



CILEX Level 6 Single Subject Certificate/CILEX Level 6 Professional Higher Diploma in Law and Practice/CILEX Level 6 Graduate Fast-Track Diploma

Unit 16 – The Practice of Company and Partnership Law

Case study materials

January 2026

Information for candidates

- You should familiarise yourself with these case study materials before the examination, taking time to consider the themes raised in the materials.
- You should consider the way in which your knowledge and understanding relate to these materials.
- In the examination, you will be presented with a set of questions which will relate to these materials.
- You may discuss these materials with your tutor(s).

Instructions and information to candidates during the examination

- You are allowed to take your own clean/unannotated copy of this document into the examination. Alternatively, you can access the electronic version of this document in the examination.
- You are allowed to take your own unmarked copy of the following designated statute book into the examination – Blackstone's Statutes on Company Law, 28th edition, Derek French, Oxford University Press, 2024.
- You must comply with the CILEX Exam Regulations – Online Exams at Accredited Centres/CILEX Exam Regulations – Online Exams with Remote Invigilation.

Turn over

ADVANCE INSTRUCTIONS TO CANDIDATES

You are a trainee lawyer working in the corporate department of Kempstons Solicitors LLP, The Manor House, Bedford, MK42 7AB.

You arrive at work to find the following documents on your desk awaiting your attention, including an email from your supervising partner, Sonny Brown.

DOCUMENT 1: Email to trainee lawyer from Sonny Brown (All Files)

DOCUMENT 2: Company search report – Shelf Company 21945787 Limited (File: Maya Thompson and Jordan Ellis)

DOCUMENT 3: Company search report – Aldridge Components Limited (File: Aldridge Components Limited)

DOCUMENT 4: Email from Anastasia Kovalenko (File: EcoHarvest Organics Ltd)

DOCUMENT 1

EMAIL TO TRAINEE LAWYER FROM SONNY BROWN

To: Trainee Lawyer

From: Sonny Brown

Date: [Today's date]

Matters: Various

I have four matters I would like you to assist me with. I have set out some background information below.

1. Maya Thompson and Jordan Ellis

Yesterday I met two new clients, Maya Thompson and Jordan Ellis, to discuss their new business, *FreshLoop Refill Co.*

FreshLoop Refill Co. is intended to be a sustainable refill station offering eco-friendly household and personal care products (e.g. detergents, shampoos, hand soap) from a mobile van visiting local neighbourhoods and markets. Customers bring their own containers to reduce plastic waste.

They have identified a suitable van for conversion, sourced reputable eco-friendly suppliers, and confirmed the licences required for mobile retail and handling cleaning products. They are currently working on branding and, with a focus on convenience and sustainability, aim to meet increasing demand from eco-conscious consumers.

The clients wish to start trading within two months. They each plan to invest equal amounts of capital, want limited liability and seek equal ownership and management rights. They would prefer simple business administration and wish to ensure mutual agreement on all decisions.

Initially, they intend to operate from Maya's home at 43 Red Lion Road, Kimbolton, Huntingdonshire, which will also serve as the registered office.

A shelf company is available if required – further details are provided in **Document 2**.

2. Aldridge Components Limited

Priya Desai and Tom Reynolds are the sole shareholders and directors of Aldridge Components Limited ('Aldridge'). Earlier today, Priya contacted me to discuss their current expansion plans.

We supported Priya and Tom when they initially incorporated Aldridge and I have attached the most recent company search report (**Document 3**).

Aldridge owns a factory in Leicester where its employees design and manufacture specialist clips and fasteners for clothing. These are sold mainly to retail suppliers but Aldridge also supplies workwear manufacturers and independent clothing brands that produce garments in house.

Priya and Tom explained that the business has seen strong growth over the past two years, recently securing several new contracts with national workwear distributors.

In addition, Aldridge has won three other high-value contracts this year and is now struggling to meet increased demand. Priya and Tom are considering relocating to a larger facility or leasing a second site to allow for increased staffing and output.

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Priya is also planning to retire in five years and is seeking a phased exit from the business. She would like to retain some shares and gradually reduce her working hours during this period. Neither Priya nor Tom wishes to sell the company.

They have recently entered discussions with Marcus Lin, a former clothing manufacturer based in Leicester. Marcus could offer valuable industry experience and is open to investing in Aldridge.

3. Oakridge Interiors Ltd

Oakridge Interiors Ltd is a client of the firm. It is a small, private limited company based in Bristol, England, specialising in bespoke kitchen and bathroom fittings for residential clients. The company has built a strong local reputation for high-quality design and craftsmanship, operating primarily in the South West of England.

Shareholders and Directors:

- Sarah Milton – 40% shareholding, Managing Director
- Daniel Fry – 30% shareholding, Operations Director
- Chloe Bennett – 30% shareholding, Finance Director

All three are also directors of the company and have been actively involved in its management since its incorporation, as agreed when the company was incorporated in 2018.

The Company has unamended model articles.

