CHAPTER 1: GENERAL PROVISIONS

Section 1: Scope of the Principles

Article 1:101: Application of the Principles
Article 1:102: Freedom of Contract
Article 1:103: Mandatory Law
Article 1:104: Application to Questions of Consent
Article 1:105: Usages and Practices
Article 1:106: Interpretation and Supplementation
Article 1:107: Application of the Principles by Way of Analogy

Section 2: General Duties

Article 1:201: Good Faith and Fair Dealing
Article 1:202: Duty to Co-operate

Section 3: Terminology and Other Provisions

Article 1:301: Meaning of Terms
Article 1:302: Reasonableness
Article 1:303: Notice
Article 1:304: Computation of Time
Article 1:305: Imputed Knowledge and Intention

CHAPTER 2: FORMATION

Section 1: General Provisions

Article 2:101: Conditions for the Conclusion of a Contract
Article 2:102: Intention
Article 2:103: Sufficient Agreement
Article 2:104: Terms Not Individually Negotiated
Article 2:105: Merger Clause
Article 2:106: Written Modification Only
Article 2:107: Promises Binding without Acceptance
Section 2: Offer and Acceptance

Article 2:201: Offer
Article 2:202: Revocation of an Offer
Article 2:203: Rejection
Article 2:204: Acceptance
Article 2:205: Time of Conclusion of the Contract
Article 2:206: Time Limit for Acceptance
Article 2:207: Late Acceptance
Article 2:208: Modified Acceptance
Article 2:209: Conflicting General Conditions
Article 2:210: Professional's Written Confirmation
Article 2:211: Contracts not Concluded through Offer and Acceptance

Section 3: Liability for negotiations

Article 2:301: Negotiations Contrary to Good Faith
Article 2:302: Breach of Confidentiality

CHAPTER 3: AUTHORITY OF AGENTS

Section 1: General Provisions

Article 3:101: Scope of the Chapter
Article 3:102: Categories of Representation

Section 2: Direct Representation

Article 3:201: Express, Implied and Apparent Authority
Article 3:202: Agent acting in Exercise of its Authority
Article 3:203: Unidentified Principal
Article 3:204: Agent acting without or outside its Authority
Article 3:205: Conflict of Interest
Article 3:206: Subagency
Article 3:207: Ratification by Principal
Article 3:208: Third Party's Right with Respect to Confirmation of Authority
Article 3:209: Duration of Authority
Section 3: Indirect Representation

Article 3.301: Intermediaries not acting in the name of a Principal

Article 3:302: Intermediary's Insolvency or Fundamental Non-performance to Principal

Article 3:303: Intermediary's Insolvency or Fundamental Non-performance to Third Party

Article 3:304: Requirement of Notice

CHAPTER 4: VALIDITY

Article 4:101: Matters not Covered

Article 4:102: Initial Impossibility

Article 4:103: Fundamental Mistake as to Facts or Law

Article 4:104: Inaccuracy in Communication

Article 4:105: Adaptation of Contract

Article 4:106: Incorrect Information

Article 4:107: Fraud

Article 4:108: Threats

Article 4:109: Excessive Benefit or Unfair Advantage

Article 4:110: Unfair Terms not Individually Negotiated

Article 4:111: Third Persons

Article 4:112: Notice of Avoidance

Article 4:113: Time Limits

Article 4:114: Confirmation

Article 4:115: Effect of Avoidance

Article 4:116: Partial Avoidance

Article 4:117: Damages

Article 4:118: Exclusion or Restriction of Remedies

Article 4:119: Remedies for Non-performance

CHAPTER 5: INTERPRETATION

Article 5:101: General Rules of Interpretation

Article 5:102: Relevant Circumstances
Article 5:103: Contra Proferentem Rule
Article 5:104: Preference to Negotiated Terms
Article 5:105: Reference to Contract as a Whole
Article 5:106: Terms to Be Given Effect
Article 5:107: Linguistic Discrepancies

CHAPTER 6: CONTENTS AND EFFECTS
Article 6:101: Statements giving rise to Contractual Obligations
Article 6:102: Implied Terms
Article 6:103: Simulation
Article 6:104: Determination of Price
Article 6:105: Unilateral Determination by a Party
Article 6:106: Determination by a Third Person
Article 6:107: Reference to a Non Existent Factor
Article 6:108: Quality of Performance
Article 6:109: Contract for an Indefinite Period
Article 6:110: Stipulation in Favour of a Third Party
Article 6:111: Change of Circumstances

CHAPTER 7: PERFORMANCE
Article 7:101: Place of Performance
Article 7:102: Time of Performance
Article 7:103: Early Performance
Article 7:104: Order of Performance
Article 7:105: Alternative Performance
Article 7:106: Performance by a Third Person
Article 7:107: Form of Payment
Article 7:108: Currency of Payment
Article 7:109: Appropriation of Performance
Article 7:110: Property Not Accepted
Article 7:111: Money not Accepted
Article 7:112: Costs of Performance

CHAPTER 8: NON-PERFORMANCE AND REMEDIES IN GENERAL
Article 8:101: Remedies Available
Article 8:102: Cumulation of Remedies
Article 8:103: Fundamental Non-Performance
Article 8:104: Cure by Non-Performing Party
Article 8:105: Assurance of Performance
Article 8:106: Notice Fixing Additional Period for Performance
Article 8:107: Performance Entrusted to Another
Article 8:108: Excuse Due to an Impediment
Article 8:109: Clause Excluding or Restricting Remedies

