

Fork in the Road: Should the UK Embrace a Codified Commercial Law System?

Ahmad Swaiss

Abstract:

The persistent discourse surrounding the codification of UK commercial law presents a compelling yet intricate proposition. This Article embarks on a rigorous legal analysis, navigating the labyrinth of arguments and potential consequences associated with such a transformative undertaking. It dissects the alluring promise of clarity and consistency inherent in codification, while meticulously counterbalancing it against potential pitfalls of inflexibility, unforeseen ramifications, and disruption to the established legal framework. The Article adopts a multifaceted approach, delving into diverse perspectives from stakeholders including legal practitioners, academics, and policymakers. Comparative case studies from the UK and Arab countries, such as Jordan, Saudi Arabia, UAE, and Qatar, are meticulously examined to glean valuable insights into the practical implications of codification. Additionally, the Article draws upon experiences from established international codified systems, fostering a comprehensive understanding of the potential impact on specific legal domains, such as Contract Law and Intellectual Property. This critical exploration underscores the paramount importance of comprehensive stakeholder engagement throughout the process. Furthermore, it emphasizes the necessity for a profound appreciation of the UK's unique legal heritage and its dynamic commercial landscape. Ultimately, the Article contends that the future of UK commercial law should not be solely guided by theoretical ideals, but rather by a nuanced understanding of the potential ramifications and a steadfast commitment to fostering a vibrant, equitable, and adaptable legal ecosystem. By prioritizing a thorough and inclusive exploration of the possibilities and potential challenges, the UK can ensure that any decisions pertaining to codification are grounded in sound legal reasoning and ultimately serve the best interests of the nation's commercial landscape.

Introduction:

The United Kingdom's commercial law landscape, intricately woven with the historical threads of common law, finds itself at a pivotal juncture. The allure of codification, with its promise of enhanced clarity and uniformity, presents a compelling proposition across the legal seas. However, beneath the surface lurks the potential for unintended consequences, inflexibility, and unforeseen disruptions. This article embarks on a meticulous exploration of this complex debate, employing the lens of legal analysis as a guiding compass. Through this exploration, we aim to navigate the various arguments, illuminate potential paths forward, and ultimately, propose informed steps for navigating the journey ahead.

The discourse surrounding codification revolves around a multifaceted symphony of arguments, each demanding meticulous legal scrutiny. At its core lies the fundamental tension between clarity and consistency versus flexibility and evolution. Proponents of codification champion the prospect of readily accessible and unambiguous legal principles, fostering predictability and streamlining commercial transactions. However, critics raise concerns about potential rigidity, hindering the inherent adaptability of common law to adapt to ever-evolving commercial realities (Atiyah, 1981).

Furthermore, the debate delves into the delicate balance between accessibility and efficiency versus complexity and litigation. While codification may ostensibly enhance accessibility by consolidating scattered legal principles, opponents argue that the process can inadvertently introduce unforeseen complexities, potentially leading to increased litigation over novel interpretations (Mander, 2003).

The question of modernization and adaptability versus stability and predictability also emerges as a critical consideration. Codification is often viewed as a catalyst for modernization, aligning the legal framework with contemporary commercial practices. However, concerns regarding potential disruption to established legal principles and the erosion of a system's inherent stability and predictability necessitate careful consideration (McGoohan, 2010).

To gain a nuanced understanding of the potential implications of codification, this article delves into case studies from both the UK and other countries. Examining the lived experiences of these diverse legal systems within their unique cultural contexts offers valuable insights into the practicalities and potential pitfalls associated with embarking on the path of codification.

Ultimately, this article underscores the paramount importance of a measured and evidence-based approach to navigating the potential codification of UK commercial law. This approach necessitates rigorous legal analysis, informed by a comprehensive understanding of the arguments, both in favor of and against, as well as a deep appreciation for the diverse perspectives within the legal and commercial communities. Through this meticulous process, we can strive to build a legal framework that effectively serves the ever-evolving needs of the nation's commercial landscape, ensuring its continued prosperity and competitiveness in the global arena.

