

LEGAL ASPECTS OF CONTRACTS AND THIRD PARTIES

The Common Core of European Private Law Series

General Editors

Mauro Bussani, University of Trieste (Italy) – University of Macao (People's Republic of China)

Ugo Mattei, University of Turin (Italy) – University of California, College of the Law, San Francisco (USA)

Scientific Board

Aurelia L.B. Colombi Ciacchi, University of Groningen (the Netherlands)

Anna di Robilant, Boston University (USA)

Francesca Fiorentini, University of Trieste (Italy)

Antonio Gambaro (Emeritus), State University of Milan (Italy)

James Russell Gordley, Tulane University (USA)

Marta Infantino, University of Trieste (Italy)

Alessandra Quarta, University of Turin (Italy)

Mathias Reimann, University of Michigan (USA)

María Elena Sánchez Jordán, University of La Laguna (Tenerife, Spain)

Filippo Valguarnera, Stockholm University (Sweden)

Franz Werro, University of Fribourg (Switzerland) – Georgetown University Law Center (USA)

COMMON CORE OF EUROPEAN PRIVATE LAW

1. *Interpretation of Commercial Contracts in European Private Law*, C.J.W. Baaij, D. Cabrelli and L. Macgregor (eds.)
2. *Immoral Contracts in Europe*, A. Colombi Ciacchi, C. Mak and Z. Mansoor (eds.)
3. *The Acquisition of Immovables through Long-Term Use*, B. Hoops and E.J. Marais (eds.)
4. *Boundaries of Information Property*, C. Godt, G. Van Overwalle, L. Guibault and D. Beyleveld (eds.)
5. *Mass Harm in Europe*, T. Arons and R. Rijnhout (eds.)

LEGAL ASPECTS OF CONTRACTS AND THIRD PARTIES

On Third-Party Rights, Transfer of Rights,
Agency and Contracts

Edited by
Jan BIEMANS
Lorna RICHARDSON



INTERSENTIA

Cambridge – Antwerp – Chicago

Intersentia Ltd
8 Wellington Mews
Wellington Street | Cambridge
CB1 1HW | United Kingdom
Tel: +44 1223 736 170
Email: contact@larcier-intersentia.com
www.larcier-intersentia.com

*Distribution for the UK and
Rest of the World (incl. Eastern Europe)*
NBN International
1 Deltic Avenue, Rooksley
Milton Keynes MK13 8LD
United Kingdom
Tel: +44 1752 202 301 | Fax: +44 1752 202 331
Email: orders@nbninternational.com

Distribution for Europe
Lefebvre Sarrut Belgium NV
Hoogstraat 139/6
1000 Brussels
Belgium
Tel: +32 (0)2 548 07 13
Email: contact@larcier-intersentia.com

Distribution for the USA and Canada
Independent Publishers Group
Order Department
814 North Franklin Street
Chicago, IL 60610
USA
Tel: +1 800 888 4741 (toll free) | Fax: +1 312 337 5985
Email: orders@ipgbook.com

Legal Aspects of Contracts and Third Parties. On Third-Party Rights, Transfer of Rights, Agency and Contracts

© The editors and contributors severally 2024

The editors and contributors have asserted the right under the Copyright, Designs and Patents Act 1988, to be identified as authors of this work.

No part of this book may be reproduced, stored in a retrieval system, or transmitted, in any form, or by any means, without prior written permission from Intersentia, or as expressly permitted by law or under the terms agreed with the appropriate reprographic rights organisation. Enquiries concerning reproduction which may not be covered by the above should be addressed to Intersentia at the address above.

Artwork on cover: [djero.adlibeshe](#) / Shutterstock

ISBN 978-1-83970-541-0
D/2024/7849/98
NUR 822

British Library Cataloguing in Publication Data. A catalogue record for this book is available from the British Library.

