



David Mabb KC

Call: 1979 Silk: 2001

Advisory work and litigation covering company law and all related areas, including accounting matters, financial services, corporate insolvency and some professional negligence and commercial work.

Expert evidence and advice on English law for proceedings in overseas Courts and for international arbitrations.

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Company

- Domestic companies
- Overseas companies in common law jurisdictions
- Accounting matters
- Capital markets
- Co-operative societies
- Corporate finance
- Corporate governance – various constraints on directors
- Corporate reorganisations
- Joint ventures
- Shareholder disputes
- Takeovers
- Professional negligence – company and related areas

Significant appellate cases:

***Eclairs Group Limited v JKN Oil & Gas Plc* [2014] 1 BCLC 202 (Mann J. – Chancery Division); [2014] 2 BCLC 164 (Court of Appeal); [2016] 1 BCLC 1 (Supreme Court)**

Questions whether a power in articles of association to impose voting and transfer restrictions in relation to shares had arisen and, if so, whether it was exercised for a proper purpose.

***Stansell Ltd v Co-operative Group (CWS) Ltd* [2006] 1 BCLC 401 (Blackburne J. – Chancery Division); [2006] 1 WLR 1704 (Court of Appeal)**

Question concerning the operation of a transfer of engagements under Section 51 of the Industrial and Provident Societies Act 1965 (now Section 110 of the Co-operative and Community Benefit Societies Act 2014) in relation to a construction contract containing a prohibition on assignment.

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***EIC v Phipps* [2004] 2 BCLC 589 (Neuberger J. – Chancery Division); [2005] 1 WLR 1377 (Court of Appeal)**

Question whether a bonus issue was valid; involving issues of shareholder approval, common mistake and Section 35A of the Companies Act 1985 (now Section 40 of the Companies Act 2006).

***Rose v Lynx Express Ltd* [2004] 1 BCLC 455 (Court of Appeal)**

Application for disclosure, under CPR 31.16, before proceedings started; depending on whether it was properly arguable with a real prospect of success that pre-emption provisions had been triggered.

***Villatte v 38 Cleveland Square Management Ltd* [2002] EWCA Civ 1549 (Court of Appeal)**

Question whether proceedings in a company's name were duly authorised; issues of acquiescence in the appointment of its directors, the scope of regulation 92 in the 1985 Table A and ratification.

***Smith v Henniker-Major & Co (a firm)* [2002] BCC 544 (Rimer J. – Chancery Division); [2003] Ch 182 (Court of Appeal)**

Issues concerning Section 35A of the 1985 Act (now Section 40 of the 2006 Act); ratification; amendment of pleadings post-expiry of limitation period.

***Re Sedgefield Steeplechase Co (1927) Ltd* [2002] 2 BCLC 211 (Lord Hoffmann – Chancery Division); [2001] BCC 889 (Court of Appeal)**

Question arising in a claim and a parallel petition under Section 459 of the 1985 Act (now Section 994 of the 2006 Act) whether pre-emption provisions had been triggered.

***Re Ransomes Plc* [1999] 1 BCLC 775 (Lloyd J. – Chancery Division); [1999] 2 BCLC 591 (Court of Appeal)**

Petition seeking confirmation of cancellation of share premium account, opposed by preference shareholder.

International – Expert Evidence

Expert evidence and advice on English company law and related areas for proceedings in overseas Courts, including in the United States, Australia, Norway, Austria, and for international arbitrations.

Work in relation to overseas companies formed in common law jurisdictions.

Financial Services

- Financial regulation and enforcement
- Client money
- Collective investment schemes
- Alternative investment funds
- Financial promotion
- Winding up Market abuse and insider dealing
- Prospectus liability

Significant appellate case:

***Re Lehman Brothers International (Europe) (No 2)* [2011] 2 BCLC 184 (Court of Appeal); [2012] 1 BCLC 487 (Supreme Court)**

Questions concerning the statutory trust created by the client money rules in the FSA (now FCA) Handbook at CASS 7. (Acted for the FSA.)

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Corporate Insolvency

- Cross-border issues
- Debt capital markets
- Contentious insolvency
- Administration
- Winding up
- Receivership
- CVAs

Significant appellate cases:

Re Lehman Brothers International (Europe) (No 2) [2011] 2 BCLC 184 (Court of Appeal); [2012] 1 BCLC 487 (Supreme Court)

Questions concerning the statutory trust created by the client money rules in the FSA (now FCA) Handbook at CASS 7. (Acted for the FSA.)

Feetum v Levy [2005] 1 WLR 2576 (Lewison J. – Chancery Division)

Question whether the appointment of administrative receivers of a limited liability partnership was valid, which depended on the project finance exception in Section 72E of the Insolvency Act 1986 to the prohibition in Section 72A. (For the decision of the Court of Appeal upholding the Judge's order, see [2006] Ch 585.)

Memberships and Publications

Chancery Bar Association

Buckley on the Companies Acts (commentary on Part 9 of the Companies Act 2006 (Exercise of Members' Rights) and on parts of the 1985 Table A and the 2008 Model Articles).

Education

- Cambridge University – B.A. in law, 1st class (1978), M.A. (1982)
- Lincoln's Inn – major scholarship (1979)

Erskine Chambers, since 1980

FRRP

Member of the Financial Reporting Review Panel (2009 – 2019)