CHAPTER 9: PARTICULAR REMEDIES FOR NON-PERFORMANCE

Section 1: Right to Performance
Article 9:101: Monetary Obligations
Article 9:102: Non-monetary Obligations
Article 9:103: Damages Not Precluded

Section 2: Withholding Performance
Article 9:201: Right to Withhold Performance

Section 3: Termination Of The Contract
Article 9:301: Right to Terminate the Contract
Article 9:302: Contract to be Performed in Parts
Article 9:303: Notice of Termination
Article 9:304: Anticipatory Non-Performance
Article 9:305: Effects of Termination in General
Article 9:306: Property Reduced in Value
Article 9:307: Recovery of Money Paid
Article 9:308: Recovery of Property
Article 9:309: Recovery for Performance that Cannot be Returned
Section 4: Price Reduction

- Article 9:401: Right to Reduce Price

Section 5: Damages and Interest

- Article 9:501: Right to Damages
- Article 9:502: General Measure of Damages
- Article 9:503: Foreseeability
- Article 9:504: Loss Attributable to Aggrieved Party
- Article 9:505: Reduction of Loss
- Article 9:506: Substitute Transaction
- Article 9:507: Current Price
- Article 9:508: Delay in Payment of Money
- Article 9:509: Agreed Payment for Non-performance
- Article 9:510: Currency by which Damages to be Measured

Chapter 10: Plurality of Parties

Section 1: Plurality of Debtors

- Article 10:101: Solidary, Separate and Communal Obligations
- Article 10:102: When Solidary Obligations Arise
- Article 10:103: Liability under Separate Obligations
- Article 10:104: Communal Obligations: Special Rule when Money Claimed for Non-performance
- Article 10:105: Apportionment Between Solidary Debtors
- Article 10:106: Recourse Between Solidary Debtors
- Article 10:107: Performance, Set-off and Merger in Solidary Obligations
- Article 10:108: Release or Settlement in Solidary Obligations
- Article 10:110: Prescription in Solidary Obligations
- Article 10:111: Opposability of Other Defences in Solidary Obligations

Section 2: Plurality of Creditors

- Article 10:201: Solidary, Separate and Communal Claims
- Article 10:202: Apportionment of Separate Claims
Chapter 11: Assignment of Claims

Section 1: General Principles
Article 11:101: Scope of Chapter
Article 11:102: Contractual Claims Generally Assignable
Article 11:103: Partial Assignment
Article 11:104: Form of Assignment

Section 2: Effects of Assignment As Between Assignor and Assignee
Article 11:201: Rights Transferred to Assignee
Article 11:202: When Assignment Takes Effect
Article 11:203: Preservation of Assignee's Rights Against Assignor
Article 11:204: Undertakings by Assignor

Section 3: Effects of Assignment As Between Assignee and Debtor
Article 11:301: Contractual Prohibition of Assignment
Article 11:302: Other Ineffective Assignments
Article 11:303: Effect on Debtor's Obligation
Article 11:304: Protection of Debtor
Article 11:305: Competing Demands
Article 11:306: Place of Performance
Article 11:307: Defences and Rights of Set-Off
Article 11:308: Unauthorised Modification not Binding on Assignee

Section 4: Order of Priority between Assignee and Competing Claimants
Article 11:401: Priorities

Chapter 12: Substitution of New Debtor: Transfer of Contract

Section 1: Substitution of New Debtor
Article 12:101: Substitution: General Rules
Article 12:102: Effects of Substitution on Defences and Securities
Section 2: Transfer of Contract

Article 12:201: Transfer of Contract

Chapter 13: Set-Off

Article 13:101: Requirements for Set-off
Article 13:102: Unascertained Claims
Article 13:103: Foreign Currency Set-Off
Article 13:104: Notice of Set-Off
Article 13:105: Plurality of Claims and Obligations
Article 13:106: Effect of Set-Off
Article 13:107: Exclusion of Right of Set-Off

Chapter 14: Prescription

Section 1: General Provision

Article 14:101: Claims subject to Prescription

Section 2: Periods of Prescription and their Commencement

Article 14:201: General Period
Article 14:202: Period for a Claim Established by Legal Proceedings
Article 14:203: Commencement

Section 3: Extension of Period

Article 14:301: Suspension in Case of Ignorance
Article 14:302: Suspension in Case of Judicial and Other Proceedings
Article 14:303: Suspension in Case of Impediment beyond Creditor's Control
Article 14:304: Postponement of Expiry in Case of Negotiations
Article 14:305: Postponement of Expiry in Case of Incapacity
Article 14:306: Postponement of Expiry: Deceased's Estate
Article 14:307: Maximum Length of Period

Section 4: Renewal of Period

Article 14:401: Renewal by Acknowledgement
Article 14:402: Renewal by Attempted Execution
Section 5: Effects of Prescription

Article 14:501: General Effect
Article 14:502: Effect on Ancillary Claims
Article 14:503: Effect on Set-Off

Section 6: Modification by Agreement

Article 14:601: Agreements Concerning Prescription

Chapter 15: Illegality

Article 15:101: Contracts Contrary to Fundamental Principles
Article 15:102: Contracts Infringing Mandatory Rules
Article 15:103: Partial Ineffectiveness
Article 15:104: Restitution
Article 15:105: Damages

Chapter 16: Conditions

Article 16:101: Types of Condition
Article 16:102: Interference with Conditions
Article 16:103: Effect of Conditions

Chapter 17: Capitalisation of Interest

Article 17:101: When Interest to be Added to Capital