

全国高等院校经管专业双语教材
全国高等院校商务英语专业规划教材（本科）

国际商务谈判

（英文版）

International Business
Negotiation

刘园姜和主编



对外经济贸易大学出版社

University of International Business and Economics Press

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出版说明

随着中国与世界日益频繁的经济互动，用国际上的通用语言来思考、交流、工作的能力也越来越受到重视，既具有扎实专业知识又掌握娴熟外语的复合型人才成为现今市场的主要需求。双语教学就是在这种背景下顺应时代的产物。

根据教育部高等教育司的定义，双语教学是指将母语外的另一种外国语言直接应用于非语言类课程教学，并使外语与学科知识同步获取的一种教学模式。双语教学体现了现代教育思想，融外语与学科知识教学于一体，注重提高学生专业外语水平和直接使用外语从事科研的能力；注重促进学生专业知识、外语水平及能力素质的全面发展，增强学生直接使用外语从事国际经贸的涉外能力、适应能力以及国际商务实战技能。

为了适应市场需求和高校教学需要，对外经济贸易大学出版社组织编写了这套全国高等院校经管专业双语教材，主要适用于全国高等院校经管、金融、法律等专业、商务英语专业和英语专业的商务/应用/外贸英语方向的学生。

整套教材内容包括《国际商务谈判（英文版）》、《国际贸易理论与实务（英文版）（第三版）》、《国际贸易理论与实务（英文版）（第三版）辅导用书》、《国际贸易实务（英文版）（第二版）》、《国际贸易实务（英文版）（第二版）辅导用书》、《国际金融（英文版）》、《国际贸易法（英文版）》、《国际商务管理概论（英文版）》、《基础会计（英文版）（第二版）》、《基础会计（英文版）（第二版）教师用书》、《新编国际结算与案例（英文版）》等。

本套教材的编写队伍来自全国重点高等本科院校，编写教师均有着双语实际教学经验，这是本套教材编写质量的重要保证。

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前 言

与众多学科不同的是，国际商务谈判是典型的跨文化、跨学科的综合性学问和艺术。

国际商务谈判作为国与国之间、企业与企业之间经济交往的重要环节，在相当程度上决定着交易的成败、企业的兴衰，甚至影响着一个国家的发展机遇。然而，在不同历史背景、不同民族、不同个性的谈判工作者之间，如何构建起畅通无阻、共赢同进的桥梁，这既是国际商务谈判工作者的使命，更是国际商务谈判课程的宗旨所在。

近年来，各种版本的《国际商务谈判》教科书在国内层出不穷，编者本人也撰写了不同层次和类型的相关教材。但是，由于语言和文化差异的不可克服性，导致国际商务谈判这门独具特色的跨文化课程的相关内容，在用不同文字表述后损失了相当部分的原本意境，从而也带来了谈判效果的耗损。因此，为了能够让学习者更好地领悟国际商务谈判的精髓，尽可能原汁原味地保留另外一种语言的本真含义，进一步提高我国国际商务谈判人才的培养质量，编者从国际商务谈判的实战性出发，根据国际商务谈判的规律，全景式介绍了国际商务谈判从准备、组织到谈判技巧、战略战术的相关知识。相比中文版的《国际商务谈判》教材，英文版教材加大了跨文化方面的相关内容和对谈判人才的个性化培养方面的知识介绍，突出了英文教材的国际化、通识化、实战化的特点。

本英文版教材理论和实务并举，知识性与普及性并重，可作为高等院校国际贸易、公共关系、市场营销、企业管理等专业的本科教材，也可作为政府部门和企业培训高级商务谈判人才的参考用书。

本书由对外经济贸易大学国际经贸学院刘园教授和姜和博士担任主编，冯敏、颜新艳、陈文婧、杨晓晨、马泽方、占琪、高阳、董月、薛文婧、王琴、姚婉娇、孙琦、郭宏媛、王鹏飞、汪一鸣、刘田田、岳娇、张钰茹、曾杨、吴楠、周超和于欢等均对本书的最后成稿作出了贡献，在此一并表示感谢。

