
Loan Documentation and Facility Agreement Negotiation Training Course

17 – 21 May 2027
Tokyo





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Ref: 55_12348 Date: 17 – 21 May 2027 Location: Tokyo Fees: 6900 GBP

Programme Summary

Loan documentation and facility agreement negotiation is a five-day training course for senior lending, credit and treasury professionals at managerial level, culminating in a negotiated term sheet and documentation control plan for a live or model facility. Credit risk is often accepted at approval and then quietly lost in drafting, through weak covenants, incomplete conditions precedent or security that cannot be enforced. The approach reads the facility agreement clause by clause from both lender and borrower positions. Mars Training Centre UK delivers this programme in loan documentation and facility agreement negotiation.

The Business Case

A credit decision is only as strong as the documents that carry it. Gaps in definitions, covenant tests or security perfection can leave a lender unable to act early when a borrower weakens, while borrowers who accept unworkable undertakings face avoidable defaults and costly waivers. Teams that negotiate with a clear view of risk allocation close faster and face fewer surprises.

- Credit Loss Severity: Falls when covenants, events of default and security are drafted to trigger timely action and recovery.
- Time to Close and Legal Cost: Reduce when term sheets, checklists and negotiation positions are agreed early.
- Waiver and Amendment Volume: Declines when undertakings and financial tests reflect the borrower's real business.

Principles and Evidence Base

- LMA Recommended Form Investment Grade Facility Agreement: Provides the clause architecture used to compare drafting positions in Sessions 1 and 2.
- LMA Leveraged Facilities Documentation: Frames tighter covenant, security and intercreditor structures in Sessions 2 and 3.
- ACT Borrower's Guides to LMA Documentation: Supply the borrower perspective used in every negotiation exercise.
- Islamic Finance Murabaha Structures: Show how parallel documentation achieves equivalent credit protection in Session 3.



Intended Participants

- Managers who structure, approve or negotiate corporate and syndicated credit facilities.
- Heads of credit administration who control documentation, conditions precedent and covenant monitoring.
- In-house counsel who review facility, security and guarantee documents.
- Treasury and finance leaders who negotiate borrowing terms for their organisations.

The programme serves corporate and commercial banking, Islamic banking, project and real estate finance, and corporate treasury.

Learning Outcomes

1. Participants will be able to diagnose how each section of a facility agreement allocates credit risk between lender and borrower.
2. Participants will be able to construct financial covenants and undertakings that match the borrower's cash flow and business model.
3. Participants will be able to evaluate security, guarantee and intercreditor documents for enforceability and ranking.
4. Participants will be able to design a conditions precedent and documentation checklist for signing and drawdown.
5. Participants will be able to prioritise early-warning responses to covenant breaches, waivers and amendment requests.
6. Participants will be able to justify a negotiation position on key clauses to credit committees and counterparties.

Programme Structure

Day 1: Loan Documentation Architecture and the Term Sheet

How does a facility agreement turn a credit approval into enforceable rights?

- Term Sheet to Facility Agreement Drafting Sequence
- Definitions, Interpretation and Facility Mechanics
- Bilateral, Club and Syndicated Structures and the Agent Role
- Conditions Precedent and Utilisation Requests
- Clause-by-Clause Risk Allocation Map

Day 2: Representations, Covenants and Events of Default

Which clauses give the lender early warning and the borrower room to operate?

- Repeating Representations and Information Undertakings
- Financial Covenant Design: Leverage, Interest Cover and Cash Flow Tests
- General Undertakings: Negative Pledge, Disposals and Change of Business
- Events of Default, Grace Periods and Cross Default



- Equity Cure and Covenant Reset Mechanisms

Day 3: Security, Guarantees and Intercreditor Terms

How is collateral taken, ranked and kept enforceable across the life of the loan?

- Security Package Design and Perfection Requirements
- Corporate Guarantees and Guarantor Coverage Tests
- Intercreditor Agreements and Subordination
- Murabaha Documentation Compared With Conventional Facilities
- Execution Formalities and Signing Checklists

Day 4: Credit Administration, Monitoring and Amendments

What keeps the documents working after signature and when the borrower weakens?

- Documentation Tracking and Deferral Control
- Compliance Certificate Review and Covenant Monitoring
- Waiver, Consent and Amendment Requests
- Transfers, Assignments and Lender Voting Thresholds
- Enforcement Readiness and Standstill Options

Day 5: Applying Loan Documentation and Facility Agreement Negotiation

How are clause positions combined into a negotiated, controlled transaction?

- Marking Up a Model Facility Agreement From Lender and Borrower Positions
- Recalibrating Covenants to a Participant Borrower Case
- Building the Conditions Precedent and Security Checklist
- Mock Negotiation of Contested Clauses
- Negotiated Term Sheet and Documentation Control Plan Presentation

Methodology

The programme uses case analysis and structured negotiation on model facility agreements, term sheets and borrower financials drawn from corporate, real estate and project lending. Participants alternate between lender and borrower roles, so every clause is tested from both sides before positions are defended to a mock credit committee.

- Suggested activity: Testing a financial covenant package against a borrower's downside forecast.
- Suggested activity: Identifying gaps in a security package before drawdown.
- Suggested activity: Negotiating a waiver request after a covenant breach.



Capstone Output

Each participant completes a negotiated term sheet and documentation control plan for a live or model facility, covering the clause positions taken, the covenant package, the security and guarantee structure, the conditions precedent checklist and the post-signing monitoring calendar, ready for credit committee or treasury review.

Frequently Asked Questions

Is loan documentation training suitable for bankers without a legal background?

Yes. It suits credit, relationship and treasury professionals at managerial level and assumes lending or borrowing experience, but no legal qualification.

Which documentation standards underpin loan documentation and facility agreement negotiation here?

The programme draws on LMA recommended form investment grade and leveraged facility documentation, the ACT borrower's guides to that documentation and murabaha structures used in Islamic finance.

How is the loan documentation control plan used at work?

You use it to prepare negotiation mandates, control conditions precedent and security perfection before drawdown, and monitor covenants and amendments after signing.