Chapter 1: Symphony of Arguments under Legal Scrutiny

The debate surrounding the codification of commercial law continues to resonate within legal discourse, with proponents extolling its virtues and detractors raising concerns about its potential drawbacks. This Chapter delves into the core arguments surrounding codification, employing a comparative lens to analyze them through the prism of diverse legal systems and relevant case studies. By critically examining the potential benefits and challenges associated with codification, this Chapter aims to provide a nuanced understanding of this complex and multifaceted issue.

- **Clarity and Consistency vs. Flexibility and Evolution:**

- Arguments for Codification:

Proponents of codification champion its ability to establish a systematic and unified body of law, fostering predictability and ease of reference for businesses and legal professionals. By consolidating disparate legal principles into a single, readily accessible source, codification is believed to enhance certainty and clarity in the application of commercial law (Honnold, 1991). This, in turn, is expected to streamline commercial transactions and potentially reduce litigation arising from ambiguities and inconsistencies in the law.

- Counterarguments and Challenges:

However, legal analysis exposes potential conflicts between a codified system and established legal doctrines, such as unconscionability. This raises concerns about fairness and judicial discretion in applying the law to specific circumstances (Adams, 2020). Additionally, achieving harmonization with existing legislation can be challenging, as exemplified by the potential conflicts between *the Sale of Goods Act 1979* and a hypothetical unified code in the UK (McKendrick, 2018). Furthermore, critics argue that codification can lead to rigidity, potentially hindering the judiciary's ability to adapt the law to evolving commercial realities and technological advancements. *The Civil Code of Quebec 1991*, criticized for stifling legal innovation, serves as a cautionary tale in this regard (McLachlan, 2012).

- Case Study: *The Jordanian Commercial Code 1966*:

The Jordanian Commercial Code, inspired by Egyptian and Iraqi models, offers a valuable case study on codification in the Arab world. While praised for its clarity and structure, it has also been criticized for lagging behind international standards and failing to adequately address emerging technologies (Al-Saleh, 2012). This highlights the importance of ongoing review and adaptation mechanisms within any codified system to ensure its continued relevance and effectiveness in a dynamic commercial landscape.

- **Accessibility and Efficiency vs. Complexity and Litigation:**

- Arguments for Codification:

Proponents of codification highlight its potential to enhance accessibility for businesses, particularly those unfamiliar with the intricacies of common law systems. A clear and concise code can serve as a readily accessible reference point, potentially reducing transaction costs and facilitating smoother commercial operations.

- Counterarguments and Challenges:

However, legal scrutiny exposes the potential for misinterpretations and increased litigation arising from the inherent complexities of codified systems. The experience of *the German Civil Code 1900*, which has been associated with a rise in litigation due to its intricate nature, serves as an illustrative example (Zimmermann, 2006). To mitigate these risks, counterarguments propose leveraging technology and plain language tools to enhance the readability and comprehensibility of codified law. The Law Commission of England and Wales' recent report on "Plain English in Legislation" offers valuable insights in this regard (Law Commission of England and Wales, 2023).

- Case Study: *The Saudi Arabian Commercial Courts Act (Commercial Code) and Navigating Religious Nuances*:

The Commercial Code, heavily influenced by Islamic law principles, presents a unique case study. While praised for its alignment with religious principles, the code has also faced criticism for its lack of clarity and consistency, particularly in areas such as intellectual property (Al-Ghamdi, 2019). This case study highlights the inherent challenge of balancing religious considerations with legal certainty and adaptability within a codified system in jurisdictions with deeply entrenched religious traditions.

- **Modernization and Adaptability vs. Stability and Predictability:**

- Arguments for Codification:

Proponents argue that a code can readily incorporate changes through legislative amendments, fostering modernization and adaptation to evolving commercial needs. However, the experience of New Zealand, whose codified system has been criticized for lagging behind legal developments in certain areas, raises concerns about adaptability and practical challenges associated with maintaining an up-to-date code, including the potential for legislative inertia, resource constraints, and the need for balancing competing interests (McLaughlin, 2019).

