CISG Advisory Council Declaration No. 3
Adoption of the CISG by African States

To be cited as: CISG-AC Declaration No 3 Adoption of the CISG by African States*. Rapporteur: Professor Emilia Onyema, SOAS University of London, United Kingdom. Adopted unanimously by the CISG-AC following its 66th meeting, in Nairobi, Kenya, on 9-13 November 2026**.

Reproduction of this Declaration is authorized.

Pilar Perales Viscasillas, Chair

Yeşim Atamer, Joachim Bonell (em), Jean-Sébastien Borghetti, Michael Bridge (em), Sieg Eiselen (em), Lauro Gama, Alejandro Garro, John Gotanda (em), Han Shiyuan, Johnny Herre (em), Edgardo Muñoz López, Ingeborg Schwenzer, Ulrich Schroeter, Hiroo Sono, Lisa Spagnolo, Claude Witz (em), Members Milena Djordjević, Secretary

** The CISG AC started as a private initiative which was founded and supported by Albert H Kritzer Executive Secretary of the Institute of International Commercial Law at Pace University School of Law and the Centre for Commercial Law Studies, Queen Mary, University of London. The International Sales Convention Advisory Council (CISG-AC) is in place to support understanding of the United Nations Convention on Contracts for the International Sale of Goods (CISG) and the promotion and assistance in the uniform interpretation of the CISG. At its formative meeting in Paris in June 2001, Prof. Peter Schlechtriem of Freiburg University, Prof. Hiroo Sono, Faculty of Law, Hokkaido University, Prof. Claude Witz, Universität des Saarlandes and Strasbourg University. Members of the Council are elected by the Council.*
At subsequent meetings, the CISG-AC elected as additional members Prof. Pilar Perales Viscasillas, Universidad Carlos III, Madrid; Prof. Ingeborg Schwenzer, University of Basel; Prof. John Y. Gotanda, Villanova University; Prof. Michael G. Bridge, London School of Economics; Prof. Han Shiyuan, Tsinghua University and Prof. Yeşim Atamer, Istanbul Bilgi University, Turkey, Prof. Ulrich G. Schroeter, University of Mannheim, Germany, Prof. Lauro Gama Jnr, Pontifical Catholic University, Justice Johnny Herre, Justice of the Supreme Court of Sweden, Prof. Harry M. Flechtner, University of Pittsburgh, Prof. Sieg Eiselen, Department of Private Law of the University of South Africa, Prof. Edgardo Muñoz López, Universidad Panamericana, Guadalajara, México, Assoc. Prof. Lisa Spagnolo, Deakin Law School, and Prof. Jean-Sébastien Borghetti, Université Paris-Panthéon-Assas.
Prof. Jan Ramberg served for a three-year term as the second Chair of the CISG-AC. At its 11th meeting in Wuhan, People's Republic of China, Prof. Eric E. Bergsten of Pace University School of Law was elected Chair of the CISG-AC and Prof. Sieg Eiselen of the Department of Private Law of the University of South Africa was elected Secretary. At its 14th meeting in Belgrade, Serbia, Prof. Ingeborg Schwenzer of the University of Basel was elected Chair and at its 24th meeting in Antigua, Guatemala, Prof. Michael G. Bridge of the London School of Economics was elected Chair of the CISG-AC. At its 26th meeting in Asunción, Paraguay, Ass. Prof. Milena Djordjević, University of Belgrade, Serbia, was elected Secretary, and she was re-elected shortly after the 37th meeting in Rio de Janeiro. Prof. Pilar Perales Viscasillas of the University Carlos III of Madrid was elected Chair of the CISG-AC after the 37th meeting in Rio de Janeiro.
*** The meeting was kindly hosted by CIARB Kenya branch. The Council expresses its sincere gratitude to its Chair, Prof. Kenneth Mutuma, and to the CIARB President, Prof. Cesar Pereira, for their invaluable support in making the meeting possible.*

The CISG Advisory Council recommends that:

a) African States that are not yet Parties to the CISG should accede to it; and

b) African States acceding to the Convention should do so without making any declarations under Articles 92-96 CISG.

1. Introduction

1. As of November 2026, the United Nations Convention on Contracts for the International Sale of Goods (CISG) has been adopted globally by 97 Contracting States.

2. The United Nations was of the opinion "that the adoption of uniform rules which govern contracts for the international sale of goods and take into account the different social, economic and legal systems would contribute to the removal of legal barriers in international trade and promote the development of international trade".[1]

3. The continent of Africa covers 54 United Nations' recognised independent States,[2] most of which experienced colonialism. One major consequence of colonialisation is the transplantation of the legal systems of the colonial powers into various African States. There are therefore common law, civil law and mixed legal systems across African States.

4. The CISG is designed specifically for international trade, providing innovative solutions that draw on the strengths of both the common law and civil law systems. It provides clear language and a simple structure that is easily understandable to commercial parties from different legal traditions and trading across borders.

2. Accession by African States

5. Fourteen African States have acceded to the CISG.[3] These States represent civil, common, and mixed legal systems including some member states of the Organisation for the Harmonisation of Business Laws in Africa (OHADA).[4] The CISG already governs some contracts for the sale of goods with African parties by virtue of the

---

[1] Preamble to the CISG, paragraph 3.

[2] The Africa Union (AU) recognises 55 States including Western Sahara in North Africa.

