

Chapter 27

Export Contract

I. Objectives

By the end of the chapter, students should have some ideas about

- the export contract
- the importance of the export contract
- the functions of the contract
- some new words and special terms related to the contract
- clauses used in the contract

Approach

- Warming up: new words and special terms about the contract
- Paraphrasing: major words and sentences
- Questions and answers
- Discussion: ideas about the contract
- Translation: key sentences.
- Summarizing: the text

II. Introduction

如果没有约束双方的协议和合同，交易是不可能的。合同一旦签订，便对合同各方构成了法律上强制性的权利和义务。你将从本课中获得一些有关出口合同的知识。

Business would be impossible if there were no agreement or contract to bind the contracting parties. Once a contract is officially signed, it creates an obligation binding upon the parties thereto. From this Unit you will acquire some knowledge about export contracts.

III. Main points of the text

1. Quoting a price for your product is a vital part of the business process. International trade.
2. The risks of quoting a price
3. The functions of the contract
4. The content of the contract

IV. Background & Terminology

quote a price for your product	——	to state (a price) for securities, goods, or services 为产品报价
business process	——	the course of doing business 经营过程, 贸易过程
to bind the contracting parties	——	to restrict the contracting parties 约束合同

exchange promises ——
contractual terms ——
legal obligation ——

双方
promise of offer and acceptance 交换承诺
contract content 合同内容, 合同条款
the act of binding oneself by law 由法律
强制履行的义务

V. Language points

enmeshed **adj.**

To entangle, involve 缠住、使卷入

(enmeshed in/with)

Congress was worried about becoming enmeshed in a war.

国会担心将会陷入一场战争。

Many trade union leaders became enmeshed in the trouble.

许多工会领导人都被卷入麻烦中。

defy **v.**

To oppose or resist with boldness and assurance 反抗, 违抗

If you defy the law, you may find yourself in prison.

如果不守法, 就可能会坐牢。

I defy you to prove that I have cheated.

我敢说你不能证明我曾行骗。

trap **n.**

圈套

The police set a trap for the thieves.

警察设下了圈套捉小偷。

He has walked straight into a trap laid by his friend.

他进入了朋友为他设下的圈套。

hidden **adj.**

隐藏的

Hidden video cameras were used to improve security.

用隐蔽的探头来提高安全。

He's always joking around to make sure his true feelings stay hidden.

他总是开玩笑以确保掩盖自己的真实感受。

convert **v. (into)**

To change (something) from one use, function, or purpose to another 使改变

That building has been converted into a school.

那座楼房改成学校了。

兑换

I want to convert some Hong Kong dollars into American dollars.

我想把一些港元换成美元。

means **n.**

方法；方式；手段

这是一个特殊的词，本身为复数，用的时候则单复均可，如：

All possible means have been adopted.

Every possible means has been adopted.

另外，by means of 是个固定的短语，作‘用，依靠’讲。

a means to an end 达到目的的方法

There is no doubt that radio and television are important means of communication.

毫无疑问,收音机和电视是信息交流的重要工具。

He climbed the tree by means of a ladder.

他用梯子爬上了树。

underestimate **v.**

To make too low an estimate of 对…估价过低：过低估计

Don't underestimate the other team.

不要过低估计对方队。

I wouldn't underestimate her if I were you - she's smarter than you think.

如果我是你我不会低估她；她比你想象的要聪明得多。

define **v.**

To state the precise meaning of 给…下定义

Each of us might define the concept of freedom in a different way.

我们每一个人可能对自由概念的解释都有所不同。

The dictionary defines it as "a narrow passage".

字典把这个词解释为狭窄通道。

render **v.**

To give or make available 给予

It is unlikely that the court will render an opinion before November 5.

在十一月五日之前，法院不大可能给出一个意见。

He had to render an apology for his rudeness.

他不得不因他的粗鲁作出道歉。

deteriorate **v.**

To grow worse 恶化：变得更坏

The weather deteriorated overnight. His health had deteriorated while he was in prison.