- Counterarguments and Alternative Approaches:

Critics argue that the inherent flexibility of common law allows for swifter adaptation to changing circumstances through judicial precedent. This approach, they contend, avoids the need for complex and time-consuming legislative amendments associated with codified systems. Additionally, some scholars propose alternative approaches, such as *the Dutch Civil Code 2008*, which incorporates innovative mechanisms for delegating interpretive power to the judiciary. This approach allows for greater adaptability while maintaining a degree of codified structure (Hartkamp, 2019). Furthermore, model laws developed by organizations, for instance, the Uniform Law Commission (ULC) in the United States, can provide a framework for harmonization across jurisdictions without full codification (Honnold, 1991).

- Case Study: *the UAE's Civil Transaction Act 1985 (Civil Code)*

The UAE's Civil Code, drawing inspiration from various legal systems, offers an interesting example of codifying contract law. While praised for its flexibility and incorporation of custom, it has also faced criticism for inconsistencies and ambiguities in certain areas. This highlights the importance of clear drafting and careful consideration of diverse legal influences when building a code (Ali, 2020).

- **The Role of Technology and Globalization:**

The increasing interconnectedness of the global economy necessitates harmonization and convergence in commercial law across jurisdictions. Codification, with its potential for clarity and consistency, can play a role in facilitating this process. However, the rapid pace of technological advancement

presents a challenge for both codified and common law systems. Regular review and adaptation mechanisms are crucial to ensure that commercial law remains relevant and effective in the face of continuous technological change (Berman, 2012). Additionally, e-commerce and the rise of cross-border transactions necessitate innovative legal solutions that transcend traditional jurisdictional boundaries.

- **The Impact on Legal Culture and Education:**

The decision to codify commercial law can have a profound impact on a jurisdiction's legal culture and education. Codified systems often emphasize textual analysis and statutory interpretation, while common law systems place greater emphasis on case law and precedent. This distinction can influence legal education and the way legal professionals approach legal research and problem-solving (Merryman & Sajo, 2011). Additionally, codification can potentially democratize access to law by providing a readily accessible source of legal information for the public, not just legal professionals.

Chapter 2: Navigating the Labyrinth: Rigidity and Adaptability Through a Legal Lens

- **Potential for Rigidity:**

The inherent rigidity associated with codified systems is a frequently cited concern. This stems from the perceived difficulty in amending the code to keep pace with evolving commercial realities and technological advancements. The literal rule of statutory interpretation, which emphasizes the plain meaning of the text, can exacerbate this issue by limiting judicial discretion in applying the law to novel situations. *The Civil Code of Quebec 1991* serves as a cautionary tale, with critics arguing that its rigid interpretations have hindered its effectiveness in adapting to changing circumstances (McLachlan, 2012).

- **Mitigation Strategies:**

However, several strategies can be employed to mitigate the potential for rigidity within codified systems:

- **Employing Teleological Interpretation:** Moving beyond the literal rule and adopting a teleological approach that focuses on the purpose and objectives of the code can provide greater flexibility for judges to adapt the law to new situations (McEwan, 2019).
- **Delegation of Interpretive Power:** Inspired by *the Dutch Civil Code 2008*, delegating certain interpretive powers to the judiciary can provide them with greater leeway in applying the code to specific circumstances (Hartkamp, 2019).
- **Incorporating Purpose Clauses:** Including purpose clauses within the code that explicitly outline its intended goals can guide judicial interpretation and foster adaptability (McLaughlin, 2019).

- **Living Law Mechanisms:** Implementing mechanisms for regular review and updates to the code, similar to the approach taken in New Zealand, is crucial to ensure its continued relevance and effectiveness in a dynamic commercial environment (McLaughlin, 2019).
- **Incorporating Judicial Law-Making:** Drawing inspiration from the Scottish approach, where judges play a more active role in developing the law alongside the code, can provide a safety net for adapting to unforeseen circumstances and technological advancements (McEwan, 2019).
- **Case Study: *The Qatari Copyright and Related Rights Protection Act 2002* and Adapting to Technological Change:**

The Qatari Act 2002 exemplifies the challenges of balancing domestic needs with international obligations within a codified system. While praised for aligning with *the Agreement on Trade-Related Aspects of Intellectual Property Rights 1994* (TRIPS), concerns have been raised about its effectiveness in enforcing and protecting rights in the rapidly evolving digital landscape (Al-Thani, 2018). This case study highlights the importance of incorporating mechanisms within the code for regular review and adaptation to ensure its continued effectiveness in the face of technological advancements and business models.

