

# CERTIFIED INTERNATIONAL BUSINESS LAW ANALYST (CIBLA)

Mandatory Assignment  
Due Date: before Week 22

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## **PURPOSE OF THE ASSIGNMENT.**

To expand a business into a new jurisdiction, legal, sales, technical and tax aspects are to be addressed. The purpose of the assignment is to have you critically analyse International Business from a legal risk point of view. A failure to take account of the legal regime(s) or systems that traders operate in can give rise to increased legal risk which may have a substantial impact on the profitability or otherwise of international commercial transactions. Completing this assignment is an important part of getting certified.

## **INSTRUCTIONS/QUESTION**

Sir Alan Brandon is a self made millionaire from Essex, United Kingdom. He holds significant stake in several Companies in UK, a few of them are public limited companies and few of them are private limited companies. Two of the companies where he hold significant stake as well as Management positions, Definitely-Maybe PLC, a public limited company that produces chocolates and Ultra-educators Software Limited, a Software services company that designs educational Software, have been highly profitable in the past three years. The Board of directors of both the companies have decided to expand the business to "X" (X is the country that you can choose from the list below). Sir Alan Brandon is in charge of this project. He and his team undertakes a fact finding visit to "X". According to their report, "X" has a good export market for chocolates and several educational institutions where Ultra-educators Software can sell their software. The board of directors of Definitely Maybe decides to commit funds for the purpose of exporting chocolates to "X" and the board of Ultra-educators wants to have a presence in "X" due to the large market size and demand for Software services, it is essential that the Company has to have a presence in "X". Sir Alan Brandon approaches 'Bluestar Consulting', a legal and tax consulting firm that advises businesses entering new markets. You head Bluestar Consulting and you have been assigned to deal with this matter. The Board of directors of both the companies are meeting in five months to consider this matter and vote on it. Sir Alan Brandon is required to present the report to the board prior to this meeting.



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You have been hired by Sir Alan to prepare the report for consideration by the board of directors on both these matters. In doing so you have to consider amongst other legal points, the following:

1. Critically assess the legal risks Definitely Maybe will be exposing itself to if it embarks on export of Chocolates to “X”.
2. For Ultra-educators Software limited you have to assess what is the best form of corporate entity that is ideal for them in “X”, i.e. is it best if they have a branch or should they have a wholly owned subsidiary?
3. What is the procedure for forming that entity? Aspects such as the minimum required directors and shareholders etc needs to be considered.
4. Does Ultra-educators Software require a local partner for opening their business in X?
5. Is there a Double Tax Avoidance agreement between UK and “X” and how can the companies make use of it.
6. Are there any other Bi-lateral investment treaties? Is so what are specific to such treaties.

**Please note** that the above list is not exhaustive and you need to thoroughly explore and research on specific legal aspects that might be pertinent to each country. Please note that 85% of the paper should discuss legal aspects 15% can include cultural and social aspects as well as issues that might be country specific.

**You are required to submit the report within 22 weeks. The word limit is between 1500 and 2000 words. The referencing standard should be OSCOLA. Upload the work in your learning portal once the work is done.**

Please note the Chocolates produced by Definitely Maybe do not contain alcohol or other substances that might require special permission.

X (Country – Choose one from the list of countries below)

India   China   Australia   Germany   Canada   USA   Brazil   Nigeria   South  
Africa

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**WARNING:** do not copy material without referencing it; to do so is plagiarism, which is a serious offence in academic circles. Referencing material and ideas is research and is to your credit. Ensure that any work you have taken is paraphrased completely. You will be assessed on the quality of research, referencing and bibliography. Do not use Wikipedia, it is not an authoritative legal source. A board of directors would not wish to base commercial decisions on such a source.

## **GRADING**

**A (Highest Grade)** - An accurate and comprehensive statement of the law and analysis of legal aspect in doing business in the country of your choice. Critical comment on the principles together with a critical understanding of the relevance of legal principles in a business context. Clear evidence of a wide literature search with attempts at original and valuable comment in either a legal or business context.

**B, B+,B-** A good work which identifies the issues and discusses the various factors to be considered while doing business in your selected jurisdiction.

**C – Average Work**

**D – Below Average**

**F - Fail**

## **SUGGESTED REFERENCES** (please note this is only a guideline) :

August, Ray. INTERNATIONAL BUSINESS LAW 5th ed. chapter 4

Goode, Kronke & McKendrick Transnational Commercial Law – Text, Cases and Materials (2007) Oxford Chapter 8

Goode COMMERCIAL LAW (1995) 2nd ed. chapters 4 & 5.

Van Houtte THE LAW OF INTERNATIONAL TRADE (1995) Sweet & Maxwell 5.03

Wheeler, THE LAW OF THE BUSINESS ENTERPRISE (Oxford) p333 et seq. "Transnational Corporations."

See p 344 Hague Convention on the Law Applicable to Agency

See p 834 OECD Guidelines for Multinational Enterprises 2000