

# Index

## ACCEPTANCE

United Nations Convention on Contracts for International Sale of Goods (CISG), **1:12**

## ACCOUNTING

Developing and nonmarket economy nations, **30:22**  
Foreign Corrupt Practices Act, this index

## ACQUISITIONS

Mergers and Acquisitions, this index

## ACT OF STATE DOCTRINE

Currency controls, **32:34, 32:35**  
Expropriation, this index

## ADDITIONAL RULES OF INTERPRETATION

United States customs, **11:10**

## ADMINISTRATIVE PROCEEDINGS

Antidumping duties, **12:25, 12:30**  
Section 337 proceedings, counterfeit, infringing and gray market imports, **24:18**  
Subsidies and countervailing duties, **13:19**  
United States  
export controls, **16:38**  
tariffs and duty free imports, Generalized System of Preferences (GSP), **10:16**

## ADVISORY OPINIONS

United States export controls, licenses, **16:27**

## AFGHANISTAN

Accession to Convention on Contracts for the International Sale of Goods (CISG), **1:45**  
World Trade Organization (WTO), membership price, **9:33**

## AFRICA

Chinese investments in, **30:43**  
Trade preferences, United States tariffs and duty free imports, **10:21**

## AGENCY

Sales Agent and Distributorship Agreements, this index

## AGREEMENT ON TRADE RELATED INVESTMENT MEASURES (TRIMS)

Foreign direct investment, **25:19**

## AGRICULTURAL QUOTAS

United States Import Controls and Nontariff Trade Barriers, this index

## AIRCRAFT

North American Free Trade Agreement, **29:43**

## ALIENS OF EXCEPTIONAL ABILITY

Employment based immigration, **37:15**

## ALIENS OF EXTRAORDINARY ABILITY

Immigration, O visas, **37:38**

## ALIEN TORT CLAIMS ACT

Human rights and environmental business litigation, **35:15**

## AMENDMENTS

Foreign Corrupt Practices Act, **17:3, 17:4**

## AMSTERDAM TREATY

European investment, **28:11**

## ANDEAN TRADE PREFERENCES

United States tariffs and duty free imports, **10:20**

## ANIMALS

United States import controls and nontariff trade barriers, **14:13**

## ANTI-BOYCOTT LAW

Boycotts and Anti-Boycott Law, this index

## ANTICIRCUMVENTION

Antidumping duties, **12:27, 12:32**  
Subsidies and countervailing duties, **13:21**

## ANTIDUMPING DUTIES

Generally, **12:1 to 12:33**  
Administrative determinations, **12:25, 12:30**  
Anti-circumvention and other controversies, **12:27, 12:32**  
Appeals, **12:28**  
Boeing v. Bombardier, **12:33**  
Causation, **12:22, 12:23**  
Constructed values, **12:12, 12:13**  
Cumulative causation, **12:23**  
Defined, **12:1**  
Determination of  
dumping, **12:7, 12:25, 12:26**  
injury, **12:15**

**ANTIDUMPING DUTIES—Cont'd**

- Domestic injury impact, **12:20**
- Duties and anti-circumvention, **12:27**
- European antidumping law
  - generally, **12:29 to 12:32**
  - administrative determinations, **12:30**
  - anti-circumvention and other controversies, **12:32**
- GATT/WTO adherence, **12:29**
- settlements, **12:31**
- Evolution of United States antidumping law, **12:6**
- Foreign market value, **12:8**
- General Agreement on Tariffs and Trade (GATT)
  - European antidumping law, GATT/WTO adherence, **12:29**
  - Tokyo Round Antidumping Code, **12:2**
- Like domestic products, **12:16**
- Material injury, **12:17 to 12:21**
- Nonmarket economies, **12:11, 12:12**
- Petitions, **12:24**
- Price
  - adjustments and similar merchandise, **12:14**
  - effects, material injury, **12:19**
- Procedures, **12:24 et seq.**
- Responses to petitions, **12:24**
- Sales below cost, **12:10**
- Settlements, European antidumping law, **12:31**
- Similar merchandise and price adjustments, **12:14**
- Threat of material injury, **12:21**
- Tokyo Round Antidumping Code, General Agreement on Tariffs and Trade (GATT), **12:2**
- United States
  - antidumping law, **12:6 et seq.**
  - implementation of WTO Antidumping Code, **12:4, 12:5**
  - price, **12:9**
- Volume of imports, material injury, **12:18**
- World Trade Organization (WTO) Antidumping Code, **12:3, 12:5**
- Zeroing, **12:7**

**ANTITRUST LAW**

- Generally, **20:1 to 20:31**
- Abuses of dominant positions, European competition law, **20:22 to 20:24**
- Attorney-client privilege, European competition law, **20:17**
- Blocking statutes, **20:14**
- China, **31:4**
- Clayton Act, **20:10**
- Comfort letters, European competition law, **20:19**
- Concurrent federal-state jurisdiction, **20:3**

**ANTITRUST LAW—Cont'd**

- Conflict of laws, European competition law, **20:26**
- Cooperation
  - international antitrust enforcement, **20:28, 20:29**
  - United States antitrust cooperative agreements, **20:28**
- Countertrade agreements, **5:32**
- Department of Justice International Antitrust Enforcement Guidelines, **20:2**
- DOJ Criminal Division: Evaluation of Corporate Compliance Programs Guidance, **App 20B**
- Economics, **20:4**
- European competition law
  - generally, **20:15 to 20:27**
  - abuses of dominant positions, **20:22 to 20:24**
  - commission
    - investigations, attorney-client privilege and shared prosecutorial powers, Regulation 17 and Regulation 1, **20:17**
    - prosecutions and sanctions, **20:18**
  - competitive impact, Article 81, **20:20**
  - conflict of laws, **20:26**
  - extraterritorial reach of Articles 101 and 102, **20:27**
  - goals of competition policy, **20:15**
  - group exemptions, Article 101, **20:20**
  - individual exemptions, negative clearances and comfort letters, **20:19**
  - national litigation and remedies, Articles 101 and 102, **20:25**
  - restraints of trade, Article 101, **20:16**
  - United States-European antitrust cooperation, **20:29**
- Exclusive dealing, **20:12**
- Exemptions
  - European competition law, **20:19, 20:20**
  - United States, **20:30, 20:31**
- Export trade certificates of review, **20:31**
- Extraterritorial U.S. antitrust in perspective, **20:14**
- Federal law, generally, **20:7 et seq.**
- Federal Trade Commission Act, **20:13**
- Group exemptions, European competition law, **20:20**
- Individual exemptions, European competition law, **20:19**
- Investigations, European competition law, **20:17**
- Mergers and acquisitions, **20:11**
- Monopolization, **20:9**
- Negative clearances, European competition law, **20:19**
- Price discrimination, **20:12**

## INDEX

### **ANTITRUST LAW—Cont'd**

- Reasonable and unreasonable (per se) restraints of trade, **20:8**
- Revival of state antitrust law, **20:5**
- Shared-prosecutorial powers, European competition law, **20:17**
- Sherman Act, **20:7**
- State law and remedies, **20:5, 20:6**
- Tying offenses, **20:12**
- United States-European antitrust cooperation, **20:29**
- Webb-Pomerene export associations, **20:30**

### **APPEAL AND REVIEW**

- Antidumping duties, **12:28**
- Subsidies and countervailing duties, **13:22**
- United States export controls, licenses, **16:33**

### **APPRAISALS**

- United States customs, imported merchandise, **11:18**

### **APPROVAL**

- Consent or Approval, this index

### **ARAB GULF REGION**

- Boycotts and anti-boycott law, **18:5, 18:28**
- Developing and nonmarket economy nations, **30:41**

### **ARBITRATION**

- Generally, **36:1 to 36:19**
- Arbitration agreements, arbitrators and awards, **36:6, 36:13**
- Benefits, **36:2**
- Bilateral investment treaties, **36:15**
- Canada, Eli Lilly's patents, **36:19**
- China, **31:36**
- Compelling arbitration, **36:12**
- Domain name arbitrations, **36:14**
- Elements of arbitration agreement, **36:6**
- Enforcement of awards, **36:12**
- Foreign investment arbitrations, **36:15**
- International Center for Settlement of Investment Disputes (ICSID), arbitration rules, **36:8**
- International Chamber of Commerce, arbitration rules and clauses, **36:9**
- Local law, **36:5**
- London Court of Arbitration, arbitration rules and clauses, **36:9**
- Mandatory law, **36:4**
- Mexican motor carriers' rights, NAFTA, **36:17**
- New York Convention, **36:12**

### **ARBITRATION—Cont'd**

- North American Free Trade Agreement (NAFTA), **36:10, 36:11**
- Sugar dispute between U.S. and Mexico, **36:16**
- Sweden, **36:5**
- Types of arbitration, **36:3**
- United Nations Commission on International Trade Law (UNCITRAL), arbitration rules and model laws, **36:7**

### **ARMS REGULATIONS**

- United States Export Controls, **16:40, 16:41**

### **ASIA**

- Regional Comprehensive Economic Partnership (RCEP), model agreement, **21:12**

### **ASSOCIATION OF SOUTHEAST ASIAN NATIONS (ASEAN)**

- Free trade agreements and customs unions, **21:5**

### **ATTORNEY-CLIENT PRIVILEGE**

- European competition law, **20:17**

### **AUTOMOBILES**

- Motor Vehicles, this index

### **AVOIDANCE OF CONTRACT**

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:25**

### **BACK-TO-BACK CREDITS**

- Documentary letters of credit, **6:13**

### **BAHRAIN**

- Developing and nonmarket economy nations, **30:41**

### **BANK FOR INTERNATIONAL SETTLEMENTS**

- United States export controls, review of license applications, **16:29**

### **BANKRUPTCY**

- Foreign direct investment, branches or subsidiaries, **26:14**

### **BANKS AND BANKING**

- Developing and nonmarket economy nations, **30:21**

### **BARTER**

- Countertrade agreements, **5:3**

### **BILATERAL CLEARING ACCOUNTS**

- Countertrade agreements, **5:8**

### **BILATERAL INVESTMENT TREATIES (BITS)**

- Arbitration, **36:15**

**BILATERAL INVESTMENT TREATIES (BITS)**

**—Cont'd**

- Foreign direct investment, **25:26**
- Joint ventures, **27:3**
- Protection against loss of investment, **33:27**

**BILLS OF LADING**

- Generally, **3:1 to 3:23**
- Bills of lading, **3:3, 3:4**
- Buyer's risks, **3:16**
- Carriage of Goods by Sea Act (COGSA), **3:8**
- Choice of law, **3:10**
- Descriptive terms, **3:2**
- Electronic bills of lading, **3:20, 3:21**
- Federal Bills of Lading Act, **3:9**
- Forgery, **3:19**
- Format for electronic bills of lading, establishment of, **3:21**
- Governing law
  - generally, **3:5 to 3:10**
  - Carriage of Goods by Sea Act (COGSA), **3:8**
  - choice of law, **3:10**
  - Federal Bills of Lading Act, **3:9**
  - Harter Act, **3:7**
  - international conventions, **3:5**
  - U.S. law, **3:6 et seq.**
- Harter Act, **3:7**
- Inherent risks and liabilities
  - generally, **3:17 to 3:19**
  - forgery, **3:19**
  - misdelivery, **3:17**
  - misdescription, **3:18**
- International conventions, **3:5**
- Logistics service provider contract, sample, **3:23**
- Misdelivery, **3:17**
- Misdescription, **3:18**
- Negotiable bills of lading, **3:4**
- Non-negotiable bills of lading, **3:3**
- Order bills of lading, **3:4**
- "Payment against documents" transactions
  - generally, **3:11 to 3:16**
  - buyer's risks, **3:16**
  - necessity of negotiable bill of lading, **3:12**
  - payment, **3:13**
  - risks of parties, **3:14 to 3:16**
  - seller's risks, **3:15**
- Risks of parties, **3:14 to 3:16**
- Sample bill of lading, **3:22**
- Seller's risks, **3:15**
- Service provider contract sample, logistics, **3:23**
- Straight bills of lading, **3:3**

**BILLS OF LADING—Cont'd**

- System for electronic bills of lading, establishment of, **3:21**
- Types of bills of lading, **3:3, 3:4**

**BLACKLISTS**

- Boycotts and anti-boycott law, **18:13**

**BLOCKING STATUTES**

- Antitrust law, **20:14**

**BOEING V. BOMBARDIER**

- Antidumping duties, **12:33**

**BOND BUYING**

- European Central Bank, **28:22**

**BONDED WAREHOUSES**

- United States tariffs and duty free imports, **10:9**

**BOOKS AND RECORDS**

- Foreign Corrupt Practices Act, first accounting standard, **17:13**

**BOYCOTTS AND ANTI-BOYCOTT LAW**

- Generally, **18:1 to 18:31**
- Arab boycott of Israel, reaction to, **18:5**
- Ashland Chemical Antiboycott Compliance Guide and Policy Statement, **18:30**
- Blacklists, **18:13**
- Business relationships, furnishing information regarding, **18:13**
- Charitable organizations, furnishing information regarding, **18:14**
- Cuba, trade restrictions, **18:4**
- Discriminatory actions, **18:11**
- Employment requirements, compliance with, **18:21**
- Enactment of antiboycott laws, **18:5, 18:6**
- Enforcement, **18:26**
- Exceptions
  - generally, **18:16 to 18:22**
  - functions, **18:16**
  - immigration, passport, visa or employment requirements, compliance with, **18:21**
  - import
    - requirements of boycotting country, **18:17**
    - shipping document requirements, **18:18**
  - local law, compliance with, **18:22**
  - shipment and transshipment requirements, compliance with, **18:20**
  - unilateral selection, compliance with, **18:19**
- Export Administration
  - Act, **18:7**
  - Regulations, **18:8**

## **BOYCOTTS AND ANTI-BOYCOTT LAW**

### **—Cont'd**

- Forms
  - Ashland Chemical Antiboycott Compliance Guide and Policy Statement, **18:30**
  - third party OFAC compliance clause, **18:31**
- Fraternal organizations, furnishing information regarding, **18:14**
- Immigration requirements, compliance with, **18:21**
- Import
  - requirements of boycotting country, **18:17**
  - shipping document requirements, **18:18**
- Intentional
  - conduct, **18:9**
  - evasion, **18:23**
- International law, **18:2**
- Israel, reaction to Arab boycott of, **18:5**
- Letters of credit, **18:15**
- Local law, compliance with, **18:22**
- National origin, furnishing information regarding, **18:12**
- Passport requirements, compliance with, **18:21**
- Policy of company to comply with law, **18:29**
- Private right of action, **18:27**
- Prohibited conduct
  - generally, **18:9 to 18:15**
  - blacklists, **18:13**
  - business relationships, furnishing information regarding, **18:13**
  - charitable or fraternal organizations, furnishing information regarding, **18:14**
  - discriminatory actions, **18:11**
  - intentional
    - conduct, **18:9**
    - evasion, **18:23**
  - letters of credit, **18:15**
  - race, religion, sex or national origin, furnishing information regarding, **18:12**
  - refusals to deal, **18:10**
- Race, furnishing information regarding, **18:12**
- Refusals to deal, **18:10**
- Religion, furnishing information regarding, **18:12**
- Reporting requirements, **18:24**
- Responses by companies to requests from Arab nations, **18:28**
- Sex, furnishing information regarding, **18:12**
- Shipment requirements, compliance with, **18:20**
- Supplements to regulations, **18:25**
- Third party OFAC compliance clause, **18:31**
- Transshipment requirements, compliance with, **18:20**

## **BOYCOTTS AND ANTI-BOYCOTT LAW**

### **—Cont'd**

- Unilateral selection, compliance with, **18:19**
- United States boycotts
  - generally, **18:4**
  - laws, structure and coverage, **18:3**
- Violations, **18:26**
- Visa requirements, compliance with, **18:21**

## **BRANCHES OR SUBSIDIARIES**

- Foreign Direct Investment, this index

## **BRIBERY**

- Foreign Corrupt Practices Act, this index

## **BRITISH BRIBERY ACT**

- Foreign Corrupt Practices Act, **17:5**

## **BROTHERS AND SISTERS**

- Immigration, **37:25**

## **BRUSSELS CONVENTION**

- Human rights and environmental business litigation, **35:16 to 35:19**

## **BUSINESS VISITORS**

- Immigration, B-1 visas, **37:37**

## **BUYBACK**

- Countertrade agreements, **5:5**

## **CALIFORNIA**

- Franchising and Trademark Licensing, this index

## **“CALVO CLAUSE”**

- Expropriation, **34:20**

## **CANADA**

- Canada-U.S. Free Trade Agreement, this index
- Escape clause proceedings, **15:2**
- Market disruption proceedings, **15:2**
- North American Free Trade Agreement, this index
- Trade adjustment assistance, **15:2**

## **CARIBBEAN BASIN INITIATIVE**

- United States Tariffs and Duty Free Imports, this index

## **CARRIAGE AND INSURANCE PAID TO (CIP) TERM**

- International Commercial Terms (INCOTERMS), **2:13**

## **CARRIAGE OF GOODS BY SEA ACT (COGSA)**

- Bills of lading, **3:8**

**CARRIAGE PAID TO (CPT) TERM**  
 International Commercial Terms (INCOTERMS), 2:14

**CARRIERS**  
 Arbitration, Mexican motor carriers' rights and violates NAFTA, 36:17  
 International Commercial Terms (INCOTERMS), free carrier (FCA) term, 2:8

**CARTELS**  
 China, 31:4

**CAUSATION**  
 Antidumping duties, 12:22, 12:23  
 Cumulative Causation, this index  
 Subsidies and countervailing duties, 13:16, 13:17