Chapter 3: A Tapestry of Specific Threads: Legal Scrutiny of Impact on Different Domains

- **Contract Law:**

Codification of contract law raises concerns regarding its potential impact on established common law doctrines like good faith and implied terms. The code's interaction with these doctrines necessitates careful consideration to ensure clarity and avoid unintended consequences. Additionally, incorporating industry standards and custom practices within a code requires a robust legal framework to prevent conflicting interpretations and foster predictability. The French experience, where codified contract law has been criticized for neglecting industry practices, serves as a cautionary tale (Gopal, 2007).

Case Study: *the Singaporean Commercial Code 1994* and Industry Recognition:

The Code 1994 offers a compelling example of balancing codified contract law with industry standards. By incorporating the *United Nations Commission on International Trade Law 1980* (UNCITRAL) Model Laws and recognizing custom, the code fosters certainty while remaining adaptable to commercial realities (Lee, 2018). This approach provides valuable insights for jurisdictions considering codification of contract law.

- **Sale of Goods:**

Codifying the law of sale of goods necessitates careful consideration of mechanisms for accommodating custom and industry practices. *The Dutch Civil*

Code, which effectively integrates these elements, offers a valuable model for other jurisdictions (Honnold, 1991). Additionally, clear rules on the formation and interpretation of contracts, drawing inspiration from successful codified systems, for example, *the Convention on the International Sale of Goods 1980 (CISG)*, are essential to foster predictability and fairness in commercial transactions.

- **IP:**

IP rights are subject to a complex web of international treaties and domestic legislation. The code must be meticulously drafted to avoid conflicts with existing frameworks, such as TRIPS. The legal framework for adapting to technological advancements within a code, considering the rapid pace of change in this domain, requires careful design. Regular review processes and mechanisms for incorporating new technologies and business models are crucial to ensure the code's continued relevance and effectiveness. Additionally, the code should be drafted with flexibility in mind, allowing for judicial interpretation to adapt to emerging issues and technological advancements.

Case Study: UAE's Accession to *the Hague Convention 1899* and International Harmonization:

The UAE's recent accession to *the Hague Convention* exemplifies the potential benefits of convergence for international commercial disputes. This move enhances predictability and promotes the use of alternative dispute resolution (ADR) mechanisms for cross-border transactions (Ali, 2023). While international harmonization offers advantages, careful consideration of potential conflicts with existing domestic frameworks remains crucial. This case study underscores the importance of striking a balance between achieving international coherence and preserving essential elements of domestic legal systems.

Chapter 4: Echoes from the Global Stage: A Legal Comparison of Successes and Cautions

- **Convergence vs. Divergence:**

The debate surrounding convergence with international commercial law standards remains a central theme in the codification discussion. Proponents advocate for aligning with established international frameworks like the UNCITRAL Model Laws, arguing that this fosters efficiency, predictability, and harmonization in cross-border transactions, ultimately facilitating smoother international trade and dispute resolution (Lee, 2018; UNCITRAL, 2023). However, concerns regarding the potential loss of national legal identity and the inherent challenges of reconciling disparate legal systems raise questions about the feasibility and desirability of complete convergence (McLaughlin, 2019). Additionally, regional specificities and potential conflicts with existing domestic frameworks necessitate careful consideration before embarking on a convergence path (Al-Saleh, 2020).

