South Africa, Sudan, Switzerland, Tonga, Turkey, Ukraine, United Kingdom, United Republic of Tanzania and United States of America.

<sup>4</sup> Convention, Article 47(1) *in fine*.

<sup>5</sup> Aircraft Protocol Article XXVIII provides that the Aircraft Protocol will enter into force on the first day of the month following the expiration of three months after the date of the deposit of the eighth instrument of ratification, acceptance, approval or accession, between the States which have deposited such instruments.

<sup>6</sup> Burundi, Canada, Chile, China, Congo, Cuba, Ethiopia, France, Germany, Ghana, Italy, Jamaica, Jordan, Kenya, Lesotho, Nigeria, Panama, Saudi Arabia, Senegal, South Africa, Sudan, Switzerland, Tonga, Turkey, Ukraine, United Kingdom, United Republic of Tanzania and United States of America.

<sup>7</sup> Argentina, Brazil, Canada, People's Republic of China, Cuba, Egypt, France, Germany, India, Ireland, Nigeria, Russian Federation, Senegal, Singapore, South Africa, Switzerland, Tonga and the United States of America.

<sup>8</sup> Spain and Sweden.

<sup>9</sup> United Nations Office for Outer Space Affairs, UNIDROIT, Aviation Working Group and International Air Transport Association.

## b. Preliminary draft Rail Protocol

In accordance with the decision taken by the Joint UNIDROIT/OTIF Committee of governmental experts at its third session in May 2003 to take up the Secretariat's recommendation to organise regional seminars with a view to enhancing awareness of the preliminary draft Rail Protocol and to stress the benefits that might accrue therefrom, in particular with regard to developing countries and countries in economic transition, by facilitating access to foreign private investment, the first such regional seminar was held in Warsaw (Poland) in April 2004, intended for the Central and East European countries.<sup>10</sup> A second seminar focusing on the Americas was held in Mexico City in October 2004.<sup>11</sup> Talks are now being held to organise another such meeting in Africa in the first half of 2005.

At the same time, the Rail Working Group is proceeding with the preparation of an international registry system and related issues. It met in Brussels (Belgium) in September 2004, where it examined the documents prepared by members of the Working Group, dealing with the description of the main elements of the International Registry contemplated by the Convention as modified by the Rail Protocol, the particular structure of the Supervisory Authority, issues involving insurance, immunity and domicile, the Registrar, procedural rules for the Supervisory Authority and the draft regulation for the Registry. The Working Group will meet again in Rome in the course of February 2005 to examine, in particular, questions relating to the fee structure of the Registry.

Negotiations are underway with several States which might be interested in calling the diplomatic Conference for the adoption of the draft Rail Protocol towards the end of 2005.

The working documents relating to the Rail Protocol published in 2004 are to be found in Annex I.

## c. Preliminary draft Space Protocol

2004 witnessed considerable progress in the development of the preliminary draft Protocol to the Convention on International Interests in Mobile Equipment on Matters specific to Space Assets (hereinafter referred to as *the preliminary draft Space Protocol*), even though a number of difficulties remain to be resolved. The progress achieved was to be measured in terms of both the success with which the second session of the UNIDROIT Committee of governmental experts for the preparation of a draft Protocol to the Convention on Matters specific to Space Assets (hereinafter referred to as *the Committee of governmental experts*) was able to grapple with the fundamental policy issues that had been thrown up during the first session of the Committee of governmental experts, held in Rome from 15 to 19 December 2003, and the success achieved by the Space Working Group in attracting a broader range of participation among the different sectors of the space industry. At the same time, work continued within the United Nations Committee on the Peaceful Uses of Outer Space (U.N./COPUOS) on the question as to whether the United Nations should act as Supervisory Authority of the future international registration system for space assets to underpin the Convention as it will apply to space assets.

The second session of the Committee of governmental experts was held in Rome from 26 to 28 October 2004. It was attended by 97 representatives of 29 Governments,<sup>12</sup> five intergovernmental Organisations<sup>13</sup> and eight non-governmental international Organisations.<sup>14</sup> It was chaired by

<sup>10</sup> See programme in *Unif. L. Rev. / Rev. dr. unif.*, 2003, p. 879 and summary report in *Unif. L. Rev. / Rev. dr. unif.*, 2004, p. 397.

<sup>11</sup> See programme in *Unif. L. Rev. / Rev. dr. unif.*, 2004, p. 408 and summary report in *Unif. L. Rev. / Rev. dr. unif.*, 2004, p. 596.

<sup>12</sup> Argentina, Austria, Brazil, Burkina Faso, Canada, People's Republic of China, Colombia, Czech Republic, France, Germany, Greece, India, Indonesia, Ireland, Italy, Japan, Malaysia, Mexico, Netherlands, Nicaragua, Portugal, Republic of Korea, Russian Federation, Saudi Arabia, Senegal, South Africa, Ukraine, United Kingdom and United States of America.

<sup>13</sup> European Commission, European Space Agency, International Mobile Satellite Organization, International Telecommunication Union and the United Nations Office for Outer Space Affairs.

Mr S. Marchisio (Italy), save on the last day of the session, when, in the absence of Mr Marchisio, it was chaired by Ms A. Veneziano (Italy). As indicated above, the session was essentially dedicated to an in-depth examination and discussion of a number of key policy issues, in particular, first, the concept of space assets, secondly, the issues involved in the application of the Convention and the preliminary draft Space Protocol to “debtor’s rights” and “related rights”, thirdly, the criteria for the identification of space assets and, fourthly, the application and modification of default remedies under the preliminary draft Space Protocol. The Committee of governmental experts also considered some of the issues raised by the creation of the future international registration system for space assets to underpin the Convention as applied thereto. It set up a Sub-committee on the future international registration system, designed to permit the in-depth examination of a number of the key issues raised thereby, on which the Sub-committee was invited to report back to the Committee of governmental experts at its third session, due to be held in Rome from 27 June to 1 July 2005. The work of the Sub-committee, at least initially, is to be co-ordinated by the UNIDROIT Secretariat and to be conducted by electronic means.