**CEASE AND DESIST ORDERS**  
 Section 337 proceedings, counterfeit, infringing and gray market imports, 24:22

**CENSORSHIP**  
 China, motion pictures, 31:37

**CHARITABLE ORGANIZATIONS**  
 Boycotts and anti-boycott law, 18:14

**CHINA**  
 Generally, 31:1 to 31:42  
 Africa, investments in, 30:43  
 Arbitration, 31:36  
 Cartels, 31:4  
 Censorship programs, film, 31:37  
 Chrysler Jeep joint venture, 31:20  
 Climate for foreign investment, 31:16  
 Competition, 31:4  
 Continuation of state enterprise, 31:2  
 Contractual joint ventures (partnerships), 31:22  
 Copyright infringement, 31:38  
 Direct sales, foreign company options and risks, 31:34  
 Dispute resolution, 31:29, 31:40  
 Electronic commerce, foreign company options and risks, 31:34  
 Equity joint ventures, 31:19  
 Film, censorship programs, 31:37  
 Foreign  
     company options and risks, ecommerce, 31:34  
     economic contract  
         generally, 31:13  
         law, 31:14  
     investment  
         climate for, 31:16  
         guidance, The Catalogue, 31:17

**CHINA—Cont'd**  
 Forms  
     wholly foreign-owned enterprises due diligence checklist, 31:32  
     report, 31:33  
 General Agreement on Tariffs and Trade (GATT), 31:10  
 Healthcare investment, 31:39  
 Hong Kong, 31:30  
 Human rights, 31:8  
 Intellectual property, 31:25  
 Investments, generally, 31:1 to 31:33  
 Isolation to open doors, 31:5  
 Japan, investing in, 31:42  
 Macao, 31:30  
 Made in China 2025, 31:11  
 Medicine, traditional, trading with the United States, 14:24  
 Mergers and acquisitions, 31:24  
 Microsoft case study, copyright infringement and pirating, 31:38  
 Monopolies, 31:4  
 Motion pictures, censorship programs, 31:37  
 Movies, censorship programs, 31:37  
 New normal, 31:1  
 Open doors, isolation to, 31:5  
 Open market economy, WTO ruling, 9:34  
 Options for foreign investments, 31:18  
 Pharmaceutical investment, 31:39  
 Pirating, 31:38  
 Planned economy, 31:3  
 Preferential trade and investment zones, 31:15  
 Restrictive international trade practices prior to WTO membership, 31:9  
 Retreat from state enterprise, 31:2  
 Return of sovereignty, 31:31  
 Rule of law, ease of doing business, 31:12  
 Sales agreement samples, 1:34 to 1:36  
 Sample documents. Forms, above  
 Sector opportunities, 31:16  
 South Korea, investing in, 31:41  
 State enterprise, continuation of, retreat from, 31:2  
 Stock companies and class B shares, 31:23  
 Technology  
     import contracts, 31:28  
     piracy, 31:27  
     transfers to, 31:26  
 The Catalogue, foreign investment guidance, 31:17  
 Trade and investment disputes, 31:7  
 Trademark protection, 31:35



## INDEX

### **CHINA—Cont'd**

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:34 to 1:36**
- United States
  - export controls, **31:6**
  - tariffs, **31:8**
- Wholly foreign-owned enterprises due diligence forms
  - checklist, **31:32**
  - report, **31:33**
- Wholly-owned enterprises, **31:21**
- World Trade Organization (WTO), this index

### **CHOICE OF FORUM**

- Litigation, **35:8**

### **CHOICE OF LAW**

- Bills of lading, **3:10**
- Litigation, **35:10**
- Sales agent and distributorship agreements, **4:18**
- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:5**

### **CITIZENSHIP**

- Immigration, this index

### **CLASSIFICATION**

- United States Customs, this index

### **CLAYTON ACT**

- Antitrust law, **20:10**

### **CLEARANCE REQUIREMENTS**

- United States export controls, **16:35, 16:36**

### **CLICKWRAP AGREEMENTS**

- Electronic commerce, **8:3**

### **COAL**

- European investment, **28:3**

### **COLUMNS**

- United States customs, Harmonized Tariff Schedule, **11:8**

### **COMFORT LETTERS**

- European competition law, **20:19**

### **COMMERCE CONTROL LIST**

- United States Export Controls, this index

### **COMMERCIAL LETTERS OF CREDIT**

- Standby letters of credit, distinguished, **7:3**

### **COMMITTEE ON FOREIGN INVESTMENT IN UNITED STATES (CFIUS)**

- North American Free Trade Agreement (NAFTA), this index

### **COMPARABLE WORTH**

- European Common Market, **28:29**

### **COMPENSATION**

- Countertrade agreements, **5:5**
- Expropriation, this index
- Sales agent and distributorship agreements, **4:17**

### **COMPETITION**

- China, **31:4**

### **COMPETITIVE NEED LIMITATIONS**

- United States tariffs and duty free imports, Generalized System of Preferences (GSP), **10:12**

### **COMPLAINTS**

- Section 337 proceedings, counterfeit, infringing and gray market imports, **24:16**

### **CONCURRENT JURISDICTION**

- Antitrust law, **20:3**
- Section 337 proceedings, counterfeit, infringing and gray market imports, **24:25**

### **CONFISCATION**

- Protection against loss of investment, **33:7**

### **CONFLICT OF LAWS**

- European competition law, **20:26**

### **CONSENT DECREES**

- Foreign Corrupt Practices Act, **17:31**

### **CONSENT OR APPROVAL**

- Government Approval, this index
- Sales agent and distributorship agreements, registration of agreement, **4:28**

### **CONSTRUCTED VALUES**

- Antidumping duties, **12:12, 12:13**

### **CONSULTATION PROCEDURES**

- Section 301 proceedings, **19:6**

### **CONSUMER PRODUCTS**

- United States import controls and nontariff trade barriers, **14:14**

### **CONTRACTS AND TAX**

- Generally, **38:1 to 38:20**
- Drafting tax provisions in contracts, **38:2**
- Gross up, sample documents, Thermo Fisher Scientific Inc. senior notes, **38:8**

**CONTRACTS AND TAX—Cont'd**

- Income tax receivables agreement, **38:18**
- Pass throughs
  - generally, **38:3 to 38:7**
  - s corporation, **38:6**
  - tax protection agreements, **38:5**
  - tax sharing and tax receivable agreements, **38:7**
- Real estate investment trust (REIT)
  - pass throughs, **38:4**
  - sample documents, Brookfield acquisition of Rouse Properties, **38:15**
- REMIC trust (organized by Federal National Mortgage Association, Fannie Mae), **38:13**
- Sample documents
  - generally, **38:8 to 38:20**
  - Armor All Products settlement agreement, **38:11**
  - Baxter / Baxalata tax matters agreement, tax free spin-off, **38:10**
  - British Petroleum Prudhoe Bay royalty trust, **38:12**
  - Brookfield acquisition of Rouse Properties, real estate investment trust (REIT) tax matters, **38:15**
  - Empire State Realty Trust
    - charter provisions, **38:14**
    - tax protection agreement, **38:16**
  - Form of REMIC trust (organized by Federal National Mortgage Association, Fannie Mae), **38:13**
  - Income tax receivables agreement, **38:18**
  - Lazard Ltd tax receivable agreement, redemptions and exchanges of interests, **38:19**
  - Pfizer / Allergen merger agreements: tax provisions relating to preclosing changes in tax law, **38:9**
  - Rouse Properties and Plaza Camino real tax protection agreement, **38:17**
  - Thermo Fisher Scientific Inc. senior notes: gross up or yield protection provisions, **38:8**
  - Wendy's / Arby's consolidated return group: tax sharing agreement among members, **38:20**

**COOPERATION**

- Antitrust Law, this index

**COPYRIGHTS**

- China, protection against infringement and pirating, **31:38**
- Franchising and trademark licensing, **22:4**
- Gray market goods, **24:11**

**CORONAVIRUS**

- European investment, **28:38**

**CORRUPTION**

- Developing and nonmarket economy nations, **30:18**
- Foreign Corrupt Practices Act, this index

**COST, INSURANCE AND FREIGHT (CIF) TERM**

- International Commercial Terms (INCOTERMS), **2:11, 2:29**

**COST AND FREIGHT (CFR) TERM**

- International Commercial Terms (INCOTERMS), **2:12**

**COUNTERFEIT, INFRINGING AND GRAY MARKET IMPORTS**

- Generally, **24:1 to 24:26**
- Administrative process, Section 337 proceedings, **24:18**
- Cease and desist orders, Section 337 proceedings, **24:22**
- Complaints, Section 337 proceedings, **24:16**
- Concurrent jurisdiction, Section 337 proceedings, **24:25**
- Copyright remedies, gray market goods, **24:11**
- Counterfeit goods
  - generally, **24:3 to 24:8**
  - criminal prosecutions, **24:7**
  - Customs Service seizures, **24:4**
  - infringement actions, **24:6**
  - international solutions, **24:8**
  - patent validity disputes, **24:5**
  - Section 337 proceedings, **24:5**
- Criminal prosecutions, counterfeit goods, **24:7**
- Customs Service
  - counterfeit goods, seizures of, **24:4**
  - gray market goods, position on, **24:10**
- Federal court remedies, Section 337 proceedings, **24:25, 24:26**
- General exclusion orders, Section 337 proceedings, **24:22**
- Gray market goods
  - generally, **24:9 to 24:12**
  - Customs Service position, **24:10**
  - other jurisdictions, **24:12**
  - trademark and copyright remedies, **24:11**
- Infringement actions, counterfeit goods, **24:6**
- International Trade Commission. Section 337 proceedings, below
- Opinion letters, Section 337 proceedings, **24:24**
- Patent validity disputes, counterfeit goods, **24:5**
- Presidential veto, Section 337 proceedings, **24:23**



**COUNTERFEIT, INFRINGING AND GRAY  
MARKET IMPORTS—Cont'd**

- Public interest review, Section 337 proceedings, **24:21**
- Remedies, Section 337 proceedings, **24:21 to 24:24**
- Res judicata, Section 337 proceedings, **24:26**
- Responses to complaints, Section 337 proceedings, **24:16**
- Sanctions, Section 337 proceedings, **24:19**
- Section 337 proceedings
  - generally, **24:13 to 24:26**
  - administrative process, **24:18**
  - complaint and response, **24:16**
  - concurrent jurisdiction, **24:25**
  - counterfeit goods, **24:5**
  - domestic injury, **24:14**
  - federal court remedies, **24:25, 24:26**
  - general exclusion and cease and desist orders, International Trade Commission, **24:22**
  - International Trade Commission
    - general exclusion and cease and desist orders, **24:22**
    - opinion letters, **24:24**
    - public interest review, **24:21**
  - opinion letters, International Trade Commission, **24:24**
  - presidential veto, **24:23**
  - procedures, **24:16 et seq.**
  - proof of U.S. industry, **24:15**
  - public interest review, International Trade Commission, **24:21**
  - remedies, **24:21 to 24:24**
  - res judicata, **24:26**
  - sanctions, **24:19**
  - settlements, **24:20**
  - statutory criteria, **24:13**
  - temporary relief, **24:17**
- Settlements, Section 337 proceedings, **24:20**
- Technology transfers, **24:1**
- Temporary relief, Section 337 proceedings, **24:17**
- Trademark remedies, gray market goods, **24:11**
- Trade Related Aspects of International Property Rights (TRIPs) and technology disputes, **24:2**

**COUNTERPURCHASE**

- Countertrade agreements, **5:4**

**COUNTERTRADE AGREEMENTS**

- Generally, **5:1 to 5:45**
- Antitrust law, **5:32**
- Barter, **5:3**
- Bilateral clearing accounts, **5:8**

**COUNTERTRADE AGREEMENTS—Cont'd**

- Buyback, **5:5**
- Compensation, **5:5**
- Counterpurchase, **5:4**
- Definition of goods, **5:16**
- Developing nations, **5:35, 30:14**
- Discount for costs of disposing countertrade goods, **5:22**
- Dispute resolution, **5:27**
- Forms
  - generally, **5:41 to 5:45**
  - India, counterpurchase contract with, **5:41**
  - international buy-back contracts (UN ECE), **5:45**
  - Israel, offset agreement with, **5:43**
  - Korean telecommunication authority, offset program, **5:44**
  - Russia, counterpurchase contract with, **5:42**
- Forms of countertrade, generally, **5:3 to 5:9**
- General Agreement on Tariffs and Trade (GATT), policy position, **5:38**
- Governments and international organizations, policy positions, generally, **5:29 to 5:39**
- Investment commitment, **5:9**
- Joint ventures, **5:28**
- Length of time to negotiate, **5:15**
- Middle East nations, policy positions, **5:36**
- Negotiation of countertrade agreement
  - generally, **5:14 to 5:27**
  - applicability of other trade rules, **5:20**
  - definition of goods, **5:16**
  - discount for costs of disposing countertrade goods, **5:22**
  - dispute resolution, **5:27**
  - length of time to negotiate, **5:15**
  - nonperformance penalties, **5:23**
  - percentage of countertrade demanded, **5:21**
  - prices, **5:19**
  - quality, **5:17**
  - quantity, **5:18**
  - release of U.S. party, **5:25**
  - renegotiation, **5:26**
  - selection of goods, **5:24**
- Nonmarket economy nations, **5:34, 30:14**
- Nonperformance penalties, **5:23**
- Offsets, **5:6**
- Organisation for Economic Cooperation and Development (OECD), policy position, **5:39**
- Percentage of countertrade demanded, **5:21**
- Policy positions, generally, **5:29 to 5:39**

**COUNTERTRADE AGREEMENTS—Cont'd**

- Polyester fibers, threads and their raw materials, counterpurchase contract with Russia, **5:42**
- Prices, **5:19**
- Quality, **5:17**
- Quantity, **5:18**
- Release of U.S. party, **5:25**
- Renegotiation, **5:26**
- Sample documents. Forms, above
- Selection of goods, **5:24**
- Single vs. three agreements, **5:10**
- South Korea, telecommunication authority, offset program, **5:44**
- Switch trading, **5:7**
- Three agreements
  - generally, **5:10 to 5:13**
  - first agreement, **5:11**
  - second agreement, **5:12**
  - third agreement, **5:13**
- United Nations, policy positions, **5:37**
- United States
  - antitrust law, **5:32**
  - government policy, **5:30**
  - trade law, **5:31**
- Western European nations, policy positions, **5:33**
- World Trade Organization (WTO), policy position, **5:38**

**COUNTERVAILING DUTIES**

- Subsidies and Countervailing Duties, this index

**COUNTRY CHART**

- United States export controls, Commerce Control List, **16:17**

**COUNTRY OF ORIGIN**

- United States Customs, this index

**COURT OF INTERNATIONAL TRADE (CIT)**

- Generally, **9:29**

**COVID-19**

- European investment, **28:38**

**CREDIT**

- Developing and nonmarket economy nations, **30:21**

**CRIMINAL PROSECUTIONS**

- Counterfeit goods, **24:7**

**CUBA**

- Trade restrictions, **18:4**
- United States import controls and nontariff trade barriers, **14:22**

**CUMULATIVE CAUSATION**

- Antidumping duties, **12:23**
- Subsidies and countervailing duties, **13:17**

**CURE**

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:19**

**CURRENCY CONTROLS**

- Generally, **32:1 to 32:46**
- Access, regulation of, **32:1**
- Actions of government which affect value of currency
  - generally, **32:15 to 32:19**
  - adoption of foreign currency as nation's official currency, **32:19**
  - decision to allow currency float freely as opposed to being fixed in relation to another currency or gold, **32:18**
  - devaluation of currency by government, **32:17**
  - linking of currency to another nation's currency, **32:16**
  - purchase of country's own declining-value currency, intervention in market by, **32:15**
- Act of state doctrine and exchange controls, **32:34, 32:35**
- Adoption of foreign currency as nation's official currency, **32:19**
- Business responses to inflation and indexation, **32:21**
- Contractual provisions in view of IMF regulations, **32:33**
- Currency swaps, **32:42**
- Currency vs. tariff fluctuations, **32:45**
- Delivery, foreign exchange contracts, **32:39**
- Deposits of foreign hard currencies required to be converted to domestic currency accounts, **32:13**
- Devaluation of currency by government, **32:17**
- Developing and nonmarket economy nations, **30:13, 30:21**
- Domestic borrowings, restrictions on foreigners' access, even in local currency, **32:6**
- Dual exchange rates, **32:22, 32:23**
- Dynamics of controls, **32:2**
- Earnings of residents in foreign currencies required to be deposited in domestic accounts, **32:12**
- Exchange contract regulation, International Monetary Fund (IMF), **32:26**
- Foreign exchange contracts
  - generally, **32:36 to 32:39**
  - foreign exchange market, **32:37**
  - operation of foreign exchange contract, **32:36**

**CURRENCY CONTROLS—Cont'd**

- Foreign exchange contracts—Cont'd
  - oral exchange contracts, **32:38**
  - settlement and delivery, **32:39**
- Foreign exchange risk
  - generally, **32:40 to 32:44**
  - currency swaps, **32:42**
  - insurance against risk, **32:44**
  - lessening of risk, **32:41**
  - use of dollar in trading, **32:43**
- Forms of controls, generally, **32:6 to 32:14**
- Hard currency demands of foreign investors
  - required to be met by hard currency earnings from exports, **32:14**
- Hard currency holdings, restrictions on access to and transfer of, **32:8**
- Hard currency holdings, restrictions on access to local borrowing of, **32:7**
- Inflation and indexation, **32:20, 32:21**
- Insurance against foreign exchange risk, **32:44**
- International Monetary Fund (IMF)
  - generally, **32:26 to 32:33**
  - contractual provisions in view of IMF regulations, **32:33**
  - exchange contract regulation, Article VIII, 2(b), **32:26**
  - “exchange contracts, “ Article VIII, 2(b), **32:27**
  - “exchange control regulations, “ Article VIII, 2(b), **32:29**
  - interpretation and application of agreement, **32:32**
  - “involve the currency, “ Article VIII, 2(b), **32:28**
  - “overriding public policy, “ Article VIII, 2(b), **32:30**
- Interrelationship of currency controls, **32:20**
- Linking of currency to another nation's currency, **32:16**
- Mandated transfers from abroad into country to obtain approval of investment projects, **32:9**
- Monitoring of currency, **32:46**
- Multi-level exchange rates, **32:22, 32:23**
- Operation of foreign exchange contract, **32:36**
- Oral exchange contracts, **32:38**
- Percentage of borrowing of foreign currencies by resident required to be deposited locally, **32:10**
- Possession, regulation of, **32:1**
- Proceeds of sales or services abroad required to be returned to and deposited in local institutions, **32:11**