[3] The 14 African States are: Benin (1 August 2012), Burundi (1 October 1999), Cameroon (1 November 2018), Congo (1 July 2015), Egypt (1 January 1988), Gabon (1 January 2006), Guinea (1 February 1992), Lesotho (1 January 1988), Liberia (1 October 2006), Madagascar (1 October 2015), Mauritania (1 September 2000), Rwanda (1 October 2024), Uganda (1 March 1993), and Zambia (1 January 1988). Ghana signed the CISG on 11 April 1980 but is yet to ratify the Convention.

[4] OHADA is the acronym for the Organisation for the Harmonisation of Business Laws in Africa. This is a treaty-based inter-state organisation of seventeen African States whose primary focus is the modernisation of business laws through the promulgation and direct application of uniform business laws. See: https://www.ohada.org/en/ <accessed 26 January 2026>.

agreement of the parties, or Article 1(1)(b) which will apply the CISG to cross border sale of goods contracts "when the rules of private international law lead to the application of the law of a contracting State".

6. This leaves forty (40) African States outside the purview of the CISG and not benefitting from its direct application under Article 1(1)(a) to cross border sale of goods transactions.

7. There is evidence that national courts in some African States,[5] and arbitral tribunals,[6] have interpreted and/or applied provisions of the CISG in various decisions. Thus, the CISG and its provisions are not novel.

8. The adoption of the CISG as an autonomous uniform law regime to govern the international sale of goods contracts across the continent will create greater certainty and uniformity of the law in this area. Cross border sale of goods is very important to the continued growth and sustainability of African economies and even more so in the context of the drive to increase intra-Africa trade and the benefits that are expected to arise from the implementation of the African Continental Free Trade Area (AfCFTA).[7]

9. The Regional Economic Communities (RECs) within Africa and recognised by the African Union[8] and the AfCFTA play an important role in fostering the economic development of the continent. This closer economic integration makes it timely to engage with the adoption of a uniform law that would regulate the cross-border sale of goods within the African continent. The AfCFTA and the RECs do not regulate private law matters which are left to national laws and other regional bodies, of which the most notable for the regulation of commercial or business transactions is the OHADA.

10. Colonial linkages impact the substantive laws that govern sale of goods in African States. For example, under the common law, the English sale of goods law applies, while for civil law states, the relevant sections of the French (or other) civil code apply.[9] Some of these laws have been modernised and others have not. For example, the OHADA Uniform Act on General Commercial Law of 15 February 2011 under its

---

[5] For example, Egyptian and Ugandan courts.

[6] For example, under CLOUT available at: https://uncitral.un.org/sites/default/files/media-documents/uncitral/en/cisg_digest_2016.pdf and CISG-online available at: https://cisg-online.org/home <accessed 9 November 2026>.

[7] The AfCFTA Agreement was signed on 21 March 2019, entered into force on 30 May 2019 and became operational on 1 January 2021. See https://au.int/en/african-continental-free-trade-area <accessed 26 January 2026>.

[8] The African Union recognises the following eight RECs: Arab-Maghreb Union (AMU), Common Market for Eastern and Southern Africa (COMESA), Community of Sahel-Saharan States (CEN-SAD), East African Community (EAC), Economic Community of Central African States (ECCAS), Economic Community of West African States (ECOWAS), Intergovernmental Authority on Development (IGAD), Southern African Development Community (SADC).

[9] Though France ratified the CISG in 1988, its 2016 revision of French law, Ordinance No. 2016-131 on obligations also aligns more closely to the CISG.

Articles 234-302 regulate commercial sales with provisions that are very similar to those under the CISG.[10] In addition, five OHADA member states have acceded to the CISG.[11]

11. Another outcome of colonialisation is the diversity of formal languages used in African States. The major commercial languages spoken on the continent are Amharic, Arabic, English, French, Portuguese, Spanish and Swahili. Four of these, Arabic, English, French and Spanish are official United Nations languages in which the CISG has authentic text, and a Portuguese translation is also available. This facilitates ease of adoption, understanding and use by African parties and States. Thus, the CISG is highly appropriate to regulate cross border sale of goods transactions between parties from different legal systems and languages.

12. While national sales laws of African States will continue to apply to domestic sale of goods transactions, in jurisdictions that accede to the Convention, the CISG will regulate cross border sale of goods transactions.

13. Many non-African trading partners of African parties are based in CISG Contracting States. Clarity and certainty of the applicable law to the sale of goods transactions with such partners is another incentive for African States to accede to the CISG.[12]

14. Accession to the CISG will bring competitive advantage to African States and greater efficiency in international sales transactions for African businesses, particularly micro, small and medium sized enterprises. Their bargaining position will be strengthened by the availability of the CISG as a neutral, autonomous, widely accepted, balanced and modern legal framework for international sales.

15. In line with its Declaration No. 2, the CISG Advisory Council encourages African States to accede to the Convention without making declarations under Articles 92-96 CISG, thereby promoting its uniform application.[13]

---

[10] The OHADA Uniform Act on General Commercial Law of 15 February 2011 in relation to sales covers formation of the sales contract, obligations of the parties, transfer of risk, property, remedies, damages, exemption from liability, and termination of the contract.

[11] These States are: Benin, Cameroon, Congo, Gabon, and Guinea as at November 2026.

[12] It is duly recognised that in such transactions, the CISG may still apply on the basis of Article 1(1)(b).

[13] CISG-AC Declaration No 2 Use of Reservations under the CISG. Rapporteur: Professor Dr. Ulrich G. Schroeter, University of Mannheim, Germany. Adopted by the CISG-AC following its 18th meeting, in Beijing, China, on 21 October 2013.