With a view to assisting the formulation of Governments’ positions in relation to the intergovernmental consultation process, UNIDROIT has considered it desirable to organise a programme of colloquia in the Western and Eastern Hemispheres designed in particular to create an opportunity for representatives of Government and industry to exchange notes on the practical implications of the preliminary draft Space Protocol. The first colloquium, addressed to Governments and industry in the Western Hemisphere, was held in Paris on 5 September 2003. The follow-up colloquium, addressed to Governments and industry in Asia and the Asia-Pacific region, was held in Kuala Lumpur on 22 and 23 April 2004. This colloquium was organised by UNIDROIT in co-operation with the Space Working Group and the Malaysian National Space Agency. The colloquium was attended by representatives of the Governments of eight States from Asia and the Asia-Pacific region,<sup>15</sup> two intergovernmental Organisations,<sup>16</sup> one international non-governmental Organisation<sup>17</sup> and the world aerospace industry and financial community. It was attended, on behalf of UNIDROIT, by Mr Kronke and Mr Stanford, who chaired the colloquium. It permitted discussion of the preliminary draft Space Protocol’s potential relevance to a cross-section of Asian and Asia-Pacific countries and in particular to representatives of manufacturers, financiers and operators in Asia and the Asia-Pacific region. There was also a round table discussion in which all participants in the colloquium were able to discuss issues of particular importance arising under the preliminary draft Space Protocol, in particular the proposed definition of space assets, the definition of “debtor’s rights” and “related rights”, the identification of space assets and the application of remedies in relation to space assets, especially those providing a public service.

One of the key features of UNIDROIT’s development of the preliminary draft Space Protocol has been the importance of the advisory role being taken by the Space Working Group. This is essential if the end-product of the Committee of governmental experts’ work, based moreover on a first draft prepared by the Space Working Group, is to prove commercially viable. The Space Working Group, notwithstanding the best efforts both of its co-ordinator, Mr Peter D. Nesgos (Milbank, Tweed, Hadley & McCloy, New York) and the UNIDROIT Secretariat, has not to date benefitted from the participation in its work of as broad a range of representatives of the principal sectors of the space industry as the importance of the preliminary draft Space Protocol for the future of the space industry would seem to warrant. A number of welcome developments in this sense however took place during 2004, in particular the decision by three new parties, Alenia Spazio, BNP Paribas and Telespazio, to accord their sponsorship to the Space Working Group. The latter has, however, been particularly anxious to secure the more active involvement in its efforts

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<sup>14</sup> Aviation Working Group, European Satellite Operators Association, International Association of Young Lawyers, International Astronautical Federation, International Bar Association, International Institute of Space Law, International Law Association and Space Working Group.

<sup>15</sup> Australia, People’s Republic of China, India, Indonesia, Japan, Malaysia, Republic of Korea and Saudi Arabia.

<sup>16</sup> UNIDROIT and United Nations Office for Outer Space Affairs.

<sup>17</sup> Space Working Group.

of satellite operators. It was in this context that on 25 October 2004 UNIDROIT and the Space Working Group, in co-ordination with the European Satellite Operators Association, organised a half-day meeting entitled “Why is the Space Protocol under preparation by UNIDROIT important for satellite operators?”. The meeting was attended by a representative cross-section of satellite operators from the Western and Eastern Hemispheres, as well as financiers and others with expertise in the practical implications of the preliminary draft Space Protocol. It was opened, on behalf of UNIDROIT, by Mr B. Libonati, President, and was closed, on behalf of UNIDROIT, by Mr Kronke. It was chaired by Mr Stanford. The meeting looked at not only the potential general impact of the preliminary draft Space Protocol on manufacturers, financiers and operators but also at those issues of particular interest to operators.

The question as to whether it would be possible and desirable for the United Nations to act as Supervisory Authority of the future international registration system for space assets was further considered at the 43<sup>rd</sup> session of the Legal Subcommittee of U.N./COPUOS, held in Vienna from 29 March to 8 April 2004. On that occasion, with UNIDROIT being represented by Mr Stanford, the Legal Subcommittee endorsed the recommendation of its Working Group looking at the preliminary draft Space Protocol to establish an open-ended *ad hoc* working group to continue working, by electronic means, between its 43<sup>rd</sup> and 44<sup>th</sup> sessions on the question of the appropriateness of the United Nations serving as Supervisory Authority, with a view to preparing a report, to include a draft General Assembly resolution, for consideration by the Legal Subcommittee at its 44<sup>th</sup> session, due to be held in Vienna from 4 to 15 April 2005.

In the meantime, it should be noted that the question as to whether other international Organisations might be interested in acting as Supervisory Authority continues within a number of such Organisations, in particular the European Space Agency, the International Mobile Satellite Organization and the International Telecommunication Union.

The working documents relating to the Preliminary Draft Space Protocol published in 2004 are to be found in Annex I.

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

In the context of its efforts designed to enhance awareness of the Convention and Aircraft Protocol in different parts of the world, on 2 and 3 November 2004 UNIDROIT convened a seminar for new European Union accession and candidate States. The seminar was convened in consultation with I.C.A.O. and with the technical assistance of the Aviation Working Group and was arranged with the generous co-operation of the Government of the Czech Republic, through the Ministry of Transport, which hosted the seminar. Nine European Union accession and candidate States<sup>18</sup> were represented at the seminar. It was attended, on behalf of UNIDROIT, by Mr H. Kronke, Secretary General, and Mr J. Atwood, Research Officer. The seminar featured presentations by representatives of UNIDROIT, the Federal German Ministry of Justice, the Aviation Working Group, the International Air Transport Association, Charles University Prague, Freshfields Bruckhaus Deringer and GE Capital Aviation Services. These presentations provided participants with a broad range of perspectives on issues of interest to States in relation to possible ratification of the Convention and the Aircraft Protocol and the opportunity to discuss issues of interest.

With a view to expanding awareness of the preliminary draft Space Protocol and placing it at the centre of future developments in the development of space infrastructure to meet the requirements of the commercialisation of outer space, UNIDROIT has also participated in the Futures Project of the Organisation for Economic Co-operation and Development (O.E.C.D.) looking at the role of public and private actors in the commercialisation of space and the development of space infrastructure. It was thus represented by Mr Stanford at the third meeting of the O.E.C.D. Steering Group on this project, held in Paris on 7 May 2004. It was as a result of its participation there that the O.E.C.D. Steering Group is contemplating the inclusion in the final report that it anticipates publishing toward March or April 2005 of a recommendation to support UNIDROIT's efforts in this field as a means of encouraging the private financing of space activities.

