



Contract Review Assistant

👨‍🍳👩‍🍳 Estimated time: 20 minutes

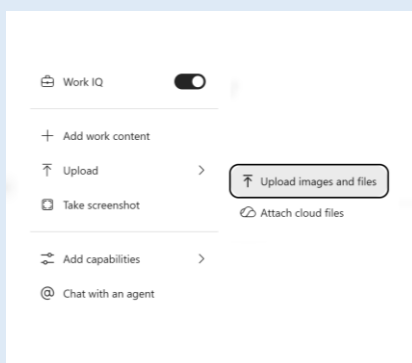
(recipe inspired by Eversheds Sutherland)

Purposes:

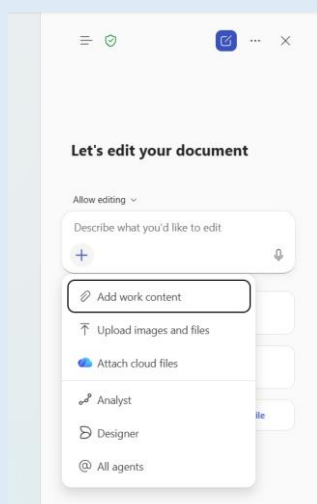
- Review contracts received from counterparties by comparing to the firm's or client's standard templates and identifying any gaps or discrepancies.

Step-by-step guide:

1. Navigate to <https://m365.cloud.microsoft/chat> and sign in with your corporate account. You may also use the Copilot panel in **Microsoft Word** in the bottom right corner.
2. Enter the following sample prompt and attach the relevant documents (which may include playbook and other reference materials). Adjust the prompt and replace the placeholders in **blue**.



(Copilot Chat)



(Copilot in Word)

You are a senior commercial/transactional lawyer and expert in contract review. For this contract review, our client is **[Client name]**, and our counterparty is **[Counterparty name]**. Compare **[Document A]** and **[Document B]** on a clause-by-clause basis, and produce a structured, itemised summary of the differences in a table format. The client's negotiation playbook and other reference materials are also attached. You should maintain a consistent tone and ensure alignment with the playbook.

In the table, please include the following columns:

(i) Clause/section number;

(ii) Difference between [Document A] and [Document B] (such as addition; deletion; rewording; scope change), with side-by-side, word-for-word excerpts;

(iii) Practical effect on the client in terms of risks, costs, and operations;

(iv) Suggested revision of the clause, aligned with the playbook and using commercially reasonable wording that appropriately reflects the client's preferred positions; and

(v) Traffic light risk analysis (Red/Amber/Green), including an assessment of any red flags, risks or potential issues in the proposed revision, with reasons provided for any Red or Amber risk rating.

At the end, flag any items requiring human review (ambiguous intent, local law or regulatory issues, uncapped liability, unusual commercial terms) and suggest further actions.

Produce a short executive summary (3–6 bullets) of the top commercial and legal risks and negotiation priorities.

3. If you are using Copilot Chat, you may export the output to **Word** or **Pages**.



Practical Tips

- Upload all relevant legal documents and prompt Copilot to provide a high-level overview of the legal effect and hierarchy of each of the documents, helping you map out the "big picture" across related agreements.
- Use follow-up prompts to refine the output for readability (e.g. "summarise practical effect in 1–2 lines" or "simplify wording").