Corporate Lawyer interview questions

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What to expect

Interviews for corporate lawyer roles test three things at once: whether you know the relevant law, whether you can apply commercial judgement under pressure, and whether senior non-legal stakeholders would trust you in the room. Expect a mix of technical questions on statutory obligations, process questions on how you run due diligence or contract review, and scenario questions that test how you'd handle a difficult call with limited time.

- **Technical:** Tests knowledge of Australian corporate law, including directors' duties, disclosure obligations and regulatory frameworks under the Corporations Act 2001 and ASIC guidance.
- **Process:** Tests how you structure and run a legal workflow, such as due diligence on a transaction or review of a commercial contract.
- **Scenario:** Presents a live commercial dilemma, often involving a senior executive pushing back on legal advice, to test judgement under pressure.
- **Behavioural:** Uses past examples to assess how you've handled competing priorities, disagreement with colleagues, or high-stakes deadlines.
- **Client-facing:** Tests your ability to explain legal risk to non-legal senior management or board members in plain terms.

Most processes start with a recruiter or HR screen focused on post-admission experience and area of practice, followed by a technical interview with a partner, general counsel or senior in-house lawyer covering legal knowledge and case-based scenarios. A final round often includes a panel with business stakeholders (finance, operations or the board) to assess communication style and commercial fit, sometimes alongside a written drafting or case study exercise.

1. Talk me through your understanding of directors' duties under the Corporations Act 2001 and how you'd advise a board on meeting them.

Why they ask

This checks whether your statutory knowledge is current and whether you can translate it into practical advice, which is central to the in-house or advisory side of the role.

How to structure your answer

Answer as a technical walkthrough: state the relevant duties, explain how they apply in practice, then give a concrete example of advice you've given or would give.

Example answer

“Directors owe duties of care and diligence, good faith, and to avoid improper use of position or information, all set out in the Corporations Act 2001. When I advise a board, I don't just recite the sections, I map them onto the decision in front of them. For example, when advising on a related-party transaction, I'd walk the board through the conflict of interest provisions, make sure the disclosure was documented, and confirm the decision was made on an informed basis. That documentation trail matters as much as the advice itself if the decision is ever scrutinised.”

2. Walk me through how you'd run legal due diligence for an acquisition from start to finish.

Why they ask

Due diligence is one of the core listed tasks for this role, and interviewers want to know you can manage the process, not just understand the law behind it.

How to structure your answer

Give a step-by-step process walkthrough: scoping, document review, risk flagging, reporting, and how you'd handle time pressure or gaps in disclosure.

Example answer

“I'd start by agreeing the scope with the deal team, what's material given the size and nature of the target. Then I'd set up a data room review, working through contracts, employment records, IP registrations and any litigation history, using a checklist so nothing gets missed under time pressure. As issues come up, I flag them immediately rather than waiting for the final report, particularly anything that could affect price or warranties. The final report goes to the board or deal lead in plain language, with a clear view on which risks are deal-breakers and which can be managed through warranties or price adjustment.”

3. A senior executive wants to sign a contract with a clause you believe exposes the company to significant risk, but they want to proceed anyway. What do you do?

Why they ask

This tests judgement under pressure and whether you can hold a legal position without damaging the working relationship with the business.

How to structure your answer

Answer as a judgement-under-pressure response: state the immediate action, how you'd escalate if needed, and how you balance legal risk against commercial reality.

Example answer

“I'd put my concern in writing, clearly and without alarmist language, so there's a documented record of the advice given. Then I'd have a direct conversation with the executive to understand why they want to proceed, sometimes there's commercial context I'm missing. If the risk is significant and they still want to go ahead, I'd escalate to whoever has the authority to accept that risk formally, such as the GC or board, rather than let the decision sit informally with one executive. My job is to make sure the risk is understood and owned at the right level, not to block the deal outright.”

4. Tell me about a time you had to manage competing priorities across multiple contracts or transactions at once.

Why they ask

Corporate lawyers routinely juggle several live matters, so this tests time management and prioritisation under real workload pressure.

How to structure your answer

Use the STAR structure: situation, task, action, result.

Example answer

“I once had two contract negotiations and a due diligence deadline land in the same week. I triaged based on which had the hardest external deadline, the due diligence review, since the deal timeline wasn't flexible. I delegated the first-pass review of standard clauses in the contracts to a paralegal with clear instructions on what to flag, and blocked out focused time for the higher-risk due diligence issues myself. All three matters were completed on time, and the delegation approach became something I used again on future overlapping deadlines.”

5. How do you explain a complex legal risk to a board or senior management team who don't have a legal background?

Why they ask

This tests communication skills and stakeholder management, both listed as core general skills for this role.

How to structure your answer

Answer as a client-facing communication example: describe your approach, then illustrate with a specific instance.

Example answer

“I avoid legal jargon and lead with the commercial consequence, what happens if we do nothing, rather than the statutory detail. When I briefed a board on a regulatory compliance gap, I opened with the practical exposure, potential penalties and reputational risk, then gave them two or three options with a clear recommendation. I kept the legal reasoning available as backup material rather than the headline, which meant the board could make a decision quickly instead of getting lost in the detail.”

6. Describe a time you disagreed with a colleague or external counsel over legal strategy on a matter.

Why they ask

Corporate lawyers often work with external law firms and internal stakeholders who don't always agree, so this tests how you handle professional disagreement constructively.

How to structure your answer

Use the STAR structure: situation, task, action, result.

Example answer

“On a dispute matter, external counsel recommended an aggressive litigation strategy, but I thought a negotiated settlement better served the business given the ongoing commercial relationship with the other party. I set out my reasoning in writing, focused on the commercial outcome rather than just the legal merits, and asked for a joint discussion with the business stakeholder to weigh both options. We ended up pursuing a negotiated resolution, which preserved the relationship and avoided the cost and uncertainty of litigation. The experience reinforced for me that legal strategy has to serve the commercial objective, not just the strongest legal argument.”