



INTERNATIONAL INSTITUTE FOR THE UNIFICATION OF PRIVATE LAW
INSTITUT INTERNATIONAL POUR L'UNIFICATION DU DROIT PRIVE

Our refce.: S80C/1433

NOTE VERBALE

The International Institute for the Unification of Private Law (UNIDROIT) presents its compliments to the Embassy of the Republic of Estonia in Italy and has the honour to inform that, following authorisation of the UNIDROIT Governing Council, the Secretariat is currently carrying out a consultation on the draft **UNIDROIT/FAO/IFAD Legal Guide on Collaborative Legal Structures for Agricultural Enterprises** (CLSAE). The public consultation seeks to raise awareness on the future instrument and to ensure that it is well-suited for application in different contexts. The draft instrument is hereby transmitted to the Government of the Republic of Estonia for its consideration.

UNIDROIT further has the honour to recall that the enclosed draft instrument was developed based on the proposals received from the Department of State of the United States and the Ministry of Justice of Hungary. The draft CLSAE Legal Guide constitutes the third instrument developed in partnership with the Food and Agriculture Organization of the United Nations (FAO) and the International Fund for Agricultural Development (IFAD), following the Legal Guide on Contract Farming (finalised in 2015) and the Legal Guide on Agricultural Land Investment Contracts (finalised in 2021).

As consistent with the Institute's established working methodology, the draft CLSAE Legal Guide has been developed by a Working Group composed of international experts representing different legal systems. In addition, representatives of international and regional intergovernmental organisations, farmers' associations, and generally non-governmental organisations active in the field have also participated as observers in the Working Group. The CLSAE Working Group is chaired by UNIDROIT Governing Council Member Professor Maria Ignacia Vial Undurraga (Chile) and coordinated by Professor Fabrizio Cafaggi (Judge at the Council of State of Italy and Professor at LUISS University, Rome).

The draft CLSAE Legal Guide aims to provide guidance on collaborative legal structures with a particular focus on smallholders and agricultural micro, small and medium-sized enterprises ("agri-MSMEs") to support their increased participation in agrifood value chains. The future instrument seeks to provide an illustrative "menu" of options for collaborative legal structures to develop entrepreneurial activities in the agricultural sector, divided into three categories of legal structures that are considered both separately and jointly: (i) multiparty contracts, (ii) cooperatives, and (iii) companies. The Guide also refers to digital platforms as an organisational tool that may be used by conventional legal structures for collaboration purposes.

The future Legal Guide is intended for use by those who provide advisory and capacity-building support to smallholders and agri-MSMEs, including those involved in drafting contracts and internal regulations. The Guide will also be useful for national legislators and policymakers, local and regional associations of agricultural entrepreneurs, producer organisations, non-governmental organisations, international development agencies, financial institutions, and legal counsels of transnational enterprises.

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UNIDROIT also has the honour to inform the Government of the Republic of Estonia that the Secretariat has launched a [dedicated consultation webpage](#) on the UNIDROIT website that allows interested parties to access the text of the draft Legal Guide, and explains the consultation process. Though the draft instrument is currently only available in English, the French version will be prepared in due course.

UNIDROIT has the honour to invite the Government of the Republic of Estonia to submit comments on the draft Legal Guide at its earliest convenience, and in any case by **20 September 2026**. Comments shall be accepted via email to: CLSAE-consultation@unidroit.org or transmitted through normal diplomatic channels by the Embassy of the Republic of Estonia in Italy.

UNIDROIT would be grateful if the Embassy of the Republic of Estonia in Italy would kindly bring the contents of this Note Verbale to the attention of the competent Authorities of its Government.

Rome, 20 July 2026

To the Embassy of the Republic of Estonia in Italy
ROME