GENERAL EDITORS' PREFACE

It is a special pleasure to welcome the 23rd book in the series *The Common Core of European Private Law*. This book is edited by two scholars, who together represent two different legal cultures: the Dutch and the Scottish. Their works are already renowned and appreciated well beyond the 'Common Core' circles.

The Common Core project was launched in 1993 at the University of Trento under the auspices of the late Professor Rudolf B. Schlesinger. The methodology used in the Common Core project, then novel, is now a classic. By making use of case studies, it goes beyond mere description to detailed inquiry into how most European Union legal systems resolve specific legal questions in practice, and to thorough comparisons between those systems. It is our hope that these volumes will provide scholars with a valuable tool for research in comparative law and in their own national legal systems. The collection of materials that the Common Core project is offering to the scholarly community is already quite extensive and will become even more so as more volumes are published. The availability of materials attempting a genuine analysis of how things seem to be is, in our opinion, a prerequisite for an intelligent and critical discussion on how they should be. Perhaps in the future European private law will be authoritatively restated or even codified. As of today, the Common Core project is the longest-running scholarly enterprise in the field. The analytical work carried out by the more than 300 scholars that have so far joined us in the Common Core project is also a precious asset of knowledge and legitimisation for any such a normative enterprise.

We must thank the editors and contributors for their work. With a sense of deep gratitude, we also wish to recall our late Honorary Editors, Professors Rudolf B. Schlesinger and Rodolfo Sacco.

No scholarly project can survive without committed sponsors. The International University College of Turin allows us to organise the General Meetings together with the Centro Studi di Diritto Comparato of Trieste. The European Commission has partially sponsored some of our past General Meetings, having included them in their High Level Conferences Program. The Italian Ministry of Scientific Research, the University of Turin, the University of Trieste, the University of Salento, the University of Gothenburg, the University of Stockholm, the University of Groningen, the Fromm Chair in International and Comparative Law at the University of California and the Hastings College of the Law, the University of Trento, the Collegio Carlo Alberto and the Consiglio

Nazionale del Notariato all contributed to, or are still contributing to, the funding of this Project. Last but not least, we must thank all those involved in our ongoing Common Core projects in contract law, property, tort and other areas, whose results will be the subject of future published volumes.

Our website home page can be found at www.common-core.org. There you can follow our progress in mapping the common core of European private law.

General Editors

Mauro Bussani, University of Trieste – University of Macao

Ugo Mattei, University of Turin – University of California,
Hastings College of the Law

Late Honorary Editors

Rudolf B. Schlesinger, Cornell University – University of California,
Hastings College of the Law

Rodolfo Sacco, Emeritus, University of Turin

ACKNOWLEDGEMENTS

The idea for this work was first discussed at a Common Core of European Private Law conference in 2016. Much has happened since then! The editors wish to thank a number of people without whose work and commitment this volume would not have been possible. Firstly, our thanks go to the national reporters for agreeing to be a part of this project, and for their efforts and commitment to it throughout. A real community of scholars has come together and faced significant challenges, not least the COVID-19 pandemic, with national lockdowns and precautions, resulting in libraries being closed and colleagues moving to online working, to bring this project to fruition. We also wish to thank Dr Michael Milo and Professor Miquel Martín-Casals for their chapters, which significantly enhance our understanding of contracts and third parties and help set the context for the national reports which follow. Our thanks also go to Professor Aurelia Colombi Ciacchi, Head of the Contract Group of the Common Core project, for her advice, encouragement and good humour from the inception of the project. We are indebted to Irma Langeveld, Femke van Leeuwen, Michelle Maessen and Oksana Tovstopyat for their tremendous assistance in indexing the book. Finally, we are grateful to Rebecca Bryan and the team at Intersentia for their perceptive comments during editing and in bringing the book to publication.

We hope that this book provides a useful guide to the area for those interested in comparative law, whether students, academics or practitioners.

