



Presented by
Falconbury

Drafting and Negotiating International Agency and Distribution Agreements

21-22 July 2025
+ 13-14 November 2025

Drive success in international deals by strategically managing the legal and commercial aspects that matter most in your agreements.

INCLUDES: Practical and interactive exercises



Format:
Live online



CPD:
12 hours for your records



Certificate of completion

Course overview

This two-day seminar gives practical advice on the legal considerations and commercial concerns essential for securing a successful and sustainable international deal.

It's a highly practical seminar targeted at those who draft, negotiate and advise on international commercial agreements and cross-border transactions.

These agreements are used by businesses to expand market reach, enter new territories and efficiently and effectively manage sales and distribution channels. The expert trainer reviews the sale of goods and the appointment of distributors and agents, as well as the licensing of intellectual property rights within the context of these agreements.

Day one provides a comprehensive overview of the main international legal instruments governing international contracts, the sale of goods, trade terms, documentary sale and letter of credit. Cross-jurisdictional concerns will be explored generally and, specifically the allocation of jurisdiction, choice of law, and the recognition and enforcement of judgments.

Day two provides delegates with the requisite knowledge and skills that they need to negotiate and draft international commercial deals generally, and specifically sales, distribution and agency agreements. Bribery concerns will be explored alongside competition law with specific attention given to the 2022 block exemption governing vertical restraints.[1]

The expert trainer uses practical exercises and case studies to help embed the learning and build essential knowledge in this complex area. Delegates will gain insights to be able to create successful business collaborations and encourage business growth through these agreements. There will be ample time to ask your specific questions and to get practical solutions to take back to your workplace.

By the end of this seminar, delegates should be properly equipped with the essential skill-base and substantive legal and business knowledge needed to effectively advise on, negotiate and draft cross-border agency and distribution commercial agreements.

This event is not jurisdiction specific and is ideal for those working in international practice.

[1] Commission Regulation (EU) 2022/720 of 10 May 2022 on the application of Article 101(3) of the TFEU to categories of vertical agreements and concerted practices.

Why you should attend

This intensive and interactive training programme will develop your skills to:

- **Be aware** of the legal and commercial considerations for a successful international deal
- **Understand** the main legal instruments governing international contracts
- **Explore** the allocation of jurisdiction, and the choice of law in a cross-border dispute
- **Evaluate** the dispute resolution mechanisms available to resolve disputes in a sustainable manner
- **Use best practice** techniques to successfully negotiate your agency and distribution contracts
- **Examine** key types of international commercial agreements
- **Assess** the strategic considerations associated with international commercial agreements, and agency and distribution agreements specifically
- **Plan** to better negotiate a value-added deal

Who should attend?

This course will be of particular interest to all those who need to gain knowledge and experience of cross-border commercial agency and distribution agreements, including:

- In-house lawyers
- Private practice lawyers and legal advisers
- Commercial managers
- Contracts managers
- Business development managers
- Agents and distributors

Programme

Day 1

International contractual disputes

- Review of the international instruments governing cross-jurisdictional matters
- Alternative dispute resolution
 - Mechanisms available and their pros and cons
- Arbitration agreements
 - New York Convention
- Jurisdiction and recognition and enforcement of foreign judgments
 - Brussels Regulation (Regulation (EU) No 1215/2012 of the European Parliament and of the Council of 12 December 2012 on jurisdiction and the recognition and enforcement of judgments in civil and commercial matters)
 - Hague Convention of 30 June 2005 on Choice of Court Agreements
 - Hague Convention 2019 on Recognition of Enforcement of Foreign Judgments in Civil or Commercial Matters

Choice of law

- Rome I (Regulation (EC) No 593/2008 of the European Parliament and the Council of 17 June 2008 on the law applicable to contractual obligations)

Practical exercise: Choice of law

International contract law

- Key instruments governing international contracts (binding and non-binding)
- Choice of law in international contracts
- United Nations Convention on Contracts for the International Sales of Goods 1980 (CISG)
 - Applicability and exclusions
 - Formation of a contract
 - Responsibilities of seller and buyer
 - Remedies of seller and buyer
 - Excuses for non-performance

Practical exercise: Convention on Contracts for the International Sale of Goods

Trade terms, documentary sales and trade finance

- Introduction
- Incoterms® 2020
- Documentary sales and bills of lading
- Letters of credit and the UCP 600

Day 2

Distribution agreements

- Choosing between an agent and a distributor
- The key differences between the two relationships
- Framework agreements
- Regulation of distribution agreements (DCFR and EU competition law relevant to distribution agreements)
- Key terms in distribution agreements: exclusivity, term, licences, verification and termination

Competition law

- Which arrangements fall foul of EU competition law?
- How to draft agreements to ensure that the clauses are compliant with EU competition law
- Individual and block exemptions
- Vertical restraints block exemption regulation^[2]

^[2] Commission Regulation (EU) 2022/720 of 10 May 2022 on the application of Article 101(3) of the TFEU to categories of vertical agreements and concerted practices.

