

Microsoft Word Add-In

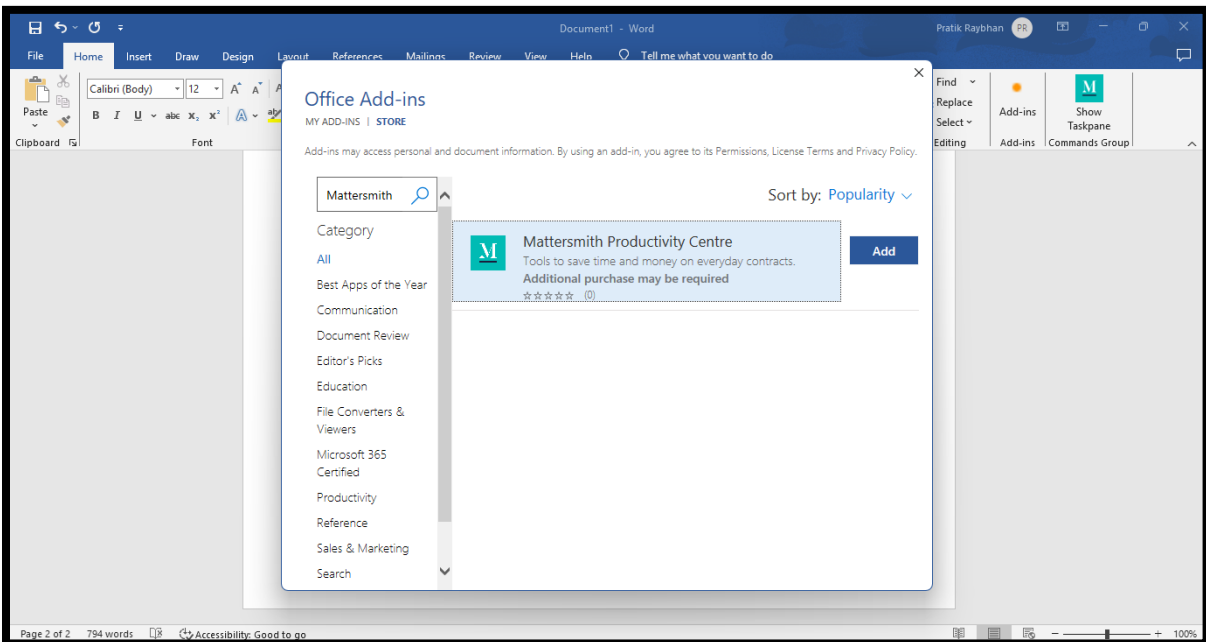
1. PURPOSE OF THE ADD-IN

1.1 The Add-In provides access to aspects of the Productivity Centre from within Word, and benefits users by enhancing the usability of those aspects in relation to a single document and avoids the need to upload documents into the Productivity Centre.

1.2 Currently, the Add-In can be used in conjunction with a Microsoft 365 subscription only. You may need to engage your administrator centrally to deploy the Add-In so that it is available to users in your organisation. The steps below show how you can deploy the Add-In yourself for your personal use.

2. INSTALLING THE ADD-IN

2.1 First, you need to upload the Add-In. On the Word toolbar, click on the Insert tab, followed by Add-ins, then Upload My Add-In, and navigate to the location where you have saved the manifest file (which you obtained from us).



2.2 Select the Home tab and click on the three dots, “...” on the right-hand side. You will see the M logo. Click on the logo and the Add-In opens. When the Add-In is first run, you will see a screen that looks like this:

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Productivity Centre

WELCOME

Start saving time and money on reviewing and editing legal documents today!