However, concerns have arisen recently regarding Daniel Fry's performance and conduct. He has missed several key client meetings and failed to respond to time-sensitive operational matters, which has led to project delays and customer complaints. Internally, there have been tensions between Daniel and the other directors, particularly over his lack of communication and poor record-keeping.

Despite informal discussions and an initial attempt to address the issues through mediation, there has been no improvement.

4. EcoHarvest Organics Limited

EcoHarvest Organics Ltd ('EcoHarvest') is an existing client of the firm. It is jointly owned by Anastasia Kovalenko and Marek Jankowski, who are the only directors. EcoHarvest specialises in the production and wholesale distribution of organic agricultural products. It supplies organic seeds, compost, fertilisers and pest-control solutions to farms, garden centres and environmental cooperatives across the UK.

Established in 2014, EcoHarvest has built a niche reputation for its environmentally friendly practices, sustainable sourcing and innovative eco-farming support services. The company also runs seasonal workshops on sustainable farming and partners with rural cooperatives to pilot eco-friendly agricultural technologies.

Yesterday I received an email from Anastasia to tell me about some recent financial issues that EcoHarvest has been dealing with. Please see **Document 4** for a copy of the email, and read this before we meet the client.

DOCUMENT 2

COMPANY SEARCH REPORT: SHELF COMPANY 21945787 LIMITED

Name of Company		Shelf Company 21945787 Limited				
Company Number		21945787				
Company Type		Private company limited by shares				
Date of Incorporation		10 November 2025				
Previous Names		None				
Registered Office		The Manor House, Bedford, MK42 7AB				
Accounting Reference Date		30 September				
Current Directors and Secretary		Directors	Secretary			
		Sonny Brown Leigh Bradshaw	N/a			
Share Capital		Issued	Class	Amount paid up		
		£2	Ordinary £1	£1 per share		
Shareholders		Name	Class	No. of shares		
		Sonny Brown Leigh Bradshaw	Ordinary £1 Ordinary £1	1 1		
Undischarged Mortgages or Charges						
Chargee	Date of charge	Amount Secured	Description of Charge (including assets secured and whether there is a negative pledge)			
None			None			
Memorandum of Association						
Standard						
Articles of Association						
Unamended Model Articles for private companies limited by shares.						
Unusual documents		Yes/No	(Include copies)			
Appointment of receiver/administrator/winding-up order		NO				
Report completed by:		CoSec	Date: [Today's date]			

DOCUMENT 3

COMPANY SEARCH REPORT: ALDRIDGE COMPONENTS LIMITED

Name of Company		Aldridge Components Limited							
Company Number		415895623							
Company Type		Private company limited by shares							
Date of Incorporation		5 May 2018							
Previous Names		None							
Registered Office		Aldridge House, 1 Element Way, Grove Park, Enderby, Leicester, Leicestershire, LE19 1SY							
Accounting Reference Date		30 September							
Current Directors and Secretary		Directors	Secretary						
		Priya Desai Tom Reynolds	N/a						
Share Capital		Issued	Class	Amount paid up					
		£40,000	Ordinary £1	£1 per share					
Shareholders		Name	Class	No. of shares					
		Priya Desai Tom Reynolds	Ordinary £1 Ordinary £1	20,000 20,000					
Undischarged Mortgages or Charges									
Chargee	Date of charge	Amount Secured	Description of Charge (including assets secured and whether there is a negative pledge)						
None		None							
Memorandum of Association									
Standard									
Articles of Association									
Unamended Model Articles for private companies limited by shares.									
Unusual documents		Yes/No	(Include copies)						
Appointment of receiver/administrator/winding-up order		NO							
Report completed by:		CoSec	Date: [Today's date]						

EMAIL FROM ANASTASIA KOVALENKO

To: Sonny Brown

From: Anastasia Kovalenko, Managing Director

Date: [Yesterday's date]

Re: EcoHarvest Organics Ltd

Dear Sonny

I hope this message finds you well. I am writing on behalf of EcoHarvest Organics Ltd to seek advice regarding our current financial situation and the risk of potential creditor action.

Over the past 18 months, EcoHarvest has faced mounting financial pressure due to supply chain disruption, increased fuel and energy costs and poor sales performance of a recent product launch. We have also suffered a significant bad debt from a major customer, who defaulted on a £40,000 invoice.

Currently, we are struggling to meet our payment obligations to a number of trade creditors. One of our key suppliers, Fresh Fields Supplies, has now threatened to 'take the next steps' unless payment is made immediately.

As part of our efforts to manage liabilities and raise short-term funds we have taken the following action:

1. Loan repayment

Last month, we made a £15,000 lump sum repayment to Marek Jankowski, a director of, and a longstanding lender to, the company. This was a partial repayment of an unsecured loan from several years ago.

2. Sale of machinery

We also sold company-owned machinery (valued at approximately £40,000) to Marek's husband for £10,000. This transaction was carried out quickly to raise funds for overdue utility bills.

We would like to meet with you as soon as possible.

Kind regards

Anastasia

End of the case study materials

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