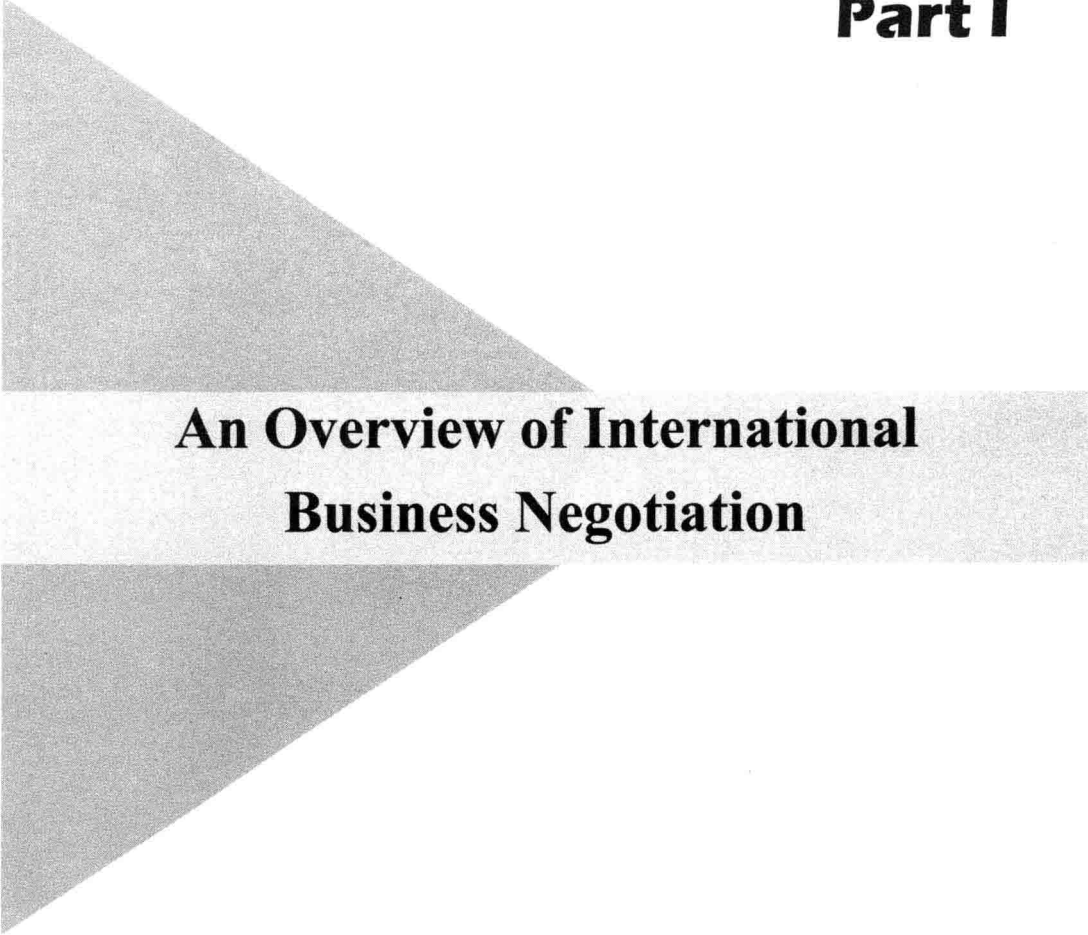
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2013年5月于北京

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Part I



An Overview of International Business Negotiation

Chapter 1

Introduction to International Business Negotiation

Upon completion of this chapter, you will learn the following key points:

- characteristics and contents of international business negotiation;
- negotiation principles.

LEAD-IN CASE

Pfizer, the pharmaceutical industry behemoth, was growing increasingly uneasy in early 2008. It had few blockbuster drugs in the pipeline, and several of its major revenue-generating drugs were about to lose patent protection. Pfizer had made several major acquisitions earlier in the decade and now looked to acquire another drug company to offset potential revenue losses. CEO Jeffrey Kindler placed a call to Wyeth Pharmaceutical's chief executive that spring.

