



WORKING DOCUMENT · MBM-RES-03 · VERSION 2.0

The contract scoping brief

Answer these before drafting begins. Complete it with the person who made the deal.

Most contract disputes are not drafting failures. They are scoping failures that were written down accurately. If you can answer the questions below, drafting is quick. If you cannot, the contract is not ready to be drafted.

A • THE PARTIES

- ☐ Who exactly is contracting? Full registered name, registration or identity number, legal form.
- ☐ Which entity carries the obligation, and which holds the assets?
- ☐ Who signs, and on what authority — resolution, delegation or mandate?
- ☐ Any personal financial interest to declare before signature?
- ☐ Address for formal notices, for each party.

B • THE BARGAIN

- ☐ State the deal in three sentences: what each party gives, and gets.
- ☐ What precisely is delivered — scope, quantity, standard, location?
- ☐ What does “done properly” look like, and who decides?
- ☐ What is expressly excluded?
- ☐ What must the other party provide for performance to be possible?
- ☐ How are changes agreed and recorded?

C • MONEY

- ☐ Price, and whether fixed, rate-based or capped. Is VAT applicable?
- ☐ What triggers an invoice — date, milestone or acceptance?
- ☐ Payment period, and from when it runs.
- ☐ Consequence of late payment; escalation basis, if any.

D • TIME

- ☐ Start date, duration, and whether it renews automatically.
- ☐ Notice to terminate; may either party end it without cause?
- ☐ What counts as breach, and the period allowed to remedy it.
- ☐ Which obligations survive termination?



E • RISK

- ☐ What can realistically go wrong, and who should carry each risk?
- ☐ Liability cap, and any carve-outs from it.
- ☐ Indemnities — mutual or one-way? Insurance required, and at what level?
- ☐ Penalties or agreed damages intended, and on what basis calculated?

F • INFORMATION AND ASSETS

- ☐ Who owns what is created, and who may use it afterwards?
- ☐ Confidentiality — what, for how long, and what may be disclosed?
- ☐ Will personal information be processed by one party for the other?
- ☐ Restraints, exclusivity or non-solicitation — scope, area, duration.

G • LAW, DISPUTES AND EXIT

- ☐ Governing law; where disputes are heard; escalation before proceedings.
- ☐ What must happen on exit — handover, transition, return of data.

H • THE LEGISLATIVE CHECK — TICK THOSE THAT APPLY

- ☐ **Companies Act 71 of 2008** — authority, directors' interests, approvals
- ☐ **Consumer Protection Act 68 of 2008** — consumer or smaller juristic person
- ☐ **National Credit Act 34 of 2005** — credit or deferred payment
- ☐ **Protection of Personal Information Act 4 of 2013** — operator terms, transfers
- ☐ **Labour Relations Act 66 of 1995 / BCEA 75 of 1997** — re-characterisation risk
- ☐ **Electronic Communications and Transactions Act 25 of 2002** — electronic signature
- ☐ **Conventional Penalties Act 15 of 1962** — penalties or agreed damages
- ☐ **Competition Act 89 of 1998** — exclusivity, restraints, competitor arrangements
- ☐ **Sector-specific legislation** — financial services, health, construction, procurement

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Company information

Registered name	MBM Valkyrie Advisory (Pty) Ltd
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Director	Mthokozisi Brian Mhlongo (LLB) — admitted attorney of the High Court of South Africa (Gauteng Division, Pretoria), enrolled with the Legal Practice Council on the roll of non-practising legal practitioners
CSD supplier number	MAAA1746312
B-BBEE status	Level 1 EME — sworn affidavit, valid to 22 June 2027
Tax	Tax compliant. Not registered for VAT — no VAT is charged
Professional indemnity	R5 000 000 — iTOO Special Risks
PAIA	Section 51 manual published at www.mbmvalkyrie.co.za/paia-manual

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If you would rather not do it yourself

A thirty-minute scoping call costs nothing and ends with a straight answer about what you need and what it would cost. Book it at www.mbmvalkyrie.co.za/book-a-call, email enquiry@mbmvalkyrie.co.za or telephone +27 61 586 9435. The published fee menu is at www.mbmvalkyrie.co.za/fees.