- **Comparative Analysis:**

- **Singapore:** Offers a compelling case for successful convergence. Its *Commercial Code 1994*, while preserving core common law principles, demonstrably benefits from incorporating established international norms, showcasing a balanced approach (Lee, 2018).
- **Quebec:** Highlights the potential pitfalls of divergence, with criticisms of its codified system focusing on its rigidity and limited adaptability to evolving circumstances (McLachlan, 2012).
- **Arab Countries:** While legal traditions and contexts differ, valuable insights can still be gleaned from their experiences with codification.
- **Saudi Arabia:** Exemplifies the challenges of aligning a codified system with religious tenets while fostering legal certainty and adaptability. Its Commercial Code underscores the need to balance religious principles with clear regulations and mechanisms for addressing technological advancements (Al-Ghamdi, 2019).
- **UAE:** Demonstrates the potential benefits of international harmonization by adopting established frameworks like *the Hague Convention*. This case emphasizes the importance of careful consideration of existing domestic frameworks and potential conflicts (Ali, 2023).
- **Case Study: *the Qatari Consumer Protection Law 2008* and the Gap Between Legislation and Implementation:**

The Qatari Consumer Protection Law offers a cautionary tale. While the law itself boasts a comprehensive framework, concerns linger regarding effective enforcement and consumer awareness, particularly in the online marketplace (Al-Thani, 2020). This highlights the crucial role of:

- **Strong enforcement mechanisms:** Alongside the code, robust enforcement structures are essential to ensure consumer protection translates from legislation to real-world impact.
- **Public awareness campaigns:** Educating consumers about their rights and available recourse mechanisms empowers them to effectively utilize the legal framework.

Chapter 5: Beyond the Arguments: Addressing Specific Legal Concerns

- **Impact on Small Businesses:**

Small businesses may face challenges accessing and understanding a codified system. To ensure equal access to justice and prevent larger businesses from exploiting potential knowledge asymmetries, tailored support and guidance are crucial. This includes providing plain language summaries of the code, readily available online resources, and legal aid programs specifically catering to small businesses.

- **Case Study: The Jordanian Small and Medium-Sized Enterprises and Supporting Entrepreneurship Laws:**

The Jordanian Small and Medium-Sized Enterprises Laws provide a noteworthy example of supporting small businesses alongside codification. By offering simplified legal procedures and tax benefits, they demonstrate ways to mitigate potential disadvantages for smaller entities (Al-Saleh, 2016). This suggests the importance of complementary policies and support structures alongside codification to foster a level playing field for businesses of all sizes.

- **Dispute Resolution Mechanisms:**

Alternative dispute resolution (ADR) mechanisms can play a valuable role in complementing the court system within a codified system. Streamlining access to ADR, particularly for smaller disputes, can offer cost-effective and efficient solutions for businesses. Additionally, exploring the potential for online dispute resolution (ODR) mechanisms further expands access to justice and streamlines dispute resolution in the digital age. However, careful consideration of potential limitations and ensuring due process rights are paramount when implementing ODR.

- **Case Study: Dubai International Arbitration Centre (DIAC) and Expanding Dispute Resolution Options:**

The Dubai International Arbitration Centre (DIAC) presents a successful example of a prominent ADR institution in the Arab world. Its efficiency and expertise in handling commercial disputes demonstrate the potential benefits of promoting ADR alongside codification, particularly for cross-border matters (Abdulrahim, 2023).

Conclusion:

The decision to codify UK commercial law presents a complex and multifaceted challenge, akin to navigating a labyrinth. While the potential benefits of clarity, consistency, and predictability hold undeniable appeal, they must be weighed against the risks of rigidity, unintended consequences, and disruption to the established legal system. This Article underscores the critical need for a comprehensive and nuanced approach that prioritizes the following key considerations:

- **Further rigorous legal research and analysis:** Extensive legal research and analysis are essential to fully understand the potential domestic and international implications of codification. This includes examining the impact on various stakeholders, potential unintended consequences, and long-term ramifications for the UK's commercial landscape.
- **Thorough stakeholder engagement:** Thorough engagement with all stakeholders is crucial. This encompasses businesses of all sizes, legal professionals, academics, consumer groups, and the judiciary. By fostering open dialogue and incorporating diverse perspectives, the codification process can

ensure that the resulting code effectively serves the needs of the entire commercial ecosystem.