整个晚上，天气越来越糟。他在狱中时健康已经恶化了

The nation's highways are deteriorating at a rapid pace.

这个国家的高速公路的路况正在迅速恶化。

to convert ... into...

to transform 把……转换，变成……

1. Water **is converted into** steam if it is boiled.

水开了就变成蒸汽。

2. I want to **convert** some Hong Kong dollars **into** American dollars.

我想把一些港元兑换成美元。

to view... as

to regard ...as 把...视为

1. They **viewed** him **as** a little kid who counts for nothing.
他们把他视为一个不能作任何指望的小孩。
2. She doesn't **view** herself **as** a success.
她不认为自己成功了。

appropriate to/(for)

suitable for 适于……

1. This writing style **is appropriate to** your subject.
这种写作风格适合你的主题。
2. His casual clothes **were not appropriate for** such a formal business occasion.
他的便服,不适宜在这样正式的商务场合穿。

1. International trade, enmeshed in the hotchpotch of languages, and religious and legal traditions around the world, has, over the years, developed a fairly sophisticated set of standards and practices. 国际贸易, 由于受到语言混杂以及世界各地宗教和法律传统不同等复杂因素的羁绊, 多年来已经形成了一套相当精细的标准和贸易惯例。 “To enmesh” means “to entangle, involve, or catch in or as if in a mesh” (使缠住, 使陷入); 在本句中 “enmeshed in the hotchpotch of languages, and religious and legal traditions around the world” 是过去分词短语, 在句中用作原因状语。因为它与 “international trade” 是被动关系, 所以用了过去分词。

2. There is always a small risk **that** some governments or companies **will defy** international goodwill and **ride roughshod over** legal contracts, **but** Chinese exporters **can** generally **operate** with confidence following international trade patterns, **but** there may be many traps for the unwary exporters and ‘hidden’ costs that exporter should always be on the look out for. 然而, 小小的风险总是存在, 有些国家政府和公司会置国际的良好意愿于不顾, 甚至践踏法律准则, 但中国的出口商一般都对按国际贸易惯例办事抱有信心, 但是对于那些粗心的出口商来说也许有些陷阱, 还有些隐形成本应始终引起他们的注意。

本句是一个并列复合句, 由三个分句组成。第一个分句含有一个由 “that” 引导的同位语从句。第一个 “but” 连接第二个并列分句, 但第二个 “but” 连接的分句只是第二个分句中的分句, 不与第一个分句并列。

“ride roughshod over...” 意为 “践踏……”, 例如:

They accused the government of **riding roughshod over** parliamentary procedure. 他们控告政府践踏议会的程序。

3. It's no good having the right product at the right price if no one knows about it. 以适当的价格拥有适当的产品, 如果无人知晓, 是没有任何用处的。

“It is no good (or use) doing something” 做某事是没有好处或用处, 本句型结构: “It” 是形式主语, 动名词短语作真正的主语。例如:

It is no use crying over spilt milk. 覆水难收。(或译成: 木已成舟, 哭也无用。)

It is no use getting enquiries from prospective customers if you do not manage to convert any of these enquiries into contracts.如果你不能将询盘变成合同契约，仅从预期客户得到询盘也是没有用的。

4. **Business as we know today** would be impossible if there was no agreement or contract *to bind the contracting parties*. 据我们所知，如果没有协议或者合同来约束合同双方，生意是做不成的。

在本句中“as”用作关系代词，“as”所代替的是整个主句所表达的内容。本句可改写为：**As we know today**, business would be impossible if there was no agreement or contract *to bind the contracting parties*. 或：It is known to us that business would be impossible if there was no agreement or contract *to bind the contracting parties*.

