





Battle of Forms under the CISG





Context of the "battle" and Art. 19 CISG

Context of the "battle"

Basic context —————> Use of the pre-printed "forms" during negotiations

Other contexts —————> Handwritten contract or a context without forms

Art. 19 CISG

Art. 19.1 → Purported acceptance that differs from offer is a counter offer (not an acceptance)

Art. 19.2 → Except if difference is not material *If not, the offer is deemed accepted and modified*

Art. 19.3 → List of "material" issues *Everything that matters is material*

Art. 19 provides "*mirror image*" rule as to material terms

CISG Advisory Council Opinions

CISG AC Opinion no. 13:

- Addresses a number of issues raised by Art. 19 and interaction with Art. 18
- Includes a discussion of potential application of both last shot and knock out rule

CISG AC Opinions:

- Strongly persuasive as evidence of general principles (Art. 7.2)
- Broad use promotes global uniformity (Art. 7.1)



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