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- [Publication Information](#)
- [List of Publications](#)
- [New Publications](#)
- [Order Form](#)

New Publications

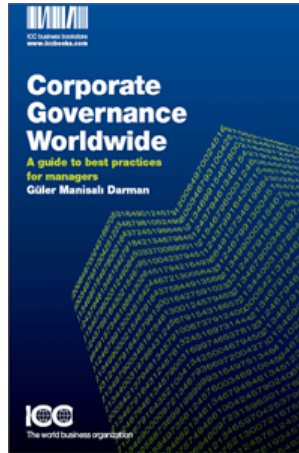
- ▶ [Corporate Governance Worldwide](#)
- ▶ [Bank Guarantees in International Trade](#)
- ▶ [UCP500 & ISP98 Compared](#)
- ▶ [ICC Model Mergers & Acquisitions Contract 1 - Share Purchase Agreement](#)
- ▶ [A Banker's Insights on International Trade](#)
- ▶ [2004 Annual Survey of Letter of Credit Law & Practice](#)
- ▶ [ICC Arbitration in Practice](#)
- ▶ [Leading Court Cases on Letters of Credit](#)

Corporate Governance Worldwide

Corporate Governance Worldwide by Güler Manisali Darman

Good corporate governance - the rules and practices that govern the relationship between the managers and shareholders of corporations, as well as stakeholders (employees, pensioners and local communities) - has become a must in the modern business environment.

The publication of Corporate Governance Worldwide



Publication no: 654

provides an update of breaking developments in the field and recommendations for how business should react to new governance requirements generated by governments and the marketplace.

More than just a textbook, Corporate Governance Worldwide uses concrete case studies to illustrate its points.

A Comprehensive Guide

Corporate Governance Worldwide takes you in logical steps through all major developments in the field, including -

1. the driving forces behind corporate governance,
2. new corporate governance developments in the U.S., the European Union, Asia and Latin America,
3. the different requirements of SMEs, family owned enterprises and large multinationals,
4. the responsibilities of boards of directors, CEOs and CFOs,
5. the rights of shareholders and institutional investors,
6. corporate responsibility and what it entails, and
7. Strategic thinking on governance for the future.

Price: S\$ 161.70

[back to top](#)

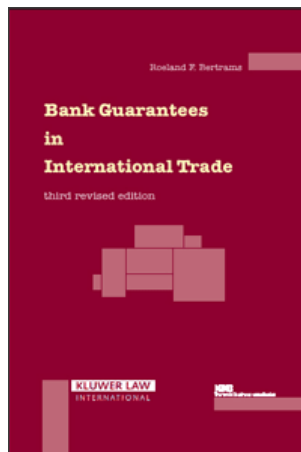
Bank Guarantees in International Trade

Bank Guarantees in International Trade

It is an anomaly of international trade that a recognizable law of bank guarantees-in which the bank guarantee is independent from the principal contract-has developed in the absence of generally adopted international conventions.

A significant degree of uniform law across jurisdictional boundaries has spontaneously emerged, and national law in many countries has of its own accord developed along uniform lines.

Bank Guarantees in International Trade is the first book to



Publication no: 661

"codify" this international law which, although not embodied in any one place, has nevertheless been clearly established in practice since about 1980.

Contents:

- Overview
- Types of Guarantee
- Conditions of Payment (Payment Mechanism)
- Legal Nature
- Parties to the Underlying Relationship
- Role and Position of the Bank Issuing Guarantees as a Financial Service
- Drafting and Clauses
- Relationship between Account Party - First Instructing Bank - Second Issuing Bank Introduction and Structure
- Relationship between Account Party - Bank (Direct Guarantee)
- Relationship between Account Party - First Instructing Bank - Second Issuing Bank (Indirect Guarantee). Counter-Guarantee
- Other Aspects of the Guarantee
- The Demand for Payment
- The Concept of Fraud
- Fraud and the Position of the Bank
- Fraud and Restraining Orders
- Conservatory Attachment and Freezing Orders
- Jurisdiction and Applicable law
- Bank Guarantees and Construction Contracts.

