



Presented by  
**Falconbury**

# 3-day Drafting Commercial Contracts

**9-11 December 2025**

+ 4 March 2026 / 11 March 2026 / 18 March 2026, 16-18 June 2026, 15-17  
September 2026, 8-10 December 2026

A practical, interactive three-day programme designed to develop your skills to draft clear and concise commercial agreements. This comprehensive two-part programme focuses on delivering practical and applied training in the key drafting skills.



**Format:**  
Live online, Classroom



**CPD:**  
18 hours for your records



Certificate of completion

# Course overview

## Negotiate and draft clear and concise commercial agreements that meet the challenges of today's commercial environment.

Business is founded on the crystallisation of the terms of a deal and clarity and fair construction are the key to a successful commercial agreement. Without a clear agreement, commercial and legal disputes are likely and unclear agreements are one of the largest causes of costly commercial litigation.

With this in mind, we have developed this modular and comprehensive multi-part programme that focuses on delivering practical and applied training of the key drafting skills needed to create transparent and direct contracts that deliver on a legal and commercial level. Each section of the course builds on the section before.

**Part One: Drafting, Structure, Interpretation and Formation of Contracts** focuses on developing a robust structure and formation to your contracts and expanding your drafting skills to deliver concise and watertight agreements. It will also explain the fundamentals of how contracts are interpreted.

**Part Two: Precise and Careful Drafting** looks in more detail at the more complex clauses and how they can be drafted and applied to leverage commercial value and manage legal risk.

### Practical interactive learning style

This workshop-style programme has been designed to offer a practical solution to your drafting challenges. Throughout the programme the expert presenter will use a balanced mix of theory, group exercises, discussion, sample clauses and case studies to provide you with a comprehensive portfolio of practical tips and techniques to draft contracts which meet your commercial objectives as well as ensuring that there are no 'surprises' further on.

**Please note:** When attending the online version of this course, participants are required to join with the ability to turn on their cameras. This is an essential requirement in order to fully participate in the training course due to the interactive nature of the programme.

### Presenter's firm

## WESTON LEGAL

**Weston Legal** is a leading specialist boutique firm specialising in Commercial law, Technology law, Media law, Intellectual Property law, Data law and Regulatory law and practice. From its founding, the firm has always committed to provide a fast and efficient service wherever its clients operate. As its business has grown and diversified, it has recognised the strength and importance of the principles held by its people; putting clients first and operating as one team to realise its goals and share its success. These principles have formed the foundation of its culture and the way its lawyers interact with one another and the firm's clients. They are what distinguish it and are vital to its future.

To find out more about what Weston Legal can do for you, please contact Mark at [westonlegal.ltd](https://uk.linkedin.com/in/markwestonlegal) or see <https://uk.linkedin.com/in/markwestonlegal>

Mark also operates as a leading consultant to Hill Dickinson LLP, a leading and award-winning international law firm with offices in London, Liverpool, Manchester, Leeds, Birmingham, Piraeus, Singapore, Monaco and Hong Kong. As a full service law firm, it delivers advice and strategic guidance spanning the full legal spectrum from non-contentious advisory and transactional work, to all forms of dispute resolution. The firm is on the panel of a number of national and international organisations and regularly competes against many of the City firms. In recent months, they have been able to win a number of panel reviews against City firms.

To find out more out what Mark can do for you via Hill Dickinson, please contact him via [www.hilldickinson.com](http://www.hilldickinson.com)

## Benefits of attending

By attending this programme you will:

- **Examine** assignment and novation to ensure you are suitably protected in the case of transfer or sale of rights
- **Consider** the purpose and effect of typical boilerplate clauses and how you can leverage value for your organisation through clearer drafting
- **Get-to-grips** with payments and interest terms to understand how penalties can be applied
- **Expand** your knowledge of the risk of drafting a contract without a confidentiality clause
- **Understand** the risks that can be created through poor drafting in practical exercises under the guidance of the expert
- **Discuss** any disputes or issues you are facing with colleagues from other organisations to gain new ideas and perspectives
- **Understand** the pitfalls and pluses to applying an effective standard structure and format to every contract
- **Master** practical drafting techniques to write concise and effective agreements
- **Examine** special contractual arrangements and letters of intent
- **Learn** how to interpret variations and time of essence clauses
- **Clarify** the distinction between 'best endeavours' and 'reasonable endeavours' – essential terminology in commercial contracts
- **Get up-to-date** with the use and drafting of contractual warranties and indemnities
- **Understand** the effect of exclusion and limitation clauses, and how they can be used to manage your exposure

## Who should attend?

This programme has been specifically designed for those who want to enhance their practical drafting skills and who have a knowledge of the law, including:

- In-house lawyers
- Private practice lawyers
- Commercial and contracts directors and managers
- Procurement personnel
- Compliance officers
- Company secretaries

# Programme

## Contract interpretation

- Systems of law
- Civil law vs common law approaches to drafting
- Precedent (and some Latin)
- Interpretation and construction
- Clarity and ambiguity: *Arnold v Britton*, *Wood v Capita Insurance*
- Ambiguity: *Investors Compensation Scheme v West Bromwich*
- Classical contract interpretation (six canons)
- Modern contract interpretation (ten principles)
- The effect of Brexit on contract drafting and interpretation
- Admissible background
- Private dictionary principles