CONTENTS

<i>General Editors' Preface</i>	v
<i>Acknowledgements</i>	vii
<i>List of Abbreviations</i>	xvii
<i>List of Contributors</i>	xxi

Introduction

Jan BIEMANS and Lorna RICHARDSON	1
--	---

PART I. GENERAL PART

Common Traditions in Third-Party Rights

J.M. MILO	7
1. Introduction	7
2. <i>Ius Quaesitum Tertio</i>	9
2.1. Roman Foundations	9
2.2. The Reception of Roman Law	11
2.3. Early Modern Acceptance	12
2.4. Modern Hesitance	16
3. Agency	18
4. Transfer of the Claim	21
5. Obligations ' <i>Circa Rem</i> '	26
6. The <i>Actio Pauliana</i> or Revocatory Action	29
7. Concluding Remarks	31

Expanding Contract and Tort for the Protection of Third Parties

Miquel MARTÍN-CASALS	33
1. The Contract/Tort Divide	33
1.1. A Blurring Borderline	33
1.2. A 'Grey Zone'	35
2. The Expansion of the Protective Area of Contract Law	38
2.1. The Protection of Third Parties Beyond 'Contracts for the Benefit of Third Parties'	38
2.2. Contracts with Protective Effects to Third Parties	39
2.3. Direct Claim (<i>Action Directe</i>)	41

3.	The Expansion of the Protective Area of Tort Law.	44
3.1.	The Notion of ‘Pure Economic Loss’	44
3.2.	Jurisdictions that Use the Notion of ‘Pure Economic Loss’	46
3.2.1.	Economic Loss between Contracting Parties	47
3.2.1.1.	The General Approach	47
3.2.1.2.	The Professional Liability Exception	49
3.2.2.	Economic Loss between Non-Contracting Parties.	49
3.2.2.1.	Negligent Provision of Information	50
3.2.2.2.	Negligent Performance of a Service.	51
3.2.2.3.	Relational Economic Loss: The Exclusionary Rule and its Exceptions	52
3.3.	Economic Loss in Jurisdictions that Do Not Acknowledge this Concept	54
3.3.1.	General Overview	54
3.3.2.	Economic Loss between Contracting Parties	55
3.3.3.	Economic Loss between Non-Contracting Parties.	56
4.	Conclusion.	58

PART II. CASE STUDIES

Case 1: Clause in Favour of a Third Party.	63
1. Case.	63
2. Discussions	64
2.1. Belgium	64
2.2. Bulgaria	68
2.3. Czech Republic	71
2.4. England and Wales.	74
2.5. France.	76
2.6. Germany	78
2.7. Italy.	80
2.8. The Netherlands	83
2.9. Poland	86
2.10. Scotland	89
2.11. Slovakia	95
2.12. Spain.	97
2.13. Sweden.	100
3. Comparative Remarks	105
Case 2: Asset Damaged with Loss to a Subsequent Owner	109
1. Case.	109
2. Discussions	110
2.1. Belgium	110
2.2. Bulgaria	111

2.3. Czech Republic	113
2.4. England and Wales	116
2.5. France	119
2.6. Germany	121
2.7. Italy	124
2.8. The Netherlands	128
2.9. Poland	131
2.10. Scotland	133
2.11. Slovakia	136
2.12. Spain	139
2.13. Sweden	141
3. Comparative Remarks	145
Case 3: Limitation of Liability of a Subcontractor	149
1. Case	149
2. Discussions	149
2.1. Belgium	149
2.2. Bulgaria	152
2.3. Czech Republic	154
2.4. England and Wales	156
2.5. France	158
2.6. Germany	160
2.7. Italy	162
2.8. The Netherlands	164
2.9. Poland	165
2.10. Scotland	169
2.11. Slovakia	170
2.12. Spain	173
2.13. Sweden	174
3. Comparative Remarks	176
Case 4: Indirect Agency and Rental Contracts	179
1. Case	179
2. Discussions	179
2.1. Belgium	179
2.2. Bulgaria	181
2.3. Czech Republic	184
2.4. England and Wales	186
2.5. France	189
2.6. Germany	191
2.7. Italy	196
2.8. The Netherlands	198

