

COMMERCIAL CONFERENCE 2022

Wilberforce
CHAMBERS

5.0 CPD

Thursday 24th March 2022
Kimpton Fitzroy London Hotel
1– 8 Russell Square, Bloomsbury, London WC1B 5BE

Timetable

9.00am Registration and breakfast refreshments

9.30am **Welcome from the chair**
Stephen Brown

9.35am **Unfair prejudice petitions and derivative claims**
Clare Stanley QC, Jessica Brooke and Jamie Holmes

- Which is appropriate? Could both be used in parallel?
- When will equitable principles apply?
- The buy-out order: potential pitfalls
- Double derivative claims after *Boston v Szerelmey* [2021] EWCA Civ 1176

10.05am **Shareholder agreements and joint venture agreements: giving effect to the vibe of the agreement**
Tom Robinson and Sri Carmichael

- Features of a JV relationship
- Contractual obligations between shareholders in a JV company: shareholders' agreement and articles of association – which take precedence?
- The effect of including good faith obligations and "purpose of the JV" clauses
- Fiduciary duties between shareholders in a JV company? *Murad v Al-Saraj* [2005] EWCA Civ 959
- Other equitable constraints: estoppel etc.

10.30am **QC showcase: Would I lie to you?**
Alan Gourgey QC, Lexa Hilliard QC and James Bailey QC
A panel of QCs will present some weird and wonderful cases, but which one is made up? You, the audience, will cast your votes.

11.00am BREAK

11.30am **Workshop sessions (please select one from the following page)**

12.45pm LUNCH

1.45pm **Workshop sessions repeated (please select another one from the following page)**

3.00pm **Manchester Building Society v Grant Thornton: a new start or just a different set of Emperor's New Clothes?**
Tiffany Scott QC and Graeme Halkerston

- What is the real issue in SAAMCO cases?
- What happened in *MBS* and *Meadows v Khan*?
- What has changed with *MBS*?
- What difference will *MBS* make to key factual issues in negligence claims?
- What difference will *MBS* make on the scope of liability?

3.25pm BREAK

3.55pm **WFOs after the Privy Council decision in *Broad Idea***
Tim Penny QC, Bobby Friedman and Caspar Bartscherer

- What did the Privy Council actually decide in *Broad Idea*?
- Does broadening the jurisdictional basis of freezing injunctions really change how easy or hard it is to obtain them?
- Where does this leave the *Chabra* jurisdiction?

4.25pm **Tracing the proceeds of fraud**
Jack Watson

- What can you claim and how do you claim it?
- Misappropriation, breach of fiduciary duty and corporate opportunities
- Burden of proof
- Interlocutory steps

4.45pm **Junior showcase: 5 minute pitch**
Alice Hawker, James Goodwin, Tim Matthewson, Joseph Steadman and Lemuel Lucan-Wilson
A panel of juniors will each pick a case and will attempt to persuade you that theirs is the most important decision during the pandemic. They have five minutes each. Who wins? You, the audience, will decide.

5.15pm **Closing remarks from the chair**
Stephen Brown

5.20pm Drinks reception

Registration fee:

£195 + VAT
(in-person attendance)

£50 + VAT
(virtual attendance on Zoom)

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Workshops

Please choose one workshop for the session at 11.30am and another workshop for the session at 1.45pm

WORKSHOP 1: Post-Brexit cross-border litigation issues

Fenner Moeran QC, Zoë Barton QC and Francesca Mitchell

- Jurisdiction and exclusive jurisdiction clauses – not quite as simple as it should be
- Interim measures – getting them here, enforcing and resisting them over there
- Legal advice privilege – is it still safe?
- The practical bits we all try to forget – service and documents
- Judgments – recognition and enforcement

WORKSHOP 2: Legal issues around crypto assets and AI – how the law might adapt

Stephen Brown and Daniel Scott

- Property rights
- Injunctions
- Jurisdiction
- Enforcement
- The rectification of mistakes

WORKSHOP 3: Contractual obligations of good faith – and why we can ignore them

John McGhee QC, Rachael Earle and Jia Wei Lee

- When are good faith obligations implied into contracts?
- What do you need to show to prove for a breach of a good faith obligation?
- What (if anything) do good faith obligations add to other express or implied obligations?
- What remedies are available for breach of good faith obligations

Email your choice of workshops to seminars@wilberforce.co.uk

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