

## Candidate

---

**From:** Partner  
**Sent:** Today's date  
**To:** Candidate  
**Subject:** Heath Security Limited

We have been instructed by Heath Security Limited (the "**Client**") to advise on the legal implications of certain business proposals that it is considering.

The Client was incorporated as a private limited company in 2009 and adopted the Model Articles of Association without making any amendments. It has no parent company or subsidiaries. It is holding its Annual General Meeting ("**AGM**") in 4 months' time.

My memory is hazy on the relevant rules and procedures so I would like you to do some research on the issues arising from the business proposals described below.

**The Model Articles of Association contain no relevant provisions on any of the proposals:**

First, the Client wants to circulate its forthcoming annual report and accounts, summary financial statement, and AGM notice to its shareholders by its website. The Client has never before communicated with its shareholders by electronic means.

Secondly, the Client intends to donate £25,000 of company funds to an independent election candidate who will be running in the next General Election.

Finally, the Client intends to change its company name to Heath Security Association Limited due to marketing advice it has recently received.

Can you provide me with the information necessary to advise the Client on the legal implications of the business proposals outlined above? In particular, please advise whether the desired outcomes are legally possible and what procedures and / or filings (if any) the Client needs to comply with in order to complete the relevant actions?

Many thanks  
Partner

### **Note to candidates**

**Attached is a template on which you should provide your answer. The template is divided into two sections:**

- 1. Advice to give to the client**
- 2. Legal reasoning mentioning any key sources or authorities.**