

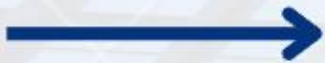
**UNIVERSITAS KRISTEN WIRA WACANA SUMBA**

**WEEK 15**

**WORKING IN COMPANY LAW**

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**ENGLISH FOR LAW**



# Review

## **The areas of company law talk about:**

- company
- shareholders
- directors of the company
- auditor
- creditor
- debtor

## Cont....

According to Beech, Linda (2006) main idea is the central main point, most important message that the paragraph is talking about. Linda further stated that main idea is talking about the big picture of the passage.

## Cont....

Connectors **and, but, or** connects words, phrases, or sentences

- Tumpal **and** Yuven are the founders of the company.

The **and** connects words Tumpal *and* Yuven

- The employees demanded a raise **but** the employer rejected it.

The **but** connects the clause the employees and the employer

- Do you want to work in this company **or** that company?

The **or** connects this company and that company.

# Cont....

| <b>founders</b><br><b>para pendiri</b> | <b>power</b><br><b>kuasa</b>            | <b>connection</b><br><b>koneksi</b> | <b>auditor</b><br><b>auditor</b>  |
|--|---|-------------------------------------|-----------------------------------|
| register<br><b>mendaftar</b>           | directors<br><b>para direktur</b>       | involves<br><b>melibatkan</b>       | records<br><b>catatan/rekaman</b> |
| owners<br><b>para pemilik</b>          | decisions<br><b>keputusan-keputusan</b> | satisfied<br><b>puas</b>            | creditors<br><b>para kreditur</b> |
| shareholders<br><b>pemegang saham</b>  | service<br><b>pelayanan</b>             | sending<br><b>mengirimkan</b>       | debtors<br><b>para peminjam</b>   |
| legal entity<br><b>badan hukum</b>     | contains<br><b>berisi</b>               | qualified<br><b>berkualifikasi</b>  | owe<br><b>berhutang</b>           |

# Working in company law

## Working in company law talk about:

- employment
- incorporating
- resolution
- dispute
- formation
- Insolvency
- acquisitions

## Key Vocabulary Before reading

| law firm           | variety         | insolvency    | acquisitions  |
|--------------------|-----------------|---------------|---------------|
| finance department | contentious     | formations    | resolutions   |
| trainee lawyers    | non-contentious | drafting      | procedures    |
| opinion            | incorporating   | restructuring | joint venture |
| company law        | dispute         | merger        | legislation   |

# Key Vocabulary Before reading

| law firm<br>firma hukum                   | variety<br>beraneka ragam             | insolvency<br>kebangkrutan      | acquisitions<br>pengambilalihan  |
|---|---------------------------------------|---------------------------------|----------------------------------|
| finance department<br>department keuangan | contentious<br>perselisihan           | formations<br>formasi-formasi   | resolutions<br>resolusi-resolusi |
| trainee lawyers<br>magang para pengacara  | non-contentious<br>bukan perselisihan | drafting<br>menyusun draf       | procedures<br>prosedur           |
| opinion<br>pendapat                       | incorporating<br>proses penggabungan  | restructuring<br>penataan ulang | joint venture<br>usaha bersama   |
| company law<br>perusahaan hukum           | dispute<br>perselisihan               | merger<br>penggabungan          | legislation<br>undang-undang     |

## Reading

### Working in company law

Raymond Manandang is a partner in the law firm Markus Horung. He works in the company and finance department. Today Raymond Manandang is speaking to a group of trainee lawyers and giving his opinion about working as a solicitor in company law. I have always wanted to work in the area of company law because it is so interesting and there is so much variety. You have to deal with non-contentious work, such as incorporating a new company and contentious work, such as acting for a company which is in dispute with its suppliers. We work closely with the other department within the law firm. For example, if a company needs a service agreement for a new director, we will ask the employment department for assistance. If the matter involves a company which is experiencing financial difficulties, we will ask for advice from one of our lawyers in the banking and insolvency department.

## Cont....

I have been with this firm for 14 years and in that time, I have dealt with many aspects of company law. These include:

- Dealing with company formations and restructuring a company.
- Drawing up and advising on shareholder's agreement.
- Drafting directors' service agreement.
- Advising on methods of raising finance.
- Giving advice on complying with new legislation.
- Dealing with merger and acquisitions
- Giving advice on voting procedures at meetings and drafting resolutions.
- Advising on company insolvency procedures.
- Dealing with joint ventures.

(Catherine, Mason, 2016, pp.350)

## Question

1. Where does Raymond Manandang work?
2. Why did Raymond always want to work in the area of company law?
3. What is the example of working in contentious and non-contentious work?
4. Do they work with another department?
5. If the company experience financial difficulties, where will they ask for advice?
6. Does Raymond deal with company and restructuring a formation?
7. What does Raymond draw up and advise on?
8. Does Raymond advise on methods of raising finance?
9. Does Raymond deal with merger and acquisitions?
10. Does Raymond decide on company insolvency procedures?

## Answer

1. Where does Raymond Manandang work?

- Raymond is a partner at Markus Horung law firm and he works in company and finance department.

In the text:

“Raymond Manandang is a partner in the law firm Markus Horung. He works in the company and finance department

## Cont....

2. Why did Raymond always want to work in the area of company law?

- He wanted to work in the area of company law because it is interesting job and there is so much variety.