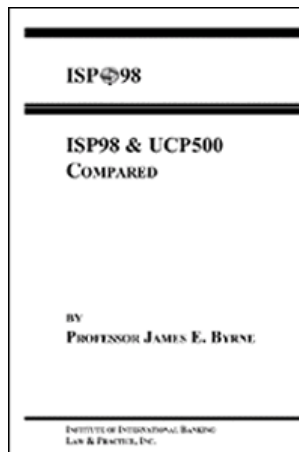
Price: S\$ 450.45

[back to top](#)

UCP500 & ISP98 Compared

UCP500 & ISP98 Compared by Professor James E. Byrne

Published by the Institute of International Business Law and Practice and distributed by ICC Publishing.



Publication no: 950

This book is the essential companion to the Official Commentary on the International Stand-by Practices. If you are familiar with the UCP, this book is the fastest way to understand the differences between the ISP and the UCP.

Containing the text of both ISP98 and UCP 500, this book is written in an easy-to-understand format and provides an in-depth analysis of the differences between the ISP and the UCP. Written from both perspectives - ISP to UCP and UCP to ISP - and completely indexed, it provides the reader with valuable insights into the rules and their implications for standby practice.

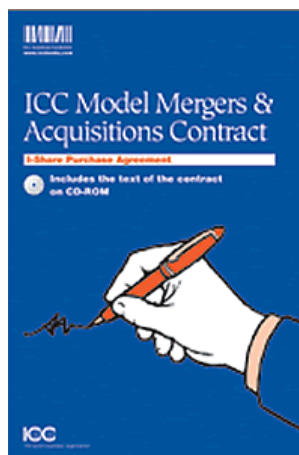
For ease of reference, each rule's analysis contains the relevant text of the ISP98 rule and the corresponding text of the UCP article, a summary of the differences, and a comprehensive analysis of those differences.

As a reference tool, this book is without parallel.

Price: S\$ 358.05

[back to top](#)

ICC Model Mergers & Acquisitions Contract 1 - Share Purchase Agreement



Publication no: 656

ICC Commission on Commercial Law & Practice

First in a series of models dealing with the transfer of a company or business

This new model contract is the first in a series of ICC international Merger & Acquisition (M&A) agreements. The notion of M & A agreements, regards, broadly speaking, the transfer of a company or a business and covers a variety of contracts.

This first model is a Share Purchase Agreement (SPA) in its simplest form, i.e. the acquisition of the entire issued share capital of one company. It is intended to assist parties and lawyers who are not specialized in M&A contracts to draft a simple contract covering the most common issues involved. This means that the model may not be appropriate for complex transactions nor for acquisitions of public companies.

The SPA contract takes account of all these specifics and contains enough flexibility for the parties to work out special situations for themselves.

Contents:

This model contract is broken down into several parts including:

- Pre-closing and post-closing undertakings
- Price and closing
- Warranties, breach of warranties
- Indemnification, indemnification procedure and limitation of liability
- Restrictive covenants
- Confidentiality / announcement
- Many issues (e.g. conditions that must be met before closing) are covered in the useful annexes and schedules

Price: S\$ 177.45

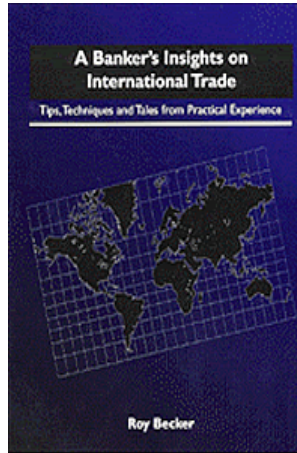
 [back to top](#)

A Banker's Insights on International Trade

A Banker's Insights on International Trade by Roy Becker

Tips, Techniques and Tales from Practical Experience.

This book answers these and a variety of questions revolving around international trade, letters of credit, methods of payment and other international banking issues. Roy Becker's short, sweet and to-the-point stories help to clarify the concepts of banking, with useful insights gleaned from the author's many years of experience. A good index at the end of the book allows the reader to quickly locate the subject that interests them.

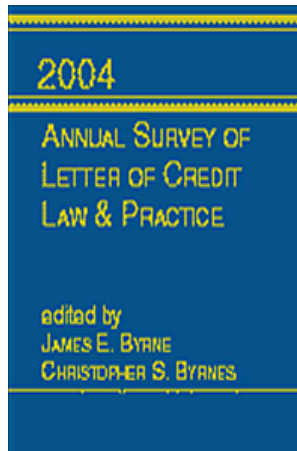


Price: S\$ 177.45

Publication no: 952

[back to top](#)

2004 Annual Survey of Letter of Credit Law & Practice



Publication no: 957

An indispensable tool for letter of credit specialists

Available each year since 1992, the Annual Survey of Letter of Credit Law & Practice has consistently proven an indispensable tool for leading letter of credit specialists. Containing input from top experts around the world, this indispensable reference book contains ALL relevant letter of credit articles, cases and rules for the year 2004.