**CURRENCY CONTROLS—Cont'd**

- Purchase of country's own declining-value currency, intervention in market by, **32:15**
- Reasons to control currency, **32:4**
- Requirements of international business persons, **32:3**
- Sanctions for violation of controls, **32:24, 32:25**
- Settlement, foreign exchange contracts, **32:39**
- Variations in controls, **32:5**

**CURRENCY SWAPS**

- Generally, **32:42**

**DAMAGES**

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:31 to 1:33**

**DATA COLLECTION**

- North American Free Trade Agreement, **29:27**

**DEDUCTIVE VALUE**

- United States customs, **11:20**

**DEFENSES**

- Foreign Corrupt Practices Act, **17:28, 17:29, 17:59**
- North American Free Trade Agreement, Exon-Floria/FINSA regulation, **29:20**

**DELIVERED AT PLACE (DAP) TERM**

- International Commercial Terms (INCOTERMS), **2:21**

**DELIVERED AT TERMINAL (DAT) TERM**

- International Commercial Terms (INCOTERMS), **2:22**

**DELIVERY**

- Currency controls, foreign exchange contracts, **32:39**
- United Nations Convention on Contracts for International Sale of Goods (CISG), seller's obligations, **1:14**

**DELIVERY AT FRONTIER (DAF) TERM**

- International Commercial Terms (INCOTERMS), **2:18**

**DELIVERY DUTY PAID (DDP) TERM**

- International Commercial Terms (INCOTERMS), **2:20**

**DELIVERY DUTY UNPAID (DDU) TERM**

- International Commercial Terms (INCOTERMS), **2:19**

**DELIVERY EX QUAY (DEQ) TERM**

International Commercial Terms (INCOTERMS),  
2:17

**DELIVERY EX SHIP (DES) TERM**

International Commercial Terms (INCOTERMS),  
2:16

**DE MINIMIS PAYMENTS**

Foreign Corrupt Practices Act, 17:26

**DE MINIMIS SUBSIDIES**

Subsidies and countervailing duties, 13:11

**DEPARTMENT OF JUSTICE (DOJ)**

International Antitrust Enforcement Guidelines,  
20:2

Resource guide to FCPA, 17:55

**DEPOSITIONS**

Generally, 35:13

**DERIVATIVE BENEFICIARIES**

Family based immigration, 37:26

**DEVALUATION**

Currency controls, 32:17

**DEVELOPING AND NONMARKET  
ECONOMY NATIONS**

Generally, 30:1 to 30:53  
Accounting procedures, 30:22  
Africa, Chinese investment in, 30:43  
Antidumping duties, 12:11, 12:12  
Arab-Israeli, normalizations, 30:45  
Automobile industry, South Korea, 30:40  
Bahrain, investments, 30:41  
Banking issues, 30:21  
Brazil, oil and gas, 30:42  
Chinese investment in Africa, 30:43  
Corruption, 30:18  
Countertrade agreements, 5:34, 5:35, 30:14  
Credit issues, 30:21  
Currency issues, 30:13, 30:21  
Definitions, 30:1, 30:2  
Distribution of goods, 30:12  
Dubai, sustainable prosperity, 30:44  
Economic zones, India, 30:39  
Enforcement, 30:18  
Expatriate employees, 30:20  
Foreign trading offices (FTOs), 30:11  
Franchises  
    generally, 30:32 to 30:34  
    governing laws, 30:33  
    nature, 30:32

**DEVELOPING AND NONMARKET  
ECONOMY NATIONS—Cont'd**

General Agreement on Tariffs and Trade (GATT),  
30:16, 30:37

Government oversight, 30:19

India

    economic zones, 30:39

    investment, commentary, 30:51

Insurance, 30:35

Investments

    generally, 30:1 to 30:38

    accounting procedures, 30:22

    causes of change, 30:36

    countertrade, 30:14

    credit and banking issues, 30:21

    currency issues, 30:13, 30:21

    definitions, 30:1, 30:2

    distinctions, 30:3

    distribution of goods, 30:12

    enforcement and corruption, 30:18

    franchises, above

    General Agreement on Tariffs and Trade  
    (GATT), 30:16, 30:37

    government oversight, 30:19

    insurance, 30:35

    investing in developing and nonmarket economy  
    nations, generally, 30:17 to 30:24

    joint ventures, below

    Middle East and North Africa, 30:46

    nonmarket economy foreign trading offices  
    (FTOs) and state trading offices (STO's),  
    30:11

    patterns of investment laws in developing  
    nations, 30:5 to 30:7

    privatization, 30:30, 30:31

    regional integration, 30:38

    Support for East European Democracy Act  
    (SEED), 30:10

    tariffs, 30:9

    taxation, 30:23

    trading with developing and nonmarket  
    economy nations, generally, 30:8 to 30:16

    transition, nonmarket economy nations in, 30:4

    Uruguay Round, General Agreement on Tariffs  
    and Trade (GATT), 30:37

    U.S. trade laws, 30:15

    Vietnam, 30:48

    workforce and expatriate employees, 30:20

    World Trade Organization (WTO), 30:16

Joint ventures

    generally, 27:8, 30:25 to 30:29

    nature, 30:25, 30:26

## INDEX

### DEVELOPING AND NONMARKET ECONOMY NATIONS—Cont'd

- Joint ventures—Cont'd
  - partners, **30:28**
  - principal characteristics, **30:27**
  - transition, joint ventures in, **30:29**
- Malaysia, **30:50**
- Motor vehicle industry, South Korea, **30:40**
- Oil and gas, Brazil, **30:42**
- Patterns of investment laws in developing nations, **30:5 to 30:7**
- Philippines, **30:49**
- Privatization, **30:30, 30:31**
- Regional integration, **30:38**
- South Korea, automobile industry, **30:40**
- State trading offices (STO's), **30:11**
- Subsidies and countervailing duties, **13:12**
- Support for East European Democracy Act (SEED), **30:10**
- Tariffs, **30:9**
- Trading with developing and nonmarket economy nations, generally, **30:8 to 30:16**
- Uruguay Round, General Agreement on Tariffs and Trade (GATT), **30:37**
- U.S. trade laws, **30:15**
- Western Sahara, **30:47**
- Workforce, **30:20**
- World Trade Organization (WTO), **30:16 (WTO)**

### DISCRIMINATION

- Boycotts and anti-boycott law, **18:11**
- Expropriation, **34:10, 34:11**
- United Nations Commission on International Trade Law Model Law on Electronic Commerce, **8:6**

### DISHONOR

- Documentary Letters of Credit, this index

### DISPUTE RESOLUTION

- Arbitration, this index
- China, **31:29, 31:40**
- Countertrade agreements, **5:27**
- North American Free Trade Agreement, **25:18, 25:28, 29:39**
- Patent and knowhow licensing, transfer of technology agreements, **23:27**
- Protection against loss of investment, Overseas Private Investment Corporation (OPIC), **33:17**
- World Trade Organization (WTO), **9:12**

### DISTANCE SELLING DIRECTIVE

- European Union eEurope Initiative, **8:11**

### DISTRIBUTORSHIP

- Sales Agent and Distributorship Agreements, this index

### DIVERSITY IMMIGRATION

- Immigration, this index

### DOCUMENTARY LETTERS OF CREDIT

- Generally, **6:1 to 6:14**
- Applicable law, **6:5**
- Back-to-back credits, **6:13**
- Basic legal principles, **6:6**
- Dishonor. Honor and dishonor, below
- Documentary sales transaction, **6:2**
- Electronic letters of credit, **6:12**
- Examination of documents for discrepancies, **6:9**
- Governing rules, **6:4**
- Honor and dishonor
  - generally, **6:7 to 6:11**
  - documents in transaction, **6:11**
  - examination of documents for discrepancies, **6:9**
  - notice of discrepancies, **6:10**
  - wrongful
    - dishonor of credit, **6:7**
    - honor of credit, **6:8**
- Notice of discrepancies, **6:10**
- Revolving credits, **6:13**
- Risk allocation in transaction, **6:3**
- Sample letter of credit, confirmed and irrevocable, **6:14**
- Wrongful
  - dishonor of credit, **6:7**
  - honor of credit, **6:8**

### DOCUMENTATION

- United States customs, **9:22**

### DOMAIN NAMES

- Arbitration, **36:14**

### DOMESTIC INDUSTRY

- Antidumping duties, material injury, **12:19**

### DUAL EXCHANGE RATES

- Currency controls, **32:22, 32:23**

### DUBAI

- Developing and nonmarket economy nations, **30:44**

### DUMPING

- Antidumping Duties, this index

### EAST ASIAN INTEGRATION

- Free trade agreements and customs unions, **21:6**



**EB-5 VISAS**

Immigration, **37:42**

**ECONOMIC INTEGRATION AGREEMENTS**

Free trade agreements and customs unions, **21:1 et seq.**

**ELECTRONIC BILLS OF LADING**

Generally, **3:20, 3:21**

**ELECTRONIC COMMERCE**

Generally, **8:1 to 8:17**

China, foreign company options and risks, **31:34**

Clickwrap agreements, **8:3**

Contract formation, United Nations Commission on International Trade Law Model Law on Electronic Commerce, **8:7**

Discrimination, United Nations Commission on International Trade Law Model Law on Electronic Commerce, **8:6**

Distance selling directive, European Union eEurope Initiative, **8:11**

Electronic

commerce directive, European Union eEurope Initiative, **8:13**

signature directive, European Union eEurope Initiative, **8:12**

European Union eEurope Initiative

generally, **8:10 to 8:14**

background, **8:10**

distance selling directive, **8:11**

electronic

commerce directive, **8:13**

signature directive, **8:12**

personal data protection directive, **8:14**

EU-US data privacy shield, **8:17**

International model laws, **8:5 to 8:9**

Legislative measures enabling e-commerce, **8:4**

Personal data protection directive, European Union eEurope Initiative, **8:14**

Private contractual measures enabling e-commerce, **8:2, 8:3**

Shrinkwrap agreements, **8:3**

Specialized provisions, United Nations Commission on International Trade Law Model Law on Electronic Commerce, **8:8**

Trading partner agreements, **8:2**

United Nations Commission on International Trade Law Model Law on Electronic Commerce

generally, **8:5 to 8:8**

contract formation, **8:7**

nondiscrimination, **8:6**

specialized provisions, **8:8**

**ELECTRONIC COMMERCE—Cont'd**

United Nations Commission on International Trade Law Model Law on Electronic Signatures, **8:9**

United States laws, **8:15, 8:16**

**ELECTRONIC COMMUNICATIONS**

International Commercial Terms (INCOTERMS), **2:23**

**ELECTRONIC LETTERS OF CREDIT**

Documentary letters of credit, **6:12**

**EMBARGOES**

United States

export controls, **16:21**

import controls and nontariff trade barriers, **14:22**

**EMPLOYMENT**

Labor and Labor Laws, this index

**END-USER AND END-USE BASED CONTROLS**

United States export controls, **16:20**

**ENFORCEMENT OF FOREIGN JUDGMENTS**

Generally, **35:14, 35:19**

**ENVIRONMENT**

Human Rights and Environmental Business Litigation, this index

United States import controls and nontariff trade barriers, **14:16**

**EQUAL PAY AND EQUAL TREATMENT**

European Common Market, **28:29**

**ESCAPE CLAUSE PROCEEDINGS**

Generally, **15:1 to 15:13**

Canada, special rules for, **15:2**

International Trade Commission investigations, **15:7**

Limited judicial review, impact of, **15:3**

Mexico, special rules for, **15:2**

Orderly marketing and voluntary restraint agreements, **15:13**

Petitions, **15:6**

Presidential relief decisions, **15:12**

Relief recommendations of commission, **15:11**

Serious injury, **15:10**

Statutory criteria, **15:8**

Substantial causation, **15:9**

United States implementation and compliance with WTO Safeguards Agreement, **15:5**

World Trade Organization (WTO) Safeguards Agreement, **15:4, 15:5**



## INDEX

### EUROPE

- Antidumping Duties, this index
- Antitrust Law, this index
- Countertrade agreements, policy positions, **5:33**
- Electronic Commerce, this index
- Franchising and Trademark Licensing, this index
- Investment. European Investment, below
- Patents, **23:6 to 23:8, 23:39**
- Sales Agent and Distributorship Agreements, this index
- Subsidies and countervailing duties, **13:23**

### EUROPEAN CENTRAL BANK

- Bond buying, **28:22**
- European investment, **28:20, 28:22**
- The EURO, **28:20**

### EUROPEAN INVESTMENT

- Generally, **28:1 to 28:40**
- Acquisitions. Mergers and acquisitions, below
- Admission to the EURO zone, **28:19**
- Amsterdam Treaty, **28:11**
- Case examples, Commission regulation of concentrations, **28:34**
- Coal, **28:3**
- Company Law, European countries, **28:17**
- Comparable worth, European Common Market, **28:29**
- Concentrations, Commission regulation of, **28:34**
- Convention on Future of Europe and Defeat of its Constitution, **28:13**
- COVID-19, **28:38**
- ECB bond buying, **28:22**
- Employee rights, mergers and acquisitions, **28:35**
- Equal pay and equal treatment, European Common Market, **28:29**
- European
  - Central Bank, **28:20, 28:22**
  - Common Market
    - generally, **28:15 to 28:31**
    - admission to EURO zone, **28:19**
  - BREXIT, **28:31**
  - Company Law, **28:17**
  - comparable worth, **28:29**
  - ECB bond buying, **28:22**
  - equal pay and equal treatment, **28:29**
  - European Central Bank, **28:20, 28:22**
  - European Union Free Trade Agreements (FTAs), **28:31**
  - financial bailouts, **28:21**
  - freedom to provide and receive services across European borders, **28:28**

### EUROPEAN INVESTMENT—Cont'd

- European—Cont'd
  - Common Market—Cont'd
    - free movement of goods, **28:23**
    - intellectual property rights, **28:25**
    - monetary system, **28:18 et seq.**
    - nontariff trade barriers and Article 36, **28:24**
    - occupational safety, **28:30**
    - preparing for the EURO, **28:18 et seq.**
    - product standards and testing, **28:27**
    - single market, **28:16, 28:26**
    - social policy, social fund and social charter, **28:30**
    - the EURO, **28:18 to 28:22**
    - Treaty on Stability, Coordination and Governance (TSCG), **28:22**
  - Community, **28:5**
  - Economic Area, **28:8**
  - Economic Community, **28:4, 28:7**
  - Free Trade Area, **28:6, 28:7**
- EU's Carbon Border Adjustment Mechanism, **28:39**
- Financial bailouts, the EURO, **28:21**
- Focus, **28:1**
- Foreign Investment Screening in the EU, **28:40**
- Freedom to provide and receive services across European borders, European Common Market, **28:28**
- Free movement of goods, European Common Market, **28:23**
- Growth
  - membership, **28:10**
  - regional market, generally, **28:2 to 28:14**
- Hostile takeovers, mergers and acquisitions, **28:36**
- Intellectual property rights, European Common Market, **28:25**
- Jurisdiction, generally, **28:2 to 28:14**
- Lisbon, Reform Treaty of, **28:14**
- Maastricht Treaty on European Union, **28:9**
- Mergers and acquisitions
  - generally, **28:32 to 28:36**
  - concentrations, Commission regulation of, case examples, **28:34**
  - early law, **28:33**
  - employee rights, **28:35**
  - hostile takeovers, **28:36**
- Monetary system, the EURO, **28:18 et seq.**
- Nice, Treaty of, **28:12**
- Nontariff trade barriers, European Common Market, **28:24**
- Occupational safety, European Common Market, **28:30**

**EUROPEAN INVESTMENT—Cont'd**

- Odds against WTO World Trade Policy or the New Standard for Global Climate Policy, **28:39**
- Product standards and testing, European Common Market, **28:27**
- Reconciliation of European Free Trade Area European Economic Community, **28:7**
- Regional market, growth as, generally, **28:2 to 28:14**
- Social policy, social fund and social charter, European Common Market, **28:30**
- Steel, **28:3**
- Treaty on Stability, Coordination and Governance (TSCG), **28:22**
- Uniform contract law, **28:37**

**EUROPEAN UNION (EU)**

- Electronic commerce, **8:10 to 8:14**
- EU's Carbon Border Adjustment Mechanism, **28:39**
- Foreign Investment Screening in the EU, **28:40**
- International unification of rules of agency, **4:31 to 4:34**
- Maastricht treaty, **28:9**
- Odds against WTO World Trade Policy or the New Standard for Global Climate Policy, **28:39**
- Software protection, **23:38**
- Taxing art: EU Regulation No. 731/2010 and problem of classification, **11:23**

**EXCLUSIVE DEALING**

- Antitrust law, **20:12**

**EXCUSED PERFORMANCE**

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:21, 1:22**

**EXHAUSTION OF LOCAL REMEDIES**

- Expropriation, **34:19**

**EXON-FLORIA/FINSA REGULATION**

- North American Free Trade Agreement, this index

**EXPATRIATE EMPLOYEES**

- Developing and nonmarket economy nations, **30:20**

**EXPORT ADMINISTRATION ACT**

- Boycotts and anti-boycott law, **18:7**

**EXPORT ADMINISTRATION REGULATIONS**

- Boycotts and anti-boycott law, **18:8**

**EXPROPRIATION**

- Generally, **33:6, 34:1 to 34:36**
- Actions in United States courts, **34:22**

