Editor

Prof. Dr. H. Ercüment ERDEM

GALATASARAY UNIVERSITY SCHOOL OF LAW EMERITUS PROFESSOR OF COMMERCIAL LAW

NEWSLETTER 2019



ERDEM & ERDEM Law Office

Ferko Signature, Büyükdere Caddesi, No. 175/3 Esentepe - Şişli 34394 ISTANBUL



SUMMARY OF CONTENTS

PREFACEV				
CONTRIBUTORSIX				
SUMMARY OF CONTENTSXI				
LIST OF ABBREVIATIONSXVII				
COMMERCIAL LAW1				
Revision to International Commercial Terms: Incoterms® 20203				
Privilege to be Represented on the Board of Directors8				
Delegation of Representation Authority and Appointment of Limited Authorized Representative14				
Lack of Mandatory Bodies in Joint Stock Companies19				
Postponement of General Assembly Meetings in Joint Stock Companies24				
Wholesale of a Significant Amount of Company Asset				
Transfer of Seized Shares				
Liability from Representations and Warranties under Share Purchase Agreements42				
Distribution of Dividends in Public Companies47				

Secondary Liability of Companies Participating to Spin-off	53
Transfer of Employee Rights and Claims in Company Spin-offs	57
Restructuring of Debts Owed to the Financial Sector	62
Evaluation on Prohibition of Financial Assistance within Certain Scenarios	. 66
2016 York Antwerp Rules	71
The Relation between Contract of Carriage by Sea and Bill of Lading.	76
Employer's Remedies under FIDIC Silver Book	. 80
COMPETITION LAW	.85
Final and Interim Decisions of the Turkish Competition Board	. 87
Obtaining and Examining WhatsApp Correspondences as Evidence within the Scope of Competition Law	93
European Commission's Foreign Exchange Spot Trading Cartel Decisions	. 97
Restriction of Online Advertisement and Sales: European Commission's Guess Decision	101
Second Stage in Facebook File	108
Expected Second Half of Competition Board's 12 Banks Decision	113
Turkish Competition Board's Sahibinden.com Decision	118
ARBITRATION LAW	125
Arbitrability of Corporate Law Disputes	127
ICC Updates Guidance Note to Parties and Arbitral Tribunals	133
Complex Arbitrations: An Overall View of the ICC Rules - I	138

Complex Arbitrations: An Overall View of the ICC Rules - II	143
Complex Arbitrations: An Overall View of the ICC Rules - III	149
Arbitration in Construction Industry	156
Interaction between State Courts and Arbitral Tribunals in Taking of Evidence and Document Production	163
Witness Conferencing in International Arbitration	170
Action for Annulment of Objection before Arbitration	174
A Recent Decision from the High Court of England and Wales: Confidentiality of Arbitration v. Public Interest	178
A Shift from Arbitration to Multilateral Investment Court System at EU	182
CAPITAL MARKETS LAW	189
Recent Developments on Corporate Governance Compliance Reporting	191
Issuance of Shares in Registered Capital System	195
Draft Communiqué on Equity Based Crowdfunding	200
LAW OF OBLIGATIONS	205
Thoughts about Restrictions imposed on Contracts in Foreign Currency in the Example of Contract for Work including Costs in Foreign Currency	207
Parallel Debt and its Legal Nature under Turkish Law	210
A Snapshot of Postponed Articles Pertaining to Rent Laws under Turkish Code of Obligation No. 6098	214
Legal Liability of Doctors	219
General Principles of Indemnity Claims for Personal Injury	223

CIVIL PROCEDURE LAW AND EXECUTION AND	
BANKRUPTCY LAW	227
Decision of the Court of Cassation on the Unification of Case Law Concerning Interest Problem in Partial Claim Lawsuits	229
An Important Decision of the Assembly of Civil Chambers of the Court of Cassation Regarding Amendment of Pleading	232
The Review of the Decision of the Court of Cassation as a Result of the Appeal for the Sake of Law	236
An Important Decision of the Assembly of Civil Chambers of the Court of Cassation Regarding the Principle of Legal Security	240
Recent Developments Regarding Concordat	246
INTELLECTUAL PROPERTY LAW	251
Employers' Rights on Intellectual and Artistic Works Created by Employees	253
Genuine Use of the Trademarks	258
Absolute Grounds for Refusal in Trademark Registration	263
PERSONAL DATA PROTECTION	269
The Concepts of Personal Data, Data Processor, Data Controller and Contact Person within the scope of Personal Data Protection Legislation	271
Healthcare Sector Publishes a Guideline on Data Protection	277
Germany's Federal Cartel Office Prohibits Facebook from Combining User Data from Different Sources	281
LABOR LAW	287
Employer's Extended Management Right and Mobility Clauses in	289

Collective Labor Agreements and Strikes	295
Decision of the General Assembly on the Unification of Judgments Regarding Termination of Employment Agreement due to	
Absenteeism	300
TAX LAW	307
Recent Amendments in Relation to Tax Legislation	309
Taxation of Capital Decrease	313
Liability for Tax Debts of Limited Liability Companies	317
VAT on Exchange Difference	321
The Right to a Fair Trial and the Notification of Tax Inspection Reports	325
SPORTS LAW	331
Corporatization of Football Clubs	333
The Turkish Football Federation Dispute Resolution Committee: Its Organization, Jurisdiction and Procedure	338
Annulment of the Court of Arbitration for Sport Awards	346
Costs and Late Payment of Advance on Cost in CAS Arbitration	353
Basketball Arbitral Tribunal	358
MISCELLANEOUS	367
Singapore Convention on Mediation	369
Pre-contractual Obligation of Declaration of the Insurant and the Insurer's Rights in Case of Violation of the Obligation	373
Regulation on Pilotage and Towage Services	378
United States Economic Sanctions Regime: Iran	383

Have Form Requirements been brought for Engagements?	391
LEGAL DEVELOPMENTS	395
Important International Agreements	397
Important President Resolutions	402
The Grand National Assembly of Turkey Decisions	407
Other Important Changes and Developments in Laws	408
Important Changes and Developments in Regulations	410
Important Changes and Developments in Communiqués	419
Important Changes and Developments in General Communiqués	429
Other Important Changes and Developments	431
Important Legislation and Decisions regarding Competition	432
Important Legislation and Decisions regarding Mergers and	
Acquisitions	436
Important Changes and Development regarding Energy Law	457
Important Precedents and Other Decisions	458
INDEX	461