

COMMERCIAL LAW, by Robert Lowe, LL.B. London. Sweet & Maxwell Ltd. 1970. xxxix and 573 pp. (including index). New Zealand price \$10.60.

In his preface to this edition, the third within seven years, the author comments that whilst it is for students, he hopes it may continue to be of use to them after they qualify. The book is then basically a student text, and an admirable one at that. The clarity of expression which is a feature of the book will doubtless endear it to practitioners also.

The general topic Commercial Law embraces numerous topics of different length and it is a matter of choice how many should be dealt with, and at what depth. This text chooses to deal with nine topics—Agency, Master and Servant, Sale of Goods, Hire Purchase, Conditional Sale and Credit Sale, Negotiable Instruments, Insurance, Bailments, Export Sales and Contracts with a Foreign Element. Some of these topics are major subjects in their own right and their coverage is then restricted, not only by space, but also to the needs of students for whom the text is primarily designed.

The topics covered embrace codified law, common law and sometimes a mixture of both. Where the subject is codified, namely Sale of Goods and Negotiable Instruments, the approach follows a logical pattern by (1) quoting the relevant section; (2) listing the headings of the problems or requirements of that section; and (3) discussing the matters raised in order, with illustrations from cases. By contrast, Bailments, which the author comments “is essentially a common law subject although statutes have been passed from time to time dealing with particular aspects” is developed logically under clear headings. Where as in Hire Purchase the law lies both in common law and miscellaneous legislation, the sources are clearly stated and the scheme of the subject matter set out to show a logical development when these sources are dealt with. The book is then extremely easy to follow, perhaps no more so than on p. 332 where the chain of title to a bill of exchange is shown by a simple straight line diagram. No matter what the subject matter, clear typesetting greatly assists the reader.

Throughout, the classic cases on each topic generally appear in the text and there is remarkably full annotation of further and later authorities in the footnotes. Whilst practitioners will doubtless seek larger texts to pursue finer problems, and students will be referred to these footnotes for cases of particular importance, the book does suffer from inadequate attention to some of the most recent cases which are simply annotated. For example, the importance of cases touching on the Sale of Goods Act such as *Koufos v. C. Czarnikow (The Heron II)* [1969] 1 A.C. 350 is not indicated by a footnote annotation to *Hadley v. Baxendale* (1854) 9 Exch. 341 (see page 230), nor are the difficulties raised by *Christopher Hill v. Ashington Piggeries* [1969] 3 All E.R. 1496 (pages 159 and 165) and by *Harbutts “Plasticine” Ltd. v. Wayne Tank and Pump Co. Ltd.* [1970] 1 Q.B. 447 (page 174) shown by their marginally fuller annotation. As it stands, the book is a good basic reference—coupled with a casebook, it would be first class.

For the New Zealand student or practitioner there are particular difficulties. For the student, the New Zealand counterpart, Leys and Northey, *Commercial Law in New Zealand*, is more closely allied to the syllabus in the New Zealand Universities and on this ground alone would be favoured. For both student and practitioner, differing legislation

in England and New Zealand restricts ready use of the text under review. Whilst legislation is virtually identical in Sale of Goods and Negotiable Instruments, even in the Sale of Goods Act, the section numbering is out of line, and must of course be overcome when reference is made to case law. Legislation in parts of Hire Purchase Law is similar, but the body of law there, as here, comes from so many diverse sources that the subject would only be confused by a detailed comparison. The body of common law in other subjects and also in Hire Purchase is of course generally applicable.

Not only is *Commercial Law in New Zealand* more closely aligned to University requirements, it is also a convenient base reference for practitioners in other important topics under the heading of Commercial Law—Chattels Transfer and Insolvency as well as Sureties and Guarantees and Arbitration which are not dealt with by Mr Lowe in his text. It is interesting to note in his preface that the topic, bills of sale, has been omitted by reason of its declining practical importance and virtual extinction as an examination subject. This contrasts rather sharply with the increasing importance of the study of the Chattels Transfer Act in relation to chattel finance in New Zealand.

Ideally, this reviewer would like to see a New Zealand edition of *Commercial Law* by Lowe coupled with a casebook.

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COMPANY LAW, by R. Keith Yorston, C.B.E., B.Com., F.C.A., and S. R. Brown, LL.B., F.C.A. Third Edition. Sydney: The Law Book Co. Ltd. 1968. xvii and 594 pp. New Zealand price \$10.50.

This book purports to be "a concise manual of the principles and practice of company law incorporating the legislation of New South Wales, Victoria and Queensland". It is of limited use to practitioners in this country, although the student may find it interesting to compare company law in the three Australian States with the law as it applies in New Zealand. In view of the establishment of the Macarthur Commission in this country the provisions of section 20 of the Companies Acts which modify the traditional doctrine of ultra vires will be of particular interest.

The form and arrangement of the work is traditional. In the main it follows the sequence of the Acts, although in parts changes have been made to give a more logical presentation. The book incorporates some standard forms at the end. Of real interest is Appendix C which is a summary of statutory provisions involving time limits, a feature that an author of a future New Zealand text may consider worthy of adoption.

Regrettably the book offers little in the way of comment. Case law is kept to a minimum although generally it is well integrated with the appropriate part of the statute. There is very little discussion on any of the decisions cited.

The book repeats verbatim many sections of the Act. The worth of this repetition seems doubtful: a practitioner or student desirous of finding the particular wording of the Act, would refer to the appropriate section of the statute itself or wool look at a detailed annotated practi-