**EXPROPRIATION—Cont'd**

- Act of state doctrine
  - generally, **34:31 to 34:36**
  - exceptions, **34:36**
  - expropriation of property, **34:33**
  - history, **34:32**
  - limitations, **34:34**
  - separation of powers, **34:35**
- Adequate compensation, **34:13**
- Appropriate compensation, **34:14**
- Assistance of government, **34:20**
- Avoidance of risk, **34:1**
- “Calvo clause,” **34:20**
- Claims commissions, **34:21**
- Commercial activity, Foreign Sovereign Immunities Act, **34:29**
- Compensation
  - generally, **34:11 to 34:18**
  - appropriate compensation, **34:14**
  - fair compensation, **34:15**
  - just compensation, **34:16**
  - mandatory questions under any standard, **34:18**
  - prompt, adequate and effective compensation, **34:13**
  - restitution as substitute, **34:17**
  - retaliation and discrimination, subordination of, **34:11**
  - uncertainty of international law, **34:12**
- Discrimination and retaliation, **34:10, 34:11**
- Domestic law of taking nation, application of, **34:4**
- Effective compensation, **34:13**
- Exhaustion of local remedies, **34:19**
- Fair compensation, **34:15**
- Foreign Sovereign Immunities Act (FSIA)
  - generally, **34:23 to 34:30**
  - commercial activity, **34:29**
  - exceptions, **34:28 to 34:30**
  - history and rationale, **34:24**
  - jurisdictional issues, **34:27**
  - sovereign, defined, **34:26**
  - violations of international law, **34:30**
  - waiver, **34:28**
- Governing law, **34:3 to 34:6**
- International law, application of, **34:5**
- Investment treaties, **34:6**
- Jurisdictional issues, Foreign Sovereign Immunities Act, **34:27**
- Just compensation, **34:16**
- Legal choices following expropriation, **34:2**
- Lump sum agreements, **34:21**
- Prompt compensation, **34:13**

## INDEX

### **EXPROPRIATION—Cont'd**

- Public purpose
  - generally, **34:7 to 34:9**
  - definition, **34:8**
  - international law, **34:7**
- Restitution, **34:17**
- Retaliation and discrimination, **34:10, 34:11**
- Separation of powers, act of state doctrine, **34:35**
- Waiver, Foreign Sovereign Immunities Act, **34:28**

### **EX WORKS (EXW) TERM**

- International Commercial Terms (INCOTERMS), **2:7, 2:25**

### **FAMILY BASED IMMIGRATION**

- Immigration, this index

### **FAST TRACK**

- Generally, **9:30**

### **FEDERAL BILLS OF LADING ACT**

- Generally, **3:9**

### **FEDERAL TRADE COMMISSION**

- Franchising rule, **22:15**

### **FEDERAL TRADE COMMISSION ACT**

- Antitrust law, **20:13**

### **50-50 JOINT VENTURE**

- Generally, **27:22**

### **FINANCIAL BAILOUTS**

- European investment, the EURO, **28:21**

### **FINANCING**

- Foreign direct investment, branches or subsidiaries, **26:12**

### **FINES**

- United States export controls, **16:37**

### **FIRM OFFERS**

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:12**

### **FOOD PRODUCTS**

- United States import controls and nontariff trade barriers, **14:12**

### **FOREIGN CORRUPT PRACTICES ACT**

- Generally, **17:1 to 17:62**
- Accounting standards
  - generally, **17:11 to 17:15**
  - ABA/SEC disagreement, **17:12**
  - approach of standards, **17:11**
  - books, records and accounts, first standard, **17:13**

### **FOREIGN CORRUPT PRACTICES ACT—Cont'd**

- Accounting standards—Cont'd
  - internal accounting control, second standard, **17:14**
  - national security, exemption, **17:15**
- Affirmative defenses, **17:28, 17:29**
- Amendments, **17:3, 17:4**
- Authority to enforce, **17:30**
- Books, records and accounts, first accounting standard, **17:13**
- Bribery
  - British Bribery Act, **17:5**
  - transnational, **17:60**
- British Bribery Act, **17:5**
- Competitor, action charging violation by, **17:41**
- Compliance, **17:51, 17:54, 17:58, 17:59**
- Consent decrees, **17:31**
- Criminal Division Corporate Enforcement and Voluntary Self-Disclosure Policy, **App 17A**
- Defenses, **17:59**
- Definitional challenges, **17:7**
- De minimis payments, **17:26**
- Department of Justice
  - review procedure, **17:36, 17:37**
  - U.S. Securities Exchange Commission resource guide to, **17:55**
- DOJ corporate enforcement policy, **17:56**
- Enforcement
  - generally, **17:30 to 17:35, 17:60**
  - additional charges, **17:33**
  - authority to enforce, **17:30**
  - charges of accounting and illegal payment violations, **17:32**
  - consent decrees, **17:31**
  - penalties, **17:34, 17:35**
  - policy, **17:60**
- Exemption for minor payments, **17:8**
- Foreign
  - officials, **17:23**
  - political party, official or candidate, **17:24**
  - subsidiaries of U.S. companies, **17:20**
- Foreign Extortion Prevention Act (FEPA), **17:6**
- Foreign nation and multinational organization
  - controls on corrupt foreign payments
    - generally, **17:44 to 17:48**
  - General Agreement on Tariffs and Trade (GATT), **17:46**
  - Organization for Economic Cooperation and Development (OECD), **17:45**
  - specific nation's laws and U.S. agency procedure, **17:44**

## **FOREIGN CORRUPT PRACTICES ACT**

### **—Cont'd**

- Foreign nation and multinational organization controls on corrupt foreign payments
  - Cont'd
  - United Nations, **17:47**
- Foreign natural and legal persons who commit acts while in United States, **17:19**
- Forms
  - company policy regarding Act, **17:52**
  - officer contract provision regarding making unlawful payments, **17:53**
  - third party FCPA compliance clause, **17:54**
- General Agreement on Tariffs and Trade (GATT), **17:46**
- Globalization of foreign corrupt practices law, **17:61**
- Government, actions by, **17:38**
- “Grease” payments, **17:26**
- History, **17:2**
- Internal accounting control, second accounting standard, **17:14**
- Issuers, domestic concerns and other persons, **17:16 to 17:18**
- Mexico, **17:58**
- Minor payments, exemption, **17:8**
- Multinational organization controls on corrupt foreign payments. Foreign nation and multinational organization controls on corrupt foreign payments, above
- National security, accounting standards, **17:15**
- Nigeria, **17:57**
- Offering, promising or giving corruptly, **17:21, 17:22**
- Organization for Economic Cooperation and Development (OECD)
  - foreign payments controls, **17:45**
  - UN Conventions, and, **17:5**
- Other organizations, **17:48**
- Penalties, **17:34, 17:35**
- Persons subject to Act
  - generally, **17:9, 17:16 to 17:20**
  - foreign
    - natural and legal persons who commit acts while in United States, **17:19**
    - subsidiaries of U.S. companies, **17:20**
    - issuers, domestic concerns and other persons, **17:16 to 17:18**
- Pharmaceutical companies, compliance program, **17:62**
- Policy of company to prohibit payments in violation of Act, **17:43**

## **FOREIGN CORRUPT PRACTICES ACT**

### **—Cont'd**

- Private right of action, **17:39**
- Prohibited payments, **17:10**
- Purposes prohibited. Recipients and purposes prohibited, below
- Reasonable and bona fide expenditures, **17:29**
- Recipients and purposes prohibited
  - generally, **17:23 to 17:25**
  - any person “while knowing,” **17:25**
  - foreign officials, **17:23**
  - foreign political party, official or candidate, **17:24**
- Repeal unlikely, **17:49**
- Reporting, **17:60**
- Responses
  - company to foreign official’s request for payment, **17:42**
  - other nations, **17:5**
- Rights of action
  - generally, **17:38 to 17:41**
  - competitor, action charging violation by, **17:41**
  - employee actions, **17:40**
  - government, actions by, **17:38**
  - private right of action, **17:39**
- Risk compliance program, Mexico, **17:58**
- Routine governmental action, facilitating or expediting, **17:27**
- Sample documents. Forms, above
- Scope, **17:7 to 17:10**
- Self reporting, **17:60**
- Third party FCPA compliance clause, **17:54**
- Transnational bribery, self reporting, **17:60**
- United Nations, **17:47**
- Warning signs of violations, **17:50**
- “Written” laws, lawful under, **17:28**

## **FOREIGN DIRECT INVESTMENT**

- Generally, **25:1 to 25:35**
- Acquisitions, limitations on, **25:10**
- Agreement on Trade Related Investment Measures (TRIMs), **25:19**
- Airlines, **29:43**
- Applicable law, **25:25**
- Bankruptcy, branches or subsidiaries, **26:14**
- Bilateral investment treaties (BITs), **25:26**
- Branches or subsidiaries, choice of structure
  - generally, **26:1 to 26:26**
  - bankruptcy, **26:14**
  - corporate administration, **26:19**
  - decision to invest abroad, **26:1 to 26:26**

**FOREIGN DIRECT INVESTMENT—Cont'd**

Branches or subsidiaries, choice of structure  
—Cont'd  
economic considerations, generally, **26:9 to 26:14**  
exchange controls, **26:13**  
financing, **26:12**  
foreign entity, imposition of liability on, **26:6**  
form of subsidiary, **26:4**  
government consent, **26:15**  
host country taxation, **26:11**  
labor, **26:20**  
liability and risk considerations, **26:5 to 26:8**  
marketing considerations, **26:22**  
minimization of risk, **26:5**  
operational considerations, generally, **26:18 to 26:22**  
organizational considerations, generally, **26:15 to 26:17**  
parent entity, imposition of liability on, **26:7**  
registration, **26:16**  
reports and reserves, **26:21**  
risk, ownership and control, **26:18**  
sample articles for creation of Mexican corporation (S.A. de C.V.), **26:26**  
taxation, **26:10, 26:11**  
termination or withdrawal considerations, **26:23, 26:24**  
United States  
regulation, **26:17**  
taxation, **26:10**  
China, this index  
Control, branches or subsidiaries, **26:18**  
Corporate administration, branches or subsidiaries, **26:19**  
Currency Controls, this index  
Developing and Nonmarket Economy Nations, this index  
Entry, imposition of restrictions upon, **25:6**  
European Investment, this index  
Exchange controls, branches or subsidiaries, **26:13**  
Expropriation, this index  
Financing, branches or subsidiaries, **26:12**  
Forms  
generally, **25:30 to 25:35**  
consortium agreement, electricity plant project development, **25:32**  
heads of agreement, electricity plant project development, **25:30**  
memorandum of understanding, electricity plant project development, **25:31**  
mutual confidentiality agreement, **25:33**

**FOREIGN DIRECT INVESTMENT—Cont'd**

Forms—Cont'd  
professional engagement letter, **25:35**  
request for proposal (RFP), **25:34**  
General Agreement on Tariffs and Trade (GATT), **25:19, 25:29**  
Government consent, branches or subsidiaries, **26:15**  
Home nations, governance by, **25:3**  
Host country  
governance by host nations, **25:4**  
taxation, branches or subsidiaries, **26:11**  
Institutions for review of proposed foreign investments, **25:15**  
International Centre for Settlement of Investment Disputes (ICSID), **25:27**  
International law, governance by, **25:5**  
Joint Ventures, this index  
Labor, branches or subsidiaries, **26:20**  
Language-of Trade Related Investment Measures (TRIMs), **25:2**  
Liability considerations, branches or subsidiaries, **26:5 to 26:8**  
Management, limitations on, **25:11**  
Marketing considerations, branches or subsidiaries, **26:22**  
Minimization of risk, branches or subsidiaries, **26:5**  
Multi-national organizations, governance by, **25:5**  
Mutual confidentiality agreement, **25:33**  
North American Free Trade Agreement, this index  
Operations, imposition of restrictions during, **25:7**  
Other forms of foreign investment, **25:23**  
Ownership  
branches or subsidiaries, **26:18**  
prohibitions and limitations, **25:9**  
Performance requirements, **25:12**  
Process of review of proposed foreign investments, **25:16**  
Professional engagement letter, **25:35**  
Protection Against Loss of Investment, this index  
Reasons to invest abroad, **25:1**  
Registration, branches or subsidiaries, **26:16**  
Reports, branches or subsidiaries, **26:21**  
Request for proposal (RFP), **25:34**  
Reserves, branches or subsidiaries, **26:21**  
Restrictions  
generally, **25:6 to 25:14**  
acquisitions, limitations on, **25:10**  
current trends in enacting and enforcing restrictions, **25:14**  
entry, imposition upon, **25:6**



**FOREIGN DIRECT INVESTMENT—Cont'd**

- Restrictions—Cont'd
  - form of restrictions, **25:9 to 25:14**
  - management, limitations on, **25:11**
  - operations, imposition during, **25:7**
  - ownership, prohibitions and limitations on, **25:9**
  - performance requirements, **25:12**
  - transfer of capital and earnings, limitations, **25:13**
  - withdrawal, imposition upon, **25:8**
- Review of proposed foreign investments, **25:15, 25:16**
- Risk considerations, branches or subsidiaries, **26:5 to 26:8, 26:18**
- Sample documents. Forms, above
- Subsidiaries. Branches or subsidiaries, choice of structure, above
- Taxation
  - generally, **25:24**
  - branches or subsidiaries, **26:10, 26:11**
- Termination considerations, branches or subsidiaries, **26:23, 26:24**
- Transfer of capital and earnings, limitations, **25:13**
- Treaties regarding foreign investments, **25:20, 25:21**
- United States investment treaties, **25:21**
- Unwritten law, **25:22**
- U.S. airlines, **29:43**
- Withdrawal considerations
  - branches or subsidiaries, **26:23, 26:24**
  - restrictions, imposition of, **25:8**
- World Trade Organization (WTO), **25:19, 25:29**

**FOREIGN EXCHANGE CONTRACTS**

- Currency Controls, this index

**FOREIGN EXCHANGE RISK**

- Currency Controls, this index

**FOREIGN EXTORTION PREVENTION ACT (FEPA)**

- Foreign Corrupt Practices Act, **17:6**

**FOREIGN SOVEREIGN IMMUNITIES ACT (FSIA)**

- Expropriation, this index

**FOREIGN TRADE ZONES**

- United States tariffs and duty free imports, **10:8**

**FOREIGN TRADING OFFICES (FTOS)**

- Developing and nonmarket economy nations, **30:11**

**FORGERY**

- Bills of lading, **3:19**

**FORMS**

- Sample documents, this index

**FORUM NON CONVENIENS**

- Generally, **35:9**

**FRANCHISING AND TRADEMARK LICENSING**

- Generally, **22:1 to 22:30**
- Automotive franchises, **22:18, 22:24**
- California franchise law
  - generally, **22:21 to 22:24**
  - automotive franchises, **22:24**
  - franchise investment law, **22:21**
  - petroleum franchises, **22:23**
  - termination of franchises, **22:22**
- China, guide to trademark protection in, **31:35**
- Copyright protection in franchising, **22:4**
- Developing and Nonmarket Economy Nations, this index
- European franchises
  - Pronuptia case, **22:11**
  - Regulations 4087/88, 2790/1999 and 330/10, **22:12**
- Federal Trade Commission franchising rule, **22:15**
- Forms
  - generally, **22:25 to 22:30**
  - Holiday Inns, Inc. International License Agreement, **22:26**
  - Hotel International Franchise Agreement (Mexico), **22:25**
  - master restaurant license agreement (Mexico), **22:28**
  - restaurant
    - development agreement (Mexico), **22:30**
    - license agreement (International), **22:29**
    - standard international hotel management agreement, **22:27**
- Franchise agreement, **22:6**
- Good cause for termination of franchises, **22:20**
- Gray market goods, **24:11**
- International trademark treaties
  - generally, **22:8 to 22:10**
  - international trademark registration treaties, **22:10**
- Nice Agreement on Trademark Classification, **22:9**
- Paris Convention, **22:8**
- Nice Agreement on Trademark Classification, **22:9**
- Paris Convention, **22:8**



## INDEX

### FRANCHISING AND TRADEMARK

#### LICENSING—Cont'd

- Petroleum franchises, **22:19, 22:23**
- Protection of franchise trade secrets, **22:5**
- Quality controls, **22:3**
- Regulation of international franchising, **22:7**
- Sample documents. Forms, above
- State franchise disclosure requirements, **22:14**
- Termination of franchises, **22:17, 22:20, 22:22**
- Uniform franchise offering circular, **22:16**
- United States franchises, **22:13 et seq.**

### FRATERNAL ORGANIZATIONS

- Boycotts and anti-boycott law, **18:14**

### FRAUD

- Standby letters of credit, **7:13, 7:14**

### FREE ALONGSIDE SHIP (FAS) TERM

- International Commercial Terms (INCOTERMS), **2:9, 2:27**

### FREE CARRIER (FCA) TERM

- International Commercial Terms (INCOTERMS), **2:8**

### FREE MOVEMENT OF GOODS

- European Common Market, **28:23**

### FREE ON BOARD (FOB) TERM

- International Commercial Terms (INCOTERMS), **2:10, 2:26, 2:28, 2:30**

### FREE TRADE AGREEMENTS AND CUSTOMS UNIONS

- Generally, **21:1 to 21:11**
- Association of Southeast Asian Nations (ASEAN), **21:5**
- Canada-U.S. Free Trade Agreement, this index
- Developing world integration
  - generally, **21:4**
  - Association of Southeast Asian Nations (ASEAN), **21:5**
  - east Asian, **21:6**
  - NAFTA, **21:7**
- East Asian, developing world integration, **21:6**
- Economic integration agreements, **21:1 et seq.**
- General Agreement on
  - Tariffs and Trade (GATT) Article 24, **21:2**
  - Trade in Services (GATS) integrated services agreements, **21:3**
- NAFTA, developing world integration, **21:7**
- North American Free Trade Agreement, this index
- Proliferation, **21:8**
- Trans-Pacific Partnership (TTP), **21:10**

### FREE TRADE AGREEMENTS AND CUSTOMS UNIONS—Cont'd

- United States fast track procedures, **21:9**

### GAS AND OIL

- Oil and Gas, this index

### GENERAL AGREEMENT ON TARIFFS AND TRADE (GATT)

- Generally, **9:3 to 9:5**
- Antidumping Duties, this index
- China, **31:10**
- Core GATT principles, **9:4**
- Countertrade agreements, policy position, **5:38**
- Developing and nonmarket economy nations, **30:16, 30:37**
- Foreign Corrupt Practices Act, **17:46**
- Foreign direct investment, **25:19, 25:29**
- Free trade agreements and customs unions, **21:2**
- Joint ventures, **27:5**
- Patent and knowhow licensing, **23:30**
- Procedures, **9:5**
- Product standards and testing, **14:18**
- Subsidies and countervailing duties, adherence in Europe, **13:23**
- Trade in goods, core GATT principles, **9:4**
- United States
  - customs, valuation, **11:17**
  - import controls and nontariff trade barriers, **14:2**
- WTO jurisdiction, **9:35**

