

Jamie Riley

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Jamie is a commercial litigator dealing with all types of business litigation and advisory work. His practice is evenly divided between the areas of commercial, commercial chancery and insolvency. He has an established practice in banking, fraud, asset tracing and has developed a strong reputation in the commercial fields of media, broadcasting and sport. A considerable part of his practice is his company and insolvency work where he acts in an advisory and representative role in both domestic and international disputes. His expertise ranges from general commercial issues arising both under and outside the Insolvency and Companies Acts to technical statutory based matters. In particular Jamie is routinely instructed by office-holders, directors and creditors in relation to companies in administration or liquidation. He has built up substantial trial experience as well as regularly appearing in the Interim Applications and Companies Courts. Jamie has been a member of the FA Premier League Disciplinary Committee for the past 3 years. He is recommended in Legal 500 2008 and Chambers & Partners 2009 as a leading junior in the field of insolvency and in Legal 500 2008 as a leading media, sports & entertainment barrister.

Jamie Riley is making progress as “an excellent strategist and advocate.” Clients value his responsiveness, describing him as “practical and easy to work with.” They also admire his commercial approach, saying: “He gives good, straight answers with a sensible rationale.” (Chamber & Partners 2009)

The “pleasant and very capable” Jamie Riley is recommended for his depth of experience and personable client-friendly manner. (Chambers & Partners 2008)

Banking:

Jamie has over 7 years experience in acting for the major banks especially NatWest/RBS in respect of enforcing guarantees. This has involved advising, drafting proceedings and representing the bank at hearings, trials, mediations and meetings. In over 7 years of this work Jamie has not lost a summary judgment application ensuring that where the bank commences proceedings it obtains judgment quickly and at relatively minor cost. Where there have been difficulties with the claim, the bank has always come away with a settlement involving payment or the grant of further security by the guarantor.

Jamie regularly advises and act for banks in relation to the appointment of administrators and receivers. In particular, he acted for the receivers in the leading decision on the exemptions to the prohibition on the appointment of administrative receivers introduced by the Enterprise Act 2002 – *Feetum v Levy* [2006] 2 BCLC 102.

He regularly advises and acts for banks in respect of recovering monies out of insolvent companies whether the debts are secured or unsecured. Jamie is frequently involved in cases where questions arise as to the effectiveness of security taken by banks or where various banks compete as to who has priority over the assets secured.

Jamie is often instructed in relation to claims by banks for the recovery of debts which range from the straightforward debt claims to the tracing of monies through bank accounts and assets. With particular regard to tracing claims he has been involved in cases which have proceeded in off shore jurisdictions.

He is frequently instructed to advise and represent banks in relation to the enforcement of mortgages over residential property dealing for example with issues of the existence and extent of beneficial ownership of co-habitees, undue influence and the equity of exoneration.

His banking work also includes cases regarding the enforcement (or otherwise) of letters of credit.

Company

Within the field of company law Jamie's experience covers capital reductions, directors duties, minority shareholder actions and representative actions.

Insolvency

Jamie is regularly recommended in Chambers & Partners as a leading junior in insolvency law, where it has been noted "the "pleasant and very capable" Jamie Riley is recommended for his depth of experience and personable client-friendly manner." (Chambers & Partners 2008). He has acted for corporate, individual clients and insolvency practitioners in a variety of areas:

- All aspects of administration.
- Wrongful and fraudulent trading
- Disputed winding up petitions, injunctions to restrain presentation / advertisement, applications pursuant to s127 Insolvency Act 1986 for validation orders, applications provisional liquidators, actions under s238 and s239 for preference and transactions at undervalue and giving advice as to the distributions of assets
- Litigation concerning voluntary arrangements
- All aspects of individual bankruptcy

Commercial

Jamie deals with litigation and advisory work in the following areas:

- General commercial contract disputes
- Restraint of trade and confidentiality mainly in employment contracts and supply agreements
- Partnership disputes
- Credit and leasing agreements, for example, Jamie was involved in a case involving a series of frauds on a local authority
- Professional negligence of lawyers, accountants and surveyors
- Conflicts with other jurisdictions

Sports

Jamie has dealt with several arbitrations for sporting bodies and professional conduct arbitrations. Examples of which include FA disciplinary tribunal proceedings and British Boxing Board of Control tribunal proceedings. Other types of sports cases he has been involved with range from giving restrictive covenant advice to European basketball players transferring to NBA teams, ticket scam injunctions through to TV broadcasting rights. He is a member of the Bar Sports Law Group and contributes to the Bar Sports Law Journal Law reports. Jamie is recommended as a leading junior in media, sports & entertainment in the Legal 500.

