
Civil Transactions Law Training Course: Obligations, Contracts, Liability and Remedies

5 – 16 September 2027
Kuala Lumpur





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Programme Summary

Civil transactions law is the subject of this two-week training course for in-house counsel, contracts directors and senior business leaders at managerial level, ending in a contract dispute application file for one live or past dispute. Commercial parties now work under a codified text, so contract wording, liability positions and remedies must be read against its structure. The programme moves from sources and obligations to formation, performance, liability, specific contracts, security and dispute routes, using cases from construction, trading and services. Mars Training Centre UK delivers this programme on civil transactions law to mixed-organisation cohorts.

The Business Case

A codified law of obligations gives commercial parties predictable rules, but only when those who draft, approve and defend contracts can read the code as a whole. Where each function relies on habit or on a single clause, disputes arise from gaps that the code already fills, and losses are argued after the event. A shared reading method lets leaders test a contract before signature and defend a position after a breach.

- Contract Disputes: Fall as validity, performance and remedy questions are tested before signature.
- Drafting Cycle Time: Shortens as standard clauses are aligned with default rules of the code.
- Legal Exposure: Reduces as liability and damages positions are recorded with their basis.

Principles and Evidence Base

- UNIDROIT Principles of International Commercial Contracts: Serve as a comparative reference for formation, interpretation and remedies, applied in Sessions 3, 4 and 5.
- Good Faith Principle in Contracting: Frames honest dealing in negotiation, performance and termination, applied in Sessions 4 and 5.
- Compensation Principles: Link harm, causation and mitigation to the amount recoverable, applied in Session 6.

Intended Participants

- In-house counsel who advise on contract validity, liability and remedies.
- Contracts directors who approve terms and manage claims under them.
- Legal advisers who brief management on the code's default rules.
- Commercial leaders who sign agreements and carry the resulting exposure.
- Dispute and claims managers who choose how a disagreement is pursued.

Typical settings include construction groups, trading houses, banks and service companies.



Learning Outcomes

1. Participants will be able to diagnose the source of an obligation and the rule that governs it.
2. Participants will be able to evaluate whether a contract was formed validly and what defects affect it.
3. Participants will be able to construct a breach analysis that sets out the rights of each party.
4. Participants will be able to prioritise liability theories and quantify damages by head of loss.
5. Participants will be able to compare specific contracts, guarantees and security for the duties each creates.
6. Participants will be able to justify a dispute route and the evidence plan that supports it.

Programme Structure

Day 1: Civil Transactions Law Structure and Sources

How is a codified civil transactions law organised, and where does an answer come from?

- Code Structure Map
- Source Hierarchy and Gap-Filling Rules
- Interpretation Rules for Contract Terms
- Rights and Duties Terminology Table
- Legal Question Brief Template

Day 2: Obligations: Types and Sources

What creates an obligation, and what kinds exist?

- Sources of Obligation Chart
- Conditional and Time-Limited Obligation Test
- Joint and Several Obligation Analysis
- Assignment and Transfer Review
- Extinction and Set-Off Checklist

Day 3: Contract Formation and Consent

When does a binding contract exist?

- Offer and Acceptance Timeline
- Consent Defect Test
- Capacity and Representation Check
- Subject-Matter and Cause Test
- Pre-Contract Document Review



Day 4: Validity, Nullity and Interpretation

When is a contract void, voidable or enforceable?

- Nullity and Voidability Matrix
- Unfair Term Screen
- Good Faith Test
- Contract Interpretation Worksheet
- UNIDROIT Principles Comparison Table

Day 5: Performance, Breach and Termination

What follows when a party fails to perform?

- Performance Standard Checklist
- Breach Classification Table
- Termination and Rescission Decision Tree
- Notice and Cure Letter Outline
- Force Majeure and Hardship Analysis

Day 6: Civil Liability and Damages

When must a party compensate, and by how much?

- Contractual and Tortious Liability Comparison
- Fault, Harm and Causation Test
- Damages Heads Schedule
- Mitigation and Contributory Fault Review
- Agreed Compensation and Penalty Clause Test

Day 7: Specific Contracts: Sale, Lease and Services

Which default duties does each common contract carry?

- Sale Contract Duty Table
- Delivery and Defect Remedy Review
- Lease Term and Termination Checklist
- Work and Services Contract Terms
- Agency Authority Map

Day 8: Property, Guarantees and Security

How are rights over assets held, secured and enforced?



- Ownership and Possession Distinction
- Real Right Registration Review
- Pledge and Mortgage Enforcement Steps
- Personal Guarantee Terms Review
- Creditor Priority Table

Day 9: Dispute Routes and Proof

Which route resolves a civil dispute, and with what evidence?

- Limitation Period Check
- Evidence and Proof Plan
- Negotiation and Mediation Route
- Arbitration Clause Review
- Court Route and Enforcement Outline

Day 10: Contract Dispute Application File

Do the earlier records form one position that a board can approve?

- Applying the Session 2 Sources of Obligation Chart
- Testing the Session 4 Nullity and Voidability Matrix
- Reviewing the Session 5 Breach Classification Table
- Checking the Session 6 Damages Heads Schedule
- Completing the Contract Dispute Application File

Methodology

The programme uses case analysis built on one shared commercial dispute that develops across the ten sessions, from first drafting to enforcement. Participants work with prepared contract extracts, correspondence and loss schedules, and test each against the structure of the code before adapting the method to a contract from their own organisation.

- Suggested activity: Locating the governing rule for five contract clauses and ranking their risk.
- Suggested activity: Building a damages schedule for a delayed supply contract.
- Suggested activity: Choosing between negotiation, arbitration and court for a disputed guarantee.

Capstone Output

Each participant completes a contract dispute application file for one live or past dispute. It holds a source and obligation analysis, a validity check, a breach and remedy table, a damages schedule and a dispute route recommendation. The file is used at work to brief management, instruct external counsel and decide whether to settle.



Frequently Asked Questions

Is civil transactions law training suitable for business leaders without a law degree?

Yes. Civil transactions law is taught through cases and templates. It assumes experience in contracts, legal advice or commercial management, but not a law degree.

Which principles does civil transactions law training rest on?

Civil transactions law training rests on the structure of the code itself, with the UNIDROIT Principles of International Commercial Contracts, good faith and compensation principles used for comparison.

How is the application file from civil transactions law training used at work?

You use the file to brief management, instruct external counsel, test a position before negotiation and decide whether a dispute should be settled.

How does civil transactions law differ from general commercial contract training?

Civil transactions law covers the code's default rules on obligations, liability, security and property, while general commercial contract training concentrates on drafting and negotiating clauses.