### GENERAL AGREEMENT ON TRADE IN SERVICES (GATS)

- Free trade agreements and customs unions, integrated services agreements, **21:3**
- World Trade Organization (WTO), **9:17**

### GENERALIZED SYSTEM OF PREFERENCES (GSP)

- United States Tariffs and Duty Free Imports, this index

### GENERAL RULES OF INTERPRETATION

- United States customs, **11:9**

### GENEVA CONVENTION ON AGENCY IN INTERNATIONAL SALE OF GOODS

- Sales agent and distributorship agreements, **4:30**

### GEPHARDT AMENDMENT ALTERNATIVE

- Section 301 proceedings, **19:9**

### GERMANY

- Electronics
  - international distribution agreement, **4:43**

**GERMANY—Cont'd**

- Electronics—Cont'd
  - license to manufacture agreement, **1:38**
  - volume purchase agreement, **1:37**
- International distribution agreements, **4:43**
- Sample international sales agreements, **1:37, 1:38**

**GOOD CAUSE**

- Termination of franchises, **22:20**

**GOOD FAITH**

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:44**

**GOODS**

- North American Free Trade Agreement, **21:7**

**GOVERNING LAW**

- Bills of Lading, this index
- Expropriation, **34:3 to 34:6**

**GOVERNMENT APPROVAL**

- Joint ventures, **27:31**
- Patent and knowhow licensing, transfer of technology agreements, **23:25**

**GOVERNMENT OVERSIGHT**

- Developing and nonmarket economy nations, **30:19**

**GRADUATION**

- United States tariffs and duty free imports, Generalized System of Preferences (GSP), **10:15**

**GRAY MARKET IMPORTS**

- Counterfeit, Infringing and Gray Market Imports, this index

**“GREASE” PAYMENTS**

- Foreign Corrupt Practices Act, **17:26**

**GROSS UP**

- Contracts and tax, sample documents, **38:8**

**GROUP EXEMPTIONS**

- European competition law, **20:20**

**GUIDANCE FOR INTERPRETATION OF HARMONIZED SYSTEM**

- United States customs, **11:11**

**HARMONIZED TARIFF SCHEDULE**

- United States Customs, this index
- United States tariffs and duty free imports, **10:7**

**HARTER ACT**

- Bills of lading, **3:7**

**HEADINGS**

- United States customs, Harmonized Tariff Schedule, **11:6**

**HEALTHCARE**

- Chinese investment, **31:39**

**HONG KONG**

- Generally, **31:30**

**HONOR**

- Documentary Letters of Credit, this index

**HOSTILE TAKEOVERS**

- European investment, mergers and acquisitions, **28:36**

**HUMAN RIGHTS**

- China, **31:8**
- Litigation. Human rights and environmental business litigation, this index

**HUMAN RIGHTS AND ENVIRONMENTAL BUSINESS LITIGATION**

- Generally, **35:15 to 35:19**
- Alien Tort Claims Act, **35:15**
- Brussels and Lugano Conventions, **35:16 to 35:19**
- Jurisdiction, **35:17**
- Party autonomy, **35:18**
- Recognition and enforcement, **35:19**

**IMMIGRATION**

- Generally, **37:1 to 37:42**
- Advanced degrees, professionals with, preference category, **37:15**
- Aliens of exceptional ability preference category, **37:15**
- Aliens of extraordinary ability, O visas, **37:38**
- Applicant as citizen, **37:6**
- Boycotts and anti-boycott law, **18:21**
- Brothers and sisters of citizens, **37:25**
- Business visitors, B-1 visas, **37:37**
- Categories to be considered, **37:2**
- Citizenship
  - generally, **37:4 to 37:7**
  - applicant as citizen, **37:6**
  - citizenship option for business, **37:5**
  - dynamics of citizenship law, **37:7**
  - status of citizen, **37:4**
- Derivative beneficiaries, family based immigration, **37:26**
- Diversity immigration
  - generally, **37:28 to 37:30**
  - permanent diversity, **37:29**
- Dynamics of citizenship law, **37:7**

## INDEX

### IMMIGRATION—Cont'd

- EB-5 visas and regional centers, **37:42**
- Employment based immigration
  - generally, **37:11 to 37:19**
  - labor certification, **37:12**
  - preference categories, **37:13 to 37:18**
- Family based immigration
  - generally, **37:20 to 37:27**
  - brothers and sisters of citizens, **37:25**
  - derivative beneficiaries, **37:26**
  - family of lawful permanent residents, **37:23**
  - immediate relatives of citizens, **37:21**
  - married sons and daughters of citizens, **37:24**
  - unmarried sons and daughters of citizens, **37:22**
- Immediate relatives of citizens, **37:21**
- Immigration Act of 1990, **37:1**
- Labor certification, **37:12**
- Lawful permanent resident status, **37:8**
- Legislative updates, **37:3**
- Married sons and daughters of citizens, **37:24**
- Million Dollar green card preference category, **37:18**
- Multinational employees, L-1 visas, **37:35**
- Mutual exclusivity of visa categories, **37:9**
- Nonimmigrant visas
  - generally, **37:33 to 37:40**
  - aliens of extraordinary ability and performers, O and P visas, **37:38**
  - business visitors, B-1 visas, **37:37**
  - multinational employees, L-1 visas, **37:35**
  - non-professionals, H-2A, H-2B and H-3 visas, **37:39**
  - North American Free Trade Agreement and TN visa, **37:40**
  - professionals, H-1 visas, **37:34**
  - treaty traders and investors, E visas, **37:36**
- Non-professionals, H-2A, H-2B and H-3 visas, **37:39**
- North American Free Trade Agreement and TN visa, **37:41**
- Performers, P visas, **37:38**
- Permanent diversity, **37:29**
- Preference categories, employment based immigration
  - generally, **37:13**
  - advanced degrees, **37:15**
  - aliens of exceptional ability, **37:15**
  - investment-based classification, **37:18**
  - Million Dollar green card, **37:18**
  - priority workers, **37:14**
  - professionals, **37:16**

### IMMIGRATION—Cont'd

- Preference categories, employment based immigration—Cont'd
  - professionals with advanced degrees, **37:15**
  - skilled workers, **37:16**
  - special immigrants, **37:17**
- Priority workers, preference category, **37:14**
- Professionals
  - advanced degrees preference category, **37:15**
  - H-1 visas, **37:34**
  - preference category, **37:16**
- Sisters and brothers of citizens, **37:25**
- Skilled workers, preference category, **37:16**
- Status of citizen, **37:4**
- Treaty traders and investors, E visas, **37:36**
- Unmarried sons and daughters of citizens, **37:22**
- Visas
  - generally, **37:8 et seq.**
  - bars to immigration, **37:10**
  - boycotts and anti-boycott law, **18:21**
  - diversity immigration, above
  - employment based immigration, above
  - family based immigration, above
  - lawful permanent resident status, **37:8**
  - mutual exclusivity of categories, **37:9**
  - nonimmigrant visas, above
  - proper focus in choosing visa category, **37:41**

### INDEXATION

- Currency controls, **32:20, 32:21**

### INDIA

- Countertrade agreements, **5:41**
- Economic zones, special, **30:39**
- Investment, commentary, **30:51**
- Pharmaceutical trade barriers, **14:23**
- Solar dispute with United States, **13:24**

### INDONESIA

- Investment, commentary, **30:52**
- Oil and gas, management services agreements, **23:33, 23:34**

### INFLATION

- Currency controls, **32:20, 32:21**

### INFRINGING IMPORTS

- Counterfeit, Infringing and Gray Market Imports, this index

### INJUNCTIONS

- Generally, **35:11**

## **INSPECTION OF GOODS**

United Nations Convention on Contracts for International Sale of Goods (CISG), **1:18**

## **INSURANCE**

Currency controls, foreign exchange risk, **32:44**

Developing and nonmarket economy nations, **30:35**

Protection Against Loss of Investment, this index

## **INTELLECTUAL PROPERTY**

China, **31:25**

Copyrights, this index

European Common Market, **28:25**

Joint ventures, **27:30**

Patent and Knowhow Licensing, this index

Trademarks, this index

## **INTENSIVE CARE**

World Trade Organization (WTO), Appellate Body and Prognosis, **9:36**

## **INTENTIONAL CONDUCT**

Boycotts and anti-boycott law, **18:9, 18:23**

## **INTERNAL ACCOUNTING CONTROL**

Foreign Corrupt Practices Act, second accounting standard, **17:14**

## **INTERNATIONAL CENTRE FOR SETTLEMENT OF INVESTMENT DISPUTES (ICSID)**

Arbitration rules, **36:8**

Foreign direct investment, **25:27**

## **INTERNATIONAL CHAMBER OF COMMERCE**

Arbitration rules and clauses, **36:9**

Sales agent and distributorship agreements, **4:35**

## **INTERNATIONAL COMMERCIAL TERMS (INCOTERMS)**

Generally, **2:1 to 2:28**

Carriage

and insurance paid to (CIP) term, **2:13**

paid to (CPT) term, **2:14**

Categories, **2:4**

CISG, compared, **2:24, 2:25**

Cost

and freight (CFR) term, **2:12**

insurance and freight (CIF) term, **2:11, 2:29**

Delivered at

place (DAP) term, **2:21**

terminal (DAT) term, **2:22**

## **INTERNATIONAL COMMERCIAL TERMS (INCOTERMS)—Cont'd**

Delivery

at frontier (DAF) term, **2:18**

duty paid (DDP) term, **2:20**

duty unpaid (DDU) term, **2:19**

ex quay (DEQ) term, **2:17**

ex ship (DES) term, **2:16**

Destination terms, **2:15 et seq.**

Electronic communications, **2:23**

Ex works (EXW) term, **2:7, 2:25**

Format, **2:6**

Free

alongside ship (FAS) term, **2:9, 2:27**

carrier (FCA) term, **2:8**

on board (FOB) term, **2:10, 2:26, 2:28, 2:30**

Interpretation of gaps in Incoterms, **2:23**

Particular terms, generally, **2:7 to 2:21**

Purpose, **2:2**

Revisions, **2:5**

Trade usage, status as, **2:3**

Uniform Commercial Code

C.I.F. term, **2:29**

compared to Incoterms, generally, **2:24**

ex works (EXW) term, **2:25**

F.A.S. vessel term, **2:27**

F.O.B. place of destination term, **2:30**

F.O.B. place of shipment term, **2:26**

F.O.B. vessel term, **2:28**

## **INTERNATIONAL MONETARY FUND (IMF)**

Currency Controls, this index

## **INTERNATIONAL TRADE ADMINISTRATION (ITA)**

Generally, **9:27**

## **INTERNATIONAL TRADE COMMISSION (ITC)**

Generally, **9:28**

Boeing v. Bombardier, **12:33**

Counterfeit, Infringing and Gray Market Imports, this index

Escape clause proceedings, investigations, **15:7**

European investment, Commission regulation of concentrations, case examples, **28:34**

## **INTERNATIONAL TRAFFIC IN ARMS REGULATIONS (ITAR)**

United States Export Controls, **16:40, 16:41**

## **INTERVENTION**

Protection against loss of investment, **33:4**

## INDEX

### INVESTIGATIONS

European competition law, **20:17**

### INVESTMENTS

Bilateral Investment Treaties (BITs), this index  
Developing and Nonmarket Economy Nations, this index  
Foreign Direct Investment, this index  
North American Free Trade Agreement, this index

### IRAN

United States import controls and nontariff trade barriers, **14:22**

### ISRAEL

Arab boycott, **18:5**  
Developing and nonmarket economy nations, **30:45**

### ITAR

International Traffic in Arms Regulations (ITAR), this index

### JACKSON-VANIK AMENDMENT

United States tariffs and duty free imports, **10:5**

### JAPAN

China, investing in, **31:42**

### JOINT VENTURES

Generally, **27:1 to 27:43**  
Additional controls, **27:14**  
Administration of joint venture laws, **27:15**  
Agreements  
    generally, **27:24 to 27:37**  
    corporate charter, **27:26**  
    dispute resolution, **27:37**  
    duration, **27:35**  
    government approval, **27:31**  
    intellectual property, **27:30**  
    intended markets, **27:36**  
    joint venture agreement, generally, **27:27 et seq.**  
    language, **27:34**  
    management of joint venture, **27:29**  
    pre-incorporation agreement, **27:25**  
    purpose of joint venture, **27:28**  
    taxes, **27:32**  
    title to real and personal property, **27:33**  
Applicable law, generally, **27:2 to 27:6**  
Bilateral investment treaties, **27:3**  
China, contractual joint ventures (partnerships), **31:22**  
Choosing local partner, **27:16**  
Corporate charter, **27:26**  
Countertrade agreements, **5:28**

### JOINT VENTURES—Cont'd

Definition, **27:1**  
Developed nations, **27:9**  
Developing and Nonmarket Economy Nations, this index  
Duration of agreement, **27:35**  
50-50 joint venture, **27:22**  
Foreign joint venture laws, **27:7 to 27:9**  
Forms  
    generally, **27:38 to 27:43**  
    joint venture using Chinese and foreign investment, **27:42**  
    manufacturing joint venture agreement (Mexico), **27:39**  
    memorandum of understanding (Mexico), **27:40**  
    shareholders' agreement (Mexico), **27:41**  
    mining joint venture agreement (Mexico), **27:38**  
    prime contractor/sub-supplier memorandum of understanding, **27:43**  
General Agreement on Tariffs and Trade (GATT), **27:5**  
Government approval, **27:31**  
Host nation law, **27:2**  
Intellectual property, **27:30**  
Intended markets, **27:36**  
Language of agreement, **27:34**  
Majority equity and management, **27:20**  
Management of joint venture, **27:29**  
Mandates or free choice, **27:19**  
Minority equity and control, **27:21, 27:22**  
Nonmarket nations, **27:8**  
Participants, **27:16 to 27:18**  
Performance requirements, **27:13**  
Permitted foreign equity, **27:12**  
Pre-incorporation agreement, **27:25**  
Private partners, **27:17**  
Purpose of joint venture, **27:28**  
Reason for joint venture law, **27:10**  
Recent trends, **27:6**  
Regional free trade agreements, **27:4**  
Sample documents. Forms, above  
Scope of coverage of joint venture laws, **27:11**  
State as partner, **27:18**  
Taxes, **27:32**  
Title to real and personal property, **27:33**  
World Trade Organization (WTO), **27:5**

### JUDICIAL REMEDIES

United Nations Convention on Contracts for International Sale of Goods (CISG), **1:28**

**JUDICIAL REMEDIES—Cont'd**

United States tariffs and duty free imports,  
Generalized System of Preferences (GSP),  
10:16

**JURISDICTION**

Generally, 35:5, 35:6, 35:17  
Concurrent Jurisdiction, this index  
Expropriation, Foreign Sovereign Immunities Act,  
34:27  
Human rights and environmental business litigation, 35:17  
Sales agent and distributorship agreements, 4:29

**KNOWHOW**

Patent and Knowhow Licensing, this index

**LABELS**

United States import controls and nontariff trade  
barriers, 14:19

**LABOR AND LABOR LAWS**

European investment, mergers and acquisitions,  
28:35  
Foreign direct investment, branches or subsidiaries, 26:20  
Immigration, this index  
North American Free Trade Agreement, 29:31

**LANGUAGE**

Joint ventures, 27:34  
Protection Against Loss of Investment, this index  
Sales agent and distributorship agreements, 4:13

**LETTERS OF CREDIT**

Boycotts and anti-boycott law, 18:15  
Documentary Letters of Credit, this index  
Standby Letters of Credit, this index, 7:3

**LIBYA**

United States import controls and nontariff trade  
barriers, 14:22

**LICENSES**

Franchising and Trademark Licensing, this index  
Patent and Knowhow Licensing, this index  
United States Export Controls, this index  
United States import controls and nontariff trade  
barriers, 14:1

**LIKE DOMESTIC PRODUCTS**

Subsidies and countervailing duties, 13:14

**LISBON, REFORM TREATY OF**

Generally, 28:14

**LITIGATION**

Generally, 35:1 to 35:19  
Anti-suit injunctions, 35:11  
Choice of forum, 35:8  
Choice of law, 35:10  
Depositions, 35:13  
Document discovery, 35:13  
Enforcement of foreign judgments, 35:14, 35:19  
Environmental business litigation. Human Rights  
and Environmental Business Litigation, this  
index  
Foreign nation as location of litigation, 35:4  
Forum non conveniens, 35:9  
Human Rights and Environmental Business Litiga-  
tion, this index  
Injunctions, 35:11  
Jurisdiction, 35:5, 35:6, 35:17  
Location of litigation, 35:3, 35:4  
Personal jurisdiction, 35:5  
Proof of foreign law, 35:12  
Recognition of foreign judgments, 35:14, 35:19  
Service of process, 35:7  
Strategy, 35:2  
Subject matter jurisdiction, 35:6  
United States as location of litigation, 35:3

**LONDON COURT OF ARBITRATION**

Arbitration rules and clauses, 36:9

**LUGANO CONVENTION**

Human rights and environmental business litigation, 35:16 to 35:19

**LUMP SUM AGREEMENTS**

Expropriation, 34:21

**MAASTRICHT TREATY ON EUROPEAN  
UNION**

Generally, 28:9

**MACAO**

Generally, 31:30

**MALAYSIA**

Developing and nonmarket economy nations,  
30:50

**MARITIME TRANSPORT**

United States import controls and nontariff trade  
barriers, 14:20

**MARKET DISRUPTION PROCEEDINGS**

Generally, 15:1 to 15:5, 15:14, 15:15  
Canada, special rules for, 15:2  
Limited judicial review, impact of, 15:3