Handsomely gathered under one hard-bound cover, all the year's critical LC information contained in the Annual Survey book is completely indexed for ease of reference.

Contents:

Highlights include:

- Comprehensive Overview Article of year 2003 LC Law & Practice, plus 16 other articles
- ICC's electronic publishing arm, DC-PRO's LC Market Intelligence Survey, plus a report on BASIL II initiatives

- In-depth analysis of Avery Dennison LC case, plus 64 summaries of other LC cases from Australia, Canada, China, England, Hong Kong, Korea, Singapore and the U.S.
- Full text of Industrial Bank of Korea, plus 4 other full texts of the year's top cases
- Cumulative index, from "Acceptance" to "Wrongful Honor" and all terms in between.

Price: S\$ 368.55

[back to top](#)

ICC Arbitration in Practice



Publication no: 959

ICC Arbitration in Practice

Also available in French.

This eminently practical volume provides an article-by-article commentary of the current version of the ICC Rules of Arbitration. Using clear and concise language, unencumbered by footnotes and illustrated by flow diagrams, the authors guide the reader through the various stages of ICC arbitration proceedings, from initiation to the final award.

The Rules of Arbitration of the International Chamber of Commerce commonly referred to as the ICC Rules are the rules most frequently used in commercial disputes between business partners from different countries. Since they were first launched in 1922, these Rules have been applied in over 13,000 cases.

About the Authors

The authors, all practicing lawyers, have all worked as counsel at the Secretariat of the ICC International Court of Arbitration. They have gone on to represent parties and act as arbitrators in many international proceedings.

Essential Reading for lawyers

Written from a practical perspective, this book is an essential resource for company lawyers who wish to familiarise themselves with ICC arbitration, assess the pros and cons of

entering into an arbitration clause referring to the ICC rules, or obtain information and guidance on how to proceed in a given situation.

Contents:

This thorough analysis is enhanced with other invaluable material, including:

- a digest of statistics relating to ICC arbitration for the years 1999 to 2003;
- a comparative table of references to selected national arbitration laws;
- a bibliography, including useful web sites;
- and a chapter on ICC's other dispute resolution services.

Appendices provide the reader with the texts of ICC's various dispute resolution rules and other relevant documents.

Price: S\$ 354.90

 [back to top](#)

Leading Court Cases on Letters of Credit

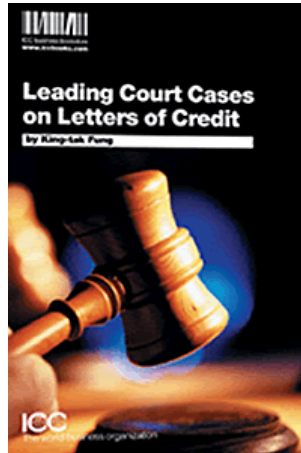
Leading Court Cases on Letters of Credit by King-tak Fung

More than 15 percent of trade (over \$1 trillion a year) is financed using letters of credit.

Now universally used, the UCP, as these ICC rules for letter of credit practice are called, are the most successful private rules for commerce ever developed. But rules require interpretation, and courts worldwide have interpreted how the UCP should be applied in daily practice. Here, in a single volume, the most important court cases interpreting the UCP have been collected, analyzed and explained.

For each case, this important book lays out -

- a summary of the facts of each case in easy-to-



Publication no: 658

- understand diagrams;
- the key issues presented ; and
- an analysis of what each court decision means for letter of credit practice.

Contents:

Leading Court Cases interprets cases from several jurisdictions concerning a range of issues, including :

- Confirmation: Pasir Gudang Edible Oils Sdn Bhd v The Bank of New York, 1999, (USA)
 - Availability of credit: Bank of China v Agricultural Bank of China, 2000 (China)
 - Fraud and injunctions: Mees Pierson N.V. v Bay Pacific (S) Pte Ltd, 2000 (Singapore)
 - Document examination and rejection: Crédit Industriel et Commercial v China Merchants Bank, 2002 (England)
 - Law and jurisdiction: Rabobank v Bank of China, 2004 (Hong Kong)
- Other cases analyzed concern credits versus contracts, standby letters of credit and marine bills of lading.

Price: S\$ 170.10

[back to top](#)