



INTRODUCTION

Many companies do not engage or have any dedicated legal personnel to handle commercial contracts properly. Instead, it is often handled by a lay person with limited knowledge in this field, henceforth unable to best protect the interests of the company in any conflicting situations that may arise.

As most business deals are made by entering into agreements, the ability to draft and vet commercial contracts has become an increasingly essential skill set for many personnel to possess and master. Having a good understanding and knowledge of Commercial Contracts has become a very important tool for any company.

LEARNING OBJECTIVES

By the end of the workshops, participants will be able to:

- ❖ Develop a structured approach to contract drafting and vetting through practical exercises and guidelines
- ❖ Understand the essence of contract drafting
- ❖ Manage risk and explore different opportunities
- ❖ Understand the importance and benefit of effective provision of Force Majeure and Termination
- ❖ Draft and negotiate a water tight contract to effectively manage cost and exposure to risk

COURSE OUTLINE

Day 1 Course Outline

The general approach to contract drafting

- ❖ What is a contract and what does it constitute
- ❖ What are the approaches to take when dealing with contracts?
- ❖ The do's and don'ts

What are commercial terms in a contract?

- ❖ The definition of commercial terms
- ❖ How can commercial terms be classified?
- ❖ How to approach commercial terms from non-commercial terms?

What must be done if a contract is to be terminated?

- ❖ When can a contract be terminated?
- ❖ What are the key points to look at when termination occurs?

How indemnity clause should be dealt with when negotiating contracts?

- ❖ The definition of indemnity clause
- ❖ The role of indemnity clause in commercial contracts
- ❖ The art of negotiating indemnity clauses

The art of negotiating Commercial Contracts

- ❖ How to negotiate commercial contracts?
- ❖ The best method rule when negotiating commercial contracts
- ❖ Finding solutions out of the box when negotiating commercial contracts

Drafting and Negotiating Commercial Contracts

By David Shanmugam



Day 2 Course Outline

Role of insurance in contracts

- ❖ Interpreting insurance clause in commercial contracts
- ❖ Insurance and the art of negotiating insurance clause

Negotiated contracts

- ❖ Negotiation skills and processes in drafting contracts
- ❖ What kind of commercial terms can be negotiated?
- ❖ Commercial terms and non-commercial terms

Arbitration Clause and Governing Law Course

- ❖ Is Arbitration the best way to resolve conflicts?
- ❖ The choice of law and venue
- ❖ How can Arbitration work in overseas jurisdiction?

Alternative Dispute Resolution Mechanism

- ❖ Definition of Alternative Dispute Resolution
- ❖ How does Alternative Dispute Resolution operate?
- ❖ The key elements of Alternative Dispute Resolution

FOR WHOM

- ❖ Contract Managers
- ❖ Commercial Managers and Officers
- ❖ Sales Managers
- ❖ Purchasing/Procurement Managers and Officers
- ❖ Project Managers and Executives
- ❖ Business Development Managers
- ❖ Operations Managers
- ❖ Finance and Administration Managers
- ❖ Company Directors

ABOUT THE TRAINER

David Shanmugam holds a Bachelor of Law degree from the University of London and Master of Business Administration degree from Victoria University. He has many years of legal experience in the private sector and is presently working in a law firm. David is also an Advocate & Solicitor of the Supreme Court of Singapore. Over the years, David has conducted legal training for the corporate sector on various practical legal issues facing the corporate field and has lectured for many training institutions on Business and Company Law. His forte is in the field of corporate and commercial drafting of contracts, including company matters. In addition to contract law and the drafting and negotiation of commercial contracts, David has delivered trainings in the drafting of joint venture, mergers & acquisition, procurement, employment, service level and IT agreements and contracts. He has also provided training in the Employment Act, procurement fraud, anti-corruption and anti-bribery issues.