<sup>18</sup> Bulgaria, Croatia, Czech Republic, Hungary, Lithuania, Poland, Romania, Slovakia and Ukraine.



For the preliminary draft Protocol relating to Matters specific to Rail Rolling Stock, two regional seminars have been organised in 2004, one in Warsaw (April 2004) and the other in Mexico City (October 2004) (see. p. 10 *supra*).

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

Following the completion of the draft Principles of Transnational Civil Procedure by the Joint ALI/UNIDROIT Working Group in May 2003, and examination of it by the Steering and Revisions Committee set up by the UNIDROIT Governing Council at its 82<sup>nd</sup> session, the final draft was submitted to the UNIDROIT Governing Council at its 83<sup>rd</sup> session in April 2004. The Governing Council unanimously approved the draft subject to minor amendments in the light of the comments made by some of its members.

The final draft of the Principles of Transnational Civil Procedure was also submitted to the Annual Meeting of the American Law Institute held in Washington, D.C. in May 2004 where it was unanimously approved subject to minor changes resulting from the discussion at the meeting.

In November 2004 the Co-rapporteurs, G. Hazard Jr. and R. Stürner, assisted by A. Gidi (Secretary to the Joint ALI/UNIDROIT Working Group), produced the finalised version of the draft Principles of Transnational Civil Procedure. The ALI/UNIDROIT Principles of Transnational Civil Procedure with the accompanying official comments will appear in both English and in French as a UNIDROIT document for distribution to member States and other interested organisations. They will also be published and distributed on a commercial basis by Cambridge University Press.

Together with the ALI/UNIDROIT Principles of Transnational Civil Procedure will be published the 'Rules of Transnational Civil Procedure'. However, the 'Rules', which constitute a Reporters' study only and as such were not submitted to the competent organs of UNIDROIT or the ALI for approval, will appear as an Annex to the Principles.

The working documents relating to the Principles and Rules of Transnational Civil Procedure published in 2004 are to be found in Annex I.

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

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

In the course of the year 2004, the Institute's work on *Harmonised Substantive Rules regarding Securities Held with an Intermediary* made considerable progress and entered into a new phase.

The Study Group on this subject, during its fourth and fifth sessions<sup>19</sup> and numerous informal consultations, continued work on the draft instrument. Two versions for discussion were published in April and November respectively.<sup>20</sup> Finally, in December 2004, the Study Group submitted the preliminary draft *Convention on Harmonised Substantive Rules regarding Securities Held with an Intermediary*<sup>21</sup> to the Governing Council for its approval.

The preliminary draft Convention deals with the following topics:

- *Effective book-entries (Articles 1(d), 2(2)(a), 5, 11, 14 and 15)*: first and foremost, an account holder needs to be confident that securities in its account represent interests that are effective against its intermediary and third parties, even in the event of insolvency of the intermediary. An aspect closely related to the foregoing is that a reversal of book-entries should only be possible under previously clearly stated exceptions.

<sup>19</sup> The fourth session was held at the invitation of the *Swiss National Bank* in Gerzensee, Switzerland, 24 to 27 April 2004, UNIDROIT 2004 Study LXXVIII Doc. 14; the fifth session was held with the support of the *Hungarian Foreign Trade Bank* in Budapest, Hungary, 18 to 22 September 2004.

<sup>20</sup> UNIDROIT 2004 Study LXXVIII Doc. 13 prov. 2 (en/fr) and Doc. 17 (en/fr).

<sup>21</sup> UNIDROIT 2004 Study LXXVIII Doc. 18 (en/fr).

- *Fruits, voting rights, etc (Articles 2(1), (3) and 18)*: an investor needs to be sure that the holding of securities through a multi-tiered holding system does not weaken its position regarding (a) receipt of dividends or other fruits of the investment; (b) exercise of voting and other corporate rights; and (c) exercise of set-off against a bond-issuer, which should not be precluded to an extent greater than under a direct holding system.
- *Clear and simple rules for transactions (Articles 3-6, 9 and 10)*: all parties to any kind of transaction (acquisition, disposal, creation of a security interest) need to rely on simple rules for such transaction. This means also that (1) the effectiveness of a transaction against third parties is clearly defined; (2) an acquirer of securities or a security interest should be protected against claims from a third party challenging the right, purporting to have a prior or prevailing interest, except in scenarios where the account holder knew about a previously existing interest over the asset in favour of that party; (3) there should be clear rules regarding priorities of competing dispositions.
- *Integrity of the account holder / intermediary relationship (Articles 2(2)(b), 8 and 13)*: an intermediary needs to be sure that it is only exposed to claims that build on the relationship with its own account holder and that it is protected from third party interference. Third parties may not have access to this relationship unless expressly granted, e.g. when providing security over securities to a third party. Consequently, an intermediary only has to recognise (1) interests of its *own* account holder with respect to the account; (2) security interests over assets credited to an account that it maintains for its *own* account holder; (3) orders to attach or freeze one of the foregoing interests in favour of a third party.
- *Instructions (Article 13)*: there should be a clear regime for instructions with a view to protecting the intermediary and the clearing and settlement system: (1) an intermediary needs to be perfectly sure whose instructions are binding (account holder and possibly a secured third party) and who is not entitled to instruct (third parties); (2) there should be limits to the possibility of revoking instructions.
- *Net settlement (Article 3(5))*: an intermediary should be entitled to effect a net settlement. That is, to the extent that there are matching debits and credits to accounts maintained by the intermediary for its account holders, there need not be precisely matching entries in the intermediary's accounts maintained with the upper-tier, but such entries should simply reflect the net overall change in the aggregate balances of its account holders taken together.
- *Integrity of the issue (Article 16)*: an issuer of securities needs to be sure that the rules regarding acquisition of securities do not lead to a situation where the aggregate number of securities of a certain description held through the system of intermediaries exceeds the number of securities originally issued ("inflation").
- *Realisation of security interests (Article 20)*: there should be clear and simple rules regarding the realisation of a security interest over securities held with an intermediary. These rules should allow for rapid realisation without burdensome formal requirements once the substantive requirements authorising the enforcement have been fulfilled, in a manner that does not prejudice the interests of the security provider.
- *Right of use (Article 21)*: a security provider needs to know clearly whether and to what extent the security taker may use the securities that it has under its control for further purposes, notably whether and under which conditions it is entitled to create another security interest over its interests in favour of a third person (re-collateralisation).