## INDEX

### MARKET DISRUPTION PROCEEDINGS

#### —Cont'd

- Mexico, special rules for, **15:2**
- Relief measures, **15:15**
- Statutory criteria, **15:14**
- United States implementation and compliance with WTO Safeguards Agreement, **15:5**
- World Trade Organization (WTO) Safeguards Agreement, **15:4, 15:5**

### MARKETING

- Foreign direct investment, branches or subsidiaries, **26:22**
- United States import controls and nontariff trade barriers, agricultural quotas, **14:9**

### MATERIAL INJURY

- Antidumping duties, **12:17 to 12:21**
- Domestic industry impact, **12:20**
- Price effects, **12:19**
- Subsidies and countervailing duties, **13:15**
- Volume of imports, **12:18**

### MEAT IMPORTS

- United States import controls and nontariff trade barriers, **14:7**

### MEDICINE

- Traditional Chinese, trading with the United States, **14:24**

### MERGERS AND ACQUISITIONS

- Antitrust law, **20:11**
- China, **31:24**
- European Investment, this index

### MEXICO

- Arbitration with U.S.
  - automobile industry, **36:18**
  - motor carriers, **36:17**
  - sugar dispute, **36:16**
- Escape clause proceedings, **15:2**
- Foreign Corrupt Practices Act, **17:58**
- Incorporation form, sample articles, **26:26**
- Market disruption proceedings, **15:2**
- Motor carriers, arbitration, **36:17**
- North American Free Trade Agreement, this index
- Risk compliance programs, **17:58**
- Sales agent and distributorship agreements, **4:38**
- Sugar dispute, arbitration with U.S., **36:16**
- Trade adjustment assistance, **15:2**

### MIDDLE EAST NATIONS

- Countertrade agreements, policy positions, **5:36**

### MILLION DOLLAR GREEN CARD

- Employment based immigration, **37:18**

### MISDELIVERY

- Bills of lading, **3:17**

### MISDESCRIPTION

- Bills of lading, **3:18**

### MODEL DOCUMENTS

- Protection against loss of investment, Overseas Private Investment Corporation (OPIC), **33:19**

### MONOPOLIES

- Antitrust Law, this index

### MORGUE

- World Trade Organization (WTO), Appellate Body and Prognosis, **9:36**

### MOTION PICTURES

- China, censorship programs, **31:37**

### MOTOR VEHICLES

- Carriers, this index
- Franchising and trademark licensing, **22:18, 22:24**
- Mexico, NAFTA effect on industry, **36:18**
- South Korea, developing and nonmarket economy nations, **30:40**
- United States import controls and nontariff trade barriers, **14:15**

### MULTI-FIBER ARRANGEMENT

- United States import controls and nontariff trade barriers, **14:5**

### MULTILATERAL INVESTMENT GUARANTEE AGENCY (MIGA)

- Protection Against Loss of Investment, this index

### MULTI-LEVEL EXCHANGE RATES

- Currency controls, **32:22, 32:23**

### MULTINATIONAL EMPLOYEES

- Immigration, L-1 visas, **37:35**

### NATIONALIZATION

- Protection against loss of investment, **33:5**

### NATIONAL ORIGIN

- Boycotts and anti-boycott law, **18:12**

### NATIONAL SECURITY

- Foreign Corrupt Practices Act, accounting standards, **17:15**
- United States import controls and nontariff trade barriers, **14:21, 14:22**

**NEGATIVE CLEARANCES**

European competition law, **20:19**

**NEGOTIABLE BILLS OF LADING**

Generally, **3:4**

**NEGOTIATION**

Countertrade Agreements, this index

**NEW YORK CONVENTION**

Arbitration, **36:12**

**NICE, TREATY OF**

European investment, **28:12**

**NICE AGREEMENT ON TRADEMARK CLASSIFICATION**

Generally, **22:9**

**NIGERIA**

Foreign Corrupt Practices Act, **17:57**

**NO COMPETITION ARRANGEMENTS**

Patent and knowhow licensing, transfer of technology agreements, **23:20**

**NONIMMIGRANT VISAS**

Immigration, this index

**NONMARKET ECONOMY NATIONS**

Developing and Nonmarket Economy Nations, this index

**NONNEGOTIABLE BILLS OF LADING**

Generally, **3:3**

**NONTARIFF TRADE BARRIERS**

European Common Market, **28:24**

United States Import Controls and Nontariff Trade Barriers, this index

World Trade Organization (WTO) Nontariff Trade Barriers Codes, **9:14**

**NORTH AMERICAN FREE TRADE**

**AGREEMENT**

Airlines, **29:43**

Arbitration

investor disputes, **36:10, 36:11**

Mexican motor carriers, **36:17**

Canada, Eli Lilly's patent arbitration, **36:19**

Canadian

investment laws, **29:5**

Mexican perceptions toward foreign investment, **29:2**

trade and investment restraints on cultural industries, **29:6**

**NORTH AMERICAN FREE TRADE**

**AGREEMENT—Cont'd**

Committee on Foreign Investment in United States (CFIUS). Exon-Floria/FINSA regulation, below

Common scheme of investment rules, development of, **29:3**

Data collection requirements, **29:27**

Defenses, Exon-Floria/FINSA regulation, **29:20**

Development of investment rules, **29:3, 29:35**

Dispute resolution, **25:18, 25:28, 29:39**

Exon-Floria/FINSA regulation

generally, **29:16 to 29:21**

application, **29:19**

Committee on Foreign Investment in United States (CFIUS), **29:16 et seq.**

defenses, **29:20**

history and evolution, **29:17**

review of proposed foreign investments, **29:18**

Free trade agreements and customs unions, **21:7**

Goods, **21:7**

Immigration, TN visa, **37:40**

Investments

generally, **25:17, 25:18, 29:1 to 29:44**

airlines, **29:43**

Canadian

investment laws, **29:5**

Mexican perceptions toward foreign investment, **29:2**

trade and investment restraints on cultural industries, **29:6**

common scheme of investment rules, development of, **29:3**

development of investment rules, **29:3, 29:35**

dispute resolution, **25:18, 25:28, 29:39**

domestic rules and NAFTA rules, **29:1**

Mexican

free trade treaties as investment incentive, **29:9**

investment laws, **29:7, 29:8**

scope of coverage of NAFTA, **29:36**

United States, foreign investments in, below

Labor laws, **29:31**

Mexican

free trade treaties as investment incentive, **29:9**

investment laws, **29:7, 29:8**

motor carriers, arbitration, **36:17**

Mexico, automobile industry arbitration, **36:18**

NAFTA Plus and Minus, **21:11**

Operational level restrictions, **29:30 to 29:32**

Patent and knowhow licensing, **23:31**

## INDEX

### NORTH AMERICAN FREE TRADE

#### AGREEMENT—Cont'd

- Product standards and testing, **14:18**
- Protection against loss of investment, **33:25**
- Real estate restrictions and disclosure requirements, **29:26, 29:28, 29:29**
- Registration requirements, **29:27**
- Review of proposed foreign investments, Exon-Floria/FINSA regulation, **29:18**
- Sample documents
  - generally, **29:39 to 29:42**
  - Maquiladora
    - assembly contracts, **29:40**
    - industrial activities, legal checklist for forming Mexican corporation to engage in, **29:42**
    - land acquisition, **29:41**
    - power of attorney/poder (English/Spanish), **29:39**
- Securities registration and disclosure requirements and exemptions for foreign issuers, **29:15**
- State restrictions and regulations, **29:25, 29:26**
- Taxation, **29:32**
- Termination of foreign investments, **29:33**
- Textile Apparel Trade and Labor, bottom from NAFTA to USMCA, **29:44**
- Trade adjustment assistance, **15:18**
- United States, foreign investments in
  - generally, **29:10 to 29:34**
  - contrasting departmental goals, **29:12**
  - Exon-Floria/FINSA regulation, above federal prohibitions and regulations, **29:23, 29:24, 29:28, 29:29**
  - host nation, U.S. as, **29:14**
  - industry specific restrictions, generally, **29:22 to 29:29**
  - labor laws, **29:31**
  - operational level restrictions, **29:30 to 29:32**
  - real estate restrictions and disclosure requirements, **29:26, 29:28, 29:29**
  - reason for restrictions, **29:13**
  - registration and data collection requirements, **29:27**
  - securities registration and disclosure requirements and exemptions for foreign issuers, **29:15**
  - state restrictions and regulations, **29:25, 29:26**
  - taxation, **29:32**
  - termination of foreign investments, **29:33**

### NOTES

- United States customs, Harmonized Tariff Schedule, **11:7**

### NOTICE

- Documentary letters of credit, discrepancies, **6:10**
- Sales Agent and Distributorship Agreements, this index
- United Nations Convention on Contracts for International Sale of Goods (CISG), notice of defect by buyer, **1:18**

### OCCUPATIONAL SAFETY

- European Common Market, **28:30**

### OFFERS

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:11, 1:12**

### OFFSETS

- Countertrade agreements, **5:6**

### OIL AND GAS

- Brazil, developing and nonmarket economy nations, **30:42**
- Gas turbines, sample manufacturer's international representative agreement, **4:39**
- Indonesia, management services agreements, **23:33, 23:34**
- Mexico, basic transfer and technology agreement, **23:32**

### OPINION LETTERS

- Section 337 proceedings, counterfeit, infringing and gray market imports, **24:24**

### ORAL EXCHANGE CONTRACTS

- Currency controls, **32:38**

### ORDER BILLS OF LADING

- Generally, **3:4**

### ORGANISATION FOR ECONOMIC COOPERATION AND DEVELOPMENT (OECD)

- Countertrade agreements, policy position, **5:39**
- Foreign Corrupt Practices Act (this index)

### OVERSEAS PRIVATE INVESTMENT CORPORATION (OPIC)

- Protection Against Loss of Investment, this index

### OWNERSHIP

- Foreign Direct Investment, this index

### PARIS CONVENTION

- Franchising and trademark licensing, **22:8**

### PASSPORTS

- Boycotts and anti-boycott law, **18:21**

**PASS THROUGHES**

Contracts and Tax, this index

**PATENT AND KNOWHOW LICENSING**

Generally, **23:1 to 23:42**

China, pharmaceutical inventions, **23:40**

Counterfeit, Infringing and Gray Market Imports, this index

Definitions, transfer of technology agreements, **23:17**

Dispute resolution, transfer of technology agreements, **23:27**

Duration of transfer of technology agreements, **23:19**

European

licensing, **23:7**

transfer of technology regulation, **23:8**

Union, software protections, **23:38**

Foreign direct investment, transfer of technology agreement as part of, **23:14**

Forms

generally, **23:32 to 23:37**

basic management agreement regarding oil and gas (Indonesia), **23:34**

basic transfer of technology agreement regarding oil and gas (Mexico), **23:32**

information exchange agreement (chemicals industry), **23:35**

omnibus confidentiality and nondisclosure agreements (knowhow, trade secrets), **23:37**

technical assistance and management services agreement regarding oil and gas (Indonesia), **23:33**

technology license agreement regarding telecommunications and equipment (Ireland), **23:36**

General Agreement on Tariffs and Trade (GATT) and Trade Related Aspects of International Property Rights (TRIPs), **23:30**

Government approval, transfer of technology agreements, **23:25**

Grant of license, transfer of technology agreements, **23:18**

Gray market imports. Counterfeit, Infringing and Gray Market Imports, this index

Infringing imports. Counterfeit, Infringing and Gray Market Imports, this index

International

acquisition of patents, **23:5**

licensing, **23:4**

patents and knowhow

generally, **23:4 to 23:8**

**PATENT AND KNOWHOW LICENSING****—Cont'd**

International—Cont'd

patents and knowhow—Cont'd

European licensing, **23:7**

European patents, **23:6 to 23:8, 23:39**

European transfer of technology regulation, **23:8**

international acquisition of patents, **23:5**

international licensing, **23:4**

Multinational governance of technology transfers, **23:29 to 23:31**

Nature of

knowhow and trade secrets, **23:3**

patents, **23:2**

No competition arrangements, transfer of technology agreements, **23:20**

North American Free Trade Agreement, **23:31**

Patents, **23:6 to 23:8, 23:39, 23:40**

Payment, transfer of technology agreements, **23:24**

Pharmaceuticals

Canada, **36:19**

China, **23:40**

Private technology companies and sovereign wealth funds, relationship between, **23:42**

Promises to provide by licensor, transfer of technology agreements, **23:21**

Promises to undertake by licensee, transfer of technology agreements, **23:22**

Quality control, transfer of technology agreements, **23:23**

Regulations in country of transferee, **23:10**

Sample documents. Forms, above

Software protections, European union, **23:38**

Sovereign wealth funds and private technology companies, relationship between, **23:42**

Supply chain management, patent issues, **23:41**

Termination, transfer of technology agreements, **23:26**

Transfer of technology

generally, **23:9 et seq.**

agreements

generally, **23:11 to 23:28**

definitions, **23:17**

dispute resolution, **23:27**

duration, **23:19**

elements of agreements, generally, **23:16 et seq.**

foreign direct investment, agreement as part of, **23:14**

government approval, **23:25**

grant of license, **23:18**

## INDEX

### **PATENT AND KNOWHOW LICENSING**

#### **—Cont'd**

- Transfer of technology—Cont'd
  - agreements—Cont'd
    - licensing of knowhow or trade secret, **23:13**
    - licensing of patent, **23:12**
    - no competition arrangements, **23:20**
    - payment, **23:24**
    - promises to provide by licensor, **23:21**
    - promises to undertake by licensee, **23:22**
    - quality control, **23:23**
    - termination, **23:26**
- Transfer of technology agreements
  - China, **31:26 to 31:28**
- United Nations transfer of technology code efforts, **23:29**

### **PAYMENT**

- Bills of Lading, this index
- Patent and knowhow licensing, transfer of technology agreements, **23:24**
- Sales agent and distributorship agreements, **4:17**

### **PENALTIES**

- Sanctions, this index

### **PEOPLES' REPUBLIC OF CHINA**

- China, (this index)

### **PERFORMERS**

- Immigration, P visas, **37:38**

### **PERSONAL DATA PROTECTION DIRECTIVE**

- European Union eEurope Initiative, **8:14**

### **PERSONAL JURISDICTION**

- Generally, **35:5**

### **PETITIONS**

- Antidumping duties, **12:24**
- Escape clause proceedings, **15:6**
- Section 301 proceedings, **19:6**

### **PETROLEUM FRANCHISES**

- Franchising and trademark licensing, **22:19, 22:23**

### **PHARMACEUTICALS**

- Canada, Eli Lilly's patent arbitration, **36:19**
- China
  - investment, **31:39**
  - patent and knowhow licensing, **23:40**
- Company compliance, Foreign Corrupt Practices Act, **17:62**
- India, United States import controls and nontariff trade barriers, **14:23**

### **PHILIPPINES**

- Developing and nonmarket economy nations, **30:49**

### **PLANTS**

- United States import controls and nontariff trade barriers, **14:13**

### **PREDICTION**

- Expropriation, protection against loss of investment, **33:2**

### **PREFERENCE CATEGORIES**

- Employment based immigration, **37:13**

### **PRE-INCORPORATION AGREEMENT**

- Joint ventures, **27:25**

### **PRESIDENTIAL RELIEF DECISIONS**

- Escape clause proceedings, **15:12**

### **PRESIDENTIAL VETO**

- Section 337 proceedings, counterfeit, infringing and gray market imports, **24:23**

### **PRICE**

- Adjustments, antidumping duties, **12:19**
- Antidumping duties, **12:14, 12:19**
- Antitrust law, price discrimination, **20:12**
- Countertrade agreements, **5:19**
- Material injury, antidumping duties, **12:19**
- United Nations Convention on Contracts for International Sale of Goods (CISG), price adjustment, **1:26**

### **PRIORITY WORKERS**

- Employment based immigration, **37:14**

### **PRIVACY**

- EU-US privacy shield, **8:17**

### **PRIVATE RIGHT OF ACTION**

- Boycotts and anti-boycott law, **18:27**
- Foreign Corrupt Practices Act, **17:39**

### **PRIVATE TECHNOLOGY COMPANIES**

- Sovereign wealth funds, relationship between, **23:42**

### **PRIVATIZATION**

- Developing and nonmarket economy nations, **30:30, 30:31**

### **PRODUCT MARKINGS**

- United States import controls and nontariff trade barriers, **14:19**

### **PRODUCT STANDARDS AND TESTING**

- European Common Market, **28:27**



**PRODUCT STANDARDS AND TESTING**

**—Cont'd**

GATT/WTO and NAFTA challenges, **14:18**  
 United States import controls and nontariff trade barriers, **14:18**

**PROFESSIONALS**

Employment based immigration, **37:15, 37:16**  
 Immigration, H-1 visas, **37:34**

**PROLIFERATION**

Free trade agreements and customs unions, **21:8**

**PROTECTION AGAINST LOSS OF INVESTMENT**

Generally, **33:1 to 33:27**  
 Avoidance of risk, **33:8**  
 Bilateral investment treaties, **33:27**  
 Claims, Overseas Private Investment Corporation (OPIC), **33:17**  
 Confiscation, **33:7**  
 Dispute settlement, Overseas Private Investment Corporation (OPIC), **33:17**  
 Expropriation, this index  
 Government insurance, **33:9**  
 Insurance against risk  
     generally, **33:9 to 33:11, 33:26**  
     government insurance, **33:9**  
     mandatory and optional insurance, **33:11**  
 Multilateral Investment Guarantee Agency (MIGA), below  
 Overseas Private Investment Corporation (OPIC), below  
     private insurance, **33:10**  
 Intervention, **33:4**  
 Language of taking  
     generally, **33:3 to 33:7**  
     confiscation, **33:7**  
     expropriation, **33:6**  
     intervention, **33:4**  
     nationalization, **33:5**  
 Lessening of risk, generally, **33:8, 33:26**  
 Mandatory and optional insurance, **33:11**  
 Model documents, Overseas Private Investment Corporation (OPIC), **33:19**  
 Multilateral Investment Guarantee Agency (MIGA)  
     generally, **33:20 to 33:24**  
     eligible investments, **33:22**  
     eligible investors, **33:23**  
     insurance programs, **33:21**  
     scope of coverage, **33:24**  
 Nationalization, **33:5**

