

*Article 5***[Exclusion, variation or derogation by the parties]**

The parties may exclude the application of this Convention or, subject to article 11, derogate from or vary the effect of any of its provisions.

## PRIOR UNIFORM LAW

ULIS, article 3.  
ULF, article 2.  
Prescription Convention, article 3 (3).

**Commentary**

1. The non-mandatory character of the Convention is explicitly stated in article 5. The parties may exclude its application entirely by choosing a law other than this Convention to govern their contract. They may also exclude its application in part or derogate from or vary the effect of any of its provisions by adopting provisions in their contract providing solutions different from those in the Convention.

2. The second sentence of ULIS, article 3, providing that "such exclusion may be express or implied" has been eliminated lest the special reference to "implied" exclusion might encourage courts to conclude, on insufficient grounds, that the Convention had been wholly excluded.