JUPITER PRIME

Consulting • Training • Advisory

جوبيتر برايم للاستشارات والتدريب

COURSE BROCHURE

Agency, Distribution and Sale of Goods Contracts Training Course

23 – 27 August 2027
Munich

Agency, Distribution and Sale of Goods Contracts Training Course

Ref: 1073_40413 **Date:** 23 – 27 August 2027 **Location:** Munich **Fees:** 5600 GBP

Agency, Distribution and Sale of Goods Contracts is a 1-week training course for business managers, in-house counsel and contract officers who negotiate cross-border product agreements, and it ends with a Cross-Border Channel Contract Risk Matrix. As companies sell through foreign agents, exclusive distributors and joint venture partners, the clauses on territory, title, payment and exit now decide where losses fall. Jupiter Prime Training delivers this course on agency, distribution and sale of goods contracts.

Why Agency, Distribution and Sale of Goods Contracts Matter Now

Three forces shape this field today. Rerouted supply chains mean contracts drafted for one route now govern shipments through several jurisdictions. Principals and suppliers face sharper scrutiny over exclusivity, resale pricing and termination indemnities. An organisation that drafts these terms well keeps channel partners loyal and claims contained; old templates invite compensation demands and stalled cargo. Where disputes arise, the course draws on the UNCITRAL Model Law on International Commercial Arbitration and the New York Convention on the Recognition and Enforcement of Foreign Arbitral Awards.

Who Gains Most from Agency, Distribution and Sale of Goods Contracts

- Commercial leads who appoint and supervise overseas agents and distributors
- In-house counsel who draft and negotiate cross-border supply and resale agreements
- Contract officers who maintain clause libraries and approval routes for channel deals
- Export and logistics coordinators who carry the delivery, title and risk terms into practice
- Partnership managers who structure joint ventures and local trading vehicles

A sales and legal pairing from the same business unit gains most when it attends together.

Agency, Distribution and Sale of Goods Contracts Capabilities

Participants read each channel deal from both the principal's and the partner's side.

- Weigh agency against distribution for a new territory — market entry choice
- Specify exclusivity, minimum purchase and territory clauses — sales leadership
- Allocate title, risk and delivery obligations in a sale contract — logistics and finance
- Assess choice of law and forum options for a channel deal — legal approval
- Design termination, indemnity and post-term restraint provisions — exit planning
- Compare joint venture and local subsidiary vehicles for partnership — board sponsors

Key Agency, Distribution and Sale of Goods Contracts Terms

- Commercial agent — an intermediary who negotiates or concludes sales in the principal's name without buying the goods itself.
- Distributor — a buyer who purchases goods on its own account and resells them within an agreed territory and channel.
- Exclusivity clause — a term barring the supplier from appointing other partners, or selling directly, within the stated territory.
- Passing of risk — the moment at which loss of or damage to goods shifts from seller to buyer.
- Retention of title — a clause keeping ownership with the seller until the buyer has paid the price in full.
- Termination indemnity — compensation owed to an agent or distributor when the principal ends the relationship.

Agency, Distribution and Sale of Goods Contracts Day by Day

Day 1: Mapping Cross-Border Channel Structures

- Channel Structure Map — Choosing Agent, Distributor or Direct Sales
- Principal and Intermediary Duties — Setting Authority and Reporting Lines
- Corporate Vehicle Options — Branch, Subsidiary or Representative Office
- Joint Venture Term Sheet — Splitting Control, Capital and Profit
- Choice of Law Matrix — Selecting the Governing Legal System

Day 2: Drafting Commercial Agency Agreements

- Agent Authority Clause — Limiting Power to Bind the Principal
- Commission Formula Design — Rewarding Repeat Orders and Territory Sales
- Agent Performance Targets — Linking Review Rights to Results
- Confidentiality and Customer Data — Protecting Leads After Departure
- Agent Termination Notice — Estimating Indemnity and Compensation Exposure

Day 3: Structuring Distribution and Supply Terms

- Exclusive Territory Drafting — Balancing Market Cover Against Competition Scrutiny
- Minimum Purchase Commitments — Triggering Loss of Exclusivity
- Resale Pricing Guidance — Avoiding Prohibited Price Fixing Terms
- Trademark Licence in Distribution — Controlling Brand Use by Resellers
- Stock Buy-Back Clause — Handling Inventory When the Deal Ends

Day 4: Allocating Title, Risk and Remedies in Sales

- Trade Delivery Terms — Fixing the Point Where Risk Passes
- Retention of Title Clause — Securing Unpaid Shipments
- Conformity and Inspection Rules — Timing Notices of Defective Goods
- Limitation of Liability Cap — Excluding Indirect and Consequential Loss
- Dispute Resolution Clause — Choosing Arbitration, Courts or Mediation

Day 5: Practising the Cross-Border Channel Contract Risk Matrix

- Case File Review — Testing Day 1 Channel Choices on a Live Deal
- Agency Clause Redline — Applying Day 2 Commission and Exit Terms
- Distribution Negotiation Simulation — Applying Day 3 Exclusivity Trade-Offs
- Sale Contract Stress Test — Applying Day 4 Risk and Liability Terms
- Cross-Border Channel Contract Risk Matrix — Ranking Clauses for Approval

Applying Agency, Distribution and Sale of Goods Contracts After the Course

- Lead a redline of one live distributor agreement against the exclusivity, minimum purchase and buy-back terms practised.
- Run a briefing for sales staff on agent authority limits and the passing of risk under the delivery terms the business uses.

Agency, Distribution and Sale of Goods Contracts Questions FAQ

What are agency, distribution and sale of goods contracts, and why do they matter now?

They are the agreements that appoint overseas intermediaries and govern each shipment of goods. They matter now because rerouted supply chains make weak exclusivity, risk and exit clauses an expensive source of claims.

Which roles gain most from agency, distribution and sale of goods contracts training?

Commercial leads, in-house counsel and contract officers gain most. Export coordinators and partnership managers also benefit.

How does agency, distribution and sale of goods contracts training differ from a foundation business law course?

It goes further than an introduction to general commercial law. A foundation course surveys contracts and liability basics; this course works clause by clause through cross-border channel agreements.

What do you bring back from agency, distribution and sale of goods contracts training?

You bring back a ranked view of the clauses in your own channel deals. That includes redlined agency and distribution terms and a matrix of provisions needing approval.

Agency, Distribution and Sale of Goods Contracts: The Way Forward

The Cross-Border Channel Contract Risk Matrix first informs whether a new territory is opened through an agent or a distributor. Commercial leads and counsel use it when approving appointments. After its first use, the perspective worth revisiting is exit: how termination, buy-back and indemnity terms behave once the market or the partner changes.