MERCURY

Advanced Legal Drafting for Commercial and Business Contracts

1 – 5 November 2027
Johannesburg (South Africa)



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Advanced Legal Drafting for Commercial and Business Contracts

Ref: 16467_1071152 **Date:** 1 – 5 November 2027 **Location:** Johannesburg (South Africa) **Fees:** 5300 Euro

Introduction:

This Advanced Legal Drafting for Commercial and Business Contracts course trains lawyers, in-house counsel, contract managers, and business professionals in advanced techniques for drafting, negotiating, and reviewing commercial and business contracts. This training focuses on drafting precision, clause architecture, risk allocation, and enforcement strategies that reduce disputes and support business goals.

Participants will learn to translate commercial terms into enforceable legal language and to tailor standard clauses to complex transactions. The Advanced Legal Drafting for Commercial and Business Contracts program emphasizes practical drafting frameworks, clause-by-clause analysis, and drafting for cross-border enforceability. It integrates modern contract-management considerations and compliance obligations. Learners will produce clearer, more defensible contracts aligned with the organization's risk appetite.

Targeted Groups:

This Advanced Legal Drafting for Commercial and Business Contracts training targets professionals seeking specialized knowledge and skills:

- Corporate lawyers drafting commercial agreements.
- In-house counsel managing supplier and customer contracts.
- Contract managers and procurement specialists.
- Legal advisors to startups and scale-ups.
- Paralegals supporting transactional teams.
- Compliance officers reviewing contractual obligations.

Course Objectives:

Participants will achieve the following objectives by completing the Advanced Legal Drafting for Commercial and Business Contracts course:

- Understand the anatomy of commercial contracts and their business drivers.
- Identify and draft essential clauses for sales, services, distribution, and licensing.
- Structure agreements to allocate risk clearly and limit liability exposure.
- Draft precise definitions and operative clauses to avoid ambiguity.
- Apply drafting techniques that enhance enforceability across jurisdictions.
- Build negotiation strategies that protect commercial interests while enabling deals.
- Produce clean, modular clause libraries and drafting checklists for team use.
- Critically review and redline third-party drafts with an eye to commercial outcomes.

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Targeted Competencies:

Participants will gain the following competencies during the Advanced Legal Drafting for Commercial and Business Contracts program:

- Draft clear recitals, definitions, and operative provisions.
- Construct effective indemnities, warranties, and limitation of liability clauses.
- Tailor confidentiality, IP, and data protection clauses to business needs.
- Translate commercial terms into enforceable contract language.
- Spot hidden risks in standard form agreements and propose remedial drafting.
- Establish redlining habits and version-control discipline for negotiations.
- Produce practical clause libraries and negotiation playbooks.
- Assess cross-border enforcement and governing law implications.

Studying Scenarios:

In this Advanced Legal Drafting for Commercial and Business Contracts training, participants will develop their skills through the analysis of the following scenarios:

- Drafting a master services agreement for a technology supplier with SLA and IP carve-outs.
- Rewriting a distributor agreement to protect pricing, territory, and termination rights.
- Negotiating a joint venture term sheet into binding documents while preserving exit routes.
- Redlining a SaaS customer agreement to limit indemnity and define data responsibilities.
- Preparing a supply contract that addresses force majeure and price escalation controls.

Course Content:

Unit 1: Foundations of Commercial Contract Drafting Contract Drafting & Legal Drafting:

- Purpose and market context of commercial agreements.
- Types of commercial contracts and when to use each.
- Principles of clarity: plain language and consistent terms.
- Role and drafting of recitals and background clauses.
- Drafting and using defined terms effectively.
- Structure and hierarchy: schedules, exhibits, and annexes.
- Readability checks and proofreading drills.

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Unit 2: Core Operative Clauses and Risk Allocation Commercial Contract Drafting Training:

- Drafting the core obligations and performance clauses.
- Payment terms, invoicing rules, and late-payment remedies.
- Warranties: scope, carve-outs, and duration.
- Indemnities: trigger events and mitigation obligations.
- Limitation of liability: caps, excluded losses, and carve-outs.
- Force majeure and business continuity drafting.
- Termination rights: for cause, convenience, and material breach.

Unit 3: Specialized Clauses for Business and Technology Deals Business Contract Drafting:

- Confidentiality and trade-secret protection drafting.
- IP ownership, licensing, and assignment clauses.
- Data protection and compliance obligations in contracts.
- Service levels, remedies, and liquidated damages clauses.
- Supplier performance bonds, guarantees, and parent company support.
- Escrow arrangements and source-code access mechanics.
- Audit, reporting, and acceptance testing terms.

Unit 4: Negotiation, Redlining, and Drafting Playbooks Contract Drafting for Lawyers:

- Preparing negotiation objectives and fallback positions.
- Effective redlining techniques and comment drafting.
- Managing counterparties: language that secures business needs.
- Developing reusable clause libraries and modular drafting.
- Version control, signoff workflows, and contract lifecycle basics.
- Drafting checklists that speed review and reduce risk.
- Practical exercises: converting term sheets into enforceable drafts.

Unit 5: Cross-Border, Compliance, and Enforcement Issues Advanced Contract Drafting Training:

- Drafting considerations for choice of law and forum selection.
- Drafting for enforceability: severability and saving provisions.
- Anti-corruption, export controls, and sanctions compliance clauses.
- Currency and tax allocation clauses for international deals.
- Dispute resolution: arbitration clauses and emergency relief.
- Remedies and enforcement mechanics across jurisdictions.
- Contract governance: amendments, novations, and assignment controls.

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Final Insights & Key Takeaways:

Advanced legal drafting converts commercial intent into precise, enforceable contract language that minimizes disputes and supports business strategy. Graduates will leave able to draft, negotiate, and operationalize contracts that reflect risk appetite while enabling commercial outcomes.