**PROTECTION AGAINST LOSS OF INVESTMENT—Cont'd**

North American Free Trade Agreement (NAFTA), **33:25**  
 Optional and mandatory insurance, **33:11**  
 Overseas Private Investment Corporation (OPIC)  
     generally, **33:12 to 33:19**  
     claims and dispute settlement, **33:17**  
     eligibility of investor, **33:13**  
     eligible investments, **33:16**  
     history structure, **33:12**  
     insurance programs, **33:14**  
     investment insurance terms, **33:15**  
     model documents, **33:19**  
     private insurers, **33:18**  
 Prediction of expropriation, **33:2**  
 Private insurance, **33:10, 33:18**  
 Risk analysis, **33:8**

**PUBLIC INTEREST REVIEW**

Section 337 proceedings, counterfeit, infringing and gray market imports, **24:21**

**PUBLIC PROCUREMENT**

United States import controls and nontariff trade barriers, **14:17**  
 World Trade Organization (WTO) Public Procurement Code, **9:16**

**PUBLIC PURPOSE**

Foreign Sovereign Immunities Act (FSIA)

**QUALITY OF GOODS**

Franchising and trademark licensing, **22:3**  
 Patent and knowhow licensing, transfer of technology agreements, **23:23**  
 United Nations Convention on Contracts for International Sale of Goods (CISG), seller's obligations, **1:15**

**QUOTAS**

United States import controls and nontariff trade barriers, **14:1**

**RACE DISCRIMINATION**

Boycotts and anti-boycott law, **18:12**

**REAL ESTATE INVESTMENT TRUST (REIT)**

Contracts and Tax, this index

**RECLAMATION OF GOODS**

United Nations Convention on Contracts for International Sale of Goods (CISG), **1:27**

**RECOGNITION OF FOREIGN JUDGMENTS**

Generally, **35:14, 35:19**



## INDEX

### RECORDS AND BOOKS

Foreign Corrupt Practices Act, first accounting standard, **17:13**

### REFUSALS TO DEAL

Boycotts and anti-boycott law, **18:10**

### REGIONAL COMPREHENSIVE ECONOMIC PARTNERSHIP (RCEP)

Model agreement, Asia, **21:12**

### REGIONAL FREE TRADE AGREEMENTS

Joint ventures, **27:4**

### REGIONAL INTEGRATION

Developing and nonmarket economy nations, **30:38**

### REGISTRATION

Foreign direct investment, branches or subsidiaries, **26:16**

Sales agent and distributorship agreements, **4:28**

### RELIGIOUS DISCRIMINATION

Boycotts and anti-boycott law, **18:12**

### RENEGOTIATION

Countertrade agreements, **5:26**

### REPORTS

Boycotts and anti-boycott law, **18:24**

Foreign Corrupt Practices Act, **17:60**

Foreign direct investment, branches or subsidiaries, **26:21**

### RESERVES

Foreign direct investment, branches or subsidiaries, **26:21**

### RES JUDICATA

Section 337 proceedings, counterfeit, infringing and gray market imports, **24:26**

### RESTITUTION

Expropriation, **34:17**

### RESTRAINTS OF TRADE

Antitrust Law, this index

### RETALIATION

Expropriation, **34:10, 34:11**

### REVIEW

Appeal and Review, this index

### REVOCATION

Suspension or Revocation, this index

### REVOLVING CREDITS

Documentary letters of credit, **6:13**

### RISK OF LOSS

United Nations Convention on Contracts for International Sale of Goods (CISG), **1:20**

### RULES OF ORIGIN

United States customs, **9:25**

World Trade Organization (WTO) Rules of Origin, **9:18**

### RULES ON INTERNATIONAL STANDBY PRACTICES (ISP 98)

Standby Letters of Credit, this index

### SALES AGENT AND DISTRIBUTORSHIP AGREEMENTS

Generally, **4:1 to 4:43**

Approval, registration of agreement, **4:28**

Choice of law, **4:18**

Choosing agents and distributors

generally, **4:10 to 4:12**

individual or business entity, **4:10**

nationality of agent/distributor, **4:11**

special problems, **4:12**

Compensation, **4:17**

Control of agents and distributors, **4:8, 4:9**

Definitions, **4:15**

Duration of agreement, **4:26**

European Union, international unification of rules of agency, **4:31**

Export laws in United States, effect of changing, **4:3**

Forms

generally, **4:39 to 4:43**

authorized repair facility agreement (aerospace), **4:41**

general manufacturer's agent agreement, **4:40**

international distributorship agreement for electronics (Germany), **4:43**

maintenance support agreement (aerospace), **4:42**

manufacturer's international representative agreement, **4:39**

Forms of distribution

generally, **4:4 to 4:7**

choice of form, **4:4**

independent foreign agent, **4:5**

independent foreign distributor, **4:6**

laws protecting agents and distributors, **4:7**

Full agreement, status as, **4:14**

Gas turbines, manufacturer's international representative agreement, **4:39**

Geneva Convention on Agency in International Sale of Goods, **4:30**

**SALES AGENT AND DISTRIBUTORSHIP AGREEMENTS—Cont'd**

- Import or export privileges, termination upon denial of, **4:24, 4:25**
- Independent foreign
  - agent, **4:5**
  - distributor, **4:6**
- Individual or business entity, **4:10**
- International Chamber of Commerce, **4:35**
- International unification of rules of agency
  - generally, **4:30 to 4:35**
  - competition law (EU) applicability to agency agreements, **4:33**
  - European Union, **4:31 to 4:34**
  - Geneva Convention on Agency in International Sale of Goods, **4:30**
  - International Chamber of Commerce, **4:35**
  - termination rights, EU rules affecting, **4:32**
- Jurisdiction over U.S. principal, **4:29**
- Language, **4:13**
- Laws affecting imports and exports, **4:36**
- Mexico, doing business by sales agent in, **4:38**
- Nationality of agent/distributor, **4:11**
- Notice
  - registration of agreement, **4:28**
  - termination, **4:21**
- Payment, **4:17**
- Problems most prevalent upon termination, **4:2**
- Registration of agreement, **4:28**
- Retention of rights by U.S. company, **4:27**
- Sample documents. Forms, above
- Services to be performed by agent/distributor, **4:16**
- Strategic alliances between different nation manufacturers, **4:37**
- Termination
  - generally, **4:19 to 4:25**
  - import or export privileges, denial of, **4:24, 4:25**
  - international unification of rules of agency, **4:32**
  - notice of termination, **4:21**
  - rights upon termination, **4:22**
  - right to terminate, **4:20**
  - waiver of termination rights, **4:23**
- Venue, **4:18**
- Waiver of termination rights, **4:23**
- Written agreement, need for, **4:1**

**SAMPLE DOCUMENTS**

- Bill of lading, **3:22**
- China, this index
- Contracts and Tax, this index
- Countertrade Agreements, this index
- Foreign Corrupt Practices Act, this index

**SAMPLE DOCUMENTS—Cont'd**

- Foreign Direct Investment, this index
- Franchising and trademark licensing, this index
- Harmonized tariffs, **10:7, 11:5**
- Joint Ventures, this index
- Letter of credit, **6:14**
- Logistics service provider contract, **3:23**
- Mexican incorporation form, **26:26**
- North American Free Trade Agreement, this index
- Patent and Knowhow Licensing, this index
- Sales Agent and Distributorship Agreements, this index
- United Nations Convention on Contracts for International Sale of Goods (CISG), this index

**SANCTIONS**

- Currency controls, violation of, **32:24, 32:25**
- Foreign Corrupt Practices Act, **17:34, 17:35**
- Section 337 proceedings, counterfeit, infringing and gray market imports, **24:19**

**SECRETARIAT OF CUSTOMS COOPERATION COUNCIL (CCC)**

- United States customs, **11:3**

**SECRETARY OF LABOR**

- Trade adjustment assistance, **15:17**

**SECTION 301 PROCEEDINGS**

- Generally, **19:1 to 19:10**
- Consultation procedures, **19:6**
- Evolution of Section 301, **19:2**
- Foreign country practices and market access, **19:1**
- Gephardt Amendment alternative, **19:9**
- Mandatory versus discretionary offenses and remedies, **19:4**
- Petitioning procedures, **19:6**
- Prioritization of U.S. intellectual property rights disputes with foreign countries, **19:10**
- Special 301 procedures, **19:10**
- Statutory definitions, **19:5**
- United States Trade Representative determinations, **19:7**
- World Trade Organization (WTO) Dispute Settlement Understanding, impact of, **19:3**

**SECTION 337 PROCEEDINGS**

- Counterfeit, Infringing and Gray Market Imports, this index

**SECURITIES REGISTRATION**

- North American Free Trade Agreement, **29:15**

## INDEX

### SEEDS

United States import controls and nontariff trade barriers, **14:13**

### SEPARATION OF POWERS

Expropriation, act of state doctrine, **34:35**

### SERIOUS INJURY

Escape clause proceedings, **15:10**

### SERVICE OF PROCESS

Generally, **35:7**

### SETTLEMENTS

Currency controls, foreign exchange contracts, **32:39**

European antidumping law, **12:31**

Section 337 proceedings, counterfeit, infringing and gray market imports, **24:20**

### SEX DISCRIMINATION

Boycotts and anti-boycott law, **18:12**

### SHERMAN ACT

Antitrust law, **20:7**

### SHORT SUPPLY CONTROLS

United States export controls, **16:22**

### SHRINKWRAP AGREEMENTS

Electronic commerce, **8:3**

### SISTERS AND BROTHERS

Immigration, **37:25**

### SKILLED WORKERS

Employment based immigration, **37:16**

### SOCIAL POLICY, SOCIAL FUND AND SOCIAL CHARTER

European Common Market, **28:30**

### SOFTWARE

Patent and knowhow licensing, european union, **23:38**

### SOLAR

India, dispute with United States, **13:24**

### SOUTH KOREA

Automobile industry, developing and nonmarket economy nations, **30:40**

China, investing in, **31:41**

Countertrade agreements, telecommunication authority, offset program, **5:44**

### SOVEREIGN WEALTH FUNDS

Private technology companies, relationship between, **23:42**

### SPECIAL COMPREHENSIVE LICENSES

United States Export Controls, this index

### SPECIAL CONTROLS

United States Export Controls, this index

### SPECIFIC PERFORMANCE

United Nations Convention on Contracts for International Sale of Goods (CISG), **1:29**

### STANDBY LETTERS OF CREDIT

Generally, **7:1 to 7:14**

Commercial letters of credit, distinguished, **7:3**

Fraud, **7:13, 7:14**

New international rules, **7:7**

New sources of rules, **7:7 to 7:12**

Revised Uniform Commercial Code Article 5, **7:5**

Rules on International Standby Practices (ISP 98)

generally, **7:9 to 7:12**

debate over rules, **7:12**

history of drafting of rules, **7:9**

use, **7:11**

Traditional sources of rules, **7:4 to 7:6**

Transaction pattern, **7:2**

Uniform Customs and Practices for Documentary Credits (UCP), **7:6**

United Nations Convention on Independent Guarantees and Stand-by Letters of Credit (1995), **7:8, 7:14**

### STATE TRADING OFFICES (STO'S)

Developing and nonmarket economy nations, **30:11**

### STEEL

European investment, **28:3**

### STRAIGHT BILLS OF LADING

Generally, **3:3**

### STRATEGIC ALLIANCES

Sales agent and distributorship agreements, **4:37**

### SUBJECT MATTER JURISDICTION

Generally, **35:6**

### SUBSIDIARIES

Foreign Direct Investment, this index

### SUBSIDIES AND COUNTERVAILING DUTIES

Generally, **13:1 to 13:24**

Administrative determinations, **13:19**

Anti-circumvention, **13:21**

Appeals, **13:22**

Causation, **13:16, 13:17**

Cumulative causation, **13:17**

**SUBSIDIES AND COUNTERVAILING DUTIES****—Cont'd**

- De minimis subsidies, **13:11**
- Determination of injury, **13:13**
- European subsidies, **13:23**
- Export subsidies, **13:9**
- General Agreement on Tariffs and Trade (GATT), adherence in Europe, **13:23**
- History of U.S. law, **13:4**
- India, solar dispute with United States, **13:24**
- Like domestic products, **13:14**
- Material injury, **13:15**
- National or WTO proceedings, **13:7**
- Non-counteravailable subsidies, **13:8**
- Nonmarket economies, **13:12**
- Preliminary subsidy determination, **13:20**
- Procedures, **13:18**
- Solar dispute with India, United States, **13:24**
- Tokyo Round Subsidies Code, **13:2**
- United States
  - implementation of WTO Subsidies Code, **13:6**
  - law, generally, **13:4 et seq.**
  - solar dispute with India, **13:24**
- Upstream subsidies, **13:10**
- Uruguay Round WTO Subsidies Code, **13:3**
- World Trade Organization (WTO), adherence in Europe, **13:23**

**SUBSTANTIAL CAUSATION**

- Escape clause proceedings, **15:9**

**SUBSTANTIAL TRANSFORMATION**

- United States customs, country of origin, **11:13**

**SUGAR IMPORTS**

- Arbitration, U.S. and Mexico, **36:16**
- United States import controls and nontariff trade barriers, **14:8**

**SUPPLY CHAIN ACCOUNTABILITY CLAUSE**

- United Nations Convention on Contracts for International Sale of Goods, **1:41**

**SUPPLY CHAIN MANAGEMENT**

- Patent issues, global, **23:41**

**SUPPORT FOR EAST EUROPEAN DEMOCRACY ACT (SEED)**

- Developing and nonmarket economy nations, **30:10**

**SUSPENSION OR REVOCATION**

- United Nations Convention on Contracts for International Sale of Goods (CISG), **1:24**
- United States export controls, **16:32, 16:37**

**SWEDEN**

- Arbitration, **36:5**

**SWITCH TRADING**

- Countertrade agreements, **5:7**

**TAXATION**

- Classification, EU Regulation No. 731/2010, **11:23**
- Contracts and Tax, this index
- EU Regulation No. 731/2010 and problem of classification, **11:23**
- Foreign Direct Investment, this index
- Joint ventures, **27:32**
- North American Free Trade Agreement, **29:32**

**TEMPORARY RELIEF**

- Section 337 proceedings, counterfeit, infringing and gray market imports, **24:17**

**TERMINATION**

- Foreign direct investment, branches or subsidiaries, **26:23, 26:24**
- Franchises, **22:17, 22:20, 22:22**
- North American Free Trade Agreement, foreign investments, **29:33**
- Patent and knowhow licensing, transfer of technology agreements, **23:26**
- Sales Agent and Distributorship Agreements, this index

**THAILAND**

- Investment, commentary, **30:53**

**THIRD PARTY LABOR CONDITIONS**

- United Nations Convention on Contracts for International Sale of Goods, **1:41**

**TITLE TO REAL AND PERSONAL PROPERTY**

- Joint ventures, **27:33**

**TOKYO ROUND ANTIDUMPING CODE**

- Antidumping duties, General Agreement on Tariffs and Trade (GATT), **12:2**

**TOKYO ROUND SUBSIDIES CODE**

- Subsidies and countervailing duties, **13:2**

**TRADE ADJUSTMENT ASSISTANCE**

- Generally, **15:1 to 15:5, 15:16 to 15:18**
- Canada, special rules for, **15:2**
- Individual and company assistance criteria, **15:16**
- Limited judicial review, impact of, **15:3**
- Mexico, special rules for, **15:2**
- North American Free Trade Agreement trade adjustment, **15:18**
- Secretary of Labor determinations, **15:17**

## INDEX

### **TRADE ADJUSTMENT ASSISTANCE—Cont'd**

- United States implementation and compliance with WTO Safeguards Agreement, **15:5**
- World Trade Organization (WTO) Safeguards Agreement, **15:4, 15:5**

### **TRADE EXPANSION ACT**

- United States import controls and nontariff trade barriers, **14:21**

### **TRADEMARKS**

- Franchising and Trademark Licensing, this index

### **TRADE RELATED ASPECTS OF INTERNATIONAL PROPERTY RIGHTS (TRIPS)**

- Counterfeit, infringing and gray market imports, **24:2**
- Patent and knowhow licensing, **23:30**
- World Trade Organization (WTO), **9:19**

### **TRADE USAGE**

- International Commercial Terms (INCOTERMS), **2:3**

### **TRADING PARTNER AGREEMENTS**

- Electronic commerce, **8:2**

### **TRANSACTION VALUE**

- United States customs, **11:19**

### **TRANSFER OF TECHNOLOGY**

- Patent and Knowhow Licensing, this index

### **TRANS-PACIFIC PARTNERSHIP (TTP)**

- Free trade agreements and customs unions, **21:10**

### **TREATY ON STABILITY, COORDINATION AND GOVERNANCE (TSCG)**

- European investment, **28:22**

### **TREATY TRADERS AND INVESTORS**

- Immigration, E visas, **37:36**

### **TYING OFFENSES**

- Antitrust law, **20:12**

### **UNIFORM COMMERCIAL CODE**

- International Commercial Terms (INCOTERMS), this index
- Standby letters of credit, **7:5**

### **UNIFORM CUSTOMS AND PRACTICES FOR DOCUMENTARY CREDITS (UCP)**

- Standby letters of credit, **7:6**

### **UNIFORM FRANCHISE OFFERING CIRCULAR**

- Generally, **22:16**

### **UNILATERAL SELECTION**

- Boycotts and anti-boycott law, **18:19**

### **UNITED NATIONS**

- Arbitration rules and model laws, United Nations Commission on International Trade Law (UNCITRAL), **36:7**
- Convention on Independent Guarantees and Stand-by Letters of Credit (1995), **7:8, 7:14**
- Countertrade agreements, policy positions, **5:37**
- Electronic Commerce, this index
- Foreign Corrupt Practices Act, **17:5, 17:47**
- Patent and knowhow licensing, transfer of technology code efforts, **23:29**
- United Nations Convention on Contracts for International Sale of Goods (CISG), this index