2.9. Poland	202
2.10. Scotland.....	205
2.11. Slovakia	208
2.12. Spain.....	211
2.13. Sweden.....	213
3. Comparative Remarks	217
Case 5: Transfer of Asset and Associated Contractual Rights.....	221
1. Case.....	221
2. Discussions	221
2.1. Belgium	221
2.2. Bulgaria	223
2.3. Czech Republic.....	225
2.4. England and Wales.....	226
2.5. France.....	229
2.6. Germany	231
2.7. Italy.....	233
2.8. The Netherlands	235
2.9. Poland	239
2.10. Scotland.....	241
2.11. Slovakia	244
2.12. Spain.....	244
2.13. Sweden.....	246
3. Comparative Remarks	249
Case 6: Indirect Agency and Sales Contracts.....	253
1. Case.....	253
2. Discussions	254
2.1. Belgium	254
2.2. Bulgaria	256
2.3. Czech Republic.....	258
2.4. England and Wales.....	260
2.5. France.....	264
2.6. Germany	267
2.7. Italy.....	271
2.8. The Netherlands	273
2.9. Poland	277
2.10. Scotland.....	279
2.11. Slovakia	282
2.12. Spain.....	284
2.13. Sweden.....	287
3. Comparative Remarks	292

Case 7: Assignment of a Receivable and Set-Off	297
1. Case.	297
2. Discussions	298
2.1. Belgium	298
2.2. Bulgaria	300
2.3. Czech Republic	302
2.4. England and Wales	303
2.5. France	305
2.6. Germany	308
2.7. Italy	310
2.8. The Netherlands	312
2.9. Poland	315
2.10. Scotland	317
2.11. Slovakia	319
2.12. Spain	321
2.13. Sweden	322
3. Comparative Remarks	325
 Case 8: Imposing Obligations on a Third-Party Beneficiary	329
1. Case.	329
2. Discussions	329
2.1. Belgium	329
2.2. Bulgaria	331
2.3. Czech Republic	332
2.4. England and Wales	332
2.5. France	334
2.6. Germany	335
2.7. Italy	337
2.8. The Netherlands	338
2.9. Poland	339
2.10. Scotland	340
2.11. Slovakia	342
2.12. Spain	344
2.13. Sweden	345
3. Comparative Remarks	346
 Case 9: Reliance on Professional Statements by Third Parties	349
1. Case.	349
2. Discussions	349
2.1. Belgium	349
2.2. Bulgaria	351
2.3. Czech Republic	353

2.4. England and Wales.....	354
2.5. France.....	356
2.6. Germany.....	358
2.7. Italy.....	360
2.8. The Netherlands.....	362
2.9. Poland.....	364
2.10. Scotland.....	365
2.11. Slovakia.....	368
2.12. Spain.....	371
2.13. Sweden.....	373
3. Comparative Remarks.....	375
Case 10: Simulation.....	379
1. Case.....	379
2. Discussions.....	379
2.1. Belgium.....	379
2.2. Bulgaria.....	380
2.3. Czech Republic.....	381
2.4. England and Wales.....	383
2.5. France.....	385
2.6. Germany.....	386
2.7. Italy.....	387
2.8. The Netherlands.....	388
2.9. Poland.....	389
2.10. Scotland.....	390
2.11. Slovakia.....	392
2.12. Spain.....	394
2.13. Sweden.....	395
3. Comparative Remarks.....	396
Case 11: Fraudulent Conveyance of Assets by a Debtor.....	399
1. Case.....	399
2. Discussions.....	399
2.1. Belgium.....	399
2.2. Bulgaria.....	401
2.3. Czech Republic.....	402
2.4. England and Wales.....	403
2.5. France.....	404
2.6. Germany.....	406
2.7. Italy.....	407
2.8. The Netherlands.....	409
2.9. Poland.....	411
2.10. Scotland.....	414

