

## Tina Kyriakides

Call: 1984  
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Tina practises in general commercial and chancery litigation and advisory work, including company law, corporate and personal insolvency, contract, commercial fraud, sale of goods, financing transactions, banking, guarantees and other securities and partnership law. Tina has acted as an inspector for the DTI (now BERR) to investigate insider dealing. An extremely effective advocate, she also has an excellent reputation for advising on company and commercial matters, both litigious and non-litigious. Tina is recommended as a leading barrister in both company and insolvency in Legal 500 2008 and Chambers & Partners 2009.

Tina Kyriakides, “a highly pragmatic and responsive practitioner” who provides “client-friendly advice” on all aspects of company law. (Chambers & Partners 2009)

Tina Kyriakides “has a steady practice and is always fair,” agree sources. “Clever, but not in a pompous way,” she “gets deeply involved in her cases” and has “first-class knowledge.” (Chambers & Partners 2009)

Rated for providing ‘pragmatic and clear advice’, as well as for being ‘very responsive’, Tina Kyriakides moves up the rankings. (Legal 500 2008)

Tina was made a Deputy Registrar in Bankruptcy in 2007. She is consultant editor of Corporate Recovery & Insolvency, published by Butterworths. She has also acted as an examiner in relation to the depositions of English witnesses in foreign proceedings.

### Insolvency:

Tina is a recognized expert in the insolvency field and has extensive experience (both of an advocacy and advisory nature) of most insolvency matters including the following:

- Administration
- Administrative and other receivers
- Statutory demands, winding up petitions and bankruptcy petitions
- Matters arising during the course of winding up and bankruptcy, including, preferences, transactions at undervalue, misfeasance, examinations, proprietary claims and so forth
- Individual and company voluntary arrangements
- Directors’ disqualification

### Company

Tina has extensive experience (both of an advocacy and advisory nature) in most aspects of company law including the following:

- Directors’ duties (fiduciary and otherwise) and directors’ liabilities, both to their company and to third parties

- Accessory liability of third parties arising from breaches of fiduciary duty
- All aspects of shareholders disputes including section 994 petitions, derivative actions, winding up petitions and breaches of shareholders' agreements and articles of association
- Personal rights of shareholders, including pre-emption rights
- Management and administration of companies and company procedure
- Breaches of share sale agreements;
- Purchase by a company of its own shares, financial assistance, distributions by a company and capital reductions
- Drafting of articles of association and shareholder agreements

## General Commercial

Tina has a wide experience of general commercial law, including contractual disputes, misrepresentation claims, sale of goods, guarantees and indemnities, charges, debentures and other security interests, commercial and other agents, hire-purchase, leasing and other finance agreements, civil fraud and interim remedies such as freezing orders.

### Recent cases for Tina include:

*Capcon Holdings Plc v Edwards & Others [2007] EWHC 2662 (Ch)*

#### Share Sale Agreement - Fraudulent Misrepresentation

This is a claim for specific performance of the earn-out provisions in a share sale agreement and for payment of part of that consideration. The claim is being defended by Tina's client mainly on the grounds that the agreement was entered into as a result of a fraudulent misrepresentation by the claimants. An appeal to the Chancellor against an order for summary judgment was upheld. Whilst the claim for rescission of the agreement was rejected on the grounds of estoppel and because restitution was no longer possible, the Chancellor accepted that because of the defence of fraudulent misrepresentation, there was a real prospect that specific performance would not be allowed. The summary judgment application raised interesting points on both affirmation and laches. The case is set for a 4 day trial later in 2008.

### *X Group*

#### Financial Assistance

This involved advising on the financial assistance aspects of a substantial and complicated restructuring of a group of companies, drafting numerous statutory declarations, resolutions and minutes of meetings and advising the group and the banks on the whitewash procedure.

### *X Limited v Y Limited and administrators*

#### Administration

Advising a large multinational corporation on steps which could be taken against a sole supplier which had just gone into administration to try and secure continued supplies and avoid suffering substantial losses.

### *Re Y Limited*

#### Surplus funds in a liquidation - Limitation - Statutory scheme

Liquidation of a company where there was a surplus of funds. The liquidator made an application to the court for directions as to what should be done with the surplus funds where all the shareholders had been identified, but it was not known where all of them lived. The liquidator proposed a scheme to create a trust of the surplus funds so that if such persons had not been found by a certain time, the surplus could be distributed to those shareholders who could be located. Tina was appointed to represent those shareholders who could not be found and to report to the Court on whether on behalf of such persons the scheme could be supported. This raised issues of what the nature of surplus funds in a liquidation was (this would not appear to have been considered in previous case law), whether or not there is any limitation period for the distribution of such funds (on which there was no direct authority) and whether the Court could vary the statutory scheme. As a result of Tina's report, the scheme is now not to be proceeded with.

## *Re X Limited*

### **Winding-up**

A winding-up petition was presented against X Limited, for payments allegedly due to a sub-contractor on various building projects. No statutory demand had previously been served. X made an application to restrain advertisement and produced a very substantial witness statement. As a result, the petitioner agreed for the petition to be dismissed and to pay all of X's costs.

## *Bryan v Arpan & Others [2007] EWHC 1660 (Ch)*

### **Strike-out application - Locus**

A strike-out application under section 459 of the Companies Act 1985. The interesting feature of this case was that whilst the court decided that the Petitioner did not have any locus to present the petition and, whilst in the past the court has always said that the issue of locus could not be decided as a preliminary issue in the petition, instead of striking the petition out, it decided, as part of its case management powers, to stay the petition so that the Petitioner could issue proceedings to determine whether or not he had locus.

## *X Ltd v Y Ltd*

### **Conflicts of Law**

This case involved a claim which had been brought in this jurisdiction for payment of the price of goods and a counterclaim which was brought in the US, in which an anti-suit injunction was also sought restraining the continuation of the English proceedings. Subsequently, an anti-suit injunction was brought by the claimant in the English proceedings to restrain the continuation of the US proceedings. The case involved interesting tactical issues as well as interesting legal issues.

## *A v B*

### **Contributory's winding-up petition**

Tina was involved in the successful strike out of a winding-up petition which had been presented by a contributory.

## *Beckwith Moore v Clunn & Others [2006] All ER (D)*

### **Shareholder dispute**

Interim relief on a section 459 petition to restrain some of the respondents from acting as directors. It involved looking at the principles of granting interim relief where the petitioner wanted to buy the shares.

## *Re X Limited*

### **Administration and proprietary interests**

Tina was asked to advise administrators of a company on whether a trust for creditors had been validly established shortly prior to administration and what debts and monies were subject to that trust.

## *X Limited v A and B*

Tina was asked to advise upon and draft proceedings relating to a complex guarantee and indemnity case. The case was subsequently settled.