

International Business Negotiation

国际商业谈判

王茹
编著



知识产权出版社

全国百佳图书出版单位

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内容提要

本书主要介绍了国际商业谈判的具体过程及实务,以国际商业谈判的主要业务环节为主线,系统分析国际商业谈判相关的国际惯例、国际商品交换过程的各种实际运作以及文化差异对国际商业谈判的影响,具体介绍了国际商业谈判的内容与操作方法,例如谈判团队的组建,制订目标,地点选择,日程安排,谈判策略,协议签订,成果汇报等。本课程内容新颖实用,紧扣时代脉搏,并配有大量生动翔实的操作实例,旨在帮助学习者快速进入商业谈判的角色,以胜任商务工作的需要。

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前 言

入世以来,尤其是过去的三十多年中,我国与世界经济接轨的步伐大大加快,国家的经济活动也已远远超出传统的外贸范畴,国际谈判已成为经济活动中非常关键的环节,也成为许多大中型企业日常工作的一部分,对谈判策略与技巧的灵活应用已成为提高企业和商品竞争力的重要因素。《国际商业谈判》一书正是为了适应中国经济高速发展的新形势而编写的,对实际商务操作直接起指导作用,方便自学或课堂教学,旨在提高学习者在各种商务环境下的商务谈判技能。

《国际商业谈判》主要研究国际商业谈判具体过程及实务,以国际商业谈判的主要业务环节为主线,系统分析研究国际商业谈判相关的国际惯例、国际商品交换过程的各种实际运作以及文化差异对国际商业谈判的影响,具体介绍国际商务谈判的内容与操作方法,例如谈判团队组建,制订目标,地点选择,日程安排,谈判策略,协议签订,成果汇报等。本课程内容新颖实用,紧扣时代脉搏,并配有大量生动翔实的操作实例,旨在帮助学习者快速进入商务谈判的角色,以胜任商务工作的需要。

商界常需使用的谈判英语除表达己见之外,还必须说服对方、改变对方立场,远非礼貌性会话可以实现。因此,全书采用英文编写,以便创造国际商务英语的语言环境,通过对国际商务知识的学习,强化商务英语这一专门用途英语的技能,掌握商务领域的英语术语、文体和语言特点,从而提高学习者用英语分析和处理商务谈判业务的能力。

本书共十四章,涵盖商务谈判基本理论和国际商务合同谈判等实际操作内容,章节体例安排如下:

- 学习要点 (Key Issues): 每章学习的关键要点,使学习者在开始学习前就明确重点、难点,有的放矢地进行学习。
- 词汇 (Lead-in Words): 章节内容中的主要专业词汇,以帮助学习者准确掌握专业词汇特定含义,排除学习障碍。
- 理论解析: 每个章节的 Section I 和 Section II,介绍有关专业知识、

英语表达方式等,帮助学习者掌握谈判操作规程等理论知识,帮助学习者建立良好的谈判理论框架。

- 实操练习 (Practical Activities): 每个章节的 Section III, 包括案例分析 (Case Study) 和模拟谈判 (Simulation Negotiation), 对结合章节核心内容挑选的经典实际案例进行分析和演练, 由浅入深循序渐进, 有助于学生将理论与实践相结合, 做到活学活用。
- 参考商业谈判惯用语 (Reference Business Negotiation Idioms): 结合章节核心内容配以相关商业谈判惯用语, 方便学习者模拟谈判时选择使用, 或坚定立场, 或以退为进, 轻松练就熟练的谈判英语。

本书为北京物资学院青年科研基金项目《国际商业谈判策略与跨文化研究》的阶段性成果。

本书作者研究方向为国际经济合作, 主攻商务英语教育, 具有丰富的商务实践经验, 曾任瑞士 Faude & Huguenin 公司中国区商务代表, 现任哈萨克斯坦 Kazakhstan Mint 中国独家采购商及高校商务英语教师, 希望能把更多的实际商务内容融入每个章节。在本书编写的过程中, 作者参考并借鉴了国内外出版的有关资料和相关的网站, 在此对参考文献的原刊出单位和机构的支持表示衷心的感谢, 并对给予协助的国内外商务人士一并感谢。

由于编者水平有限, 书中不妥及疏漏之处在所难免, 恳请国内外专家和广大读者不吝指正。

编 者
2013 年 3 月

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Part I

ABC to International Business Negotiation

Chapter 1 About Business Negotiation

• Key Issues

Upon completion of this chapter, you will be able to:

- understand why people need negotiate;
- define basic concepts of business negotiation;
- distinguish the major characteristics of business negotiation;
- present the different types of business negotiation;
- recognize the key elements of international business negotiation.

