



Jessica Brooke

Call: 2012

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Clerks' Details

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Qualifications and Appointments

- Bar Professional Training Course, BPP, 2011-2012
- LLM (Corporate Law), University College London, 2011
- BA Jurisprudence, Brasenose College, University of Oxford, 2007-2010
- Willem V. Vis International Commercial Arbitration Moot Team for Lincoln's Inn, 2012
- Kennedy Scholarship, Lincoln's Inn, 2011
- Hardwicke Award, Lincoln's Inn, 2011
- First Place, Oxford/Cambridge Varsity Moot, 2009

Memberships

- Chancery Bar Association
- R3

Publications

- Warning to liquidators claiming against non-active directors for misfeasance (Re IT Protect) [on LexisPSL](#)
- Second application to annul bankruptcy order an abuse of process (Lambert v Forest of Dean District Council and others) [on LexisPSL](#)
- Contributor to The Landlord and Tenant Factbook
- Contributor to Practical Law's Property Litigation Column

Practice Overview

Jessica specialises in commercial chancery litigation, with a particular focus on insolvency, property and commercial disputes. She is an experienced advocate who appears regularly in the High Court, and is frequently instructed in matters which are of a complex or urgent nature. Before coming to the Bar Jessica read Jurisprudence at Brasenose College, Oxford, and obtained an LLM in Corporate Law from University College London.

Insolvency

Jessica is frequently instructed in corporate insolvency matters. Her experience includes TUV claims, preferences, unlawful dividends, fraudulent and wrongful trading, disputed debts, validation orders, s.236 applications, Berkeley Applegate applications, administration applications, office-holder remuneration applications and urgent injunctions to restrain petitions and to rescind winding up orders. She is currently instructed in a number of misfeasance applications against company directors, acting for both liquidators and respondents, and she often deals with cases involving allegations of fraud or dishonesty.

She is also regularly instructed to undertake personal insolvency work. Her experience extends to orders for possession and sale in bankruptcy proceedings where issues relating to beneficial ownership or the equity of exoneration arise, applications for the annulment of bankruptcy orders, validation orders, s.366 applications, applications to suspend discharge from bankruptcy, income payment orders, applications to set aside statutory demands, insolvency administration orders in respect of the estates of deceased insolvents, and matters involving COMI disputes.

Recent experience includes:

- *Lambert v Forest of Dean DC* [2020] EWHC 2854: Defeated an appeal on the basis that the appellant had failed to remedy his lack of standing as a bankrupt to bring the appeal, and obtained an Extended Civil Restraint Order against the appellant.
- *IT Protect Ltd* [2020] EWHC 2473: Successfully represented a liquidator in a two-day misfeasance trial against a director who had taken no active involvement in the running of the company.
- *Lambert v Forest of Dean DC* [2019] EWHC 1763: Successfully defended an application to annul a bankruptcy order alleging defective service of the statutory demand and bankruptcy petition. The application was dismissed on the grounds that it was an abuse of process. [Read the case comment here.](#)
- *ICSM Solutions Ltd*: Successfully represented the liquidator in a 3-day misfeasance trial against a de facto director involving complex accounting issues.