Talks heated up in the summer months but appeared to collapse when the global banking system went into a meltdown that September. Each in a series of what appeared to be restarts over the next several months faltered on Wyeth's concerns that Pfizer could not finance the deal. Only in late January 2009, when a consortium of banks signed a loan commitment, was an agreement reached.

Pfizer, like many firms that have engaged in mergers and acquisitions (M&As) over the years, followed a pattern: management determined that an acquisition was the best way to implement the firm's business strategy; a target was selected that fit with the strategy; and a preliminary financial analysis yielded satisfactory results. It was time to approach the target and initiate negotiations, a process that generally begins with the buyer establishing what it believes to be a reasonable initial offer price range based on preliminary information. Although a potential buyer may wish to avoid being too specific at first contact, it may be unavoidable. The

seller may demand some indication of price before proceeding to release any additional information to the buyer. A wise buyer intent upon proceeding will provide a tentative purchase price or indication of value for the target firm subject to performing adequate due diligence.

In Tel Aviv, a Palestinian and an Israeli college student are trying to establish a dialogue for peace in the region. In the U.S., the CEO of a biotech company is weighing a buyout offer. An auto union in Detroit is voting whether to go on strike. Two parents in Beijing are discussing where to send their child to school.

What do these people have in common? In each case, they are confronting issues that require careful deliberation. They will try to negotiate their way to a solution, a new relationship, and a new understanding of each others' needs. Together, they will try to create new ways of working together that satisfy their concerns without resorting to haggling or manipulation.

BASIC CONCEPT AND CHARACTERISTICS

Definition and Characteristics of Normal Business Negotiation

The word “Negotiation” derives from the Latin word “Negotiarī”, which means “to do business”. Now in a broad sense, negotiation refers to the action and the process of reaching an agreement by means of exchanging ideas with the intention of dispelling conflicts and enhancing relationship to satisfy each other's needs.

Business negotiation is a process of conferring in which the participants of business activities communicate, discuss and adjust their views, settle differences and finally reach a mutually acceptable agreement in order to close a deal or achieve a proposed financial goal.

Business negotiation is a form of negotiation itself. It not only presents the characteristics of common negotiation, but also the characteristics of business activities. In modern society, the range of business activities is expanding all the time. The subjects of business activities almost include everything from tangible to intangible goods for exchange and sale. That is to say, it includes production factors such as technology, labor, capital, information, real estate and the like as well as the sales of general consumer goods and various materials. Therefore, business negotiation includes all the discussions over institutional or individual interests in business transactions.

Business negotiation falls into the scope of applied science. This discipline covers the study of the forms, principles and procedures of business negotiation, the psychological analysis

of the participants, as well as the introduction of specific methods, strategies and skills used in business negotiation. In real situations, business negotiation takes on numerous forms and concerns various contents, involving different procedures and methods in different cases. The Chinese saying, “Play to the score.” well manifests the nature of business negotiation. As a negotiator, you should identify the objective of your negotiation first and then figure out proper methods and strategies to be used. Take the following cases as an example—a university plans to negotiate with a digital company over the price at which to purchase desktop LCD computers, and two large corporations talk about merger. Though both of them are business negotiation, the knowledge, methods and strategies used are different.

Business negotiation demonstrates the following characteristics:

1. The objective of business negotiation is to obtain financial interest.

It is the financial interests that all parties concerned hope to gain to satisfy their need through negotiation that enable them to negotiate over a matter of common concern. In business negotiation, what the negotiators care are the cost and efficiency involved. The success of a business negotiation is judged by the satisfying financial interest gained from the negotiation. Therefore, financial interests serve the purpose of the negotiation. In another word, a business negotiation without any financial interests and efficiency is of no value.

2. The core of business negotiation is price.

Now that the purpose of a negotiation is to gain financial interests, the measure used to show how much interest each negotiator can get is the price. And other terms, including the product quality, quantity, delivery and payment, are closely tied to it. Take a taxi company in Nanjing for example. The company placed an order of 100 Santana 3 000 sedans. The unit price for this order may differ from that of a monthly purchase of 50 sedans or an annual purchase of 600. Let’s have a look at another example. The reason why air express is more expensive than ocean shipping is because the quotation includes the cost incurred to save time in addition to high air freight. As price is indicative of the profits from the sale with small margin but quick turnover, promptness and security, that makes it the focus and major issue of business negotiation.