• Lead-in Words

negotiation *n.* 谈判

conflict *n.* 冲突

dispute *n.* 争端

interest *n.* 利益

party *n.* 谈判一方

stake *n.* 重大利益, 利害关系, 关键利益

motive *n.* 动机

concession *n.* 让步

bargain *v. n.* 讨价还价

counterpart *n.* 谈判对手

Section I Negotiation Key Terminology

It is expected that negotiation terminology defined as follows would pave a way to better comprehension of concept and practice of negotiations further unfolded and developed in the following chapters.

1. Negotiation

Negotiations are applied to all situations of conflicts, arguments and bargaining arising in the normal course of business, personal relations and daily life. It is misleading to conceive that negotiations are only applied to significant issues. Everyone has been engaged in negotiations in such daily activities as shopping, arguing with someone else and dealing with people around. Like it or not, everyone is a negotiator. People negotiate even when they don't think of themselves as doing so. Negotiation is such a common phenomenon, so it is of great importance to define the meaning of negotiation and generalize activities that can be called negotiations in a more concise way.

'Negotiation' is in deed the Latin word 'negotari', namely 'to trade or do business'. A negotiation is a process of communication between parties to manage conflicts in order for them to come to an agreement, solve problems or make arrangements. Negotiation is a basic means of getting what you want from others. It is back and forth communication designed to reach an agreement when you and the other side have some interests that are shared and others that are opposed. (Figure 1 - 1)

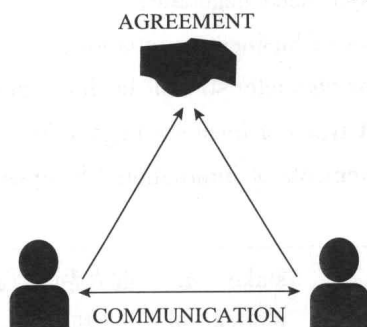


Figure 1 - 1 Negotiation Process

All activities with the above characteristics can be categorized as negotiations. However, not all negotiations can be labeled as successful ones in a strict and rational



sense, which means they must satisfy at least the following conditions:

Firstly, the outcome of negotiation is a result of mutual giving and taking. One sided concession or compromise can not be called a negotiation in the real sense.

Secondly, negotiations occur when there are conflicts, which in turn are resulted from disputes over stakes of negotiating parties. However, no negotiations can proceed smoothly and come to a satisfactory solution without collaboration between the participants.

Thirdly, in spite of inequality in negotiator's strength and power, all negotiators, no matter strong or weak, have the right to say 'no' to the conditions put forward by the other party, which is a show of equal right of the negotiators. Negotiating parties differ in size, financial strength, production capacity, political and economic supporters, which will create unbalanced negotiating power. The unfair result may be forced onto the weaker party if lack of such right. The stronger side may take advantage of the situation to reach a favorable agreement for itself. A contract not showing the free wills of negotiating parties is not legitimate.

2. Stake

Stakes are the value of benefits that may be gained or lost, and the costs that may be incurred or avoided. Stakes are compared to the status quo, options and alternatives, and are expressed as interests, which can be long-term or underlying desire and issues articulated for negotiation.

This definition of stake explains clearly how significant and crucial a negotiation can be for the parties involved. The three points it contains need further clarification:

Firstly, negotiating parties will either gain the interests they expect to win from the negotiation or lose what they hope to attain, which indicates that the talks are pertinent to relevant parties' own affairs and interests. Only when a party has stakes connected with the issues to be talked, can it become actively engaged in the negotiation.

Secondly, free lunch is not provided at the negotiation table. In another word, to get what is desired, both parties have to pay for the gaining at either high or low cost depending on how well negotiators manage the situation.

Thirdly, how much of stakes can be gained and whether a particular gain is the one that a party desires for are also gauged in view of the current situation. Negotiators will consider and compare the possible benefit if they choose to keep the present situ-

ation or make any changes. They will also have to decide how much they may gain if they choose option A instead of option B.

Fourthly, negotiator will have to compare and balance the relations between the current interests and long-term interests or underlying desires in order to make decision on satisfying long-term interests at the cost of current interests or the other way round.

3. Conflict

If conflict gives rise to negotiations, then conflict itself is caused due to clash of stakes or interests held by each party. Therefore a discussion on the nature of conflicts facilitates better understanding of negotiations.

A conflict is a dispute, disagreement or argument between two or more interdependent parties who have different and common interests. A conflict can block each other's ability to satisfy their own interests. The definition of conflicts states three points, which can be specified as following:

Firstly, parties in conflict are interdependent, which means there remains a kind of relationship developed by interrelated interests and concerns. There would be no conflict if two parties were not interrelated and had nothing to do with each other.

