

Course title	International Business Transactions				
Responsible person to enter grades	Itamochi Kengo, Alan K. KOH		開講区分	単位数	
			2nd semester	1.0	
Numbering Code		Day・Period, etc.	Other(ハイブリッド(対面))	Timetable Slot Code	3J395

#### Lesson topic

This version of International Business Transactions focuses on how lawyers can apply comparative law techniques to engineer cross-border transactions. This course will critically examine how diverse legal systems, legal rules, and business cultures can shape a lawyer's role in negotiating business transactions with foreign parties.

#### Lesson target

Through a combination of lectures, case studies, and practical exercises, students will develop the ability to critically analyse and compare legal systems, and an awareness of how legal and cultural differences can shape business transactions. By the end of this course, students should be able to draw on comparative law insights to navigate international business transactions in their capacity as lawyers.

#### Syllabus and plan

There will be a total of eight sessions (with tentative timings (in JST) and dates in parentheses) covering the following topics.

1. Introduction to Comparative Law (October 3 (Tue) 0850-1020)
  - a. Civil and common law legal systems
  - b. Introduction to comparative law methodologies
2. Introduction to Comparative Contract Law (October 4 (Wed) 1040-1210)
  - a. Civil and common law approaches to contract law
  - b. Understanding foreign law in contractual disputes
3. Comparative Law for International Business Transactions: Case Study 1 (October 4 (Wed) 1510-1640)
4. Law and Strategy (October 5 (Thu) 1040-1210)
  - a. Law as a source of competitive advantage for firms
  - b. Legal astuteness
5. Law and Strategy for International Business Transactions: Case Study 2 (October 5 (Thu) 1510-1640)
6. Lawyers and Comparative Law (October 6 (Fri) 0850-1020)
  - a. Applying comparative law methodologies to legal practice: how do lawyers perform professional functions in jurisdictions other than the one(s) they were trained in?
  - b. Lawyers in transnational legal practice
7. Student Presentations and Discussion (via Zoom) (Nov 7 (Tue) 1320-1450)
8. Conclusion: A Lawyer's Role(s) in International Business Transactions (via Zoom) (Nov 7 (Tue) 1510-1640)

The topics and schedule may be slightly adjusted depending on the progress over the days.

#### Evaluation method

Written Paper: 70%; Presentation: 30%

The Paper must be 2,000 to 5,000 words and written individually in English; however, Japanese or other language text is permitted for introducing or explaining terms of local, legal, or technical relevance. Questions will be released during Session 6. Students must submit draft Papers to the instructor by 2359 JST 4 Nov.

During Session 7, each student will present their Paper's key findings and respond to questions from the class. Students should revise their Papers based on feedback (if any) received and submit the revised versions by 2359 JST 14 Nov. Grading will be mainly based on the final submitted version of the Paper, although the submitted draft may be taken into consideration.

Students are encouraged to discuss their draft Papers amongst themselves, but plagiarism is prohibited. Students should make reasonable best efforts to avoid discussing the same examples or topics in their Papers unless they can show clearly different points of view or arguments.

Acceptable formats: .doc, .docx, .pdf (no Ichitarō / Google docs). Suggested (but not mandatory) formatting: Times New Roman font size 12, single spacing, for main text (10 for footnotes) with at least 2.5cm margins on A4 size.

The Presentation during Session 7 must be primarily in English; the question-and-answer component may be partly in Japanese or another language as appropriate. Slide decks (Google slides or PowerPoint) are permitted. The traditional Japanese style (reading aloud from the draft Paper without audiovisual aids) is permitted but discouraged. The time allocated for each student presentation will depend on the class size, but would likely be 15 to 30 minutes.

Papers (drafts or final versions) and presentation materials (slide decks, speaking notes, etc) must be sent to the instructor by email, with the student's name clearly indicated.

#### Evaluation baseline

With the method stated above, grades will be determined based on the extent to which students have achieved the course objectives.

Papers will be graded primarily on the quality of the example(s) selected; quality of the analysis; clarity of expression of ideas; organization (use of headings, etc); and quality of sources used and cited. Citations may be in OSCOLA, Bluebook, Chicago, McGill, AGLC, Harvard, or any other format familiar to the student, but should be reasonably consistent. Footnote-based citation is recommended, but in-text citations and/or endnotes are also acceptable. Perfect English fluency is not required or expected.

The use of AI tools is permitted provided a separate document (which will not be included in the main paper's word count of 2,000-5,000 words) is provided explaining clearly and exhaustively: 1) the AI tool(s) used; 2) the inputs used to prompt the AI tools); 3) the AI-generated outputs; and 4) how the paper as submitted by the student differs from the AI-generated outputs. Any errors or inaccuracies generated by AI tools uncorrected before submission are strictly the responsibility of the student.

Presentations will be graded on clarity of expression; quality of responses to questions; and use of multimedia aids (slide decks, graphics), etc.

#### Notice (include info. on related class)

Prior learning in Comparative Law / Corporate Law/ Business courses or their equivalent may be an advantage but is not required.

#### Review and preparation

Students are required to read the prescribed readings before each class. Additional readings and exercises will also be distributed for use in class.

Notetaking on personal computing devices is permitted, but students with laptops with loud keyboards are requested to type gently or use a separate, quieter keyboard.

While in-class participation will not be assessed for the purposes of determining your final grade, in-class participation is strongly encouraged. Students may be called by name at random to answer questions or share their opinions.

The use of dictionaries (paper or electronic) or other tools are permitted in class, but the use of any tool that records sound or images is prohibited.

#### Office hour · Contact information

Contact details will be announced during the course.

#### Message for student

Comparative law has a reputation as being theoretical and exotic. But since you have chosen enrol in KIMAP/GMAP, you must (or are extremely likely to) encounter the foreign and engage in at least implicit comparison between the law that you already know and what you will be learning in the programme. This course is for you if you have ever wondered, “what is the point of comparative or foreign law for the purposes of work?” You are encouraged to bring with you your entire professional working experience into the classroom as we explore the question above together in the context of international business transactions. Your contributions based on your experiences and opinions will be what makes this class a worthwhile experience for all of us.

#### Improvements in Teaching

#### Text

None; the prescribed readings in the syllabus and any additional material assigned in class will suffice.

#### Reference Material

Johannes Landbrecht, ‘Applied Comparative Law - Five Steps to Success’ (2020) 1 *Ius Comparatum* 130-163  
<https://aidc-iacl.org/journal/wp-content/uploads/sites/7/2020/11/IUS-COMPARATUM-VOL-1-6.-LANDBRECHT.pdf>.

Mathias Siems, *Comparative Law* (3rd edition, Cambridge University Press 2022) ch 3 (pp 50-80)

Robert C Bird, ‘Law, Strategy and Competitive Advantage’ (2011) 44 *Connecticut Law Review* 61  
[https://opencommons.uconn.edu/cgi/viewcontent.cgi?article=1130&context=law\\_review](https://opencommons.uconn.edu/cgi/viewcontent.cgi?article=1130&context=law_review)

Constance E Bagley, ‘Winning Legally: The Value of Legal Astuteness’ (2008) 33(2) *Academy of Management Review* 378 <https://www.jstor.org/stable/20159403> (paywalled; please access through the institution)

#### Classroom Language

English

#### Keywords

Comparative Law, Commercial Law, Business Law