

*Presented by*  
Falconbury

# Introduction to Commercial Contract Review and Negotiation: A Practical 9-Step Framework

**7 July 2026**

+ 3 December 2026

A practical course providing a step-by-step structured framework and checklists to help professionals review, negotiate and manage contracts confidently while identifying, managing and reducing legal and commercial risk



**Format:**  
Live online



**CPD:**  
6 hours for your records



Certificate of completion

# Course overview

**Commercial contracts are complex, high-risk documents that directly affect revenue, liability and long-term business relationships.** This practical contract review course provides a clear, jargon-free 9-step framework to help professionals confidently review, understand and manage commercial contracts.

Using plain language, checklists and sample contract clauses, it strips away unnecessary jargon and focuses on the issues that matter most in real-world contract review and negotiation. The course equips participants with a structured method for identifying risk, protecting commercial interests and strengthening negotiation outcomes.

The course guides participants through the entire lifecycle of a contract, starting before review even begins by identifying the key questions to ask at the outset. It addresses contract formation issues such as:

- offer and acceptance,
- battle of the forms, and
- documents marked 'subject to contract',

ensuring participants understand when contracts become legally binding and how obligations can be created unintentionally.

The course explains the difference between express terms and implied terms, how to interpret schedules and policy documents, and how to identify which law governs a contract - particularly in cross-border commercial agreements.

Delegates learn how to spot attempts to introduce onerous or hidden terms, understand what parties can and cannot do under contract law, and assess enforceability with confidence.

A structured checklist approach is used throughout, enabling participants to review contracts systematically and efficiently.

The course also considers key commercial protections, exploring how contracts can be drafted to reduce the risk of disputes and avoid litigation or arbitration wherever possible. Key topics include:

- Payment clauses and common payment structures
- Indemnities and risk allocation
- Liability, limitation and exclusion clauses
- Termination rights and consequences

Participants will learn how to identify red flags, assess exposure and negotiate stronger protections.

The course concludes with a focused review of the 10 most negotiated contract clauses, supported by 20 practical tips for contract review and sample wording for commonly contested provisions.

By breaking contracts down into nine core areas, this course enables professionals to review clauses and identify risks more quickly, negotiate more effectively and protect their commercial interests. By the end of the programme, delegates will be able to review, negotiate and manage contracts with greater confidence, clarity and commercial awareness.

Delivered in a highly interactive format, the expert trainer combines real-life insights with practical exercises, discussion and case studies. Participants will leave with a toolkit of practical techniques they can apply immediately to ensure contracts align with their commercial objectives - and clear strategies they can use when they do not.

## Benefits of attending

By attending this highly practical one-day event you will:

- **Develop** a structured approach to reviewing any commercial contract, enabling faster, more confident decision-making
- **Understand** how contracts are formed, including offer and acceptance, and the impact of 'subject to contract' communications
- **Clearly** distinguish between express and implied terms and assess their commercial and legal impact
- **Learn** how risk and ambiguity can be hidden in drafting style, structure and apply techniques to manage grey areas
- **Assess** the role of schedules and policy documents and how they can materially affect contractual obligations
- **Identify** which law governs the contract, particularly in cross-border agreements, and understand the implications for your interests
- **Clarify** what parties can and cannot do within the legal boundaries of a contract
- **Learn** how to build effective contractual protections to reduce risk and manage disputes
- **Understand** the differences between warranties, representations, guarantees and indemnities, and when to use each
- **Analyse** payment clauses, including timing, triggers and risk points
- **Evaluate** liability provisions, including exclusions, limitations and caps
- **Learn** how to terminate contracts effectively and manage post-termination consequences
- **Apply** 20 practical contract review tips and review the 10 most negotiated commercial contract clauses, supported by a detailed checklist

## Who should attend?

Ideal for professionals responsible for commercial contracts, this course equips delegates with a clear, step-by-step framework to review contracts effectively, manage risks and strengthen commercial outcomes, including:

- In-house counsel
- Private practice lawyers
- Commercial managers
- Contract managers and administrators
- Business development managers
- Procurement managers
- Supply chain professionals
- Project managers
- Compliance officers and managers
- Risk managers
- Finance directors and managers

All those responsible for reviewing, interpreting or negotiating contract terms in a business or legal context, including those new to the role and those more experienced who wish to have a refresher.

# Programme

## Step 1: Starting the review

- Questions to ask yourself
- What is the outcome you want from this contract?
- The risk you are prepared to take
- What are the express terms?
- Are there any terms implied but not stated?
- Definitions which terms are to be defined style to adopt the definitions
- Headings
- Writing style and what can be buried
- What has been included into contract such as schedules and policy documents?
- Do the boiler clauses of the contract reflect what you want from the contract?
- Are there preliminary documents or emails 'subject to contract' to consider and their meaning?
- Conflict between clauses
- Ambiguity and grey areas

## Step 2: Governing law and dispute resolution

- Which law applies to the contract?
- Who has the right or the jurisdiction to resolve disputes?
- Selecting the law and the dispute resolution procedure, advantages and disadvantages

## Step 3: Core contractual obligations

- Essential terms of a contract
- Restrictive covenants - what you cannot do
- Schedules of work

## Checklist and checklist of questions to ask yourself

## Step 4: Protection within the contract

- Warranties
- Representations
- Guarantees
- Indemnities

**What each means and when to use each and to avoid overlapping**

# Programme

## Step 5: Payment clauses

- Fixed price
- Cost plus
- Time and materials.
- When you will be paid and upon what information?