### **UNITED NATIONS CONVENTION ON CONTRACTS FOR INTERNATIONAL SALE OF GOODS (CISG)**

- Generally, **1:1 to 1:45**
- Acceptance, **1:12**
- Afghanistan's accession to, **1:45**
- Avoidance of contract, **1:25**
- Buyer's obligations, **1:17, 1:18**
- Choice of law clauses, **1:5**
- Contract price, action by buyer for, **1:30**
- Cure, **1:19**
- Damages, **1:31 to 1:33**
- Delivery, seller's obligations, **1:14**
- Excluded
  - issues, **1:8**
  - transactions, **1:6, 1:7**
- Excused performance, **1:21, 1:22**
- Firm offers, **1:12**
- Formation of contracts, **1:10 to 1:13**
- Forms
  - generally, **1:34 to 1:41**
  - international
    - commodity sales agreement (PRC), **1:36**
    - contract for sale of secondary galvanized metal (Selective CISG Application), **1:39**
    - product sales agreement (PRC) with accompanying irrevocable bank guarantee, **1:34**
    - sales agreement (PRC), **1:35**
    - license to manufacture electronics (Germany), **1:38**
    - nondisclosure agreement, **1:43**
    - purchase and sale agreement (chemicals industry), **1:40**
    - standard terms and conditions of purchase, **1:42**

**UNITED NATIONS CONVENTION ON  
CONTRACTS FOR INTERNATIONAL  
SALE OF GOODS (CISG)—Cont'd**

**Forms—Cont'd**

- third party labor conditions and supply chain  
accountability clause, **1:41**
- vendors, below
- volume purchase agreement for electronics  
(Germany), **1:37**

**General provisions, 1:4 to 1:9**

**Good faith, 1:44**

**History of drafting of CISG, 1:3**

**Inspection of goods by buyer, 1:18**

**Judicial remedies, 1:28**

**Nondisclosure agreement, 1:43**

**Notice of defect by buyer, 1:18**

**Obligations of parties, generally, 1:14 to 1:22**

**Offers, 1:11, 1:12**

**Price adjustment, non-judicial, 1:26**

**Quality of goods, seller's obligations, 1:15**

**Reclamation of goods, 1:27**

**Refusal to accept nonconforming performance,  
1:25**

**Remedies**

- generally, **1:23 to 1:33**
- avoidance of contract, **1:25**
- contract price, action by buyer for, **1:30**
- damages, **1:31 to 1:33**
- judicial remedies, **1:28**
- price adjustment, non-judicial, **1:26**
- reclamation of goods, **1:27**
- refusal to accept nonconforming performance,  
**1:25**
- specific performance, **1:29**
- suspension of performance, **1:24**

**Rights of parties, generally, 1:14 to 1:22**

**Risk of loss, 1:20**

**Sample documents. Forms, above**

**Scope, generally, 1:4 to 1:9**

**Seller's obligations**

- generally, **1:14 to 1:16**
- delivery, **1:14**
- property issues, **1:16**
- quality of goods, **1:15**

**Specific performance, 1:29**

**Sphere of application, 1:4**

**Standard terms and conditions of purchase, 1:42**

**Supply chain accountability clause, third party  
labor conditions and, 1:41**

**Suspension of performance, 1:24**

**UNITED NATIONS CONVENTION ON  
CONTRACTS FOR INTERNATIONAL  
SALE OF GOODS (CISG)—Cont'd**

**Third party labor conditions and supply chain  
accountability clause, 1:41**

**United Nations Commission on International Trade  
Law, 1:2**

**Vendors**

- nondisclosure agreement, form, **1:43**
- standard terms and conditions of purchase, form,  
**1:42**

**UNITED STATES**

**Chinese medicine, traditional, trading with the,  
14:24**

**Solar dispute with India, 13:24**

**UNITED STATES CUSTOMS**

**Generally, 9:20 to 9:25, 11:1 to 11:23**

**Additional Rules of Interpretation, 11:10**

**Antidumping Duties, this index**

**Appraisal of imported merchandise, 11:18**

**Classification**

- generally, **9:23, 11:1 to 11:12**
- actors who classify, **11:2, 11:3**
- Additional Rules of Interpretation, **11:10**
- columns in HTS, **11:8**
- court decisions, **11:12**
- determination of proper rate of duty, **11:9 to  
11:12**
- General Rules of Interpretation, **11:9**
- Guidance for Interpretation of Harmonized  
System, **11:11**
- Harmonized Tariff Schedule, below
- headings in HTS, **11:6**
- notes in HTS, **11:7**
- purpose, **11:1**
- Secretariat of Customs Cooperation Council  
(CCC), **11:3**
- sources of law, **11:4**

**Columns, Harmonized Tariff Schedule, 11:8**

**Computed value, 11:21**

**Counterfeit, Infringing and Gray Market Imports,  
this index**

**Countervailing duties. Subsidies and Countervail-  
ing Duties, this index**

**Country of origin**

- generally, **11:13 to 11:15**
- applicable legal theories, **11:15**
- sources of law, **11:14**
- substantial transformation, **11:13**

**Deductive value, 11:20**

**Documentation and liability, 9:22**



## INDEX

### UNITED STATES CUSTOMS—Cont'd

- Duty free imports. United States tariffs and duty free imports, this index
- Entry formalities, **9:21**
- General Agreement on Tariffs and Trade (GATT), valuation, **11:17**
- General Rules of Interpretation, **11:9**
- Guidance for Interpretation of Harmonized System, **11:11**
- Harmonized Tariff Schedule
  - generally, **11:5 to 11:8**
  - classification, **11:6 to 11:8**
  - columns, **11:8**
  - headings, **11:6**
  - notes, **11:7**
  - sample provisions, **11:5**
- Headings, Harmonized Tariff Schedule, **11:6**
- Notes, Harmonized Tariff Schedule, **11:7**
- Origin
  - purpose, **11:1**
  - sources of law, **11:4**
- Rules of origin, **9:25**
  - generally, **11:13 to 11:15**
  - applicable legal theories, **11:15**
  - sources of law, **11:14**
- Secretariat of Customs Cooperation Council (CCC), **11:3**
- Subsidies and Countervailing Duties, this index
- Substantial transformation, country of origin, **11:13**
- Tariffs. United States tariffs and duty free imports, this index
- Transaction value, **11:19**
- Valuation
  - generally, **9:24, 11:1 to 11:4, 11:16 to 11:22**
  - actors who value, **11:2, 11:3**
  - appraisal of imported merchandise, **11:18**
  - computed value, **11:21**
  - deductive value, **11:20**
  - determining proper value, **11:18 to 11:22**
  - GATT/WTO law, **11:17**
  - purpose, **11:1**
  - Secretariat of Customs Cooperation Council (CCC), **11:3**
  - sources of law, **11:4**
  - transaction value, **11:19**
  - U.S. law, **11:16**
  - value when other methods not effective, **11:22**
- World Trade Organization (WTO), valuation, **11:17**

### UNITED STATES EXPORT CONTROLS

- Generally, **16:1 to 16:41**
- Administrative proceedings, **16:38**
- Advisory opinions, licenses, **16:27**
- Appeals, licenses, **16:33**
- Bank for International Settlements and other departments and agencies, review of license applications by, **16:29**
- Boycotts and anti-boycott law, structure and coverage, **18:3**
- Clearance requirements, **16:35, 16:36**
- Commerce Control List
  - generally, **16:14 to 16:18**
  - country chart, **16:17**
  - determination of need for license, **16:18**
  - license requirements, license exceptions and list of items controlled sections, **16:16**
- Consolidation of previous separate licenses, special comprehensive licenses, **16:23**
- Country
  - chart, Commerce Control List, **16:17**
  - control list based controls, **16:19**
- Denial orders, **16:39**
- Eligible activities, items and countries, special comprehensive licenses, **16:24**
- Embargoes and other special controls, **16:21**
- End-user and end-use based controls, **16:20**
- Enforcement, **16:37 to 16:39**
- Exceptions, licenses, **16:9**
- Export administration regulations, **16:4**
- Fines, **16:37**
- General prohibitions, **16:8, 16:12, 16:13**
- Governance of imports and exports, **16:1, 16:2**
- International agencies, review of export applications by, **16:34**
- International Traffic in Arms Regulations (ITAR), **16:40, 16:41**
- Issuance
  - denial of license applications, and/or, **16:28**
  - license, **16:31**
- Licenses
  - generally, **16:5 to 16:10**
  - advisory opinions, **16:27**
  - appeals, **16:33**
  - applications, **16:26 et seq.**
  - Bank for International Settlements and other departments and agencies, review of applications by, **16:29**
  - Commerce Control List, above
  - defined, **16:3**
  - exceptions, steps nineteen through twenty-six, **16:9**

## UNITED STATES EXPORT CONTROLS

### —Cont'd

- Licenses—Cont'd
  - general prohibitions, steps seven through nineteen, **16:8**
  - international agencies, review of export applications by, **16:34**
  - issuance
    - denial of applications, and/or, **16:28**
    - license, **16:31**
    - review of applications, **16:28 et seq.**
    - revocation or suspension of license, **16:32**
    - scope of regulations, steps one through six, **16:7**
    - shipping documentation and records, steps twenty-six through twenty-nine, **16:10**
    - special comprehensive licenses, below steps for using export administration regulations, **16:6**
    - timetable for application review, **16:30**
    - 29 steps, **16:5 to 16:10**
  - Review of applications. Licenses, above
  - Revocation of
    - export authority, **16:37**
    - license, **16:32**
  - Scope of regulations, **16:7, 16:11**
  - Shipper's export declaration (SED), **16:36**
  - Shipping documentation and records, licenses, **16:10**
  - Short supply controls, **16:22**
  - Special comprehensive licenses
    - generally, **16:23 to 16:25**
    - consolidation of previous separate licenses, **16:23**
    - eligible activities, items and countries, **16:24**
    - procedure for obtaining license, **16:25**
  - Special controls
    - generally, **16:19 to 16:22**
    - country control list based controls, **16:19**
    - embargoes and other special controls, **16:21**
    - end-user and end-use based controls, **16:20**
    - short supply controls, **16:22**
  - Suspension of
    - export authority, **16:37**
    - license, **16:32**
  - Timetable for license application review, **16:30**

## UNITED STATES FAST TRACK PROCEDURES

- Free trade agreements and customs unions, **21:9**

## UNITED STATES IMPORT CONTROLS AND NONTARIFF TRADE BARRIERS

- Generally, **14:1 to 14:24**

## UNITED STATES IMPORT CONTROLS AND NONTARIFF TRADE BARRIERS—Cont'd

- Agricultural quotas
  - generally, **14:6 to 14:10**
  - Agricultural Adjustment Act Section 22, **14:6**
  - marketing orders, **14:9**
  - meat imports, **14:7**
  - sugar imports, **14:8**
  - World Trade Organization (WTO) Agreement on Agriculture, **14:10**
- Animals, **14:13**
- Chinese medicine, traditional, trading with the, **14:24**
- Consumer products, **14:14**
- Cuba trade embargoes, **14:22**
- Environmental regulation, **14:16**
- Food products, **14:12**
- General Agreement on Tariffs and Trade (GATT) Nontariff Trade Barrier Codes, **14:2**
- India, pharmaceutical trade barriers, **14:23**
- International commodity agreements, participation in, **14:4**
- Iran trade embargoes, **14:22**
- Libya trade embargoes, **14:22**
- Licenses, **14:1**
- Maritime transport, **14:20**
- Marketing orders, agricultural quotas, **14:9**
- Meat imports, **14:7**
- Motor vehicles, **14:15**
- Multi-fiber arrangement, participation in, **14:5**
- National security import restraints, **14:21**
- Nontariff trade barriers, generally, **14:11 et seq.**
- Pharmaceutical trade barriers, Indian law, **14:23**
- Plants, **14:13**
- Product
  - markings - origin, labels, **14:19**
  - standards, **14:18**
- Public procurement, **14:17**
- Quotas, **14:1**
- Restraints on imports, **14:3, 14:21, 14:22**
- Seeds, **14:13**
- Sugar imports, **14:8**
- Trade embargoes, **14:22**
- Trade Expansion Act Section 232, **14:21**
- World Trade Organization (WTO) Agreement on Agriculture, **14:10**

## UNITED STATES TARIFFS AND DUTY FREE IMPORTS

- Generally, **10:1 to 10:25**
- Administrative remedies, Generalized System of Preferences (GSP), **10:16**

**UNITED STATES TARIFFS AND DUTY FREE IMPORTS—Cont'd**

- African trade preferences, **10:21**
- Andean trade preferences, **10:20**
- Bonded warehouses, **10:9**
- Caribbean Basin Initiative
  - generally, **10:17 to 10:19**
  - country eligibility, **10:18**
  - product eligibility, **10:19**
- Column 2 tariffs, **10:4**
- Column 1 tariffs and GATT/WTO, **10:3**
- Competitive need limitations, Generalized System of Preferences (GSP), **10:12**
- Duty free entry, **10:6**
- Foreign trade zones, **10:8**
- Generalized System of Preferences (GSP)
  - generally, **10:10 to 10:16**
  - competitive need limitations, **10:12**
  - country eligibility, **10:13**
  - graduation, **10:15**
  - judicial and administrative remedies, **10:16**
  - product eligibility, **10:14**
  - statutory authorization, **10:10**
  - USTR petition procedures, **10:11**
- Goods incorporating U.S. components
  - generally, **10:22 to 10:25**
  - Maquiladoras, **10:23**
  - metals processed abroad, **10:25**
- Graduation, Generalized System of Preferences (GSP), **10:15**
- Harmonized Tariff Schedule sample, **10:7**
- Jackson-Vanik Amendment, **10:5**
- Judicial remedies, Generalized System of Preferences (GSP), **10:16**
- Metals processed abroad, **10:25**
- Origins of tariffs, **10:2**
- United States Trade Representative petition procedures, Generalized System of Preferences (GSP), **10:11**

**UNITED STATES TRADE REGULATION, GENERALLY**

- Generally, **9:26 to 9:33** and see more specific topics
- Export regulations, **9:32**
- Import regulations, **9:31**

**UNITED STATES TRADE REPRESENTATIVE**

- Generally, **9:30**
- Section 301 proceedings, **19:7**
- United States tariffs and duty free imports, Generalized System of Preferences (GSP), **10:11**

**UPSTREAM SUBSIDIES**

- Subsidies and countervailing duties, **13:10**

**URUGUAY ROUND, WORLD TRADE ORGANIZATION (WTO)**

- Developing and nonmarket economy nations, **30:37**
- Subsidies Code, **13:3**

**U.S. SECURITIES AND EXCHANGE COMMISSION (SEC)**

- Resource guide to FCPA, **17:55**

**VALUATION**

- United States Customs, this index

**VENUE**

- Sales agent and distributorship agreements, **4:18**

**VIETNAM**

- Investing in, **30:48**

**VISAS**

- Immigration, this index

**VOLUME OF IMPORTS**

- Antidumping duties, material injury, **12:19**

**WAIVER**

- Expropriation, Foreign Sovereign Immunities Act, **34:28**
- Sales agent and distributorship agreements, termination rights, **4:23**

**WEBB-POMERENE EXPORT ASSOCIATIONS**

- Antitrust law, **20:30**

**WESTERN SAHARA**

- Developing and nonmarket economy nations, **30:47**

**WITHDRAWAL**

- Foreign Direct Investment, this index

**WORLD TRADE ORGANIZATION (WTO)**

- Generally, **9:1 to 9:19**
- Admission
  - admission to WTO, **9:10**
  - Afghanistan, membership price, **9:33**
  - consensus rules, **9:9**
  - decision-making, generally, **9:8**
  - Afghanistan, membership price, **9:33**
- Agriculture, Agreement on, **9:15, 14:10**
- Antidumping Code, **12:3, 12:5**
- China
  - disputes, **9:12**
  - membership, **31:10**

**WORLD TRADE ORGANIZATION (WTO)****—Cont'd**

- China—Cont'd
  - open market economy, **9:34**
- Countertrade agreements, policy position, **5:38**
- Decision-making, **9:8 to 9:10**
- Developing and nonmarket economy nations, **30:16 (WTO)**
- Dispute settlement, **9:12**
- Escape clause proceedings, Safeguards Agreement, **15:4, 15:5**
- EU's Carbon Border Adjustment Mechanism, **28:39**
- Foreign direct investment, **25:19, 25:29**
- General Agreement on
  - Tariffs and Trade (GATT), this index
  - Trade in Services (GATS), **9:17**
- Import quotas and licenses, **9:13**
- Intensive care or the morgue, WTO Appellate
  - Body and Prognosis, **9:36**
- Joint ventures, **27:5**
- Jurisdiction, General Agreement on Tariffs and Trade (GATT), **9:35**
- Market disruption proceedings, Safeguards Agreement, **15:4, 15:5**
- Multinational trade negotiations (rounds), **9:6**
- Nontariff Trade Barriers Codes, **9:14**
- Odds against WTO World Trade Policy or the New Standard for Global Climate Policy, **28:39**

**WORLD TRADE ORGANIZATION (WTO)****—Cont'd**

- Product standards and testing, **14:18**
- Public Procurement Code, **9:16**
- Rules of Origin, **9:18**
- Safeguards Agreement, **15:4, 15:5**
- Section 301 proceedings, impact of Dispute Settlement Understanding, **19:3**
- Subsidies and countervailing duties, adherence in Europe, **13:23**
- Trade adjustment assistance, Safeguards Agreement, **15:4, 15:5**
- Trade Related Aspects of International Property Rights (TRIPs), this index
- United States
  - customs, valuation, **11:17**
  - disputes, **9:12**
  - import controls and nontariff trade barriers, Agreement on Agriculture, **14:10**
  - law and WTO agreements, **9:11**
- Uruguay Round, World Trade Organization (WTO), this index

**WRONGFUL DISHONOR OF CREDIT**

- Documentary letters of credit, **6:7**

**WRONGFUL HONOR OF CREDIT**

- Documentary letters of credit, **6:8**

**ZEROING**

- Antidumping duties, **12:7**