Insolvency continued

- *Denderowicz Ltd*: Successfully represented the liquidator in a 3-day misfeasance trial involving difficult witness handling.
- Advising a US creditor in respect of a £2.7million fraud claim against an English bankrupt involving jurisdictional issues and conflicts of laws.
- Advising a liquidator in a claim against a major bank challenging substantial charges levied under an invoice discounting agreement.
- *4J Leisure Ltd*: Acting as sole counsel in a 5-day unfair prejudice £1million claim involving an insolvent company and complex share valuation issues.
- Advising company directors in respect of misfeasance claims worth over £2million alleging the misappropriation of company assets and challenging reductions in inter-company debt and directors' loan accounts.
- Advising a liquidator in a £1million civil fraud case raising issues relating to unlawful means conspiracy, dishonest assistance, knowing receipt, deceit, unjust enrichment and the tracing of assets.
- Advising a liquidator in a high-profile insolvency in respect of a claim worth over £2million against a related company in liquidation seeking payment for services rendered ranking as a liquidation expense.
- Acting for the liquidators of a construction company pursuing a sub-contractor in a claim worth over £1.5million for defective works which led to the partial collapse of a building.
- Representing a respondent director in a c.£1million misfeasance claim alleging the payment of unlawful dividends, preferences and transactions at an undervalue. The case settled before trial.
- Advising a trustee in bankruptcy in relation to a charge executed by the bankrupt against his property where the charge was registered contrary to the terms of bankruptcy restrictions entered against the property's title.
- Advising a liquidator in respect of claims against a third-party recipient of company funds fraudulently misappropriated by the company director. The case involves issues relating to knowing receipt, attribution of knowledge, want of authority, unjust enrichment and the tracing of assets.
- Acting for a liquidator in a claim challenging fees paid to a major consultancy firm on the basis that the payments did not fall within the terms of a validation order.
- Advising administrators as to whether substantial adverse costs orders obtained against the company in litigation adopted by the administrators were accorded super-priority in the administration, or ranked as an administration expense.
- Acting for a creditor in an urgent application for an interim receiver where there was an imminent risk of dissipation of the debtor's assets.
- Advising a liquidator in a claim seeking to challenge dividends based upon interim accounts which were alleged to be inaccurate.
- Acting for a liquidator in a claim challenging a purported reduction in share capital and seeking contributions in respect of unpaid shares.
- Advising administrators as to the recovery of their remuneration and administration expenses from fixed charge assets by way of a Berkeley Applegate-type order.
- Representing a liquidator in a claim challenging payments made by the company to related companies purportedly for services rendered, which settled before trial.
- Advising a liquidator as to whether a charge granted to a secured creditor over various asset classes was fixed or floating, whether the creditor could rely upon the doctrine of subrogation, and whether the creditor's claim was defeated by set-off.



Insolvency continued

- Advising a failed bidder in the sale of the business and assets of a high-profile sports team in administration as to potential claims against the administrator where the sale process had been unfair.
- Advising administrators in respect of their liability for selling assets subject to chattel mortgages.

Commercial

Jessica's practice includes all aspects of commercial litigation, including urgent injunctive relief, construction of contracts, sale of goods, guarantees, breach of contract claims and the enforcement and recognition of foreign judgments. She is regularly instructed to advise on and act in high-value commercial proceedings.

Recent work includes:

- *Municipality of Mariana v BHP Billiton Plc*: Acting as part of a team for claimants in a £5billion class action arising from the Fundão Dam disaster in Brazil, listed as one of The Lawyer's Top 20 Cases in 2020.
- *Carter v OMI*: Acting as junior counsel in a \$15million dispute in respect of the mis-selling of investment bonds, involving issues in respect of breach of fiduciary duty, conflicts of law and the application of Turkish law.
- *Pentera v OMI*: Acting as junior counsel for a life assurance company in two connected \$20million disputes in the Isle of Man, arising from the sale and operation of investment related life assurance policies and involving issues in respect of secret commissions, breach of fiduciary duty and the application of Russian law.
- Advising a joint venture financier in respect of the validity of security granted over an Aston Martin vehicle to secure a c.£1million loan, and the priority of the security.
- Acting as sole counsel for the defendant in a £1million claim alleging breach of an exclusive supply agreement issued in the Commercial Court, which settled before trial.
- Acting as sole counsel in an urgent interim injunction application against leading counsel regarding anticipated share transfers in a foreign company.
- Advising franchisees as to potential claims against a franchisor which changed its business practices rendering the franchise unprofitable for the franchisees.
- Advising a consultant retained to raise investment for a company as to his entitlement to a success fee in circumstances where the company raised substantial investment but denied that this was due to the efforts of the consultant.
- Acting for the liquidators of a construction company pursuing a sub-contractor in a claim worth over £1.5million for defective works leading to the partial collapse of a building.
- Acting in a 3-day trial of a claim involving a dispute in respect of the quality of works conducted to a Grade-2 listed building and land.
- Advising on claims in conversion, misrepresentation and breach of contract in respect of trademarked surgical sets and implants involving conflicts of laws issues.
- Advising in a professional negligence claim against insurance brokers arising out of the under-insurance of commercial premises damaged by fire.

