

## JAMES POTTS

*Called: 1994*

### **Profile:**

Main practice areas are advice and litigation in the fields of company law, including partnership, insolvency and related commercial fields.

### **What the Journals say**

#### **Ranked in: Chambers and Partners Company**

James Potts' fine courtroom style did not go unnoticed by the market. He offers "*fantastic commercial advice on reductions of capital,*" and is "*great to work with as he's helpful, responsive and always makes himself available when you need him.*" (Chambers and Partners)

#### **Ranked in: The Legal 500 Company and Insolvency**

First-choice junior James Potts advised a major banking group on matters relating to the demise of Lehman Brothers. James Potts stands out as "*really good, really hard-working.*" (The Legal 500)

#### **Ranked in: Chambers UK 2009 Company Law**

James Potts has advised on numerous shareholder disputes all over the world, including in Hong Kong, Singapore, Kenya and the Caribbean. He is viewed as being of "*tremendously high quality*" and someone who is "*one of the best at addressing the issues of a case full on and coming up with practical solutions.*" (Chambers UK 2009)

#### **Ranked in: Chambers Global 2009 Dispute Resolution - Commercial Chancery**

"*Never fails to be anything but sensible in all his dealings.*" Company law, insolvency and commercial matters form the basis of his practice, and he is described as "*an advocate that judges like because he is tidy and composed.*" Clients enjoy working with him because even though he is busy, "*his turnaround is quick and he is user-friendly and smart.*" (Chambers Global 2009)



## Main practice areas:

### Company Law:

- Advice in relation to numerous shareholder disputes in England and elsewhere (including Hong Kong, Singapore, Kenya and the Caribbean).
- Litigation relating to numerous shareholder disputes in England.
- Advice and litigation relating to the conduct of meetings, breach of warranties claims in the context of company acquisitions, financial assistance and other aspects of Company Law.
- Advice and court applications in relation to capital reconstructions, many in relation to listed companies.

### Insolvency Law:

- Misfeasance by directors, liquidators and other office holders.
- Advice and litigation in relation to the Company Directors Disqualification Act.
- Advice and litigation in relation to corporate reconstructions including all aspects of winding-up, administration, voluntary arrangements, receivership.
- Advice and litigation in relation to company charges and other security issues.
- Advice in relation to acquisition of private companies.

### Commercial:

- General commercial litigation.
- Advice and litigation in relation to partnerships, limited partnerships and LLP's.
- Interlocutory applications including freezing injunctions.

### Financial Services:

- Advice in relation to the Financial Services Act.

## Publications:

- Contributor to *Practice & Procedure of the Companies Court* Pub. by LLP (1997)
- *Company Directors: Law & Liability* Pub, by Sweet & Maxwell (loose leaf), being co-author of the Chapter on Powers of Directors
- *Buckley on the Companies Acts*
- *Gore-Browne Precedents*
- *Practical Law Company*

## Case List:

Perpetual Trustee Co Ltd.(2) Belmont Park Investments PTY Ltd v (1) BNY Corporate Trustee Services Ltd (2) Lehman Brothers Special Financing Inc: (1) Daniel Francis Butters (2) Neville Barry Kahn (3) Nicholas James Dargan (Joint Administrators of WW Realisation 8 Ltd & Woolworths Group Plc) v (1) BBC Worldwide Ltd (2) 2 Entertain Ltd (3) BBC Video Ltd (2009)

[2009] EWCA Civ 1160

*Scope of the anti-deprivation principle in insolvency.*

Also acted in relation to application for recognition of US Chapter 11 proceedings under UNCITRAL Model Law.

In the matter of Lehman Brothers International (Europe) (in administration), Re sub nom Lehman Brothers International (Europe) (in administration) v CRC Credit Fund Ltd & 8 ORS (2009)

*[2009] EWHC 3228 (Ch)*

*Directions in relation to issues relating to client monies.*

In the matter of Sigma Finance Finance Corporation (in administration) (2009)

*[2009] UKSC 2*

*Acted (without a leader) at all stages up to the House of Lords for Security Trustee in directions hearing to construe a clause dealing with the distribution of assets in a security trust deed entered into by a structured investment vehicle.*

Amparo Castillo Bateman (Widow & Executrix of the estate of Brian Bateman, deceased) (Claimant) v Danks Holdings Ltd (Defendant) & Bristol & Babcock Ltd (Third Party) (2009)

*Acted at first instance and on appeal proceedings in relation to whether asbestosis claim subject to an indemnity in a business transfer agreement.*

Re Microsulis

*[2008] EWHC 587 (Ch)*

*Successful application to strike out an unfair prejudice petition.*

Akai Holding LH v. RSM Robson Rhodes LLP and another

*Ref: [2007] EWHC 1641 (Ch)*

*Injunction to restrain merger of two accounting firms based on alleged breach of contract to prevent conflicts of interest.*

Airey v. Cordell

*Ref: [2006] EWHC 2728 (Ch)*

*Test to be applied for permission to continue derivative actions.*

Dalby v. Bodilly

*Ref: [2004] EWHC 3078 (Ch); [2005] B.C.C. 627*

*Summary Judgment obtained for Petitioner on s.459 Petition where director had allotted shares to himself to dilute the other shareholder's interest. Buy-out ordered.*

Great Future International & Ors v. Sealand Housing Corporation & Ors

*Ref: [2004] EWHC 124 (Ch), Times, March 1, 2004*

*Acted for Applicants. Respondent committed to prison for 12 months for contempt of court in relation to breaches of freezing injunction.*

Re Isis Factors plc Dulai and another v Isis Factors plc and another

*Ref: [2003] EWHC 1653 (Ch); [2004] BCC 359*

*Acted for successful Defendants in claim for rectification of the register of members.*

Great Future International v. Sealand Housing Corporation & Ors

*Ref: [2002] EWHC 2454 (Ch), Times, December 17, 2002*

*Inquiry as to damages following an earlier judgment on liability for fraudulent misrepresentation and breach of warranty. Damages of over US\$45m assessed.*

West v. Blanchet and another

*Ref: [2000] 1 BCLC 795*

*Successfully struck out a petition under s.459 of the Companies Act 1985 by a minority shareholder.*

Lloyd v Popely & Anor

*Ref: [2000] BCC 338; [2000] 1 BCLC 19*

*Acted for one of the Defendants in action concerning rectification of the register of members, breach of shareholders agreement and carrying on of investment business within the terms of the Financial Service Act 1986.*

Re Landhurst Leasing Plc

*Ref: [1999] BCLC 795*

*Acted for one of the Respondents in Directors Disqualification Act proceedings.*

Re Barings Plc

*Acted for one of the Respondents in Directors Disqualification Act proceedings.*

*Dealt with "Carecraft" settlement and successful application for leave to act.*