Jamie counts amongst his clients the All England Lawn Tennis Club, the RFU and the BBC.

Cases for Jamie include:

Clements v Henry Hadaway Organisation Ltd [2007] EWHC 2953 (Ch); [2008] 1 BCLC 223 [2007] BPIR 1363

Music recording licensing company - breach of fiduciary duty - wrongful trading - preference and undervalue

This case involved allegations of breach of fiduciary duty and misappropriation of company and third party assets on the part of the directors of a music licensing company.

Haskew v Adams High Court

This case involved important questions of when a party can be described as a de facto director and what liability attaches to that individual for the purposes of s.214 of the Insolvency Act 1986. It also concerned technical questions of how to assess and quantify loss and its causation in respect of wrongful trading claims.

In the Matter of Lloyds TSB Commercial Finance Ltd

Administration - secured creditors - priorities - subrogation

This matter involved difficult questions of construction of a deed of priorities executed by various banks as debenture holders and who was able to lay claim to the proceeds of sale of the company's assets in administration.

Archangel Film Works

An ongoing case involving: film finance, validity of security, misrepresentation and fraud

In this matter Jamie has acted for an investor in a film finance company who alleged that he had been misled into the investment by the fraudulent misrepresentations of the film finance director. The trial of this matter is due to take place this year.

Foster & Partners Limited v The Shaheen Business & Investment Group SA

Foreign commercial development - guarantees - procedural questions of jurisdiction - mediation

In this matter Jamie acted for the Defendants to a claim by an international architectural firm in respect of fees for the design of a marina, commercial and residential development in Egypt. The case involves the discretion of the court to stay proceedings in order to enforce alternative dispute resolution clauses in commercial agreements. It also concerns the question of the extent to which architectural fees can be abated.

Re K

Directors' disqualification - permission to act as a director

This case involved an application by the director of an advertising and PR agency for permission to continue acting as a director despite being disqualified to act. It involved discussion of the sort of conditions which could be attached to the grant of permission and in particular whether the disqualification undertaking should be declared in the company accounts or advertised even though the matters giving rise to disqualification did not involve fraud or dishonesty.

The Official Receiver v A Ball & Others

Directors' disqualification - permission to act as a director

In this case Jamie acted for the directors. It involved an important procedural issue i.e. whether permission should be granted to the DTI to bring proceedings outside the period of 2 years from the commencement of the liquidation. In the event the DTI lost its application for permission against one director with the result that it decide not to pursue the other directors.

Segal v Pasram & Anor [2008] 1 FLR 271 [2007] All ER (D) Dec 07 [2007] BPIR 881 Jun 07 High Court

Matrimonial consent agreement - transaction at an undervalue - order for sale

This case involved the very current topic of whether an agreement between a husband and wife to divide up matrimonial assets can provide adequate consideration for the purposes of s.340 of the Insolvency Act 1986 even though it is unenforceable on grounds of public policy. This issue has more recently been determined by the Court of Appeal in Hill v Haines. Jamie acted for the Trustee in successfully setting aside the matrimonial agreement. The case also raised the hot topic of the appropriateness of office holders bringing proceedings under conditional fee agreements. Following this case Jamie has been invited to write an article on the two topics by Insolvency Law and Practice.

Re C Ltd.

Company prohibited names

In this case Jamie acted for a well known hairdresser who sought permission to carry on trading via a company which was prohibited. It raised the interesting question of whether a prohibited name could be used where it involved the name of the individual director.

Re J Ltd.

Minority shareholders - unfair prejudice

In this case Jamie acted for the Petitioner who held the legal title of shares on trust for the true shareholder. The case involved key issues such as whether issues of liability should be separated from the question of what relief should be granted. It also concerned the complicated question of how to value shares and how to obtain electronically stored documentation in order to carry out the valuation.

Re G Ltd.

In this matter Jamie advised the company with regard to a proposed reduction of capital and the cancellation of its share premium account in order to rectify losses on its balance sheet. Jamie advised at all stages and drafted the relevant resolutions and court documents.

