

Dalhuisen on Transnational Comparative, Commercial, Financial and Trade Law BY JAN DALHUISEN [OXFORD: Hart Publishing, 4th ed., 2010. Volume 1: Introduction—The New *Lex Mercatoria* and its Sources, xxiv + 341 pp. Hardcover: £35.00; Volume 2: Contract and Moveable Property Law, I + 677 pp. Hardcover: £50.00; Volume 3: Financial Products, Financial Services and Financial Regulation, I + 744 pp. Hardcover: £55.00]

Not many writers in the diverse and very broad fields of transnational law are capable of integrating them into a clear, coherent and concise reading. The fourth edition of *Dalhuisen on Transnational Comparative, Commercial, Financial and Trade Law* continues to examine these bodies of law—from the formation of contracts in civil

and common law to the private international law aspects of chattels and assignments, and from modern security interests to international aspects of financial services regulation—with its unique virtuosity in explanation, narration and presentation. Dalhuisen takes an international perspective on these various subjects, helping to locate domestic commercial and financial law in their wider context.

Each of the three volumes of this impressive work starts with a comprehensive coverage of the general principles and key issues. With a critical and contextual approach, the writing then goes in-depth, presenting the distinctive common law and civil law, modern European and United States approaches with admirable clarity.

Volume 1 is especially valuable in charting the development of transnational commercial and financial law. Its obvious strength lies in its mounting a very strong argument in favour of an independent transnational substantive law in international business transactions. The argument for a new *lex mercatoria* is made with characteristic flair and clarity—neither statist nor territorial, it is derived from the transnational commercial and financial legal order and maintained by the international business community as a necessary consequence of the globalization of international business transactions. Simply stated, the argument is that this new legal order, on its own, has now acquired the capacity to create its own laws and mould its own law-making institutions for dispute resolution purposes. If anything, the vast technical material in Volumes 2 and 3 may be taken to constitute the massive ‘evidence’ for a modern *lex mercatoria* as a hierarchy of norms; and it is a massive flurry of evidence, which Dalhuisen sets out in a detailed, brilliant and immensely readable manner in Volumes 2 and 3.

More specifically, Volume 2 sets out the law pertaining to transnational contract and transnational moveable property. Of particular interest are the detailed comparative aspects of the multifaceted notion of good faith in civil law, the EU jurisprudence, common law, the Vienna Convention on the International Sale of Goods (*United Nations Convention on Contracts for the International Sale of Goods*, 11 April 1980, 1489 U.N.T.S. 3), the International Institute for the Unification of Private Law (UNIDROIT) and European Contractual Principles, and their practical effects. These areas of law have difficult legal problems created by commercial practice, which Dalhuisen addresses in an extensive discussion. Of interest, too, is his discursive treatment of the types and transfers of proprietary rights in civil law and common law. This is accomplished in a readable manner that should fully engage students and facilitate a critical understanding of the issues dealt with.

Volume 3 is massive, covering the very broad areas of financial products and services, and financial risk, financial stability and financial regulation. What is most valuable is the practical information conveyed through a series of discussion, from the civil law and common law approaches, to secured transactions and finance sales, to money laundering and investment securities entitlements. Almost 300 pages are devoted to financial risk, financial stability and financial regulation. This is a fast-changing landscape. Dalhuisen analyses the vivid impact of globalisation on the international aspects of financial services regulation—a most difficult issue—with admirable insight. His detailed review orientates readers through the major developments. The holistic approach Dalhuisen takes to the subject and his discussion of some of the causes of the 2007-2009 banking crisis even anticipate some of the on-going debates on, and developments in, regulatory responses to financial services.

This fourth edition takes into account the many changes and developments in transnational commercial and financial law between 2007 and 2010, including the 2008 EU Regulation on the Law Applicable to Contractual Obligations (*Commission Regulation (EC) 593/2008 of the European Parliament and of the Council of 17 June 2008 on the law applicable to contractual obligations (Rome I)*), [2008] O.J. L 177/6), Basel II, the 2007-2009 banking crisis and the various regulatory initiatives that were spawned as a result.

Dalhuisen's massive oeuvre, in this fourth edition, continues to be a unique and significant contribution to the transnational commercial and financial law.

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