In the text:

“I have always wanted to work in the area of company law because it is so interesting and there is so much variety.”

## Cont....

3. What is the example of working in contentious and non-contentious work?

- Example of non-contentious work is incorporating a new company while contentious work is acting for a company if there is a dispute with its suppliers.

In the text:

“You have to deal with non-contentious work, such as incorporating a new company and contentious work, such as acting for a company which is in dispute with its suppliers”.

## Cont....

4. Do they work with another department?

- Yes, they do.

In the text:

“We work closely with the other department within the law firm”.

## Cont....

5. If the company experience financial difficulties, where will they ask for advice?

- They will ask for advice from one of their lawyers in the banking or insolvency department.

In the text:

“If the matter involves a company which experiencing financial difficulties, we will ask for advice from one of our lawyers in the banking and insolvency department.”.

## Cont....

6. Does Raymond deal with company and restructuring a formation?

- Yes, Raymond does.

In the text:

“Dealing with company formations and restructuring a company”.

## Cont....

7. What does Raymond draw up and advise on?

- Raymond draws up and advise on shareholder's agreement.

In the text:

“Drawing up and advising on shareholder's agreement”.

## Cont....

8. Does Raymond advise on methods of raising finance?

- Yes, Raymond does.

In the text:

“Advising on methods of raising finance”.

## Cont....

9. Does Raymond deal with merger and acquisitions?

- Yes, Raymond does.

In the text:

“Dealing with merger and acquisitions”.

## Cont....

10. Does Raymond decide on company insolvency procedures?

- No, Raymond does not.

In the text:

“Advising on company insolvency procedures”.

## Exercise

**Put the correct word from the key vocabulary into the sentences below.**

1. Firat and Osfred worked as legal partners at the \_\_\_\_\_ since 2015 .
2. They just graduated from law department. Now, they are \_\_\_\_\_ at the law firm.
3. As a lawyer, Umbu usually deals with \_\_\_\_\_ work e.g. discrimination at work
4. Sometimes, Umbu deals with \_\_\_\_\_ work, for example, drawing up a partnership agreement of a new business.
5. The company is in \_\_\_\_\_ with its employees over unfair dismissal.
6. The company experiences financial difficulties and is now in the brink of \_\_\_\_\_
7. The lawyers discussed intensively the \_\_\_\_\_ of their companies.
8. The new director is discussing new \_\_\_\_\_ with the company's lawyer.

## Answer

1. Firat and Osfred worked as legal partners at the **law firm** since 2015 .
2. They just graduated from law department. Now, they are **trainee lawyers** at the law firm.
3. As a lawyer, Umbu usually deals with **contentious** work e.g. discrimination at work
4. Sometimes, Umbu deals with **non-contentious** work, for example, drawing up a partnership agreement of a new business.

## Answer

5. The company is in **dispute** with its employees over unfair dismissal.
6. The company experiences financial difficulties and is now in the brink of **insolvency**.
7. The lawyers discussed intensively the **merger** of their companies.
8. The new director is discussing new **legislation** with the company's lawyer.

## Put the correct words for following statements

1. All the people who are employed by a company. \_\_\_\_\_
2. The people or companies that a company owes money to. \_\_\_\_\_
3. The owners of a company. They are also called the members of a company.  
\_\_\_\_\_
4. A person who checks the financial records of a company to verify that the accounts are a true reflection of the company's financial position. \_\_\_\_\_
5. The people who run and manage a company. \_\_\_\_\_
6. A person who deals with company's finances. This person usually has professional qualifications in accountancy. \_\_\_\_\_
7. The people or companies who owe a company some money. \_\_\_\_\_

## Answer

1. All the people who are employed by a company. **employees**
2. The people or companies that a company owes money to. **creditors**
3. The owners of a company. They are also called the members of a company.  
**shareholders**
4. A person who checks the financial records of a company to verify that the accounts are a true reflection of the company's financial position. **auditor**

## Answer

5. The people who run and manage a company. **directors**
6. A person who deals with company's finances. This person usually has professional qualifications in accountancy. **accountant**
7. The people or companies who owe a company some money. **debtors**

## Details in paragraph

According to Beech, Linda (2006) details in paragraph is the supporting details/sentences that support, explain, and develop the main idea as the central point of the paragraph. Linda further stated that supporting details tell more information about the main idea.

## Supporting details

“When the founders of a new company register the company at Companies House, the company exists as a separate legal entity. This is important as it means that the company is separate from its owners, who are the shareholders of the company. Shareholders are also known as the members of the company”.

What is the supporting details of the paragraph?

The supporting details are:

- The company is separate from its owner.
- Shareholders are the owners of the company.
- Shareholders are the members of the company.

# Review

## **Working in company law talk about:**

- employment
- incorporating
- resolution
- dispute
- formation
- Insolvency
- acquisitions

## Details in paragraph

- Details in paragraph is the supporting details/sentences that support, explain, and develop the main idea as the central point of the paragraph.
- Supporting details tell more information about the main idea.

# References

1. Azar, S., Betty. (2003). *Fundamentals of English Grammar* (3<sup>rd</sup> ed.). Pearson Longman
2. Beech, W., Linda. (2006). *Main ideas & Summarizing*. Scholastic Inc.
3. Catherine, Mason. (2016). *The Lawyer's English Language Teaching Coursebook* (2<sup>nd</sup> ed.). Global Legal English LTD.

**Terima kasih**