Search your documents more systematically with our comprehensive checklists



Access our guidance and other content on common legal terms and issues



Amend your documents using our tried and trusted language and precedents

Get Started

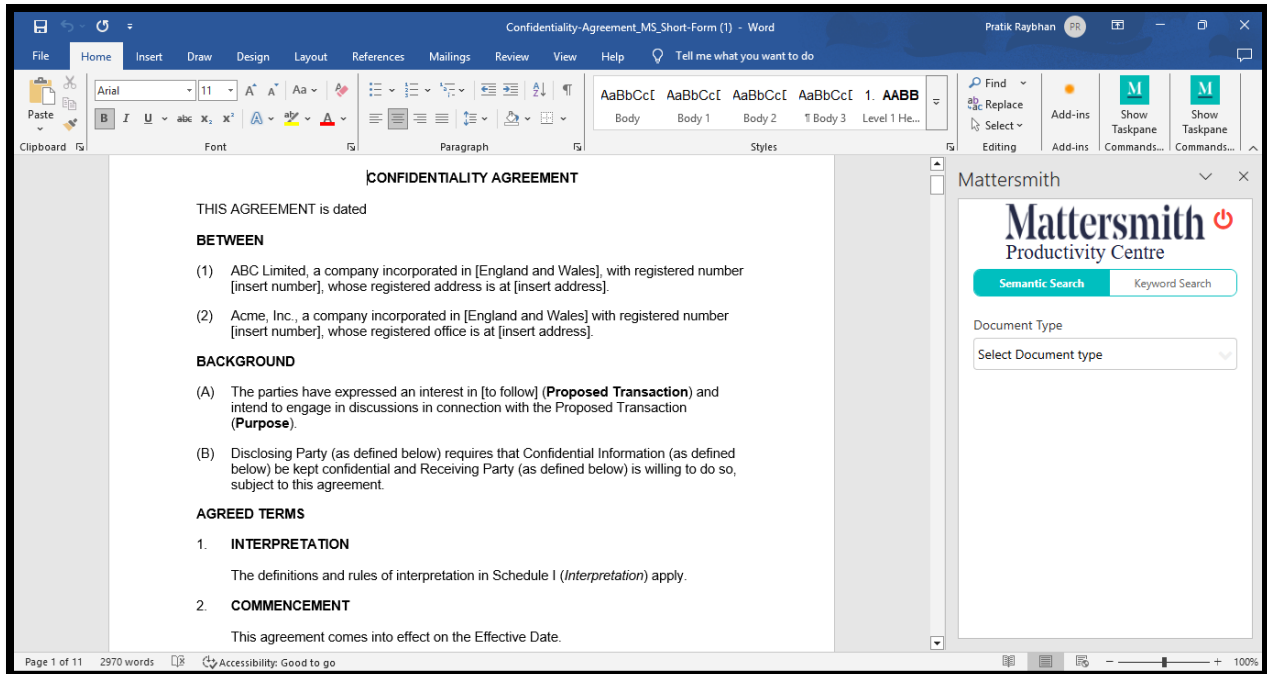
2.3 Click Get Started and you will be taken to the login screen. Enter your credentials and the server url, which you can copy and paste from here

<https://mattersmith6.embeddedexperience.com/doc-tracker/> Tick Remember me.

3. USING THE ADD-IN

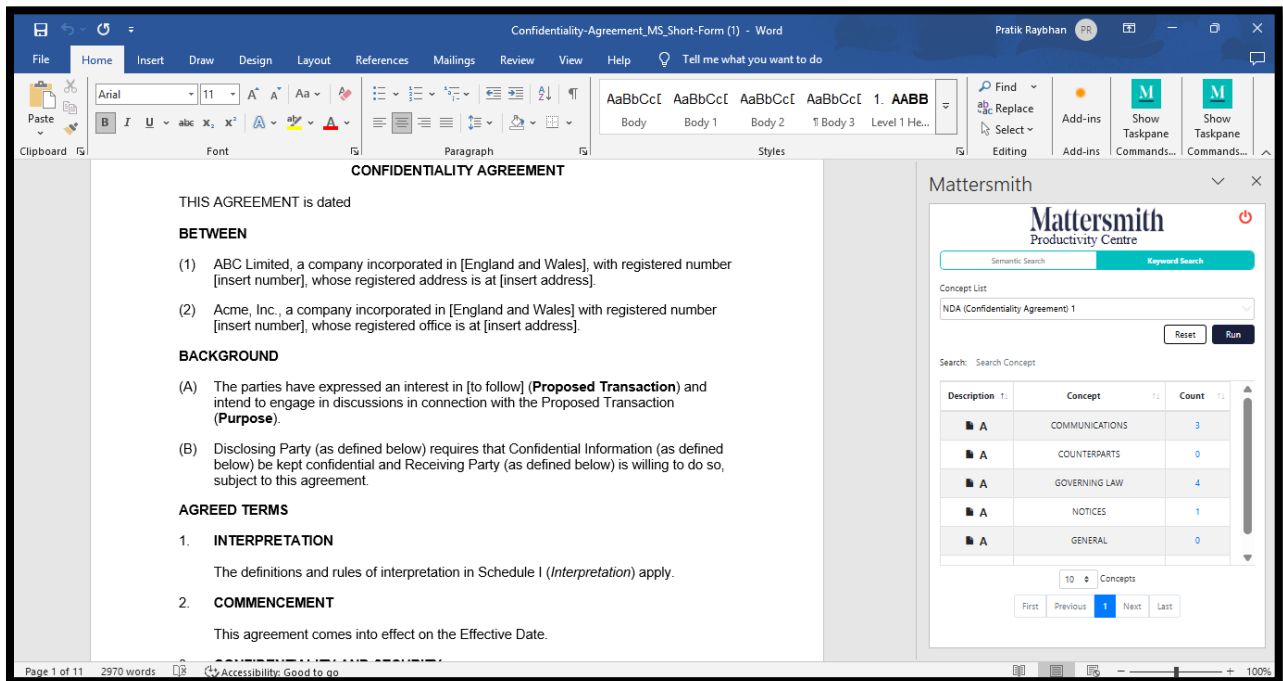
3.1 We have included a document here https://mattersmithsupport.com/wp-content/uploads/2021/11/Confidentiality-Agreement_MS_Short-Form.docx to help you learn how to use the Add-In.