Property

Jessica regularly advises on and acts in property disputes, including claims in respect of the enforceability of charges, constructive trusts, proprietary estoppel, easements, restrictive covenants, boundary disputes, nuisance and landlord and tenant law. She is an editor of The Landlord and Tenant Factbook.



Property continued

Recent work includes:

- Acting as sole counsel in a £10million farming partnership claim, which settled shortly before a 20-day trial.
- Advising in respect of a professional negligence claim against solicitors retained to draft an underlease for high-value commercial premises under the terms of which the leaseholder was potentially liable to repair defects causing water ingress into the premises.
- Acted as junior counsel in a £9million farming proprietary estoppel, partnership and trust dispute.
- Acting in a number of misrepresentation claims against property sellers for failing to disclose the presence of Japanese knotweed on the property.
- Successfully acting for a landlord in defending a claim for an injunction to allow a business tenant back into leased premises, raising issues under the 1954 Act, proprietary estoppel and specific performance.
- Acting in a number of cases on behalf of landlords defending allegations of disrepair.
- Advising in respect of an appeal to an award made pursuant to the Party Wall etc Act 1996, and as to whether works conducted were outside the scope of works approved by the award.
- Advising on the extent to which a right to rectify a conveyance to include an express right of way bound successors in title to the servient land.
- Acting in a number of cases on behalf of both landlords and tenants involving challenges to service charges.
- Acting in a contested claim seeking the removal of restrictions entered against a property's title.
- Acting in a number of cases on behalf of landlords opposing the grant of a new tenancy under the 1954 Act.
- Advising a former property owner who had transferred her property as the victim of a fraud as to whether she had an overriding interest in the property taking priority over the interests of a chargeholder.
- Advising a trustee in bankruptcy in relation to a charge executed by the bankrupt against his property where the charge was registered contrary to the terms of bankruptcy restrictions entered against the property's title.
- Advising a liquidator as to whether a charge granted to a secured creditor over various asset classes was fixed or floating, whether the creditor could rely upon the doctrine of subrogation, and whether the creditor's claim was defeated by set-off.
- Acting in a 3-day trial of a claim involving a dispute in respect of the quality of works conducted to a Grade-2 listed building and land.
- Acting as junior counsel in an appeal to an arbitration award in a rent review.
- *Coope v Ward* [2015] EWCA Civ 30: Successfully represented the appellants in the Court of Appeal acting as sole counsel against leading counsel in a dispute concerning an easement of support.
- *Coope v Ward* [2015] EWCA Civ 283: Successfully obtained an order for costs in the appellants' favour in the appeal referred to above.

Company

Jessica is experienced in advising and appearing in a wide range of company matters, including unfair prejudice petitions, shareholder disputes, breach of directors' duties, unlawful distributions, director disqualification proceedings, applications to restore companies to the register, applications to amend a company's register of members and applications to extend time for the registration of company charges.



Company continued

Jessica is regularly instructed to act in high-value partnership disputes. Her experience includes disputes as to the extent of partnership shares, the beneficial ownership of assets, dissolution, the division of profits, breach of duties, the construction of partnership agreements and disclosure.

Recent experience includes:

- *4J Leisure Ltd*: Acting as sole counsel in a 5-day unfair prejudice £1million claim involving an insolvent company and complex share valuation issues.
- Acting as sole counsel in an urgent interim injunction application against leading counsel regarding anticipated share transfers in a foreign company.
- *Municipality of Mariana v BHP Billiton Plc*: Acting as part of a team of counsel for corporate claimants in a £5billion class action arising from the Fundão Dam disaster in Brazil, listed as one of The Lawyer's Top 20 Cases in 2020.
- Advising a society registered under the Co-operative and Community Benefit Societies Act 2014 in respect of actions taken by its executive committee at times when it was in quorate.
- Acting as sole counsel in a £10million farming partnership claim, which settled shortly before a 20-day trial.
- Successfully acting for a former partner of an investment management LLP in opposing a summary judgment application.
- Acting as junior counsel in a £9million partnership and trust dispute involving a family farming business.
- Advising a solicitors' LLP in respect of a claim against a new member who had failed to provide full disclosure as to the risk of potential claims against him.
- Advising in a partnership dispute involving allegations of long-term fraud and concealment and raising issues as to whether the partnership had been dissolved.