

1955 年國際貨物買賣法律適用法公約
1955 年 6 月 15 日 訂於海牙，1964 年 9 月 1 日生效

**Convention on the Law Applicable to International Sale of Goods,
The Hague 1955**

Hague, 15 June 1955 ; Entered into Force 1 September 1964

LAISG 1955

The States signatory to this Convention;
Desiring to establish common provisions concerning the law applicable to sales of goods;
Have resolved to conclude a Convention for this purpose and have agreed on the following provisions

本公約各簽字國，
需要設立有關貨物買賣法律適用之共同規定，
決定為此目的締結一公約並協議如下：

Article 1

This Convention shall apply to international sales of goods. It shall not apply to sales of securities, to sales of ships and of registered boats or aircraft, or to sales upon judicial order or by way of execution. It shall apply to sales based on documents.

For the purposes of this Convention, contracts to deliver goods to be manufactured or produced shall be placed on the same footing as sales provided the party who assumes delivery is to furnish the necessary raw materials for their manufacture or production. The mere declaration of the parties, relative to the application of a law or the competence of a judge or arbitrator, shall not be sufficient to confer upon a sale the international character provided for in the first paragraph of this Article.

第 1 條

本公約適用於國際間之貨物買賣。
本公約不適用於證券買賣、船舶及已登記之船舶或飛機之買賣、或依據司法令狀或因強制執行之買賣。本公約適用於憑證券進行之買賣。
於本公約範圍內，若承擔交貨義務之一方必須提供產品製造或生產所需之原料，則交付待製造或待生產之貨物契約應視同買賣契約。
當事人僅就有關法律適用或賦予某法官、仲裁人管轄之聲明並不足以使某一買賣具有本條第 1 項所規定之國際貨物買賣特徵。

Article 2

A sale shall be governed by the domestic law of the country designated by the Contracting Parties. Such designation must be contained in an express clause, or unambiguously result from the provisions of the contract. Conditions affecting the consent of the parties to the law declared applicable shall be determined by such law.

第 2 條

買賣受契約當事人所指定之國家之國內法管轄。
該指定必須包含於一明示條款中或須明白無誤地自該契約條款中獲得此結論。
該法律確定哪些條件會影響當事人指定法律適用之共同意思表示。

Article 3

In default of a law declared applicable by the parties under the conditions provided in the preceding Article, a sale shall be governed by the domestic law of the country in which the vendor

第 3 條

如當事人未依前條規定之條件指定所應適用法律，則買賣應受賣方收到訂單時其慣居地所在國之國內法管轄。如訂單

has his habitual residence at the time when he receives the order. If the order is received by an establishment of the vendor, the sale shall be governed by the domestic law of the country in which the establishment is situated.

Nevertheless, a sale shall be governed by the domestic law of the country in which the purchaser has his habitual residence, or in which he has the establishment that has given the order, if the order has been received in such country, whether by the vendor or by his representative, agent or commercial traveller.

In case of a sale at an exchange or at a public auction, the sale shall be governed by the domestic law of the country in which the exchange is situated or the auction takes place.

Article 4

In the absence of an express clause to the contrary, the domestic law of the country in which inspection of goods delivered pursuant to a sale is to take place shall apply in respect of the form in which and the periods within which the inspection must take place, the notifications concerning the inspection and the measures to be taken in case of refusal of the goods.

Article 5

This Convention shall not apply to:

1. The capacity of the parties;
2. The form of the contract;
3. The transfer of ownership, provided that the various obligations of the parties, and especially those relating to risks, shall be subject to the law applicable to the sale pursuant to this Convention;
4. The effects of the sale as regards all persons other than the parties.

Article 6

In each of the Contracting States, the application of the law determined by this convention may be excluded on a ground of public policy.

Article 7

The contracting States have agreed to incorporate the provisions of Articles 1-6 of this Convention in the national law of their respective countries.

Article 8

This Convention shall be open for signature by the States represented at the seventh session of The Hague Conference on Private International Law.

It shall be ratified, and the instruments of ratification shall be deposited with the Ministry of Foreign Affairs of the Netherlands.

A record shall be made of each deposit of instruments of

是由賣方之事務所收到，則買賣應受賣方事務所所在國之國內法約制。

無論上述規定為何，如賣方或其代表或代理或商業代表(不論是誰)於在買方慣居地或其事務所所在國收到該訂單，該買賣仍得受買方慣居地所在國或其發出訂單之事務所所在國之國內法約制。在交易所或公開拍賣進行之買賣應受交易所所在國或拍賣發生地國之國內法約制。

第 4 條

於無相反明示約定之情況下，商品檢驗所必須採取之方式及期限，檢驗通知及拒收貨物所應採取之措施，應適用將對依買賣契約交付貨物進行檢驗所在國之國內法約制。

第 5 條

本公約不適用於：

1. 當事人之行為能力；
2. 契約方式；
3. 所有權移轉，然當事人各項義務，特別是有關風險之義務，應受依本公約所確定之適用於該買賣之法律之約制；
4. 買賣對當事人外之所有其他人之效力。

第 6 條

任一締約國得以公共政策為由排除本公約所確立之法律適用規定。

第 7 條

各締約國同意將本公約第 1 至 6 條規定納入其各自國家之國內法。

第 8 條

本公約向第七屆海牙國際私法會議上設有代表之國家開放簽字。

本公約應經批准，批准書應交存於荷蘭外交部。

應對每一批准書之交存進行記錄，並應

ratification, a certified copy of which shall be transmitted through the diplomatic channel to each of the signatory States.