3.2 Once logged-in, you will see the following screen:



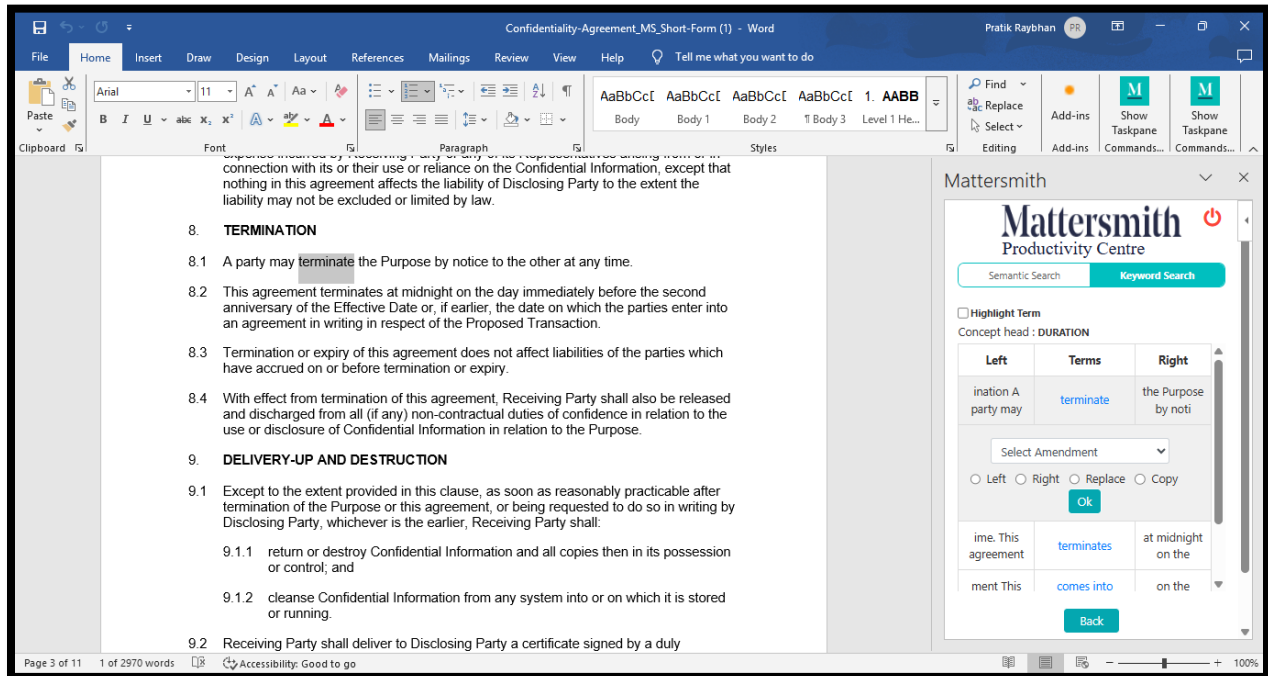
3.3 You can resize the width of the Add-In to suite your needs.