The UNIDROIT Governing Council adopted the text by written procedure along with the Explanatory Notes by the Secretariat<sup>22</sup> on 23 December 2004. On the same day, the documents were communicated to the member States of UNIDROIT accompanied by an invitation to participate in the first session of the Committee of Governmental Experts, to be held from 9 to 20 May 2005 in Rome.

The working documents relating to this subject published in 2004 are to be found in Annex I.

<sup>22</sup> UNIDROIT 2004 Study LXXVIII Doc. 19 (en/fr).

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

Furthermore, constant information of and consultation with interested governmental authorities, international governmental and non-governmental organisations and interested private parties ensured the development of an instrument that is legally sound on the one hand but equally rooted in the practice of securities clearing and settlement, on the other hand. In 2004, consultations with governmental and non-governmental experts were held in Argentina, Brazil, P. R. China, Denmark, Greece, India, Japan, Malaysia, Mexico, Sweden and the United States of America. Seminars for the private financial sector were held in Frankfurt (Germany), Paris (France), London (UK) and New York (USA). The Secretariat liaised with competent authorities in the European Union and the USA and worked closely together with other international governmental organisations.

**5. Transport**

The present co-operation between UNIDROIT and the *United Nations Economic Commission for Europe (UN ECE)* dates back to the request addressed to UNIDROIT in 1999 "to comment on the problems concerning the exchange of electronic data in the framework of the CMR Convention". The *Inland Transport Committee* of the ECE subsequently set up a *Working Party on Road Transport* to consider the question of electronic data interchange. This Working Party decided to propose the adoption of a Protocol to the 1956 Convention on Contracts for the International Carriage of Goods by Road (CMR) to deal with the question. UNIDROIT was requested to make a proposal, which its representative, Mr Jacques Putzeys, member of the Governing Council, did in 2001.

At its ninety-sixth session the Working Party (see TRANS/SC.1/371) considered the draft text prepared by Mr J. Putzeys of a protocol to the CMR, which would include electronic data interchange (EDI) in its procedures (see TRANS/SC.1/2001/7). It also considered the replies received to a questionnaire sent out by the Secretariat (see TRANS/SC.1/2002/2 and Add.1, 2 and 3) asking countries to define their positions on the new draft Protocol. All the replies received were largely in favour of the establishment of a Protocol.

The representative of Germany however raised a number of points which, in her opinion, had not been resolved in the draft Protocol presented, particularly with reference to the electronic signature, and submitted a new draft text (see TRANS/SC.1/2003/1). This draft gave rise to substantive reservations by IRU and UNIDROIT (see TRANS/SC.1/2003/1/Add.1 and Add.2), but also several countries (Finland, Russian Federation, Netherlands) indicated that they were in favour of the UNIDROIT text (see TRANS/SC.1/373).

In view of the divergence of positions expressed, the Working Party requested the Secretariat to consult all countries by means of a questionnaire with a view to ascertaining their position on the basic text on which the working group to be established would have to work, and the aspects to be taken into consideration in the draft Protocol.

The questionnaire in question was sent to the States on 30 January 2004. It put the question of the opportuneness of either adopting a broader convention (as proposed by the German delegation), or adopting an additional Protocol limited to the declaration of the principle of functional equivalence (as proposed by UNIDROIT) (see TRANS/SC.1/2004/3 and TRANS/SC.1/375, of 1 December 2004).

In November 2004, the Secretary General of UNIDROIT was informed of the results of the survey, which had been largely in favour of the solution proposed by UNIDROIT (16 countries favoured the UNIDROIT proposal, whereas two favoured the German proposal). UNIDROIT was consequently asked to prepare a revised version of its proposal with a view to finalising the draft text at the next session of the Working Party due to be held in October 2005.

Mr Putzeys, now honorary member of the Council, has accepted to continue to represent UNIDROIT in this matter, and is currently in touch with the Secretariat of the Working Party with a view to determining the work to be done, i.e. the drafting of a complete protocol with no more than one proposal. As indicated above, such a protocol would be discussed by the Working Party at its session on 19 October 2005, with a view to its submission to States for adoption by a simplified procedure which is still to be determined.

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

### **1. Franchising**

The finalisation of the Spanish translation of the Guide International Master Franchise Arrangements was delayed due to a lack of resources, but it is expected that it will be placed on the UNIDROIT web site early in 2005.

Ms Lena Peters (UNIDROIT Secretariat) at the 42<sup>nd</sup> Annual Congress of the International Association of Young Lawyers (Naples, 24 to 28 August 2004), illustrated the *UNIDROIT Model Franchise Disclosure Law* and recent national legislation on franchising in the session entitled “Successful Retailing Structures” of the Commission on Distribution.

### **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 2004 there were twenty-four Contracting States: Argentina, Azerbaijan, Bolivia, Brazil, Cambodia, China, Croatia, Cyprus, Ecuador, El Salvador, Finland, Gabon, 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, and often thanks to the financial support of the organisers, 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:

- the French *Observatoire des mouvements internationaux d'oeuvres d'art* has invited a member of the Secretariat to attend two meetings, one of which totally devoted to the 1995 Convention (Paris, 24 March and 26 May 2004). It has been an opportunity to meet persons from all professional categories of the art world in France to make the Convention better known and to calm the debate relating to the possible ratification by France;
- following the accession of the Republic of Azerbaijan to the Convention in 2003, the Ministry of Culture of this country organised a Conference totally devoted to the 1995 Convention to explain to the professionals how to better apply the Convention (Baku, 9 and 10 June 2004);
- finally, in the context of the Dutch presidency of the European Union, the Dutch Ministry of Culture organised a Conference entitled “Fighting Illicit Traffic in Cultural Goods within the European Union” which emphasised in particular the implementation of the European texts in this field, as well as the two relevant international conventions, the 1995 UNIDROIT Convention being one (Rotterdam, 8 and 9 November 2004).