## How do you form a contract? (Part 1)

- Ingredients to form a contract
  - Classical
  - Offer
  - Acceptance
  - Consideration
  - Battle of the forms
  - Other elements in formation
- *Sui generis* formation

## Commercial contract format and structure

- Splitting form from content
- Form
  - Law and custom
  - Tone and format
  - Deed or under hand?
  - Drafting techniques
    - Mapping: free drafting (when you have no precedent)
    - Mapping: tied drafting (when you have a starting point)
- Structures of typical commercial contracts

## Ancillary documentation and contracts

- Drafting for certainty
- Pre-contract documentation and discussions
  - Tendering
  - Prevention is better than cure
  - Negotiations
  - TLAs
  - NDAs
- Content of TLAs
- Agreements to agree
- Variations

## Terms: implied, express and standard (Part 1)

- Implied terms
  - Three types
  - The 2015 revision
  - Plus 1

## Terms: implied, express and standard (Part 2)

- Express terms
  - Time is of the essence
  - Best endeavours clauses
  - Reasonable endeavours
  - Nuances and efforts
  - The obligation spectrum
- Meaning of standard terminology
  - Reasonable
  - Substantial
  - Material

## Drafting techniques: the easy but not well-known stuff

- Practical tips

## Drafting techniques: The Hard Stuff (part 1)

## Drafting techniques: The Hard Stuff (part 2): warranties and indemnities

## Exclusion and limitation clauses (Part 1)

## Exclusion and limitation clauses (Part 2)

## Introduction to boilerplate

## Transferring contractual rights and obligations

- Transferring rights
  - Assignment
  - Novation
  - Other transfers
  - An exercise: in the real world
- Third-party rights
  - Privity
  - Some history
  - Practical examples
  - The new rules
  - Drafting issues and traps

## Welded boiler plate: 5 types of clause

## Set-off, Interest, mix-and-match

## (1) Entire Agreement clauses (2) Governing law, jurisdiction and dispute resolution clauses

## Exercises

# Presenter



## Mark Weston

**Mark Weston** has run his own law firm, Weston Legal, since 1 January 2024. He is also a consultant at Hill Dickinson LLP where he joined in February 2016 as a partner and Head of its Commercial, TMT & IP Practice. Before that, he was a partner and Head of the Commercial/IP/IT Team at Matthew Arnold & Baldwin LLP and before that, he spent several years at Baker & McKenzie in London and Chicago and has also previously been seconded to Hewlett Packard and other technology businesses. He changed role to become a consultant in Hill Dickinson's London office in January 2024.

**Expertise:** Mark's practice covers both non-contentious and contentious matters in all areas of commercial law, intellectual property law, information technology law, Internet, electronic commerce and on-line services law. He specialises in commercial and Tech issues. Mark is used as a 'trusted adviser' by many clients in all sorts of businesses and often acts as 'private practice in-house counsel' for many clients. He specialises in tech and internet businesses.

**Clients:** Just some of Mark's more well-known clients include Elstree Film Studios, RTL Group S.A., Sykes Cottages, Retailcorp Brands LLC, The Gulf Marketing Group, Moneynetint Limited and the BBC.

**Some detail:** Mark has extensive experience in advising clients on all manner of commercial matters (such as business planning and solutions, franchising, distribution, agency and marketing) through branding and intellectual property exploitation and licensing, to advice and documentation regarding hardware and software issues (such as development, licensing, maintenance and distribution, SaaS and cloud, Internet transactional solutioning, B2B, B2C and B2G electronic commerce, S-commerce and M-Commerce, social media, outsourcing, facilities management, procurement, IT policies, data protection (privacy), GDPR and freedom of information issues as well as artificial intelligence (AI)). He has a particular expertise in new digital business and revenue streams. He is also experienced in dealing with software disputes and IT litigation. The increasingly extensive media side of his practice relates primarily to publishing (both real world and digital content), to games and gaming platforms (and particularly transmedia technologies), advising companies about their advertising onscreen, online and in print and managing their public communications strategies generally (dealing with the CMA and ASA in the process) – and also a smattering of television, film and music exploitation. Recently he has been very active in AI advice.

### More unusual:

Mark has previously spent several months on secondment to Hewlett Packard and he has also been seconded to assist in the legal problems arising in new technology companies such as Symbian. From 2000 to 2001, Mark was resident in the Chicago office of Baker & McKenzie advising US clients on European and UK aspects of IT and electronic commerce law and practice.