But it should be noted that even though the price is the focus negotiators still need to leave room for concession over price. Apart from it, there are some other directly or indirectly related terms. Instead of bargaining over the price, negotiators may try to get corresponding “compensations” from other terms. The ability to focus on haggling over the price, to circumvent it if necessary and eventually fall back is a must for every business negotiator.

3. Its principle is equality and mutual benefit.

The basis of any business negotiation must be equality. It is the only way to mutual benefit. In a negotiation, if one side takes the upper hand, the agreement established is most unlikely to be followed. Only the principle of equality and mutual benefit can lead to “win-win” or “multi-win”. In chapter 2, “Game Principles in International Business Negotiation”, more cases are presented to illustrate this point in more detail.

4. Items of contract should keep strictly accurate and rigorous.

A business negotiation comes to a conclusion when two sides sign an agreement or a contract. The terms and conditions stipulated in the contract represent the rights and obligations of each side. These terms and conditions are expected to be worded with great accuracy, caution and prudence, which are the prerequisite for the guarantee of each side’s interests. A negotiator who has reached a favorable settlement may walk into the trap of a tricky written contract set by the other side, especially when they are not careful enough in drafting the contract, failing to ensure the completeness, vigorousness, correctness or accuracy, equitability and legitimacy of the contract. Once such a “mishap” occurs, the interests nearly in their hands may get devalued, or they may be totally divested of these interests—unfortunately, the negotiation may turn out to be fruitless and their efforts produce nothing in the end. Such cases are rather common in practice. Therefore, in business negotiation, negotiators should take the written contract seriously as well as the oral commitment, with more emphasis on the accuracy and rigorousness of the former, so as to avoid being deceived or losing money but without any evidence to defend themselves.

Definition and Characteristics of International Business Negotiation

International business negotiation refers to the business negotiation that takes place between the interest groups from different countries or regions. It is an important activity frequently involved in foreign trade and other economic exchange, serving a critical approach and method for these interest groups or individuals to confer together to reach an agreement or settle the issues of their interest conflicts.

In addition to the general characteristics of typical business negotiations, international business negotiation demonstrates the following features:

1. Language barrier

In face-to-face communication, or in written correspondence, one of the first obstacles encountered in international business negotiation is language barrier unless your counterpart

also speaks your mother tongue and writes in your native language. English is most commonly-used language in international trade and business activities while most international trade practices and terms are expressed in English. If the other parties are not from the English-speaking countries, other languages, such as French, Spanish, Russian and Arabic may be used in negotiation. People with multi-lingual skills are viewed as a master key to international business negotiation. However, such talents are rare. A person who often participates in international business negotiation must at least master one foreign language—for example, English. At very formal and important international business negotiations, all parties occasionally have their own interpreters, and most often hire temporary ones who know the language of the counterparts well—say, immigrants and international students. This can produce an effective communication and reduce the cost of negotiation.

2. Cultural differences.

The differences in culture, customs, religion and belief among countries are greater than those of different areas in a country. These differences manifest themselves more obviously in international business negotiation. If negotiators fail to understand these differences due to different cultural backgrounds, they are more likely to encounter unnecessary misunderstandings, which may even endanger the normal negotiation. For example, when an Indian businessman is shaking his head to show his satisfaction with the features of the product you have just presented, you may be quite puzzled that he has not identified with your quality product; or after you quote a high price to the other side, the Swiss negotiators, waiting in your usual way for bargaining over it, but your counterparts may not be used to this kind of bargaining. They may think that perhaps you lack common knowledge of the prices on the international market, or perhaps you do not have real interest in this transaction. As a result, they will leave you alone. On the other hand, the diverse religious beliefs and social ideologies also have a great impact on the international business negotiation. An experienced business person must know how to circumvent the cultural barriers, try to find out common interests to get along, and deal with these differences with tolerance. If necessary, you may even cater to and compliment the opposing cultures so as to reduce the conflict or barriers produced by cultural differences, or turn these differences into an accelerator for negotiation.