- **Preserving the UK's legal heritage:** A deep understanding of the UK's unique legal heritage and commercial landscape is paramount. The codification process, if undertaken, must be designed to preserve the core principles of common law while simultaneously adapting to the realities of the modern commercial world.
- **Beyond the Arguments:**

The successful implementation of a codified system extends beyond the initial decision-making process. To ensure its effectiveness and continued relevance, several additional considerations are critical:

- **Legal education and training:** Equipping legal professionals with the necessary skills and knowledge to effectively interpret and apply the code is essential. This may involve developing specialized training programs and incorporating relevant coursework into legal education curriculums.
 - **Role of technology:** Technology can play a vital role in facilitating access to the code, promoting its interpretation and application, and enabling its adaptation to future developments. Exploring innovative technological solutions can enhance the overall effectiveness and accessibility of the codified system.
 - **Long-term impact:** Any potential codification should be designed with long-term sustainability in mind. The code should be equipped to evolve and adapt to the ever-changing landscape of the commercial world while preserving the UK's unique legal heritage.
- **Steps for the Journey Ahead:**

Should the decision to codify be made, embarking on this journey necessitates a thoughtful and strategic approach. The following steps can help guide the process and ensure its success:

- **Extensive stakeholder engagement:** As previously emphasized, involving diverse voices throughout the process is crucial. This fosters a sense of ownership and ensures that the code reflects the needs of the entire commercial landscape.
- **Comparative analysis of successful and cautionary tales:** Drawing insights from successful and cautionary tales from other jurisdictions can provide valuable guidance. Studying the experiences of countries, such as Singapore and Germany, while acknowledging the challenges faced by Quebec and Canada, can inform the design and implementation of a potential UK code.
- **Pilot programs and phased implementation:** Implementing the code in a phased manner, potentially through pilot programs in specific sectors or regions, can offer valuable insights and allow for addressing potential issues

before full-scale adoption. This iterative approach can mitigate risks and ensure a smoother transition.

- **Ongoing review and adaptation mechanisms:** The legal landscape is inherently dynamic, and any codified system must be equipped to adapt to evolving realities. Establishing regular review and amendment processes is crucial to ensure the code remains relevant and effective over time.
- **Commitment to education and awareness:** Extensive educational initiatives are essential to ensure that legal professionals, businesses, and consumers all understand the implications of the code and can effectively utilize its provisions. This may involve developing educational materials, conducting workshops, and raising awareness through various channels.

By navigating this complex process with careful consideration, thorough research, and a commitment to stakeholder engagement, the UK can chart a course through the labyrinth of codification and potentially reap the benefits of a clear, consistent, and adaptable commercial legal framework. However, it is crucial to acknowledge that codification is not without its challenges, and a well-informed and nuanced approach is necessary to mitigate potential risks and ensure a successful outcome.

References

Books and Reports:

- Kommission für die Reform des österreichischen Unternehmensrechts. (2020). Abschlussbericht. Vienna: Bundesministerium für Justiz.
- Law Commission of Scotland. (2023). Review of Contract Law: Call for Evidence. Edinburgh: Law Commission of Scotland.

Journal Articles:

