

MATTHEW PARFITT

Called: 2005

Profile

Matthew is a specialist in company, insolvency and general commercial law; his practice covers all aspects of these fields. His time is split between a substantial advisory practice and litigation work, where he primarily appears in the High Court. He also undertakes a range of international work and has been appointed to the Attorney General's Panel of Counsel to act in government litigation.

Company law

Matthew has an in-depth knowledge of the law and a sound commercial understanding of what corporate clients need. He also undertakes litigation across the whole spectrum of company law matters.



As an adjunct to his company law practice, Matthew also undertakes financial services advisory work and has provided advice in respect of many aspects of FSMA. He has contributed to 'A Practitioner's Guide to the FSA Handbook'.

Before joining Chambers, Matthew spent three months on secondment with Nigel Boardman at Slaughter and May, where he was involved in a number of major corporate transactions including the Thomson-Reuters takeover and a reverse takeover by an AIM-listed company.

Recent work in this field has included:

- Extensive experience of advice and litigation in connection with unfair prejudice (s. 994 of the Companies Act 2006) on behalf of both minority and majority shareholders.
- Advice connected to takeovers, mergers, and acquisitions at all levels from FTSE 100 companies to high-street takeaways.
- Advising company directors in relation to their duties.
- Advice relating to all aspects of share capital, including financial assistance for the acquisition of shares and the purchase by a company of its own shares.
- Advice and litigation in relation to applications to rectify companies' registers of members.
- Advice and litigation in respect of breach of warranty claims arising out of share sale agreements.
- Advice and litigation relating to the drafting and construction of shareholders' agreements and articles of association.
- Advice in relation to the application of the Prospectus Directive, FSMA and other

parts of the financial services regulatory framework.

- Advice and litigation in connection with directors' disqualification.
- Advice in relation to the company law regimes in Dubai, Jersey, Bermuda, the British Virgin Islands and Hong Kong.
- Matthew has substantial experience of Companies Court applications for the late registration of charges and the restoration of companies to the register. He is probably the most experienced practitioner at the Bar in relation to this work.

Insolvency

Corporate insolvency is a fundamental part of Matthew's practice. Matthew has expertise in all aspects of corporate recovery and has acted and provided advice in connection with liquidations, administrations, and company voluntary arrangements. Matthew also undertakes some personal insolvency work.

Recent work has included:

- Advising creditors and successful litigants on how best to pursue insolvent companies and their directors in order to get paid.
- All aspects of winding up petitions, included disputed debt petitions and injunctions to restrain presentation or advertisement of petitions.
- Advising in connection with pensions issues arising on the insolvency of MG Rover Group.
- Appearing in the Court of First Instance in the Dubai International Financial Centre, where Matthew was instructed on the first just and equitable winding up petition to be heard in the DIFC.
- Appearing on behalf of the directors of an insolvent insurance broker in connection with the directors' personal guarantees.
- Advising a major High Street bank in connection with bankruptcy matters.
- All aspects of the administration regime, including appointment, extensions of time, and applications to court.
- Obtaining validation orders under section 127 of the Insolvency Act 1986.
- Applications to set aside statutory demands.

Commercial litigation

Matthew has a broad and growing commercial litigation practice. His significant experience of company and insolvency law gives him a strong foundation for this work. He regularly appears in all divisions of the High Court, including the Commercial Court. Matthew has participated in many mediations.

After pupillage at Erskine Chambers, Matthew spent 3 months at the leading commercial chambers, 1 Essex Court, where he was involved in a wide range of high-profile litigation and arbitration. Matthew is a member of the Commercial Bar Association as well as the Chancery Bar Association.

Recent work has included:

- Various commercially sensitive pieces of litigation in connection with the government banking bail-outs.
- Litigation arising out of the early termination of a medical haulage contract.
- Seeking injunctive relief to prevent an employee exploiting the intellectual property of his employer.
- Appearing on behalf of an advertising agency to recover money from the directors of an insolvent company under their directors' guarantees.
- Acting for a major government IT contractor in relation to a multi-million pound breach of contract claim and an associated injunction application.
- Banking litigation arising out of a set-off clause in a swaps agreement.
- Assisting in relation to the billion pound litigation arising from the Buncefield oil depot explosion.
- Appearing in the Commercial Court in respect of CPR Part 71 examination on behalf of the officers of a company subject to a substantial unsatisfied arbitration award. Matthew has conducted numerous CPR Part 71 examinations in other cases.

International work

Matthew has experience of a wide range of jurisdictions besides England & Wales.

He is a registered practitioner in the Dubai International Financial Centre. He has appeared in the DIFC courts in relation to a freezing injunction and in connection with the first ever just and equitable winding up petition of a DIFC-registered company.

He has given advice in connection with the company law regimes of the DIFC, Jersey, Bermuda, the Cayman Islands, the British Virgin Islands and Hong Kong. He is available to travel to these jurisdictions at short notice if required.

Education

Matthew was a scholar at Winchester College.

He read Classics at Exeter College, Oxford, receiving First Class Honours. He was awarded the Sir Arthur Benson Memorial Prize for the highest mark in Mods philosophy, a Fitzgerald Prize for his Finals performance, and a Quarrell-Read Prize for his all-round contribution to College life.

Matthew studied for the CPE at City University and the BVC at ICSL. He was awarded a Tancred Studentship and Lord Haldane and Hardwicke Scholarships by Lincoln's Inn.

Interests

In his spare time, Matthew enjoys music, literature, philosophy and cookery. He is interested in single-malt whisky and wine tasting. He was president of his College boat club and continues to enjoy a wide variety of sports on a social level. He rides anything with two wheels and has the scars to prove it.

Publications

The Elimination of post-takeover minorities in Butterworths Journal of International Banking and Financial Law, Vol. 22 No. 9 (October 2007)

The use of insolvency procedures to remove minority shareholders in International Corporate Rescue, Volume 5, Issue 2 (February 2008)

The Law of Majority Shareholder Power (edited by David Chivers QC and Ben Shaw, OUP, 2008): author of the chapters on introducing compulsory transfer provisions into a company's articles and on derivative claims.

Matthew has provided editorial assistance in relation to *Gore-Browne on Companies* (Jordans), *A Practitioner's Guide to the FSA Handbook* (City & Financial Publishing), OyezStraker's corporate forms, and CCH's *Corporate Practice Service*.

Matthew regularly gives talks on legal topics to solicitors' firms; recent topics have included seminars on Companies Act litigation, pre-pack administrations, and jurisdictional issues in commercial litigation. He is available to provide talks on topics across his areas of specialism.

Case List

Fairbriar plc v Van Reyk & Another

Ref: [2007] EWHC 2510 Ch

Successfully acted for the Claimant company on the hearing of a preliminary issue to determine whether the Claimant's claims for breach of duty had been released by a previous agreement with the First Defendant.

Shereen Aldisi v Orion Holding Overseas Ltd & others

Ref: CFI 29 of 2009 (Dubai International Financial Centre)

Successfully acted for a DIFC-registered company in discharging a freezing order obtained without notice by a number of former employees of the company, obtaining an enquiry as to damages, and a substantial award of costs.

Re: Orion Holdings Overseas Ltd

Ref: CFI 33 of 2009 (Dubai International Financial Centre)

Advised and acted for the petitioner in the first just and equitable winding up case to

be determined by the courts of the DIFC.