During the year 2004, 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, regional seminars organised by INTERPOL in Romania and by UNESCO in South Africa, and a conference on the implementation of the 1995 Convention organised by UNESCO in North Korea).

These were opportunities 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

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

The Secretariat has throughout 2004 continued to use its best efforts to promote UNIDROIT Conventions, whether by making presentations at conferences or by penning articles.

The 2001 Cape Town Convention on International Interests in Mobile Equipment and the Protocol thereto on Matters specific to Aircraft Equipment were signed by Ukraine and Canada on 3 March and 31 March 2004 respectively. On 31 December 2004, a total of 28 States have signed both instruments. The United States of America has ratified the Convention and the Aircraft Protocol on 28 October 2004, and Pakistan acceded to them on 22 January 2004 respectively. The Cape Town Convention has therefore entered into force on 1 April 2004 but only as regards a category of objects to which a Protocol applies.

The 1995 UNIDROIT Convention on Stolen or Illegally Exported Cultural Objects entered into force in Guatemala on 1 March 2004. Cyprus, Slovenia and Gabon acceded to the Convention on 2 March, 8 April and 12 May 2004 respectively and the Convention entered into force in Cyprus, Slovenia and Gabon on 1 September, on 1 October and on 1 November 2004 respectively. The Convention thus counts twenty-four Contracting States to this date.

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 participate fully in the process of legal harmonisation, in particular developing countries and countries in economic transition. It is geared, primarily, towards implementing and publicising the Institute's work and make it more widely known and moreover offers 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. 8). See Marcel FONTAINE, "The Draft OHADA Uniform Act on Contracts and the UNIDROIT Principles of International Commercial Contracts", *Unif. L. Rev. / Revue de droit uniforme*, 2004, 573.

#### 2. *Research Scholarships Programme*

First launched in 1993, the Research Scholarships Programme has to date enabled 130 researchers from 50 countries to carry out top-level research in the UNIDROIT Library on the topic of their choice, related to UNIDROIT's activities and/or to uniform law. In 2004, 15 researchers were hosted by the Institute in accordance with the decision taken by the Scholarships Subcommittee of the Governing Council (83<sup>rd</sup> session, Rome, 19-21 May 2004), with the financial support of the following sponsors: Government of the Republic of Korea, and Government of the People's Republic of China (MOFTEC). Several scholars secured (part) funding directly, from other sources.

Beneficiaries of the Programme in 2004 were:

Mr BENCLINOV Constantin (Romania), Attorney at Law, Benclinov & Associates (Bucharest); (Jan/Feb); Research Topic: "International Commercial Contracts – Formation (*Culpa in contrahendo*) and Hardship".

Mr CUI Shufeng, Official, Department of Treaty and Law, MOFCOM (Beijing); (Feb/April); Research Topic: "Competition Law: Overview of International and Comparative Law Aspects from a Chinese Perspective".

Mr ZHANG Gu, Associate Professor, Beijing University; (Feb/April); Research Topic: "Assignment of Rights: Overview of International and Comparative Law Aspects from a Chinese Perspective".

Mr HAN Liyu, Associate Professor, Renmin University, Beijing; (Feb/April); Research Topic: "Franchising: Overview of International and Comparative Law Aspects under a Chinese Perspective".

Mr ZHANG ShaoHui (People's Republic of China), PhD Student, Catholic University of Louvain-la-Neuve, (Belgium); (Feb/Mar); Research Topic: "International Commercial Contracts (CISG and UNIDROIT Principles)".

Mr TUKTAROV Yuriy (Russian Federation), Ph.D. Researcher, Institute for Legislation and Comparative Law under the Government of the Russian Federation (Moscow); (Mar/April) Research Topic: "Transfer of Ownership in Moveables: Comparative Law Aspects".

- Mr POUR-OSTAD Majid (Iran), Lecturer, civil commercial litigation, Azad University, Attorney at Law (Tehran); (April/May); Research Topic: "Transnational Civil Procedure".
- Mr ALLIOUI Kamal (Morocco), Attorney at Law, Professor at the Law Faculty – Rabat Souissi; (April); Research Topic: "The International Commercial Contract of Technology Transfer".
- Mr RIZVI Syed Ghulam Murdoza (India), Deputy Chief Legal Adviser, Oil & Natural Gas Corporation; (April/May); Research Topic: "UNIDROIT Principles of International Commercial Contracts & Settlement of Disputes in the Oil & Gas Agreements".
- Mr HUSSONMOREL Rodolfo (Argentina), Professor, Universidad Argentina de la Empresa, Buenos Aires; (April/May); Research Topic: "Security Interests in Mobile Equipment".
- Mr HABIB Yakdhane (Tunisia), Department of the Government Legal Counsellor, Prime Minister's Office, Tunis; (Sep/Oct); Research Topic: "Private Financing of Public Infrastructures".
- Ms TA THANH Binh (Vietnam), Legal Official, Securities Market Development Department; Ministry of Finance, Hanoi; (Oct/Dec); Research Topic: "Improvement of the Legal Framework for Vietnam's Capital Market".
- Mr NGUYEN Quang Anh (Vietnam), Legal Official, Department of International Law and Treaties, Ministry of Foreign Affairs, Hanoi; (Oct/Dec); Research Topic: "The Settlement of Investment Disputes between States and Nationals of other States".
- Mr FEDCHUK Valery (Russia), Associate Professor, Private Law Department of the All-Russia Academy of Foreign Trade, Moscow; (Nov); Research Topic: "Company Law".
- Mr Zock ATARA À NGONN Joseph (Cameroon), Legal Adviser, Legal Department, Ministry of Finance & Budget, Yaoundé; (Nov/Dec); Research Topic: "The International Contracts of Cameroon".

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

As in the past years in accordance with the French Government, Ms Perrine Daubas (France) was seconded to the Secretariat as a "volontaire international" as of March 2004 until February 2005.

Ms Alexandrine Pantz (France) was seconded to the UNIDROIT Secretariat for a period of seven months (November 2003 - March 2004), during which she also continued her research on the UNIDROIT Principles on International Commercial Contracts in the UNIDROIT library.

On the basis of an ongoing agreement between UNIDROIT and the Ecole du Barreau du Québec, Ms Jessica Peterkin (Canada) was assigned for a six-month internship and seconded to the Secretariat. Ms Charlotta Jull (lawyer, Canada) terminated her seven-month internship in July 2004 and Mr Christian Schindler (lawyer, Germany) terminated his four-month intership in October 2004.