Mark is the author of the *Legal Practice Companion*, a parallel text book used at several law schools, the editor of the *IP and Media Law Companion* as well as the rest of the Companion series of books published by Bloomsbury Professional, Tottels, Cavendish Publishing and Oxford University Press. He has noted numerous reports for the *IT Law Reports* and is widely published in *Computing*, *Computers & Law*, *Computer Law & Security Report*, *IT Law Today*, *Intellectual Property World*, *Solicitors Journal* and many other journals both online and offline. Mark has also authored articles syndicated in the national and trade press and is regularly quoted in national newspapers and is heard on radio as an expert in his fields. Mark is the author of the *Business Names on the Internet* chapter in the *PLC Ecommerce Manual* as well as numerous other articles on various Commercial & IT law topics.

Mark lectures regularly on all Commercial, IP and IT law topics, including at the IBC IT 'Summer School' Programme in Cambridge, England; the Falconbury and MBL two-day and three-day Commercial Contracts seminars (run several times a year) and IT Contracts seminars (run three times a year) in London; and he has previously lectured at the Annual On-line & Internet Commerce Law Institute seminar in Chicago and tutored at University College London. He also runs a programme of bespoke training schemes on commercial law, IP law, IT law, AI law and data law as well as soft skills programmes such as negotiation skills and presentation skills.

Finally, you may have seen that Mark likes blogging and writing books, which are available at all good bookshops! He also appears regularly on BBC1 (usually providing advice on-screen to BBC Watchdog) and also on Sky News as a legal commentator, as well as trying to avoid the huge quantity of pink powder the TV make-up girls want to apply to his increasingly receding hairline.

# Course dates

**9-11 December 2025**

**Live online**

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

Course code 15064

GBP **1,399** ~~1,699~~

EUR **1,959** ~~2,379~~

USD **2,251** ~~2,719~~

**Until 04 Nov**

**4 March 2026,  
11 March 2026 &  
18 March 2026**

(Non-consecutive days)

**Live online**

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

Course code 15923

GBP **1,399** ~~1,699~~

EUR **1,959** ~~2,379~~

USD **2,251** ~~2,719~~

**Until 28 Jan**

**16-18 June 2026**

**Classroom**

London

Course code 15711

GBP **1,699** ~~1,999~~

EUR **2,379** ~~2,799~~

USD **2,731** ~~3,199~~

**Until 12 May**

**15-17 September 2026**

**Live online**

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

Course code 16323

GBP **1,399** ~~1,699~~

EUR **1,959** ~~2,379~~

USD **2,251** ~~2,719~~

**Until 11 Aug**

**8-10 December 2026**

**Live online**

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

Course code 16608

GBP **1,399** ~~1,699~~

EUR **1,959** ~~2,379~~

USD **2,251** ~~2,719~~

**Until 03 Nov**

## How to book



**Online:**

[ipi.academy/821](https://ipi.academy/821)

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



**Email:**

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



**Phone:**

[+44 \(0\)20 7749 4749](tel:+442077494749)

## 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

IPI Academy (and our training partners) reserve the right to change the content and timing of the programme, the speakers, the date and venue due to reasons beyond their control. In the unlikely event that the course is cancelled, we will refund the registration fee and disclaim any further liability.

### Terms and conditions

The rest of our terms, the event cancellation policy and the terms and conditions are on our website, please visit [ipi.academy/content/terms-and-conditions](https://ipi.academy/content/terms-and-conditions)

# Reviews



**Excellent. Very knowledgeable, very fluent speaker and managed the course, exercises and attendees very well.**



**Daniel Kerbes**  
Contracts Manager  
HSO Enterprise Solutions Limited  
Sep 16 2025



**Couldn't be better. I was hoping to gain a solid foundational understanding to help me when drafting or reviewing agreements. Not only did the webinar deliver on this, but my expectations were exceeded multiple times—the content and explanations went far beyond what I anticipated. I particularly appreciated the multiple practical pieces of advice and real-life examples that were shared, as well as the overall value of the information received. On a scale 1-5, I would rate 10 if I could.**



**Filip Isailović**  
Regional Legal Counsel for Serbia  
OCSIAI Europe s.a.r.l.  
Sep 16 2025



**Would give a higher score if I could. I wanted to gain confidence in drafting and understanding contracts and I absolutely gained this. [Speakers] style is fantastic. His balance is exactly right - he made the course enjoyable, fun and helped everyone's understanding. Brilliant. Highly recommended.**



**Sadie Patamia**  
Corporate Governance Manager  
Enterprise Oxfordshire  
Jun 17 2025



**Thank you for a really enjoyable and interesting course. Practical drafting tips were very helpful. It was a useful back to basics on why we do what we do, but also offered real practical drafting suggestions rather than theoretical points.**



**Dionne Simpson**  
Legal Counsel  
Harrison Catering Services  
Jun 17 2025

## Run this programme in-house for your whole team

Coming to IPI Academy for your in-house training provides an all-inclusive service which gives you access to a wide variety of content, learning platforms and delivery mechanisms as well as your own personal training adviser who will work with you from the initial enquiry through to feedback and follow-up after the programme.

With over 600 trainers, all practitioners and experts across a huge range of fields, we can provide the training you need, where you need it, when you need it, and at a price which suits your budget. Our approach to tailored learning and development consists of designing and delivering the appropriate solution for each client.

For your FREE consultation and to find out more about how we can work with you to solve your training needs, please contact our training advisers:



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