

are not made in the case of every sale, as might be expected from the heading, but only where the sale is made between parties of the same name, or where a beneficiary is purchasing the share of another beneficiary. This minor criticism is the only one which can be made of a book which should be of great use and assistance to both branches of the profession. The price is the modest sum of thirty shillings.

P.M.F.

*Palmer's Company Law.* Nineteenth edition. By His Honour A. F. TOPHAM, LL.M., K.C. London 1949. Pp. lxxx, 456. Appendices, pp. 457-805, Index, pp. 807-832: Stevens & Sons Ltd.

*The Principles of Company Law.* Fifth edition. By J. CHARLESWORTH, LL.D. London 1949. Pp. xl, 286. Appendices, pp. 287-334, Index, pp. 335-344: Stevens & Sons Ltd.

The new editions of these two established works have been necessitated by the coming into operation of the new English *Companies Act* 1948.

The former book retains its character as a "practical book for lawyers and business men." Its narrative form makes it useful to the Victorian student seeking an extended treatment of Company Law doctrines. The text of the *Companies Act* 1948 and tables of comparison between the new and the earlier Acts are included amongst the appendices.

The second publication, which also is in narrative form, is intended for the use of students. The author has succeeded in high-lighting the principles underlying the detailed character of company legislation. Interspersed throughout the text are simple illustrations from decided cases, and, provided due attention is given to the differences between the English and the Victorian legislation in matters of detail, the book should repay study.

*Dicey's Conflict of Laws*, Sixth Edition, edited by J. H. C. MORRIS with specialist editors: London: Stevens & Sons: Sweet and Maxwell: 1949: pp. lxiv, 912.

This edition is of particular interest to Victorian lawyers as one of the specialist editors is Zelman Cowen, a graduate of Melbourne. Accordingly we note that Australian cases and journals are discussed. These discussions will be of great assistance to local practitioners. The other specialist editors are R. Cross, O. Kahn-Freund, K. Lipstein, C. Parry, R. S. Welsh and B. A. Wortley.

When Dicey first produced his text-book in 1896, it represented a pioneer attempt to introduce order and reason into a part of law which

was beginning to develop rapidly, but which with a few outstanding exceptions, had been ignored by text-writers and misunderstood by judges. The work immediately secured acceptance and it has left an undoubted mark on English law. This was perhaps helped by the form which Dicey used—that of concise Rules followed by Comment and Illustration. Dicey had rare courage in attempting to give a definite form to a subject that was so fluid, if that perhaps is not rather too polite a term. However, with the passing of half a century, Dicey's form has really become a handicap as it is not always possible to deal with the modern cases under Dicey's Rules. The editors have faced the problem in the only possible way. To destroy the Rules and to produce a mere narrative would have been to destroy Dicey—the only alternative was to remodel the Rules where necessary and to add incisive comment where the application of the Rules was doubtful or opposing theories had to be considered. The result is that the new Dicey is an excellent practitioners' book; it is not a good text for students, both because of its length and because the Rules suggest that there is more precision in the law than actually exists. It is true that the Comment points out the difficulties, but students easily may be misled by the categorical statements.

It is no criticism of the editors to say that Cheshire still remains the best students' work. However, there are passages in the new Dicey which are clearer for the student than Cheshire, e.g. chapter 20, dealing with the transfer of movables, removes some of the difficulties which Cheshire's treatment leaves unanswered, by distinguishing between a contract to convey (governed by its proper law) and the conveyance itself (which must ultimately be a matter for the *lex situs*). This chapter is by J. H. C. Morris, whose work in conflict of laws has always shewn both accuracy and insight. The editor also points out (553) that Cheshire's statement on election is rather too wide.

Dicey's classification is logical: Jurisdiction of English Courts, Jurisdiction of Foreign Courts, Choice of Law. In some ways, however, the arrangement is inconvenient as the law of marriage (e.g.) has to be sought in three places. Certainly for the student it is better to consider in one chapter the problem of divorce in all its implications. Moreover, some space may be saved by this approach.

One subject that has traditionally occupied perhaps an undue space in the course at Melbourne is that of bankruptcy. This is rather shortly treated in Dicey. The student needs more on the different approaches to the theoretical problems of bankruptcy law, as these theories produce important practical results. However, these remarks are really beside the point, as Dicey is intended as a reference work for the practitioner whose search will seldom go unrewarded.

It was seventeen years since the fifth edition of Dicey, so that much new material existed. The Editor had to co-ordinate, and keep within the limits of space assigned to them, the work of seven learned colleagues. It has been said that the work is too academic, but if this is so, it is a "noble fault." Since 1932, the American *Restatement* had appeared, Beale's three-volume treatise, three editions of Cheshire, and the well-known volumes of Cook, Lorenzen and Falconbridge. Even the periodicals have given space to problems of conflict of laws in a way that Dicey

could not have foreseen in 1896. The editors have concisely dealt with this wealth and have not hesitated to change the text of the Rules, if necessary. The documentation gives a very comprehensive picture of the authorities on any given point.

Possibly one of the parts that must have been hardest to edit was Dicey's Introduction, which developed the theory of vested rights. Parts of Dicey now appear rather old-fashioned in view of modern writing. The difficult subjects of characterisation and *renvoi* are competently handled by J. H. C. Morris, but the reviewer must repress the temptation to adventure into these fields.

R. S. Welsh deals with legitimacy and legitimation, subjects to which he had already contributed. Kahn-Freund on Contracts is particularly valuable and contracts of carriage and marine insurance can be considered in a way that would be inappropriate in Cheshire. The space allotted to Torts is rather small, but Zelman Cowen criticises *Phillips v. Eyre*<sup>1</sup> and also refers to the Australian cases of *Varawa v. Howard Smith & Co.*<sup>2</sup> and *Musgrave v. The Commonwealth*.<sup>3</sup>

The Editor and his team are to be congratulated on the result; the defects of the work are due to the original plan of Dicey into which it is not always possible to fit the modern law. One can sympathise with the Editor who confesses that he laid down his task with relief, but he has earned the respect both of teachers and practitioners.

G.W.P.

1. (1870) L.R. 6 Q.B. 1.

2. [1910] V.L.R. 509.

3. (1937) 57 C.L.R. 514.

*History and Sources of the Common Law, Tort and Contract*: by C. H. S. Froom, of the Middle Temple, Barrister-at-Law, Fellow of Hertford College, Oxford: London: Stevens & Sons Ltd.: 1949: pp. xvii, 446.

This is a most interesting and useful work, designed primarily for students, but there will be few practitioners who would not derive benefit from it. Each chapter is introduced by a short and penetrating narrative and then the original sources are reproduced. The author does not claim to have studied the mss., but he has surveyed diligently both the printed sources and modern critical work upon them. If the work is tested by one interested in any particular field, he will be amazed at how much material is presented in a short space. The reviewer has been working on the law of bailment and the few pages devoted to this topic contain the authorities ancient and modern and a very clear summary of the diverse views of the various writers. The book is not a mere summary of longer works: it shows independence, originality and a gift for elucidating the obscure. It is not, of course, intended as the only text-book for the student, but it will be of great service in making accessible in a well-printed volume what otherwise would be rather difficult to find.