2.11. Slovakia	416
2.12. Spain.....	417
2.13. Sweden.....	418
3. Comparative Remarks	420

PART III. CONCLUSIONS

Concluding Remarks

Jan BIEMANS and Lorna RICHARDSON.....	425
1. Introduction	425
2. Category A: Third Party's Rights and Obligations in a Contract	425
2.1. Right in Favour of Third Party	426
2.2. Reliance on Professional Statement by Third Party.....	428
3. Category B: <i>Actio Pauliana</i>	428
4. Category C: Acquisition of Contractual Rights through Transfer of Property and/or Assignment	429
4.1. Transfer of Property.....	429
4.2. Assignment: Accessory Rights and the Debtor's Position	431
4.3. Assignment: Simulation	432
5. Category D: Relationships of Principal and (Indirect) Agent in the Conclusion and Performance of Contracts	432
6. Overview	434
7. Conclusion.....	435
<i>Bibliography</i>	437
<i>Index</i>	451

LIST OF ABBREVIATIONS

AB	Allmänna bestämmelser för entreprenader (Swedish General Provisions for Construction Contracts)
AnfG	Anfechtungsgesetz
Arr.Cass.	Arresten van het Hof van Cassatie
AT	Allgemeiner Teil
Bankruptcy Act 2003	Ustawa z dnia 28 lutego 2003 r. – Prawo upadłościowe (Polish Act of 28 February 2003 – Law of Bankruptcy)
BCC	Belgian Civil Code
BGB	Bürgerliches Gesetzbuch (German Civil Code)
BGH	Bundesgerichtshof (German Federal Court)
BGHZ	Entscheidungen des Bundesgerichtshofes in Zivilsachen (Collection of Judgments of the Federal Court in Civil Matters)
BSC	Bulgarian Supreme Court
BSCC	Bulgarian Supreme Court of Cassation
CA	Bulgarian Commerce Act
Cass.	Belgian Court of Cassation (Cour de cassation/ Hof van cassatie)
c.c.	Italian Civil Code
CC	Czech Civil Code, Act No. 89/2012 Coll., as amended
CC 1964	Czech Civil Code, Act No. 40/1964 Coll., as amended
cf.	confer/conferatur (compare)
Com.	Belgian Tribunal of Commerce (tribunal de commerce/ rechtbank van koophandel)
CommC	Czech Commercial Code, Act No. 513/1991 Coll., as amended
CRTPA	Contract (Rights of Third Parties) Act 1999

DCC	Dutch Civil Code
Draft Statute Tort Law	Draft Statute of 8 March 2023 on introduction of Book 6 ‘Tort Law’, <i>Parl.St.</i> 2022–23, 3213/1
e.g.	exempli gratia (for example)
Explanatory Memorandum	Explanatory Memorandum to the Draft Statute of 24 February 2021 on introduction of Book 5 ‘Obligations’, <i>Parl.St.</i> 2020–21, 1806/1
Explanatory Memorandum Tort Law	Explanatory Memorandum to the Draft Statute of 8 March 2023 on introduction of Book 6 ‘Tort Law’, <i>Parl.St.</i> 2022–23, 3213/1
ff.	and the following
FCC	French Civil Code
GACC	General Assembly of Civil College
HD	Högsta domstolen (Swedish Supreme Court)
HGB	Handelsgesetzbuch (German Commercial Code)
IC	Bulgarian Insurance Code
i.e.	id est (that is)
InsO	Insolvenzordnung (German Insolvency Code)
JLMB	Revue de jurisprudence de Liège, Mons et Bruxelles
Judicial Code	Belgian Judicial Code of 10 October 1967 (Gerechtigeliijk Wetboek/Code Judiciaire)
JZ	Juristenzeitung
KG	Kammergericht
KPP	Kwartalnik Prawa Prywatnego
LMK	Lindenmaier-Möhring – Kommentierte BGH-Rechtsprechung
LMR Act	Ustawa z dnia 6 lipca 1982 r. o księgach wieczystych i hipotece (Polish Act of 6 July 1982 on Land and Mortgage Register and on Mortgage)
LOC	Bulgarian Law on Obligations and Contracts
LPA	Law of Property Act 1925
LRA	Land Registration Act 2002
LTCA	Landlord and Tenant (Covenants) Act 1995