## Checklist for timing of payments

## Step 6: Risk diversification

- Indemnities in detail
- Varieties
- Effective indemnities
- What to watch out for - checklist
- Options to indemnities

## Step 7: Liability

- Limitations and exclusions of liability
- Exclusion
- Limitation
- Cap
- Drafting limitation exclusion clauses
- Sample clauses and checklist

## Insurance for liabilities

## Step 8: Termination

- How a contract ends – options
- Time up!
- Breach of the contract
- Approaches to termination clauses
- Impact of termination
- Which duties and obligations continue after termination

## Step 9: Reviewing & analysing the contract and 10 most negotiated clauses

- 20 tips for reviewing the contract
- First reading
- Second reading
- The review and analysis
- Detailed checklist with advice and experience of facilitator
- Most negotiated clauses - Including intellectual property, limitation of liability, payment terms, renewal
- Sample wordings

# Presenter



## Arun Singh OBE

**Arun Singh** (Prof) OBE, FRSA is an international lawyer and consultant to an international law firm. He was formerly a partner and head of commercial law at KPMG Legal and partner at Masons (now Pinsent Masons).

Arun has advised on disputes and collaborations in a wide range of jurisdictions including Europe, countries in West and East Africa, India, Bangladesh, China, Hong Kong, Saudi Arabia, UAE, Qatar, Pakistan, Libya, Jordan, Syria, the US, Caribbean, Russia, Israel, Lebanon, Egypt, Thailand and Singapore. Arun is cited and ranked in the Chambers Guide to the world's leading lawyers. He concentrates on international investment, joint ventures, licensing of technology, research and development, M&A, energy, outsourcing and corporate governance in developed and emerging markets; he also handles international legal risk management matters. Arun advises a range of international organisations and is a visiting professor in International Business, Leadership and Negotiations at Salford University Business School, senior associate at Oxford University's Institute of Legal Practice and teaches international leadership and negotiations at the University of Cambridge. He has facilitated programmes in Europe, Asia, the Middle East and the US.

He is a recognised corporate educator and a non-executive director of two international investment companies – one of which is listed on the London Stock Exchange, chairing the Audit Committee and Investment Committee.

He was appointed an OBE by HM the Queen in January 1999 for services to international trade, investment and intercultural management. Arun is an editor and contributor to a number of publications including Business and Contract Law (a Thorogood Special Report) and How to Lead Smart People – Leadership for Professionals (Profile Books) (recommended reading in the big four corporate advisory firms and basis for the popular international Coursera MOOC, University of London course 'Stepping Up: Leading Others'). He is also a facilitator for company programmes and an experienced speaker at international corporate conferences.

# Course dates

7 July 2026

Live online

09:00-16:30 **UK (London)** (UTC+01)

Course code 16895

GBP **599 699**

EUR **839 979**

USD **963 1,119**

Until 02 Jun

3 December 2026

Live online

09:00-16:30 **UK (London)** (UTC+00)

Course code 16896

GBP **599 699**

EUR **839 979**

USD **963 1,119**

Until 29 Oct

## How to book



**Online:**

[ipi.academy/3371](http://ipi.academy/3371)

Alternatively contact us to book, or if you have any queries:



**Email:**

[info@ipiacademy.com](mailto:info@ipiacademy.com)



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## Discounts

- Booking more than one delegate on any one date qualifies for a **30% discount** on the second and subsequent places.
- Most events qualify for an **early booking discount** prior to 6 weeks before the course date. Be sure to check on our website, where the latest discounts will be shown.

## Further information

### Fee

The fee includes all meals and refreshments for the duration of the course (for venue-based courses) and a complete set of course materials (provided electronically). If you have any particular requirements, please advise customer services when booking.

### Please note

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**ALEKSANDRA BEER**

**Tel:** [+44 \(0\)20 7749 4749](tel:+44(0)2077494749)

**Email:**

[inhouse@ipiacademy.com](mailto:inhouse@ipiacademy.com)



**YESIM NURKO**

**Tel:** [+44 \(0\)20 7749 4749](tel:+44(0)2077494749)

**Email:**

[inhouse@ipiacademy.com](mailto:inhouse@ipiacademy.com)

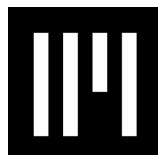


**Harry ALTAMONT**

**Tel:** [+44 \(0\)20 7749 4749](tel:+44(0)2077494749)

**Email:**

[inhouse@ipiacademy.com](mailto:inhouse@ipiacademy.com)



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10-12 Rivington Street  
London EC2A 3DU

[ipi.academy](http://ipi.academy)

**Tel:** [+44 \(0\)20 7749 4749](tel:+44(0)2077494749)

**Email:** [info@ipiacademy.com](mailto:info@ipiacademy.com)