不定式“to bind the contracting parties”用作后置定语，修饰“agreement or contract”。

5. When an agreement is reached, a contract is formed, **which** creates legal obligations *enforceable by law*. 当协议被达成时，合同就形成了，这就构成了可由法律强制履行的义务。

“which”引导非限制性定语从句，关系代词“which”代替“a contract is formed”这个事实。“enforceable by law”为形容词短语用作“obligations”的后置定语。

6. Contracts can be long or short, formal or informal, simple or complicated, and verbal or written, **of which the most popular is the written contract**. 合同可以或长或短，正式或非正式，简单或者复杂，口头的或书面的，其中最普遍使用的是书面的形式。

“of which”引导非限制性定语从句，“which”代替“contracts”。

从句部分可解释为：...the written contract is the most popular (contract) **of all the contracts mentioned**.

7. Often it is the only document between the parties *to which they may refer for clarification of mutual responsibilities, resolution of disputes, in the event of disagreement*. 通常合同是交易双方在澄清相互责任、解决争端以及在发生分歧的时候唯一所能查询的文件。

“to which”引导定语从句，修饰“the only document”。注意“refer”的用法：

He often **refers to** a dictionary to find the meaning of new words.

他经常**查阅**词典来弄清生词的意义。

For information about trains you **must refer to** a timetable.

要想得到有关火车的信息，你必须**查询**时刻表。

For a contract we **refer to** an agreement between two or more parties, especially one that is written and enforceable by law.

说到合同，我们**指的是**两个或两个以上当事人之间达成的一种协议，尤指具有法律效力的书面协议。

He **referred** his success **to** the good education he had received.

他把他的成功**归因于**他所受到的良好教育。

8. Such a contract serves as a ‘living document’ that **may well** survive the relationship it defines. 这样的合同起到“活文件”的功能，其生命可能比它所确立的关系还要长。

句中“that”引导定语从句，修饰“living document”，“(that) it defines”是定语从句中的定语从句，省去了关系代词“that”或“which”。

9. So the exporter **should avoid** viewing the contract merely as a document that initiates transaction and subsequently is filed and forgotten. 所以，出口商应避免把合同仅仅视为启动交易的一份文件，随后将之存档并忘掉了。

动词“avoid”后接名词、代词或动名词短语，例如：

We must avoid *making such stupid mistakes again*. 我们必须避免重犯这类愚蠢的错误。

I realized that she was trying to avoid *this topic*.

我意识到她在努力回避这个主题。

10. For example, there may be **a clause** protecting the exporter against claims if the goods deteriorate because of delays outside his control, **and a clause** protecting the exporter against libel, obscenity or other charges *that might arise in another country for printed materials*. 例如，因为不可控因素造成的耽搁致使货物变质，在这种情况下，也许有一个条款来保护出口商以应对对方的索赔；可能还有一条款来保护出口商以应对来自另一国家的因为印刷资料所提出的名誉侵害、淫秽或其它指控。

这是一个复合句。主句是“there may be...”句型，带有一个由“if”引导的条件状语从句，有两个并列的主语，第一个主语是“**a clause protecting the exporter against claims**”，“protecting...”是现在分词短语，用作定语，修饰“clause”；第二个主语是“**a clause protecting the exporter against libel, obscenity or other charges that might arise in another country for printed materials.**”“that”引导的从句是定语从句，修饰 other charges。

VI. Summary of the Text

Quoting a price for your product is a vital part of the business process, but there may be many traps for the unwary exporters and ‘hidden’ costs that exporter should always be on the look out for. We all know that business would be impossible if there is no agreement or contract to bind the contracting parties. When an agreement is reached, a contract is formed, which creates legal obligations enforceable by law. The contracts should be carefully prepared to avoid ambiguity and possible future conflicts because it is the only document between the parties to which they may refer for clarification of mutual responsibilities, resolution of disputes, in the event of disagreement.

VII. Comprehension questions:

1. What is the significance of a contract in a business process?
2. What risks may there be in exporting?
3. What is the form of a contract?
4. How would you prepare a contract before you want to sign a contract with your customer?