

BENJAMIN SHAW

Called: 2002

Profile:

Benjamin specialises in company, corporate finance, insolvency and general commercial law. His practice is divided equally between litigation and advisory work.

Education:

October 2001-June 2002 Bar Vocational Course, The Inns of Court School of Law. Grade: Very Competent.

October 1996 - July 2001 BCL, BA (Hons) Law with European Law (German), The University of Oxford.

Languages:

Fluent in German

Description of Practice:

Benjamin's litigation experience has included:

- Section 994 Petitions. Benjamin has acted for both Petitioners and Respondents in numerous cases brought under section 994 of the Companies Act 2006. These cases have included allegations of diversion of corporate opportunities, excessive directors' remuneration, inadequate dividends, and wrongful exclusion of a member from the management of a company;
- Claims regarding the construction and enforcement of shareholders' agreements;
- Disputed winding-up Petitions presented by both creditors and contributories;
- Proceedings brought against directors under the Company Directors Disqualification Act 1986;
- Claims for breaches of various forms of commercial contracts, including asset sale agreements and contracts for the supply of goods and services.

Benjamin has extensive experience advising on:

- Purchases and redemptions of own shares;
- Reductions of capital;
- Schemes of arrangement;
- Pan-European mergers involving a new form of European public limited liability company (Societas Europaea);
- Mergers involving the application of the Companies (Cross-Border Mergers) Regulations 2007;
- Financial promotion, market abuse and other provisions of the Financial Services and Markets Act 2000;



- Prospectus, Disclosure and Transparency Rules issued by the United Kingdom Listing Authority;
- Conduct of liquidations and administrations.

Recent Cases:

Lehman Brothers International (Europe) (in administration) v CRC Credit Fund Limited & Ors [2009] EWHC 3228

Instructed with Richard Snowden QC to appear on behalf of Lehman Brothers Holdings Inc., the US parent company of the Lehman group, on an application for directions brought by the administrators of Lehman Brothers International (Europe) in connection with the interpretation of the 'client money' rules issued by the Financial Services Authority and the application of these rules to the distribution of trust assets exceeding US\$1 billion.

Brazill & Ors v Willoughby & Ors [2009] EWHC 1633

Instructed with Richard Snowden QC, both at the first instance hearing before Peter Smith J and in the Court of Appeal, to appear on behalf of the administrators of Kaupthing Singer & Friedlander Limited, the English subsidiary of Kaupthing, a failed Icelandic bank, on an application for answers to questions relating to the ownership and distribution of trust monies totalling in excess of £147 million.

Estafnous v London & Leeds Business Centres Ltd [2009] EWHC 1308

Acted for the Defendant in its successful defence of a claim brought by an estate agent for a commission payment of £2 million. The central issue in this case was whether an agreement which provided for the payment of commission on a sale of real property included an obligation to pay commission on a sale of shares in the company which owned the property. The case also involved questions relating to financial assistance and distributions.

AMG Global Nominees (Private) Ltd v Africa Resources Ltd [2009] 1 BCLC 281 (CA); [2008] 1 BCLC 447 (Ch D)

Acted for the Claimant/Part 20 Defendant in a dispute concerning title to bearer share warrants. The legal issues included the question of whether an English parent company may give unlawful financial assistance by allowing its foreign subsidiary to give assistance.

Capcon Holdings plc v Edwards & Ors [2007] EWHC 2662

Acted for the Claimants in a contractual dispute concerning a share sale agreement. The case gave rise to complex issues concerning the scope of defences to a claim for rescission.