通過外交途徑將核實無誤之副本送交任一簽字國。

Article 9

第 9 條

This Convention shall enter into force on the sixtieth day following the deposit of the fifth instrument of ratification in accordance with the provisions of article 8, second paragraph.

本公約應在第五件批准書依第 8 條第 2 項規定交存後之第六十天生效。

For each signatory State subsequently ratifying the Convention, it shall enter into force on the sixtieth day following the date of deposit of the instrument of ratification of that State.

對於此後批准本公約之各簽字國，本公約應在該國交存其批准書之日後之第六十天生效。

Article 10

第 10 條

This Convention shall apply to the metropolitan territories of the Contracting States as a matter of course.

本公約適用於各締約國本國之領土，而需其他程序。

If a Contracting State wishes the Convention to be applicable to all its other territories, or to those of its other territories for the international relations of which it is responsible, it shall give notice of its intention in this regard by an instrument which shall be deposited with the Ministry of Foreign Affairs of the Netherlands. The latter shall transmit through the diplomatic channel a certified copy thereof to each of the Contracting States.

如締約國希望本公約適用於其一切其他領域，或該國負責其國際關係之其他領域，則該締約國應以文書形式將此意願為通知，該通知書交存于荷蘭外交部。荷蘭外交部應通過外交途徑將核實無誤之副本分送任一締約國。

The Convention shall enter into force as regards such territories on the existence day following the date of deposit of the above-mentioned instrument of notification.

本公約於交存上述通知書之日後之第六十天對所述領域生效。

It is understood that the notification provided for in the second paragraph of this article shall not take effect until after the entry into force of the Convention pursuant to article 9, first paragraph.

謹此同意，本條第 2 項所規定之通知應於本公約依第 9 條第 1 項規定生效後方始生效。

Article 11

第 11 條

Any State not represented at the seventh session of The Hague Conference on Private International Law may accede to this Convention. A State desiring to accede shall give notice of its intention by an instrument which shall be deposited with the Ministry of Foreign Affairs of the Netherlands. The latter shall transmit through the diplomatic channel a certified copy thereof to each of the Contracting States. The Convention shall enter into force as regards the acceding State on the sixtieth day following the date of deposit of the instrument of accession.

任何於第七屆海牙國際私法會議上未設代表之國家均可加入本公約。願意加入之國家應以文件形式將其意願為通知，該通知書應交存於荷蘭外交部。荷蘭外交部應通過外交途徑將核實無誤之副本分送任一締約國。本公約應於交存加入書之日後之第六十天對該加入國生效。

It is understood that the deposit of the instrument of accession may not take place until after the entry into force of the Convention pursuant to article 9, first paragraph.

謹此同意，本公約依第 9 條第 1 項之規定生效後方可交存加入書。

Article 12

第 12 條

This Convention shall have a duration of five years from the date specified in article 9, first paragraph. This period shall begin to run as from that date even for the States which ratify or accede to the Convention subsequently.

本公約有效期為五年，自第 9 條第 1 項規定之日期起算。對此後批准或加入本公約之國家，有效期亦從該日始。

The Convention shall be renewed by tacit agreement for successive periods of five years unless it is denounced.

除非宣佈廢止，本公約以默示協議每五年為一期自動延長。

Notice of denunciation must be given, at least six months before the expiration of the period, to the Ministry of Foreign Affairs of the

廢止通知必須在期滿前至少六個月提交荷蘭外交部。荷蘭外交部應將此通知其

Netherlands, which shall notify all the other Contracting States thereof. 他所有締約國。

The denunciation may be limited to the territories, or to certain of the territories, specified in a notification made pursuant to article 10, second paragraph. 廢止可依據第 10 條第 2 項規定所為之通知中指明之領域或某些領域。

The denunciation shall have effect only as regards the State effecting it. The Convention shall remain in force for the other Contracting States. 廢止僅對宣告廢止之國家產生效力。本公約對其他締約國繼續有效。

IN WITNESS WHEREOF, the undersigned, duly authorized by their respective Governments, have signed the present Convention. 茲此證明，下列經各自政府正式授權之簽署人已在本公約上簽署。

DONE at The Hague, on 15 June 1955, in a single copy, which shall be deposited in the archives of the Government of the Netherlands and of which a certified copy shall be transmitted, through the diplomatic channel, to each of the States represented at the seventh session of The Hague Conference on Private International Law. 1955 年 6 月 15 日訂於海牙，正本一份，保存於荷蘭政府檔案處，經核證無誤之副本將通過外交途徑分送第七屆海牙國際私法會議上設有代表之任一國家。