

and excessive use. Language reformers point out that in many instances, *shall* does not express obligation, but rather is used solely to give a text a 'legal feel'. This tendency, which can in part be attributed to the conservative nature of legal writing, can lead to undesirable consequences, ranging from legal disputes arising from the ambiguous use of *shall* in contracts to difficulties in translating English-language legislation into other languages. Furthermore, the fact that *shall* is often used in legal texts in ways which differ from general English usage serves to make these texts harder to understand and less transparent to the average person. For this reason, supporters of the Plain English Movement even recommend replacing *shall* with *must* to express obligation (see Unit 3). At the very least, learners of legal English should know about the issues surrounding the use of *shall* and exercise care when writing.

6 Listening B: Forming a business in the UK

You are going to hear a phone conversation in which a lawyer, Mr Larsen, discusses some of the characteristics of two business entities with Mr García, a client who is interested in forming a company in the UK.

- 6.1** Listen to the phone conversation and decide whether these statements are true or false.
- The client has not yet decided what type of company he wants to form.
 - The client has never founded a company before.
 - The lawyer points out that the two types of company differ with regard to the matter of personal liability.
 - The shares of a US C corporation can be freely traded on a stock exchange.
 - Both company types mentioned by the lawyer can be formed by a person who is a citizen of another country.
 - The UK company type discussed places a restriction on the number of people permitted to buy shares in the company.
 - The fastest way to form a company is to submit the documents directly to Companies House.

- 6.2** In the conversation, the lawyer compares and contrasts two company types. Complete the sentences below (1–4) using the phrases in the box (a–d).

a are like each other b are similar to c differs d in both

- C corporations private limited companies in the UK in many ways, particularly in respect of liability.
 - Shareholders are not personally liable for the debts of the corporation a C corporation and a private limited company.
 - In this respect, a private limited company Its shares are not available to the general public.
 - The two types of company in that both can be founded by persons of any nationality, who need not be a resident of the country.
- 6.3** Compare and contrast two types of company from the table on page 23 using these phrases.
- X differs from Y in that ...
- X resembles Y in that ...

EXAMPLE: *A sole proprietorship differs from a private limited company in that it is managed by the sole proprietor rather than by a managing director or a board of directors.*