Ms Hernany Veytia (Mexico) collaborated in the translation into Spanish of the UNIDROIT Principles for International Commercial Contracts.

The following persons carried out their internship or personal research making use of the documentation of the UNIDROIT Library during 2004: Mr Luis Anguita (Spain), Ms Mireli Bareto (Brazil), Ms Manila Barlettano (Italy), Mr Jean-Christophe Billou (France), Mr Luis Francisco Carrillo (Spain), Ms Marika de Wit (Netherlands), Mr Marco Di Matteo (Italy), Ms Rosario Espinoza (Spain), Ms Luisa Feitosa (Brazil), Mr Marc Harremann (Netherlands), Mr Albert Henke (Italy), Mr Alexander Kitanoff (Germany), Ms Johanna Konopinska (Germany), Ms Patricia Orejudo (Spain), Mr David Paulus (Germany), Mr Klaus Pfeiffer (Germany), Mr Yann Predali (France), Mr Joaquin Rams (Spain), Ms Lorena Sales (Spain), Mr Thomas Schmid (Austria), Ms Valentina Tamburello (Italy), Ms Ulrike Teichert (Germany), Ms Burcu Tuczcu (Turkey) and Mr Bart Volders (Belgium).

## **B. THE UNILAW DATA BASE**

Work on the UNILAW Data Base continued in 2004. Using the special funds available to the Secretariat, a part-time assistant was hired in the person of Ms Judit Kisely (Hungary). With Ms Kisely's assistance it proved possible to begin the insertion in the data base of national case law relating to the *1956 Convention on the Contract for the International Carriage of Goods by Road (CMR)*. At the end of the year 91 cases had been made available on the public web site, a majority of which with case summaries, and some 35 awaited checking and completion of treatment before being made available to the public. In addition, work had begun on approximately 100 cases and these were at different stages of development. In total, 1112 cases were available to the Secretariat either in electronic format or on paper awaiting scanning. Furthermore, a bibliography on the CMR had been inserted and classified by keyword and article of the Convention.

During the year the Secretariat benefited from the assistance of two interns: Ms Charlotta Jull (Canada) and Mr Yann Prédali (France), who wrote and translated case summaries for the data base.

Contacts were furthermore established with the French *Cour de cassation* which kindly provided the full text of a number of French cases. The Belgian *Cour de cassation* also continued to supply the Secretariat with the full text of its decisions.

## **C. UNIFORM LAW FOUNDATION**

On 18 April 2004 the new Board of Governors of the Uniform Law Foundation met under the Chairmanship of its new President, Sir Roy Goode. It was recalled that the Foundation had been created primarily for a data base and other items of expenditure not, or not adequately, covered by the Institute's regular budget.

Following the meeting of the Board, the Foundation brochure was finalised and printed. Copies were distributed to the members of the Board.

Preparations were furthermore made for the holding of the first formal promotion event intended to launch the Foundation and to signal the beginning of activities. This event is expected to take place in 2005.

## **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 2004. 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 UNIDROIT documents contained in the UNIDROIT Proceedings and Papers series 1999-2004 have been posted on the Institute's web site. They include the Annual Reports on the activity of the Institute, the reports on the annual sessions of the UNIDROIT Governing Council, the reports on the annual sessions of the General Assembly of UNIDROIT member States, the final texts of instruments prepared under the auspices of UNIDROIT, documents concerning current work on instruments adopted as well as the preparatory work, consisting of the studies and reports of the various working groups and committees of governmental experts, on items on the UNIDROIT Work Programme.

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 (conventions, model laws, principles and guides)
- ▶ The current UNIDROIT Work Programme, with specific subsections devoted to the 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 UNIDROIT publications, including the table of contents and leading article of each issue of the *Uniform Law Review*
- ▶ An overview of the Uniform Library as well as the catalogue of the Gorla Collection
- ▶ A section devoted to UNIDROIT's activities in the field of legal cooperation (a programme of scholarships and assistance to States in the preparation of uniform law instruments)
- ▶ Links to the UNILAW and UNILEX databases

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

To date 44 libraries have been designated by Member States to serve as depositories for UNIDROIT documentation (*UNIDROIT Proceedings and Papers* on CD-ROM and the *Uniform Law Review*, New Series).

## **F. UNIDROIT LIBRARY**

Following the decision taken in 2004 to replace the current library software, a new EDV-system, the Aleph 500 – integrated library system which guarantees a high level of security, has been chosen.

The work on the catalogue data went on in 2004 to conform in particular to international library standards. Therefore, all 32 000 electronic catalogue entries have been checked once again and more than 15 000 authors' names and over 1000 collections have been unified in accordance with international authority headings. Due to strict financial constraints, the work has been done by the Librarian and her assistant. Furthermore, an authority-database for authors' names containing more than 35 000 entries has been created, thanks to the co-operation programme between UNIDROIT and the University Paul Valéry in Montpellier, section for documentation.

A training programme with ELSA (European Law Students Association) started in 2004, thanks to which European law students are able to collaborate in the every day life of the Library and to familiarise with the functions and activities of the Organisation. Furthermore, they are able to work on their own research projects using the rich resources provided by the Library.

In 2004, the Library's holdings increased by 2105 titles, 602 were purchased, 120 obtained on an exchange basis for a total value of € 6.075,00, and 1183 other titles were received as a gift for a total value of € 37.450,00. The Library's acquisition policy has been very difficult due to the important rise in the prices of publications.

Of particular importance among the donations were those received from the Max-Planck-Institute for Foreign Private and Private International Law for a total value of € 30.500,00 €. The Library succeeded in obtaining new materials by exchange programs with the *Uniform Law Review*.

The UNIDROIT library continues to attract readers from all over the world. Among the 2982 visitors in 2004, the 32 foreign guests came from 14 different countries.

The UNIDROIT Librarian, Ms B. Maxion, was elected member of the Board of the International Association of Law Libraries (IALL). For the next three years, the UNIDROIT Library will therefore be represented in the most distinguished association of international law libraries.

