

# NETHERLANDS INTERNATIONAL LAW REVIEW

INTERNATIONAL LAW
CONFLICT OF LAWS
COMPARATIVE LAW

1994-VOL.XLI-ISSUE 1

MARTINUS NIJHOFF PUBLISHERS

# Corporate Acquisitions and Mergers

Volume 1: U.K.

Volume 2: Continental Europe 1993 Basic Work and Supplement Service

by P. F. C. Begg

Begg's Corporate Acquisitions and Mergers is now well established as the leading work on the subject covering in two volumes all the countries of Western Europe. The frequency of publication of the updating Supplements is quarterly.

In addition to updating the work's coverage of the legal, financial, tax and administrative issues affecting acquisitions in any Western European country, the 1993 Supplements will also publish extensive explanation and commentary, authored by representatives of an eminent law firm in each country. In 1993, for the first time, coverage will also be provided of acquisitions law and practice in the EFTA countries of Switzerland, Austria, Sweden, Norway and Finland. The treatment of each country in the E.C. follows the same approach:

Regulatory Framework — Identifying and Valueing the Business — Structuring the Transaction — Potential Risks and Liabilities — Paying for the Acquisition — Shareholders' Agreements — Merger Control and Antitrust Laws — Market Dealings — Employment Issues — Tax Planning — Accounting for the Acquisition or Merger.

Subscribers in 1993 will receive a larger binder to replace the existing smaller Volume 2 binder, and approximately 700 pages of updating supplements.

1993, Looseleaf, 1000 pp. (BW), 700 pp. (Supp.) Basic Work \$177.00/Dfl. 310.00/£85.00

ISBN 1-85333-832-X Supp. \$288.00/Dfl. 475.00/£135.00

ISBN 1-85333-833-8

P.O. Box 322, 3300 AH Dordrecht, The Netherlands P.O. Box 358, Accord Station, Hingham, MA 02018-0358, U.S.A.





Recommended citation: NILR

Published three times a year, complemented by the Netherlands Yearbook of International Law, in co-operation with the T.M.C. Asser Instituut, Institute for Private and Public International Law, International Commercial Arbitration and European Law (22, Alexanderstraat, The Hague, phone (0)70-3420300), founded in 1965 by eight Dutch universities offering courses in international law. The Institute is responsible for the promotion of education and research in international law, particularly by setting up documentation projects and carrying out research programmes in the fields covered by the departments of the Institute: Private International Law; Public International Law including the Law of International Organisations; Law of the European Communities; and International Commercial Arbitration.

Combined annual subscription to the Netherlands International Law Review and to the Netherlands Yearbook of International Law: Dfl. 378.00, postage and handling Dfl. 34.00. Subscription orders and requests for specimen copies should be sent to Kluwer Academic Publishers Group, Distribution Center, P.O. Box 322, 3300 AH Dordrecht, The Netherlands.

Advertising: full page only; size 120 mm x 200 mm. Material: originals or camera-ready copy to be sent to the undermentioned address; closing dates: two months prior to month of publication; for details concerning the price, please contact Kluwer Academic Publishers Group, Promotion Department, P.O. Box 989, 3300 AZ Dordrecht, The Netherlands.

ISSN 0165-070X

Library of Congress catalogue card number LC 79-65199

<sup>©</sup> 1994 T.M.C. Asser Instituut and contributors.

All rights reserved. No part of this publication may be reproduced, stored in a retrieval system, or transmitted in any form or by any means, electronic, mechanical, photocopying, recording or otherwise, without the prior permission of the copyright owners.

### **PHOTOCOPYING**

In the U.S.A.: This journal is registered at the Copyright Clearance Center, Inc., 27 Congress Street, Salem, MA 01970. Authorisation to photocopy items for internal or personal use, or the internal or personal use of specific clients, is granted by Kluwer Academic Publishers for users registered with the Copyright Clearance Center (CCC) Transactional Reporting Service, provided that the base fee of \$1.00 per copy plus \$0.15 per page per copy is paid directly to CCC. For those organisations that have been granted a photocopy licence by CCC, a separate system of payment has been arranged. The fee code for users of the Transactional Reporting Service is 0165-070X/91\$ 1.00 + 0.15.

Authorisation does not extend to other kinds of copying, such as that for general distribution, for advertising or promotional purposes, for creating new collective works, or for resale. In the rest of the world: Permission to photocopy must be obtained from the copyright owner. Please apply to T.M.C. Asser Instituut, P.O. Box 30461, 2500 GL The Hague, The Netherlands.

Second-class postage paid at Rahway, N.J.

US Mailing-Agent: Expediters of the Printed Word Ltd., 2323 Randolph Avenue, Avenel, N.J. 00701

The views expressed in any article are those of the individual author and do not necessarily represent the views of the Board of Editors.