Re Farrow and Re Hiseman

These are bankruptcy cases in which Jamie advised, drafted proceedings and represented the Trustee in bankruptcy who was attempting to secure and realise property interests in foreign jurisdictions. It involved applications under s.283A of the Insolvency Act 1986 for extensions of time to bring proceedings abroad and issues of which order the English court had jurisdiction to make.

Re Clifford

This case concerned the extent to which the Court still retained a discretion to annul a bankruptcy order under s.282(1)(b) of the Insolvency Act 1986 despite the fact that not all the debts and statutory interest had been paid or secured for.

The Court decided that it still had a discretion and granted the annulment on the basis that it was in the interests of the creditors.

Re Larzep (UK) Ltd

Jamie appeared on behalf of the creditors in seeking and obtaining a provisional liquidator.

Feetum & Others v Levy & Others [2005] EWHC 349 (Ch); [2006] 2 BCLC 102

Insolvency - Administrators - Enterprise Act

Jamie Riley was involved in the first case under the Enterprise Act 2002 to consider the circumstances in which the holder of a floating charge can validly appoint an administrative receiver over a "project company".

Glenister v Rowe [Court of Appeal] [2000] Ch 76

An order for costs made against a debtor after his discharge from bankruptcy in proceedings commenced before his bankruptcy was not a contingent liability at the date of his bankruptcy and therefore was not a "bankruptcy debt" within section 281(1) of that Act from which his discharge released him.

Alman v Approach Housing Ltd Chancery Division [2001] 1 BCLC 530

Since there was no statutory provision preventing the claimant from pursuing his action, he could only be prevented from pursuing it by a term of the CVA. As a matter of construction of the terms of the CVA, it was not necessary for the efficacy of the arrangement that the right to sue should be excluded. There was everything to be said for not implying such a term because the CVA contained no machinery for the determination of disputed claims. It was a strong thing to deprive a claimant of his right to bring an action in the courts to establish his claim; if such a right was to be excluded by implication, the grounds for finding such an implication had also to be strong.

Re Thorogood (No 2) Chancery Division [2003] EWHC 1971 (Ch), [2003] BPIR 1476

Section 103 of the Settled Land Act 1925 is concerned with the point at which a legal estate in settled land vests in a trustee in bankruptcy of an estate owner; the bankrupt was not an estate owner for this purpose and no part of his late son's estate was subject to the provisions of the Settled Land Act 1925.

Barnicoat & Another v Knight and Others Chancery Division [2004] EWHC 330 (Ch), [2004] 2 BCLC 464

A share agreement had the same legal effect as a guarantee, since the obligation to 'procure' repayment or 'see to it' that the company repaid directors loans required the defendants to achieve that result. Furthermore, the defendants' obligation to 'see to it' that the company discharged the directors' loans was not frustrated by the company's insolvency in the same way that a guarantee was not discharged by the insolvency of the debtor. It followed that the defendants were liable in damages for failure to 'see to it' that the company repaid the loans, the amount of damages being the amount of the loans. The defendants were also liable to pay the agreed consideration for the shares, since that obligation was not discharged by the subsequent insolvent liquidation of the company, the risk of the company being wound up having passed to the purchaser on the signing of the contract for the sale of the shares.

Papanicola (as trustee in bankruptcy for Mak) v Humphreys and others Chancery Division [2005] EWHC 335 (Ch), [2005] 2 All ER 418, [2006] BPIR 135

Insolvency - Order - Rescission - Jurisdiction of court - Discretion - Principles on which discretion should be exercised - Insolvency Act 1986, s 375(1).

Re Shruth Limited (In Liquidation) Chancery Division [2005] EWHC 1293 (Ch); [2005] BPIR 1455; [2006] 1 BCLC 294

Creditors' voluntary liquidation - Judgment creditor - Default judgment - Value of creditors' proof for voting at creditors' meeting - Extent to which creditor could vote for unliquidated damages claim - Extent to which liquidator could ignore default judgment and seek to relitigate creditor's claim by rejecting proof - Insolvency Act 1986, s 98 - Insolvency Rules 1986, rr 4.67, 4.70, 4.83.

Whether to order further meeting of creditors - Whether to order removal of liquidator - Insolvency Act 1986, ss 98, 108, 171.