## **G. PUBLICATIONS**

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

This quarterly publication (new formula launched in 1996), which covers uniform law in a broad sense, now enjoys wide recognition both on its scholarly merit and as a vehicle 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 given extensive coverage, thereby turning *Uniform Law Review / Revue de droit uniforme* into an essential tool for ensuring the dissemination of information on its work. Some of the material published in the *Review* may also be found on the UNIDROIT website.

The year 2004 saw the publication of issues 2003-4 (total number of pages published in 2003: 1084), 2004-1 and 2004-2, which focused largely on the UNIDROIT Principles, and 2004-3. Issue 2004-4 will be devoted to the ALI/UNIDROIT Principles and Rules of Transnational Civil Procedure.

The *Review* is distributed free of charge to a number of institutions and persons (including depositary libraries) with a view to furthering the institutional objectives of the Organisation and is instrumental in maintaining a considerable number of exchange agreements that supply the legal periodicals which form part of the Library stocks. The distribution of paying subscriptions of the *Review* was handled in 2004 by *Giuffrè Editore* (Milan).

### **2. *Guide to International Master Franchise Arrangements***

The finalisation of the Spanish translation of the Guide International Master Franchise Arrangements was delayed due to a lack of resources, but it is expected that it will be placed on the UNIDROIT web site early in 2005.

### **3. *Model Franchise Disclosure Law***

2004 saw the publication of the English and French versions of the *Model Franchise Disclosure Law* adopted in 2002, the publication of which had been delayed for financial reasons.

**LIST OF THE DOCUMENTS PUBLISHED BY THE UNIDROIT SECRETARIAT IN 2004  
ON THE IMPLEMENTATION OF ITS WORK PROGRAMME**

The following documents relating to the implementation of the Institute's Work Programme were published in 2004:

**STUDY L – PRINCIPLES OF INTERNATIONAL COMMERCIAL CONTRACTS**

Doc. 98 - Principles of International Commercial Contracts. Final draft as adopted by the Working Group and edited by the Secretariat (February 2004).

**STUDY LXV – LEGAL COOPERATION PROGRAMME**

Scholarships: Impl. 16 – Research Scholarships Programme – Implementation report for the financial year 2003 (December 2004)

**STUDY LXV/L – ACTE UNIFORME OHADA SUR LE DROIT DES CONTRATS**

Doc. 1 - Avant-projet (rédigé par le Prof. Marcel Fontaine) (septembre 2004) (Distribution restreinte)

Doc. 2 – Note explicative à l'avant-projet (rédigée par le Prof. Marcel Fontaine) (Septembre 2004)

**STUDY LXXI H – INTERNATIONAL INTERESTS IN RAIL ROLLING STOCK**

Doc. 15 – The preliminary draft Rail Protocol to the Cape Town Convention on International Interests in Mobile Equipment: an Opportunity for Government and Industry to Compare Notes in the Run-up to the Diplomatic Conference – Acts of a colloquium organised by UNIDROIT, OTIF and the Rail Working Group, in co-operation with the Government of Poland, Warsaw, 15-16 April 2004

Doc. 16 – The International Regime for the Taking of Security in High-Value Mobile Equipment – Possibilities and Challenges: Acts of a colloquium organised by UNIDROIT, OTIF, under the auspices of the Government of Mexico and the Mexican Center of Uniform Law, Mexico City, 11-12 October 2004

**STUDY LXXII J – INTERNATIONAL INTERESTS IN SPACE PROPERTY**

C.G.E. Space Pr./1/Report – Report on the first session of the 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 (Rome, 15-19 December 2003) (prepared by the UNIDROIT Secretariat) (February 2004)

*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: Second session, Rome, 26 – 28 October 2004*

W.P. 1 – Draft agenda

W.P. 2 – Explanatory note to the draft agenda

W.P. 3 – Preliminary draft Protocol on Matters specific to Space Assets (as revised by the 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 during the first session, held in Rome from 15 to 19 December 2003)

W.P. 4 – Proposal for the application of the Convention on International Interests in Mobile Equipment and the Space Assets Protocol to debtor's rights and related rights (by the Space Working Group)

W.P. 5 – Summary report: a colloquium organised by UNIDROIT, in co-operation with the Malaysian National Space Agency and the Space Working Group, Kuala Lumpur, 22/23 April 2004 (prepared by the UNIDROIT Secretariat)

W.P. 6 – Comments (by the Government of the United States of America)

W.P. 7 – Comments (by the Government of Senegal)

W.P. 8 – Comments (by the Government of Portugal)

W.P. 9 – Comments (by the Government of the People's Democratic Republic of Algeria)

W.P. 10 – Draft Report (Plenary Session, 26 October 2004)

W.P. 12 – Draft Report (Plenary Session, 27 October 2004)

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

Doc. 11 – 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 (February 2004)

Doc. 12 – Joint American Law Institute / UNIDROIT Working Group on Principles and Rules of Transnational Civil Procedure: Draft Rules of Transnational Civil Procedure with Comments, prepared by Professors G. C. Hazard, Jr., R. Stürner, M. Taruffo and A. Gidi (February 2004)

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

*UNIDROIT Study Group on Harmonised Substantive Rules Regarding Securities Held with an Intermediary*

Doc. 12 – “Legal Risk and Market Efficiency”. UNIDROIT Seminar on Substantive Rules regarding Securities Held with an Intermediary – Rome, 12 November 2003: Report (February 2004)

Doc. 13 prov. 2 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules regarding Securities Held with an Intermediary. Draft Convention on substantive rules regarding securities held with an intermediary. (April 2004)

Doc. 14 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules regarding Securities Held with an Intermediary. Summary Report, 4<sup>th</sup> session (24 – 27 March 2004) (prepared by the Secretariat). (April 2004)

Doc. 15 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules regarding Securities Held with an Intermediary. Proposal with respect to Chapters IV, V of the preliminary draft Convention) (prepared by the Secretariat). (September 2004)

Doc. 16 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules regarding Securities held with an Intermediary. Comments on the preliminary draft Convention. (September 2004)

Doc. 16 Add. 1 – Restricted Study Group on Item 1 of the Project: Harmonised Substantive Rules regarding Securities held with an Intermediary. Comments on the preliminary draft Convention. (September 2004)

Doc. 17 – Preliminary draft Convention on Harmonised Substantive Rules Regarding Securities Held with an Intermediary: Text (Study Group circulation only) (October 2004)