NJA	Nytt juridiskt arkiv (New Legal Archive) ¹
NJA II	Nytt juridiskt arkiv avdelning II (New Legal Archive Section II) ²
NJW	Neue Juristische Wochenschrift
NJW-RR	NJW Rechtsprechungs-Report Zivilrecht
NJW	Nieuw Juridisch Weekblad
NP	Nowe Prawo
old BCC	Old Belgian Civil Code
OLG	Oberlandesgericht (German Court of Appeal)
Pas.	Pasicrisie belge
PCC	Polish Civil Code, ustawa z dnia 23 kwietnia 1964 r. – Kodeks cywilny (Act of 23 April 1964 – Civil Code)
RABG	Rechtspraak Antwerpen Brussel Gent
RCJB	Revue critique de jurisprudence belge
RGAR	Revue générale des assurances et des responsabilités
RGDC	Revue générale de droit civil belge
RGZ	Entscheidungen des Reichsgerichts in Zivilsachen (Collection of Judgments of the Imperial Court in Civil Matters)
Ruch PES	Ruch Prawniczy Ekonomiczny i Socjologiczny
RW	Rechtskundig Weekblad
SA	Sąd Apelacyjny (Polish Court of Appeal)
SCommC	Slovak Commercial Code
SCC	Slovak Civil Code
SG	State Gazette
SN	Sąd Najwyższy (Polish Supreme Court)
SOGA	Sale of Goods Act 1979

¹ A semi-official collection of and the standard source for Swedish Supreme Court case law.

² A semi-official collection of mainly preparatory works for different statutory acts. In Swedish law preparatory works are considered a source of law.

SOU	Statens offentliga utredningar (Official investigations of the State) ³
SPE	Studia Prawno-Ekonomiczne
SRC	Sofia Regional Court
SSC	Slovak Supreme Court
Staudinger	J. von Staudingers Kommentar zum Bürgerlichen Gesetzbuch (commentary on the Civil Code)
T.App.	Tijdschrift voor appartements- en immorecht
TBH	Tijdschrift Belgisch Handelsrecht
TBO	Tijdschrift voor bouwrecht en onroerend goed
TPP	Transformacje Prawa Prywatnego
Trib.	Tribunal of first instance (tribunal de première instance/ rechtbank van eerste aanleg)
VersR	Versicherungsrecht
vol.	volume
VVG	Versicherungsvertragsgesetz (German Law on Insurance Contracts)
WER	Wetboek Economisch Recht/Code de droit économique (Belgian Code of Economic Law of 28 February 2013)
WM	Wertpapier-Mitteilungen: Zeitschrift für Wirtschafts- und Bankrecht
ZIP	Zeitschrift für Wirtschaftsrecht
ZMR	Zeitschrift für Miet- und Raumrecht
ZPO	Zivilprozessordnung (German Code of Civil Procedure)
ZVG	Zwangsversteigerungsgesetz (German Law of Forced Execution into Land)

³ A collection of official investigations, and most importantly preparatory works for different Swedish statutory acts.

LIST OF CONTRIBUTORS

Claudia Amodio is associate professor of comparative law at the University of Ferrara. She holds a PhD in comparative law from the University of Florence. Her research deals with comparative law theory and method, French law, constitutional comparative law, European private law and digital vulnerabilities.

T.T. Arvind is professor of law and head of department at York Law School. He teaches and writes across contract law and other areas of private law, and on legal history. His recent publications include *Contract Law and the Legislature: Autonomy, Expectations, and the Making of Legal Doctrine* as well as a textbook on English Contract Law.