Practical exercise: Competition law and distribution agreements

Agency agreements

- Agency arrangements: when and why?
- Common types of agency relationships
- Concerns of principal and of agent
- Legal regulation of the agency relationship
 - Directive 86/653/EEC on self-employed commercial agents
 - Commercial Agents (Council Directive) Regulations 1993 (SI 1993, No 3053 as amended)
 - EU competition law

Agency agreements: key terms

- Appointment
- Exclusivity
- Term
- Payment
- Performance obligations
- Targets
- IPR protection
- Termination
- Indemnity
- Compensation
- Checklist of general provisions

Practical workshop: Drafting and negotiation

Presenter



Michala Meiselles

Michala Meiselles is a solicitor in England and Wales specialising in international business law, cross-border transactions and compliance. She has been working as a lawyer since 1994 and qualified as a solicitor in 1999. Starting off her career at Berrymans Lace Mawer, she has since worked in private practice and as in-house legal counsel for local government.

Over a decade ago, Michala created her own dedicated consultancy firm, which she presently directs, providing business and legal solutions to multinationals, public sector entities and international organisations. In her work as a solicitor and international lawyer (operating in England, France, Canada and the US), she advises on compliance (inter alia anti-bribery and corruption, anti-money laundering and sanctions), trade finance, import and export, licensing, distribution, agency and foreign direct investment.

Michala is also a senior law lecturer at Derby Law School, where she teaches undergraduate and postgraduate law, and a visiting professor of law at Université Jean Moulin (France) and the Law School of University of Western Ontario (Western Law).

She is author of a book entitled 'International Commercial Agreements – An Edinburgh Law Guide' published by Edinburgh University Press (2013) and has published several articles. She is presently writing a book on international licences covering technology transfer agreements, competition law and cross-border dispute resolution for Oxford University Press.

Course dates

21-22 July 2025

Live online

09:30-17:00 **UK (London)** (UTC+01)

Course code 14816

GBP **1,199** ~~1,399~~

EUR **1,679** ~~1,959~~

USD **1,927** ~~2,239~~

Until 16 Jun

13-14 November 2025

Live online

09:30-17:00 **UK (London)** (UTC+00)

Course code 15068

GBP **1,199** ~~1,399~~

EUR **1,679** ~~1,959~~

USD **1,927** ~~2,239~~

Until 09 Oct

How to book



Online:

ipi.academy/2328

Alternatively contact us to book, or if you have any queries:



Email:

info@ipiacademy.com



Phone:

[+44 \(0\)20 7749 4749](tel:+442077494749)

Discounts

- Booking more than one delegate on any one date qualifies for a **15% discount** on the second and subsequent places.
- Most events qualify for an **early booking discount** prior to 6 weeks before the course date. Be sure to check on our website, where the latest discounts will be shown.

Further information

Fee

The fee includes all meals and refreshments for the duration of the course (for venue-based courses) and a complete set of course materials (provided electronically). If you have any particular requirements, please advise customer services when booking.

Please note

IPI Academy (and our training partners) reserve the right to change the content and timing of the programme, the speakers, the date and venue due to reasons beyond their control. In the unlikely event that the course is cancelled, we will refund the registration fee and disclaim any further liability.

Terms and conditions

The rest of our terms, the event cancellation policy and the terms and conditions are on our website, please visit ipi.academy/content/terms-and-conditions

Reviews



Michela was very positive and enthusiastic. I found the candidate interaction very interesting and the sharing of experiences between candidates was very useful.



Hannah Jones
Trainee Legal Counsel
Survitec Group Ltd
Dec 13 2023



Michala Meiselles is an experienced presenter with strong knowledge of both theoretical and practical aspects of the subject. Her presentation was effective, easy-going and enjoyable. The course provided a very good overview that covered a broad spectrum of issues.



Victor Khvesenya
Chief Legal Officer
Sollers PJSC
Nov 7 2019



The content, presentation and speaker are good.



Zaure Yespayeva
Senior Associate
Astana International Financial Centre Authority
Nov 6 2018



Excellent!



Nalufa Hoosen
Legal Advisor
Sasol South Africa Limited
Nov 6 2018

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IPI Academy is a training initiative of Falconbury and Management Forum; leading providers of industry training for over 30 years, based in the UK.

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