Doc. 18 – Preliminary draft Convention on Harmonised Substantive Rules Regarding Securities Held with an Intermediary: Text (November 2004)

Doc. 19 – Preliminary draft Convention on Harmonised Substantive Rules Regarding Securities Held with an Intermediary: Explanatory notes (prepared by the Secretariat) (December 2004)

**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**

**INSTRUMENTS ELABORES PAR UNIDROIT ET ETAT DE MISE EN OEUVRE (\*) 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*
- 2004 Principles of International Commercial Contracts / *Principes relatifs aux contrats du commerce international*
- 2004 ALI/UNIDROIT Principles of Transnational Civil Procedure / *Principes ALI/UNIDROIT de procédure civile transnationale*

(\*) Based on information available to the Secretariat as of 31 December 2004 / *Ce document est basé sur les informations dont dispose le Secrétariat au 31 décembre 2004.*

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/implementation/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/implementation/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. OF RESERVATIONS/ DECL. OU RESERVES	EFFECT OF / EFFET DE DENUNCIATION
Belgium / <i>Belgique</i>	06-10-65	12-12-68	18-08-72	Arts. IV, V, VI	01-11-97
France	31-12-65	–	–	–	–
Gambia / <i>Gambie</i>	–	05-03-74	05-09-74	Arts. III, V	–
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	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 / *Oui* ≈ 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. OF RESERV. / DECL. OU RESERVES	EFFECT OF / EFFET DE DENUNCIATION
Belgium / <i>Belgique</i>	06-10-65	01-12-70	23-08-72	–	01-11-97
France	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 / Dépositaire:** Government of Belgium / *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	–	–	–	–
San Marino / <i>Saint Marin</i>	23-04-70	–	–	–	–
Togo	25-03-71	24-11-75	24-02-76	–	–
United States of America / <i>Etats-Unis d'Amérique</i>	23-04-70	–	–	–	–

**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 / <i>Belgique</i>	21-12-90	—	—	—
Czechoslovakia / <i>Tchécoslovaquie</i>	16-05-90	—	—	—
Finland / <i>Finlande</i>	30-11-90	—	—	—
France	07-11-89	23-09-91	01-05-95	Arts. 6(2); 18
Germany / <i>Allemagne</i>	21-12-90	20-05-98	01-12-98	—
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	Arts. 6(2); 18
Morocco / <i>Maroc</i>	04-07-88	—	—	—
Nigeria / <i>Nigéria</i>	28-05-88	25-10-94	01-05-95	—
Philippines	28-05-88	—	—	—
Tanzania / <i>Tanzanie</i>	28-05-88	—	—	—
United Kingdom / <i>Royaume-Uni</i>	31-12-90	—	—	—
United States of America / <i>Etats-Unis d'Amérique</i>	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*

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

Netherlands / <i>Pays-Bas</i>	28-06-96	–	–	D: Arts. 3(5), 13(3)
Norway / <i>Norvège</i>	–	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 / <i>Pérou</i>	28-06-96	05-03-98	01-09-98	D: Art. 16
Portugal	23-04-96	19-07-02	01-01-03	–
Romania / <i>Roumanie</i>	27-06-96	21-01-98	01-07-98	D: Art. 16
Russian Fed. / <i>Féd. de Russie</i>	29-06-96	–	–	–
Senegal / <i>Sénégal</i>	29-06-96	–	–	–
Slovakia / <i>Slovaquie</i>	–	16-06-03	01-12-03	D: Art 16
Slovenia / <i>Slovénie</i>	–	08-04-04	01-10-04	D: Art 16
Spain / <i>Espagne</i>	–	21-05-02	01-11-02	D: Arts. 3 (5),13(3), 16
Switzerland / <i>Suisse</i>	26-06-96	–	–	–
Zambia / <i>Zambie</i>	24-06-95	–	–	–

**CONVENTION ON INTERNATIONAL INTERESTS IN MOBILE EQUIPMENT  
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:** Yes / *Oui* ≈ Date: 01-04-2004

**Entrée en vigueur:** 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))

**Depositary / Dépositaire:** UNIDROIT

STATE / <i>ETAT</i>	SIGNATURE	RATIFICATION / ACCESS. / <i>ADHES.</i>	ENTRY INTO FORCE / <i>ENTREE EN VIGUEUR</i>	DECL. OF RESERV. / <i>DECL. OU RESERVES</i>
Burundi	16-11-01	–	–	–
Canada	31-03-04	–	–	–
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: Arts. 39(1)(a), 40, 54(2)
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	D: Art. 54(2)
Pakistan	–	22-01-04	01-05-04	D: Arts. 39(1)(a) – (b), 39(4), 40, 52, 53, 54(2)
Panama	11-09-02	28-07-03	01-04-04	D: Arts. 39, 50, 53, 54(2)
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	–	–	–
Ukraine	09-03-04	–	–	–
United Kingdom / <i>Royaume-Uni</i>	16-11-01	–	–	–
United States of America / <i>Etats-Unis d'Amérique</i>	09-05-03	28-10-04	01-02-05	D: Arts. 39, 54

**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

STATE / ETAT	SIGNATURE	RATIFICATION / ACCESS. / ADHES.	ENTRY INTO FORCE / ENTREE EN VIGUEUR	DECL. or RESERV. / DECL. OU RESERVES
Burundi	16-11-01	–	–	–
Canada	31-03-04	–	–	–
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	–	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	–	–
Pakistan	–	22-01-04	–	D: Arts. XXIX, XXX(1), (2), (3)
Panama	11-09-02	28-07-03	–	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	–	–	–
Ukraine	03-03-04	–	–	–
United Kingdom / <i>Royaume-Uni</i>	16-11-01	–	–	–
United States of America / <i>Etats-Unis d'Amérique</i>	09-05-03	28-10-04	–	D: Arts. XIX, XXX

## 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, Equatorial Guinea, Estonia, 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, Libyan Arab Jamahiriya, 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, Serbia and Montenegro, Seychelles, Slovakia, Slovenia, , 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, Andorra, 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, Turkey, United Arab Emirates, 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, China (for the Special Administrative Region of Macao only), 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, Lithuania, 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, Gabon, 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 Korea, 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, Gabon 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.

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