3. International laws and domestic laws are both in force.

The final outcome of an international business negotiation is the cross-border transfer of the object and the payment, involving not only domestic laws, but also related international business laws and international practices concerning international trade, international payment

settlement/international transportation and international insurance. For example, if you are in import and export trade negotiation, you need to master the terms used in international trade and fully understand its implications, and have enough knowledge of the laws in your opponent's country and the regulations and laws imposed by international economic organizations. Additionally, it takes time for you to learn and gain experience from the practice. Finally, an sensitive international business negotiator should be well informed of the new regulations and laws imposed home or abroad, with regard to the negotiation contents, so as to adjust the negotiating strategies accordingly.

4. International political factors must be taken into account.

Within the scope of business negotiation as it is, international business negotiation is part of the political and economic relations between the countries and regions concerned. Therefore, it will often be related to the political and diplomatic relationship between these two countries or between them and the others. Assume that a company asks you to cooperate with them to start a big utility engineering project on a site under territorial dispute with its neighboring country, which may increase the risk of not only being unable to finish the project, but also inducing diplomatic confrontation. Here is another example: an importer from the Middle East asks a Chinese textile enterprise to manufacture a batch of T-shirts with words of racial or religious discrimination on them. In this case, Chinese negotiators must refuse such an offer, no matter how profitable the deal is. It is thus clear that negotiators engaged in international business negotiation must be highly sensitive to international politics.

5. The difficulty and the cost are greater than that of domestic business negotiations.

Seemingly, as a consequence of the above mentioned features—that is, as far as languages, social conventions, values, legal environments and political factors are concerned, international business negotiations involve more elements and tend to be more complex than domestic ones. It is more difficult to conduct as well. Additionally, the expenditures on travel, conferences, study tours and entertainments are also higher. For example, to close a deal of an object worth a huge amount of money, we need to visit our counterpart's country and check the goods and so on; occasionally we have to go there again and again for rounds of negotiations to ensure that they have satisfying credit rating, reliable technical standard and efficient implement of the contract. In a sense, international business negotiation is an overall competition of knowledge, skills, perseverance and wealth.

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: sale 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 of the two parties, generally the negotiator shall discuss the export business on the basis of analyzing the relation 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 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 what he'll get is exactly what he orders.

To achieve desirable results in a sales negotiation, one must consider a variety of factors: product, quality, quantity, packing, price, shipping, quotation, offer and counter offer, insurance, payment, claim and arbitration, etc.

2. Investment negotiation

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

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 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 been 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 be 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 because, 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 through assignment, 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 as following: First, commercial technology transfer is highly monopolistic. Second, 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 one 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 receipt. 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.

PRINCIPLES OF BUSINESS NEGOTIATION

As a significant social activity, negotiation is a means of dealing with human relationships and resolving conflicts and has never been non-existent. As a product of social competition, negotiation has got its different meaning and content with the development of the times. Nowadays, normally five principles of negotiation are predominant in business area, and it may be helpful to know it before we enter into the detailed study: principles of collaborative negotiation, principles of interest distribution, principle of trust in negotiation, principle of distributive & complex negotiation and win-win principle. We will deal with them separately.

Principle of Collaborative Negotiation

Collaborative negotiation is also commonly known as Harvard Principled Negotiation, which is developed by Roger Fisher and William Ury in the book *Getting to Yes*. The core of the principle is to reach a solution beneficial to both parties by way of stressing interests and value not by way of bargaining. Negotiation is to negotiate with the other party in order to solve problems. It involves people with diverse interests working together to achieve mutually satisfying outcomes. Negotiation in itself is a kind of sincere collaboration. Through it both parties are seeking an alternative arrangement of a business situation so that at the end of the negotiation they feel this result is much better than that when they first started. Therefore the goal of collaborative negotiation is to minimize the dispute so that the outcome is more constructive than destructive. In achieving this, both parties are making concessions. They foster communication, problem-solving, and improved relationships. They are clear that it is through their sincere cooperation that the best result can be achieved.

Collaborative negotiation consists of four basic components:

People—separate the people from the problem.

Interests—focus on interests not positions.