

2. Neither Party shall require persons subject to their jurisdiction to engage in barter or countertrade transactions as a condition of bilateral trade between Canada and Vietnam.

ARTICLE XI

TRADE-RELATED FINANCE

The Parties shall encourage and facilitate the establishment of a relationship between Export Development Corporation of Canada, or its successor or successors, and the Central Bank of Vietnam, or an acceptable designate acting in full faith and credit of Vietnam, in regards to the financing of trade in capital goods, services and commodities, based on reasonable assessments of commercial risk and, where appropriate, based on sovereign risk guarantees.

ARTICLE XII

LAW APPLICABLE TO CONTRACTS AND SETTLEMENT OF COMMERCIAL DISPUTES

1. Neither Party shall interfere with the freedom of persons subject to its jurisdiction to agree with persons of the other Party on the choice of law to govern the conclusion and performance of contracts between them.
2. Persons of Vietnam, on the one hand, and persons of Canada, on the other hand, may agree to settle disputes arising out of commercial transactions by arbitration.
3. Such persons, involved in disputes arising out of individual commercial transactions, may agree to arbitration in accordance with the Arbitration Rules of the United Nations Commission on International Trade Law (UNCITRAL), adopted in 1976.
4. Nothing in this Agreement shall be interpreted in such a way as to hamper, nor shall either Party prevent, the parties to commercial transactions from agreeing on any other form of arbitration for the settling of commercial disputes, which they mutually prefer and which, in their opinion, best answers their commercial needs.
5. The persons of Canada and of Vietnam shall enjoy access to the courts of the other Party on the same basis as persons of any third country.

ARTICLE XIII

EXCEPTIONS

1. The provisions of this Agreement shall not limit the right of either Party to take any action for the protection of its national security interests.
2. Subject to the requirement that such measures are not applied in a manner which would constitute a means of arbitrary or unjustifiable discrimination between countries where the same conditions prevail, or a disguised restriction on international trade,