Secondly, both different and common interests coexist, which appears to be illogical. However, if there are only contradictions and no sharing of common interests, negotiations become groundless and unnecessary.

Thirdly, two parties in conflict will naturally fight for each other's own interests and make every effort to gain more from the other side, as a result it will reduce gain of interest expected initially.

People's attitudes toward conflicts differ greatly in certain contexts and are mixed in others. People who regard conflicts as negative sides often cite devastating wars and fighting which may have caused huge loss of lives and properties. Those who conceive conflicts as positive aspects often argue that conflicts can lead to innovation and social progress, such as computers were created during the Second World War. Still there are some other people who take middle ground. However, concerning relation between conflicts and negotiations, such aspects are taken into consideration: communication, creativity, relationship and outcomes. Let's examine the four aspects in view of good and bad features of conflict (Table 1-1).

**Table 1 –1 Comparison of Good and Bad Features of Conflict**

	Good Features	Bad Features
Communication		
interests	disclose	suppress
issues	clarify	cloud
Creativity		
learning	help	hinder
innovation	stimulate	restrain
Relationship		
tension	optimize	increase
satisfaction	increase	decrease
Outcomes		
benefit	high	low
escalation	control	incite

It can be inferred from Table 1 – 1 that conflicts can bring about favorable as well as unfavorable results depending largely on how people manage conflicts. Therefore, bad effects can be no doubt diminished to the minimum degree. If the positive aspects of conflicts are amplified to the maximum and negative aspects are brought under effective control, conflicts may end up in advancing human profits as a whole.

How to manage conflicts is a kind of practical skill which requires advices and suggestions for successfully handle all types of discord and conquering rough terrain and builds, developing conflict resolution skills and negotiation skills to resolve various types of challenges, and developing personal tools and systems for dealing with tensions and pressures.

Section II Basics of Business Negotiation

1. Types of Business Negotiation

So far as the types of business negotiation are concerned, we focus on four areas to prepare you for the fundamentals: sales of goods/services, investment, technology transfers as well as business contract.

(1) Sales of Goods/Services

Sales negotiation is an increasingly important part of the sales process. Negotiation starts when a buyer and a seller are conditionally committed to the sale. Negotiation generally results in a compromise between seller and buyer on price, i. e. the seller reduces and the buyer increases the price from their starting positions.

Due to the status differences between the two parties, generally, the negotiator shall discuss about the export business on the basis of analyzing the relations between supply and demand in international market, making proper strategic objective to achieve the desired results. No matter in what situation, the goal of the negotiators is to provide/get the right product in the right place at the right time and at the right price. For the exporter, he must make sure that he gets paid for the product, and for the importer, he must be assured that the goods he'll get is exactly what he orders.

To achieve desirable results in a sales negotiation, we must consider a variety of factors, such as product, quality, quantity, packing condition, price, shipping, insurance, payment terms, etc.

(2) Investment Negotiation

The creation of joint venture is probably the most widespread and complex investment negotiations that exist nowadays. Here, we just take the negotiation of joint ventures as an example.

Literally, setting up a joint venture is a long and complicated process that involves four stages: preliminary investigation, pre-negotiation, negotiation and implementation. The preliminary investigation covers the initial approach to the market. This exploratory stage is mainly a phase for collecting information before materially acting. The pre-negotiation phase includes making the first contacts with the company that could be a partner, assessing the compatibility of the two parties' objectives, ascertaining if they have common views on market strategy, conducting the feasibility study, and signing a letter of intent. When the feasibility study has approved by the authorities, the full negotiation can take place. At this stage the parties concerned discuss everything necessary to set up and operate the future joint venture, such as the rights and obligations of each party, as well as the respective contribution of capital, technology, expertise and other resources. The negotiation also addresses issues concerning the management of the joint venture, its decision-making structure, its policy for personnel management and the conditions for its termination. At this stage, parties also explore such issues as domestic and export pricing of the future products



for sale. This phrase is rather difficult with more than 50 issues, involving a large number of negotiators, lasting a long time and is subject to multiple unexpected events.

The last stage of the whole process concerns the implementation of the agreement. It would be logical to think the negotiation is over, but this is usually not the case. At this stage, surprises crop up on a daily basis, for instance, the working conditions or supplies of raw materials may undergo dramatic, unforeseeable external changes, as a matter of fact, numerous renegotiation may take place.