3.4 Select the down-arrow and you will see the concept lists to which you have access. Select **BOILERPLATE**. Select it, and click run, and the results look like this:



3.5 The Count shows the number of times the key words/phrases that make up the concept list, **BOILERPLATE**, appear in the document. By clicking on the number of the count (for example, 2

for ASSIGNMENT), the individual key words/phrases (or “Terms”) appear in context of a string comprising of words to the left and right of the Term. By selecting a Term, the user is taken to the Term in the document; for example, please select the first reference to “assign”. The results look like this:



3.6 Below the results pane, there is a dropdown box next to the word, Knowledge. Click the down arrow and you will see the word, Playbook. This indicates that there is a Playbook in Knowledge that corresponds to the concept, ASSIGNMENT. Select the Playbook and click View. After a few seconds, the Knowledge playbook opens in a new tab. You need to answer the questions (if any) to obtain the guidance and contractual language (there are no questions associated with the ASSIGNMENT playbook). Where an attachment is available – indicated by the paperclip icon – the user can download the document by clicking on the down arrow in the circle or view the text in an editor by selecting the eye icon.

Go Back Start Again

[Playbook Duration](#)

Duration

Action: In principle, undertakings of confidentiality in an NDA could justifiably remain as long as the information is confidential. In practice, however, many organisations prefer to agree a long-stop date when their obligations come to an end. Whilst the period may be arbitrary, the time limit reduces the risk that the NDA is considered an unenforceable restraint of trade. Obviously, the disclosing party has a legitimate interest in ensuring that the information is protected for as long as lawfully possible. Any period between 2 to 5 years is in-line with practice. The disclosing party should ensure that a fixed period is long enough to protect the value of the information. From the perspective of the disclosing party, it is important that the information is delivered-up or destroyed when the reason for the agreement ends.

Question: Do you intend that expiry or termination of the NDA will bring to an end all (if any) non-contractual duties of confidentiality that may apply to the same information?

Yes

3.7 Within the Add-In, the box entitled, Select Amendment, contains (where they exist) links to templates in Precedents and text with which the document can be amended. Amendments comprising text can be viewed by selecting View.

CONFIDENTIALITY AGREEMENT

THIS AGREEMENT is dated

BETWEEN

(1) ABC Limited, a company incorporated in [England and Wales], with registered number [insert number], whose registered address is at [insert address].

(2) Acme, Inc., a company incorporated in [England and Wales] with registered number [insert number], whose registered office is at [insert address].

BACKGROUND

(A) The parties have expressed an interest in [to follow] (**Proposed Transaction**) and intend to engage in discussions in connection with the Proposed Transaction (**Purpose**).

(B) Disclosing Party (as defined below) requires that Confidential Information (as defined below) be kept confidential and Receiving Party (as defined below) is willing to do so, subject to this agreement.

AGREED TERMS

1. **INTERPRETATION**

The definitions and rules of interpretation in Schedule I (*Interpretation*) apply.

2. **COMMENCEMENT**

This agreement comes into effect on the Effective Date.

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View Amendment

The pop-up UI for the "Description" section under Concepts needs an update, as the current pop-up page is too small. The pop-up UI for the "Description" section under Concepts needs an update, as the current pop-up page is too small.

Copy Close

DURATION 4
MANDATORY DISCLOSURE 0
MANDATORY DISCLOSURE S AFEGUARDS 0

Page 1 of 11 2970 words Accessibility: Good to go

3.8 Selection of the radio buttons below the Amendment box determine where the text is inserted – to the left or right of the Term, or to replace the Term; selection of the Copy button, copies the text to the clipboard so that it can be inserted anywhere in the document. When an amendment is made, the search results revert to the previous pane.

3.9 Where a change is made to the document, the results refresh and, if the change includes a key term, the results are automatically updated.

3.10 When a Term is selected, it can be highlighted by clicking on the Highlight Term box. However, if you move to another Term which you want to highlight, the Highlight Term box needs to be unticked and then ticked again. This removes previous highlighting. If you wish to retain highlighting, you must apply the highlight using the Highlight feature in Word.

3.11 The user may revert to the original results pane by clicking the Back button and reset the search by clicking on Reset.

3.12 The Add-In also operates in tracked change mode. 6 Mattersmith/Productivity Centre

3.13 Log off by clicking on the red button in the top right-hand corner