Jan Biemans is a professor of law at Utrecht University. He is chair and member of various (editorial) boards, committees and supervisory boards. He lectures and publishes on financial (private) law, (European) contract law, property law, insolvency law and succession law. He studied at the University of Groningen (law, philosophy) and Harvard Law School (LLM programme) and obtained his doctorate at Radboud University Nijmegen, on the legal effects of undisclosed assignment. His recent publications include the *Handbook on Dutch and European (Consumer) Credit Law*, in the renowned Asser series. Jan practised as a lawyer for six years with two large commercial law firms, including Supreme Court litigation.

Camilla Crea is associate professor of private law at the University of Sannio (Benevento, Italy), where she teaches private law and European contract law. She is the author of various books, and many articles published in Italian and international journals and volumes, on issues of private law, business law and comparative law. Furthermore, she is a founding member and co-editor-in-chief of the *Italian Law Journal*.

Kristián Csach is an associate professor in commercial law at the Faculty of Law, Trnava University, Slovakia. His fields of expertise are company law, contract law and private international law.

Dr Siel Demeyere is a senior attorney with the Belgian law firm Eubelius, and a voluntary assistant at the Institute for Property Law within KU Leuven. Siel practises mainly as a real estate contract lawyer. She has received several prizes for her academic work, including the Ius Commune Prize.

Pasquale Femia is full professor of private law at the University of Salerno, and a founder and co-editor-in-chief of *the Italian Law Journal* and *Tecnologie e diritto*. He deals with contract law, and the theory and history of private law.

Monika Jagielska is professor at the Institute of Legal Sciences, Faculty of Law, University of Silesia in Katowice; author of several books and articles on EU private law, sales law, consumer protection, product liability and private international law; expert and reviewer in EU and international projects; and chairwoman of the Ethics Committee at the University of Silesia.

Monika Jurčová is a professor of civil law at the Faculty of Law, Trnava University, Slovakia. She publishes regularly in the fields of contract law, consumer law and travel law.

Agata Koziol is doctor of law and assistant professor at the Faculty of Law and Administration at the University of Silesia in Katowice, specialising in substantive and private international law issues of family and property law, as well as the law of securities over tangible and intangible assets.

Bartosz Kucia is doctor of law (*cum laude*) and assistant professor at the Faculty of Law and Administration at the University of Silesia in Katowice, attorney-at-law specialising in commercial and inheritance law, and author of publications on domestic, comparative and international succession law, including the administration of estate and succession law in common law countries.

Lorna MacFarlane is currently an associate in the litigation team at Dentons UK & Middle East LLP. She previously wrote an LLM by Research and PhD at the University of Edinburgh, which focused respectively on third-party rights and the privity doctrine in Scots contract law. Prior to her postgraduate research, she was a legal assistant at the Scottish Law Commission.

Miquel Martín-Casals is professor of Civil Law at the University of Girona (Spain) and director of the Institute of European and Comparative Private Law of the same university. He is an elected member of the International Academy of Comparative Law (IACL/AIDC), and of the American Law Institute (ALI). He is a member of the European Group on Tort Law (EGTL), the European Centre of Tort and Insurance Law (ECTIL) and the Pan-European Personal Injury Lawyers Association (PEOPIL). His research interests are in comparative law, tort law, contract law and legislative drafting.

Sonja Meier is professor of German and comparative private law and director of the Institute for Comparative Legal History, University of Cologne, and has been since 2022. Prior to this, she was professor of German, European and comparative law, University of Freiburg (2012–22). She has also been a senior research fellow at the Max Planck Institute for Foreign and International Private Law, Hamburg (2002–09) and professor of private law and legal history, University of Marburg (2009–12).

Peter Mészáros is an associate professor at the Faculty of Law, Trnava University, Slovakia. His professional interests include civil law, commercial law, civil procedure and consumer law.

