



International Distribution Institute

## IDI Webinar

**November 19, 2024 - 2 pm – 4 pm (CET)**

### **INTERNATIONAL SALES CONTRACT IN THE FRAMEWORK OF DISTRIBUTION AGREEMENTS**

International sales contracts are an essential element of integrated or non-integrated distribution networks concerning the sale of products.

The issues relating to the sale (e.g. defects in the goods, product warranty, possible delays in delivery, termination of the contract, product liability) necessarily intersect with those of the framework contract of which they are part and must be considered and coordinated.

For this reason, IDI has decided to devote the plenary session of the 2024 Annual Conference to this topic, and is also planning to develop a specific thematic area on international sales, within its own website, in order to offer useful tools to the companies that deal with these issues on a daily basis. To this end, seller-friendly and buyer-friendly general sales conditions and specific country reports will be drawn up, as well as country reports on sales contracts.

The Vienna Convention on International Sale of Goods (CISG) cannot but take on a central role, given the international context in which IDI is embedded and the fact that most of the countries covered by IDI have acceded to the CISG.

This webinar aims to identify the issues that are most frequently the subject of dispute, offering some useful hints for their resolution (considering in particular the position of the seller), from an international and comparative perspective.

Moreover, the webinar will be the occasion to present the topics and sessions of the 2025 IDI Annual Conference, that will be held in Torino, on June 6-7, 2025.

#### **PROGRAM of the WEBINAR**

14:00-14:15	<b>INTRODUCTION</b> <b>Fabio Bortolotti</b> , Buffa Bortolotti & Mathis, Turin; Chair IDI, IDI country expert for Italy
14:15-14:40	<b>Conclusion of contracts through the incorporation of general terms and conditions.</b> Which are the minimum conditions for a valid incorporation of standard terms, in the context of an exchange of emails? What can be the possible outcomes of a battle of the forms between the seller and the buyer, particularly with respect to possible jurisdiction clauses included therein? <b>Silvia Bortolotti</b> , Buffa Bortolotti & Mathis, Turin; Vice-Chair and Secretary General IDI, IDI country expert for Italy <b>Riccardo Gaiani</b> , Commercial Senior Legal Counsel, Valentino, Milan
14:40-15:05	<b>How can the seller defend against buyer invoking defects of the goods without needing to discuss the existence of the non-conformity?</b>

	<p>The most frequent situation that a seller/manufacturer would like to avoid, is that the buyer invokes defects of the goods and refuses to pay them (and/or threatens to claim damages). The CISG provides several defenses that can be invoked without needing to discuss the merits of the non-conformity invoked: late notice, insufficient description of the defects invoked, etc.</p> <p><b>Fabio Bortolotti</b>, Buffa Bortolotti &amp; Mathis, Turin; Chair IDI, IDI country expert for Italy  <b>Yeşim Atamer</b>, Faculty of Law, Zurich</p>
15:05-15:30	<p><b>Seller's defences to prevent contract avoidance by the buyer</b></p> <p>In the presence of defects of substantial importance, the buyer may decide to terminate the sale contract and return the goods, while the seller would prefer, where possible, to replace or repair them. Domestic laws on sales and the CISG have different approaches to this issue. These issues will be addressed by the speakers with a comparative approach.</p> <p><b>Burghard Piltz</b>, Piltz Legal, Piltz Rechtsanwälte PartGmbH, Berlin  <b>Christiana Fountoulakis</b>, Faculty of Law, Fribourg</p>
15:30-15:45	<p><b>Discussion</b></p>
15:45-16:00	<p><b>Presentation of the 2025 IDI Annual Conference</b></p> <p><b>Fabio Bortolotti</b>, Buffa Bortolotti &amp; Mathis, Turin; Chair IDI, IDI country expert for Italy  <b>Silvia Bortolotti</b>, Buffa Bortolotti &amp; Mathis, Turin; Vice-Chair IDI, IDI country expert for Italy</p>

## Practical Information

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**Format:** Webinar

**Language:** English

**Duration:** 120 minutes

**Fees:** Free

**Registration:**

Please, fill in the registration form below and send it by email at: [editorial.board@idiproject.com](mailto:editorial.board@idiproject.com)

**Kindly note that the email you indicate in the form will be the one where you will receive the invitation to follow the webinar.**

**How to access:**

The day before the webinar, you will receive a link to follow for attending the Webinar.

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## Registration Form

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First Name ..... Last Name .....

Company ..... Address ..... ZIP/ Postal code .....

City ..... Country ..... Value Added Tax (VAT) Code .....

E-mail ..... Phone ..... Fax.....

(in case of more participants, please, fill-in a registration form for each participant)

Date .....

Signature .....

PRIVACY: All personal information is processed by IDI confidentially and in compliance with the provisions contained in the GDPR 2016/679. All personal information stored on our system is secured against unauthorised access. All users may exercise their rights provided by Article 15 of GDPR 2016/679, by sending a request to: [privacy@idiproject.com](mailto:privacy@idiproject.com)