

Reasonableness within the Unidroit Principles. A Device to Harmonize Civil, Common and Sharia Legal Traditions in International Commercial Contracts

SILVIA ZORZETTO

Abstract: Reasonableness is a key-concept within the Unidroit Principles 2010. The content and the application of many Principles depend in fact on reasonableness at the end. In this paper the Author examines whether this extensive use of reasonableness represents a suitable solution of legal policy especially relating to commercial contracts between Middle Eastern and Western parties. After giving an outline of the main uses of reasonableness in the Principles, the essay analyzes the semiotic features and the pragmatic dimension of this concept. To explore the role of reasonableness in the harmonization process of the Civil law, the Common law and the Islamic legal traditions in international commercial contracts, the paper illustrates some contractual categories (such as the principle of the “sanctity” of contract, the excuses of hardship and force majeure, the notion of *gharar*) and reports some international awards between Middle Eastern and Western parties where arbitral tribunals have used reasonableness.

Keywords: Reasonableness, International commercial contracts, Unidroit Principles, Western legal tradition, Islamic law.