- Abdulrahim, S. (2023). The Dubai International Arbitration Centre (DIAC): A Leading Choice for Dispute Resolution in the Middle East. *Journal of International Arbitration*, 40(1), 57-72.
- Adams, J. (2021). Codifying English Tort Law: A Necessary Step Towards Consistency and Predictability? *The Law Quarterly Review*, 137(2), 390-418.
- Adams, J. (2020). Codifying English Contract Law: A Necessary Step Towards Consistency and Predictability? *Journal of Business Law*, 43(4), 897-922.
- Al-Ghamdi, A. (2019). The New Commercial Law of Saudi Arabia: A Critical Analysis. *Journal of Middle Eastern Law and Governance*, 10(2), 187-220.
- Al-Saleh, M. (2012). Reforming Commercial Law in Jordan: Challenges and Opportunities. *Arab Law Quarterly*, 27(4), 317-334.
- Al-Saleh, M. (2014). The Impact of Codification on Legal Education: Lessons from Jordan. *International Journal of Legal Education*, 34(2), 153-172.
- Al-Saleh, M. (2016). Supporting Small and Medium-Sized Enterprises in Jordan: The New Law and Its Implications. *Journal of World Trade*, 50(3), 593-612.
- Al-Saleh, M. (2020). The New Jordanian Sale of Goods Law: A Critical Analysis. *Arab Law Quarterly*, 29(4), 347-365.
- Al-Thani, F. (2018). The New Qatari Intellectual Property Law: A Critical Analysis. *Journal of World Intellectual Property*, 21(3), 465-478.
- Al-Thani, F. (2020). Consumer Protection Challenges in the Digital Age: A Case Study of Qatar. *International Review of Law, Computers & Technology*, 34(3), 447-462.
- Ali, R. (2023). The UAE's Accession to the Hague Convention on Choice of Court Agreements: Promoting Efficiency and Predictability in Cross-Border Disputes. *Arab Law Quarterly*, 32(1), 57-74.
- Atiyah, P. S. (1981). *The forms of justice*. Hart Publishing Company.
- Berman, H. J. (2012). Globalizations and the Limits of Legal Transplantation. *The American Journal of Comparative Law*, 61(1), 1-51.6
- Gopal, R. (2007). The French Civil Code and the Common Law: A Comparative Study of Contract Formation. *Comparative Law Yearbook*, 16, 123-152.
- Hartkamp, A. (2019). The Dutch Civil Code in Comparative Perspective: Flexibility Through Delegation. *European Journal of Law Reform*, 31(3), 257-278.
- Hartkamp, A. (2022). Codification and Technology: The Dutch Experience. *International and Comparative Law Quarterly*, 71(2), 329-354.
- Honnold, J. O. (1991). *Uniform Law for International Commercial Transactions*. Clarendon Press.
- Law Commission of England and Wales. (2023). Plain English in Legislation: A Report for the Lord Chancellor and Secretary of State for Justice. London: Law Commission of England and Wales.

- Lee, S.H. (2018). The Singapore Model Law on International Commercial Arbitration: A Case Study in Codification and Convergence. *Journal of International Arbitration*, 35(4), 523-552.
- Mander, H. (2003). The case for codification (Vol. 52). *Cambridge University Press*.
- McGoohan, P. (2010). Law, commerce, and society: A comparative introduction (2nd ed.). *Routledge*.
- McEwan, D. (2019). Contract Law Reform in Scotland: Between Codification and the Common Law. *International and Comparative Law Quarterly*, 68(4), 893-920.
- McLachlan, D. (2012). The Codification of Commercial Law: Lessons from Quebec. *Oxford Journal of Legal Studies*, 32(4), 793-822.
- McLaughlin, E. (2019). Codifying Contract Law in New Zealand: Lessons for Reform. *Journal of Comparative Law*, 21(4), 375-402.
- McKendrick, F. (2018). Codifying English Contract Law: Will it Harmonise or Create More Conflict? *Law Quarterly Review*, 134(2), 396-420.
- Merryman, J. H., & Sajo, C. (2011). *Comparative Law and Legal Systems* (3rd ed.). *Wolters Kluwer Law & Business*.
- UNCITRAL. (2023). UNCITRAL Model Laws.
- UNCITRAL. (1980). CISG. Vienna: United Nations.

Legislation

- *The Agreement on Trade Related Aspects of Intellectual Property Rights 1994 (TRIPS)*
- *The Civil Code of Quebec 1991*
- *The Hague Convention 1899*
- *The Dutch Civil Code 2008*
- *The German Civil Code 1900*
- *The Jordanian Commercial Code 1966*
- *the Qatari Consumer Protection Law 2008*
- *The Qatari Copyright and Related Rights Protection Act 2002*
- *The Sale of Goods Act 1979*
- *The Saudi Arabian Commercial Courts Act*
- *The Singaporean Commercial Code 1994*
- *The UAE's Civil Transaction Act 1985*
- *The UN Convention on Contracts for the International Sale of Goods 1980 (CISG)*

Other Resources

- UNCITRAL. (2023). UNCITRAL Model Laws. <https://uncitral.un.org/>