### BOARD OF EDITORS

M. Bos, Honorary Editor-in-Chief

Th.M. de Boer

Professor of Private International Law, Director of the Centre of Foreign Law and Private International Law, University of Amsterdam

P. van Dijk

Legal Adviser, Council of State of the Netherlands

H. Duintjer Tebbens

Principal Administrator, Court of Justice of the European Communities, member of the Netherlands Standing Government Committee on Private International Law

C. Flinterman

Professor of Constitutional and International Law, University of Limburg, Maastricht

E.H. Hondius

Professor of Civil Law, University of Utrecht

M.T. Kamminga

Senior Lecturer in Public International Law, Erasmus University, Rotterdam

P.H. Kooijmans

Netherlands Minister for Foreign Affairs

A.H.A. Soons

Professor of Public International Law, University of Utrecht

M. Sumampouw

Head of the Private International Law Department, T.M.C. Asser Instituut, The Hague

G.J. Tanja

Director of the T.M.C. Asser Instituut, The Hague

P. Vlas

Professor of Comparative and Private International Law, Free University of Amsterdam, member of the Netherlands Standing Government Committee on Private International Law, Editor-in-Chief

C.C.A. Voskuil

Former Director of the T.M.C. Asser Instituut, The Hague

J.A. Wade

T.M.C. Asser Instituut, The Hague

P. Morris

T.M.C. Asser Instituut, The Hague, Managing Editor

### CORRESPONDENTS

Professor Dr. J. Erauw University of Ghent, Belgium

Assoc. Professor Dr. U. Göranson University of Uppsala, Sweden

Professor Dr. B. Graefrath

The Academy of Science, Berlin, F.R.G.

Professor M.W. Janis

Fellow of Exeter College, University of Oxford, G.B.

Sir Robert Y. Jennings Q.C.

Judge of the International Court of Justice, The Hague, The Netherlands

Dr. T. Koopmans

Advocate General, Dutch Supreme Court

J.H.A. van Loon

Hague Conference on Private International Law, The Hague, The Netherlands

Dr. L. Pereznieto Castro Ogarrio y Diaz, Advocates

Mexico City

Professor B.S. Markesinis LL.B., D.Jur., M.A., Ph.D.

Denning Professor of Comparative Law at the University of London, Great Britain

Professor G. Parra-Aranguren University of Caracas, Venezuela

Dr. M.C.W. Pinto

Secretary-General of the Iran-United States Claims Tribunal, The Hague, The Netherlands

Professor Dr. Eibe H. Riedel LL.B. Johannes Gutenberg University, Mainz, F.R.G.

Professor K. Skubiszewski

Polish Academy of Sciences, Warsaw and Poznań

Professor Tibor Varady

University of Novi Sad, Yugoslavia

Professor Emeritus Paul De Visscher University of Louvain, Belgium

Professor Maureen Williams LL.M., Ph.D., University of Buenos Aires, Argentina

Authors are requested to send three copies of each manuscript to the Secretariat: P.O. Box 30461, 2500 GL The Hague, The Netherlands. Articles should not exceed 35 pages (typed) in length.

## NETHERLANDS INTERNATIONAL LAW REVIEW VOL. XLI 1994/1

### **CONTENTS**

Editorial Note	v
Articles	
G.P. POLITAKIS, The 1993 Jan Mayen Judgment: the End of Illusions?	1
C. MEINDERSMA, Legal Issues Surrounding Population Transfers in Conflict Situations	31
R.S.J. MARTHA, Inability to Pay under International Law and under the Fund Agreement	85
Netherlands Judicial Decisions Involving Questions of Private International Law	115
Supreme Court, 22 December 1989 (Van der Hulst v. USA) - P.J.I.M. DE WAART	115
Supreme Court, 28 May 1993 (Russian Federation v. Pied-Rich) - P.J.I.M. DE WAART	116
Book Reviews	
F.A. Ahnish, The International Law of Maritime Boundaries and the Practice of States in the Mediterranean Sea (A.G. Oude Elferink)	127
P. Bos, J. Stuyck, P. Wytinck, Concentration Control in the European Economic Community (F. van Kraay)	130
D. Brubaker, Marine Pollution and International Law; Principles and Practice (A.G. Oude Elferink)	134
D.L. Carey Miller, P.R. Beaumont, eds., The Option of Litigating in Europe (F. van Kraay)	135
P. van Dijk, C. Flinterman, P. Janssen, eds., Internationale regelingen, mensenrechten – International Law, Human Rights (R.C.R. Siekmann)	139
G. Fermann, Bibliography on International Peacekeeping (R.C.R. Siekmann)	140

Foster, German Law and Legal System, Deutsches Recht und Deutsches Rechtssystem (F. van Kraay)	141
E. Franckx, Maritime Claims in the Arctic; Canadian and Russian Perspectives (A.G. Oude Elferink)	142
A. de Guttry, N. Ronzitti, eds., The Iran-Iraq War (1980-1988) and the Law of Naval Warfare (G.P. Politakis)	145
B. Kwiatkowska, A.H.A. Soons, eds., Transboundary Movements and Disposal of Hazardous Wastes in International Law – Basic Documents (T. Scovazzi)	150
A. Pijpers, ed., The European Community at the Crossroads.  Major Issues and Priorities for the EC Presidency (F. van Kraay)	153
Books Received	156
Announcements	157