

Date: [Insert Date]

To: The Shareholders of [Insert Corporation Name]

Subject: Annual General Counsel Letter of Representation

Dear Shareholders,

In my capacity as General Counsel for [Insert Corporation Name] (the "Corporation"), I am providing this annual letter of representation regarding the legal affairs and compliance status of the Corporation for the fiscal year ending [Insert Date].

1. Compliance and Legal Proceedings

To the best of my knowledge, the Corporation has maintained compliance with all material federal, state, and local laws and regulations. Except as disclosed in the Corporation's annual financial statements or public filings, there are no pending or threatened legal actions, claims, or assessments that are expected to have a material adverse effect on the Corporation's financial position.

2. Corporate Governance

The Corporation has adhered to its Bylaws and Articles of Incorporation. All meetings of the Board of Directors and Shareholders held during the past year were conducted in accordance with applicable corporate laws. All corporate minutes and records are maintained in good order.

3. Intellectual Property and Assets

The Corporation continues to take necessary steps to protect its intellectual property, trade secrets, and proprietary information. All material contracts and agreements entered into during the fiscal year have been reviewed for legal sufficiency.

4. Ethical Standards

The Corporation maintains a Code of Business Conduct and Ethics. We have implemented procedures to ensure that employees and management adhere to these standards, and any reported violations have been investigated and addressed according to corporate policy.

5. Conclusion

This letter is intended to provide reasonable assurance regarding the legal health of the Corporation. However, this statement is based on information available as of this date and is subject to the inherent limitations of legal oversight.

Sincerely,

[Signature]

[Insert Name]

General Counsel

[Insert Corporation Name]