(3) Technology Transfer

For different environmental and developmental reasons, technological advances in different countries have always been unequal. The disparate nature of technological progress throughout the world provides the very basis for technology transfer. In the past few decades, international technology transfer has multiplied in leaps and bounds.

Technology transfer is a means of transferring research findings from within the institution to and for the benefit of the public. There are three principal legal methods that can be used to import technology. The first one is distribution, which is the most expensive among the three as it entails the purchase from the owner all his exclusive rights to a patented technology, trademark or know-how. The second method through a licensing agreement or contracts is more flexible and less expensive, hence more suitable to our national conditions. The third method is signing a know-how contract. But more often than not, the purchase of know-how alone is not enough. It takes place together with the purchase of equipment or technology and therefore can be included in the license contract.

A number of unique features in technology transfer are as follows: First, commercial technology transfer is highly monopolistic. Secondly, a single technology can be traded multiple times, as the transfer does not involve ownership but only the right to use. Finally, technology transfer does not simply follow the basic market rule of exchange.

(4) Business Contract Negotiation

A contract, in the broadest sense, is simply an agreement that defines a relationship between two or more parties. A business contract, in simplest terms, is just an agreement made by two or more parties for the purpose of transacting business. The contract which is generally adopted in import and export business is the formal written contract. Written terms may be recorded in a simple memorandum, certificate, or re-

ceipt. Because a contractual relationship is made between two or more parties who have potentially adverse interests, the contract terms are usually supplemented and restricted by laws that serve to protect the parties and to define specific relationships between them in the event that provisions are indefinite, ambiguous, or even missing.

2. Characteristics of Business Negotiation

No matter what the negotiation is all about, there are some of the characteristics of business negotiation:

(1) Negotiation is the heart part of every transaction and, in most situations, it comes down to the interaction between two parties with a common goal (profits) but divergent methods.

(2) These methods (the details of the contract) must be negotiated under the satisfaction of both parties. It can be a very trying process with confrontation and concession.

(3) Both parties share open information. In this case, both parties sincerely disclose them and listen to the other's objectives with an attempt to find something in common.

(4) Both parties try to understand each other's viewpoints.

(5) Both parties are aware that they have common and conflicting objectives, so they try to find a way to achieve common and complementary objectives acceptable both of them.

(6) There's no such thing as 'take it or leave it' in international business. Everything is negotiable. It all depends on the expertise of the negotiators.

(7) International business negotiation is known as the zero-sum game. One side's gains are directly the other side's losses. Your counterpart attempts to achieve the maximum concessions while leaving you just enough to keep you interested in the deal. Behind all of the smiles, handshakes, and banquets lurks is the reality that both parties are trying to 'beat' each other. It's an accepted, yet unspoken, fact.

3. Elements of Business Negotiation

Negotiation is a social phenomenon and special embodiment of human relations. It is a process of information exchange between two sides. They are counterparts of matched qualification and rather independent in material force, personality and social



status, etc. Due to mutual contact, conflict and differences in viewpoints, needs, basic interests and action mode, both parties try to persuade the other party to understand or accept their viewpoints and to satisfy their own needs. It concerns the following elements: it is an element of human behavior and depends on communication, that is, it occurs between individuals; it takes place only over negotiable issues; it takes place only between people who have the same interest; it takes place only when negotiators are interested not only in taking but also in giving; and it takes place only when negotiating parties trust each other to some extent.

In negotiations, both parties should remind themselves of the following questions:

- (1) Why we negotiate?
- (2) Whom we negotiate with?
- (3) What we negotiate about?
- (4) Where we negotiate?
- (5) When we negotiate?
- (6) How we negotiate?

Notes:

1. Negotiations are applied to all situations of conflicts, arguments and bargaining arising in the normal course of business, personal relations and daily life. It is misleading to conceive that negotiations are only applied to significant issues.

在商务活动、人际关系以及日常生活之中,只要存在冲突、争端、讨价还价,都可以用到谈判。如果认为只有在重要的事件上才需要谈判,那就是被误导了。

2. All activities with the above characteristics can be categorized as negotiations. However, not all negotiations can be labeled as successful ones in a strict and rational sense, which means they must satisfy at least the following conditions:

具备以上特点的所有活动都可以归结到谈判之列。然而,严格从理性分析的话就会发现,并非所有谈判都是成功的。也就是说,它们必须至少满足以下条件:

3. Stakes are the value of benefits that may be gained or lost, and the costs that may be incurred or avoided.

关键利益即可能得到或失去的利益所具有的价值,也可以理解为有可能产生或是避免的成本支出。

4. If conflict gives rise to negotiations, then conflict itself is caused due to clash of stakes or interests held by each party.