J.M. (Michael) Milo is associate professor of law at the University of Utrecht. He read law at the University of Groningen and obtained his PhD at the University of Maastricht (1997). Property law, legal history and comparative law are his areas of interest. He is on the board of editors of the legal history review of the Netherlands (*Pro Memoria*) and chair of the Netherlands Association of Comparative Law.

Oskar Mossberg is associate professor in private law at Uppsala University. He teaches on a range of private law subjects and legal theory, with a particular focus on contract law. He does interdisciplinary research at the intersection of law, rhetoric and sustainability, and has published on a variety of subjects, including third-party effects of contract, which was the subject of his doctoral dissertation.

Luca Ettore Perriello is associate professor of private law at Marche Polytechnic University in Ancona, Italy, where he teaches commercial law, insolvency law and international contract law. He is the author of three books, and many articles published in Italian and international journals and volumes, on issues of private law, international law and comparative law.

Sylvain Ravenne joined the University of Tours in 2010. He has been co-director of the Biotechnologies and Law Master's programme since 2021. His research focuses on the reciprocal influence of civil law and business law, and on legal theory.

Lorna Richardson is a senior lecturer in commercial law at the University of Edinburgh. She teaches on a variety of private law and commercial law subjects, including (European) contract law and commercial leasing. She has published extensively in these areas, with a particular focus on interpretation of contracts and remedies for breach of contract. Prior to becoming an academic, Lorna practised as a solicitor for ten years with large commercial law firms. She is currently analysis editor of the *Edinburgh Law Review*.

Tomáš Richter practices law at JŠK, advokátní kancelář in Prague. He earned his PhD in 2002. Between 2011 and 2014, he held the Chair in Cross-border Corporate Insolvency Law at the Radboud University Nijmegen Law School. In 2018, he completed habilitation proceedings at the Prague School of Economics.

Vincent Sagaert is a professor at KU Leuven, KULAK and the University of Antwerp. He is co-director of the *Journal of Private Law* and a member of the core editorial board of the *Rechtskundig Weekblad*. He is also an editorial board member of the *Journal of Belgian Civil Law*, the *Journal of Justice of the Peace*, the

European Property Law Journal and the Civil Law Library Series. He is co-editor of the *International Encyclopaedia on Property and Trust Law*, chairman of the editorial committee of the Property Law Series and member of the advisory board of the General Practical Law Collection. Vincent has worked as of counsel at the Brussels Bar since 2003. He is part of the law firm Eubelius, where he focuses on real estate and securities law.

Dariusz Szostek is professor of the Faculty of Law and Administration at the University of Silesia, partner and founder of the law firm Szostek-Bar and Partners, expert in the European Parliament's AI Observatory, director of the Silesian Centre for Law Engineering, and digital competence technologies expert in new technologies.

Petar Stefanov Topurov is a PhD in Law (2023) and an assistant at the Civil Law Section of the Institute for the State and the Law at the Bulgarian Academy of Sciences (2019–present). He also practises as an advocate at the Sofia Bar Association (2018–present). Since 2021, he has been teaching as a part-time lecturer at the Faculty of Law of Sofia University 'St Kliment Ohridski' in the disciplines family and succession law (2021–present) and law of obligations (2023–present).

Carles Vendrell has been a partner of the Spanish firm Uría Menéndez since 2019. He is also a civil law lecturer at the School of Law of the Universidad Autónoma de Madrid. He holds a PhD in law from the University of Barcelona (special distinction), and was recipient of the XIII Francisco de Asís Sancho Rebullida Award for the best doctoral thesis in civil law (Universidad de Navarra, 2012).

Flora Vern holds a PhD in French private law from Sciences Po Paris, and is currently a senior lecturer in property law at the University of Glasgow. Her research interests span from complex land rights to private law theory more generally, including comparative aspects thereof.

Veronika Zoričáková is a researcher at the Faculty of Law, Trnava University, Slovakia, focusing on unjustified enrichment and tort law.