



[clerks@erskinechambers.com](mailto:clerks@erskinechambers.com)

## Seamus Woods

**Call:** England and Wales: 2018; New Zealand: 2013

Seamus has a broad commercial chancery practice with a particular focus on chambers' areas of expertise in company, insolvency and commercial law. He undertakes both litigation and advisory work and accepts instructions on a led and unled basis. He regularly appears in the High Court and County Courts and has recent, successful experience as junior counsel in a large High Court commercial trial.

Prior to joining chambers, Seamus practised in New Zealand, where he was admitted as a Barrister & Solicitor in 2013. Seamus appeared frequently and mostly unled in numerous criminal, public/regulatory and civil law cases (including trials with and without a jury) in New Zealand's District Court, High Court and Court of Appeal. He worked across a wide spectrum of legal areas, including for governmental and commercial clients. He was also a judicial assistant at the Court of Appeal.

After joining chambers, Seamus also spent six months on secondment in the Financial Institutions Disputes Group at Freshfields Bruckhaus Deringer and in the Corporate/M&A team at Slaughter and May.

Seamus graduated first in his year in law from the University of Canterbury and holds a first class Master of Law from the University of Cambridge. He was President of the Canterbury and New Zealand law students' associations and served on the New Zealand Council of Legal Education for three years.

### Litigation and Arbitration

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Seamus is a highly experienced litigator, including in trials, both from his years of practice in New Zealand and from during his time at chambers. Seamus accepts instructions to act in disputes in all chambers' areas of expertise in company, insolvency and commercial law.

**His litigation experience since joining chambers has included:**

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- Acting (with James Potts KC) for the successful defendant in a large High Court fraudulent misrepresentation trial relating to a business acquisition transaction in *Saxby v UDG Healthcare (UK) Holdings Ltd* [2021] EWHC 144 (Ch);
- Appearing both led and unled in numerous High Court and County Court hearings at all stages of proceedings, from applications to set aside default judgments and case management conferences through to substantive disposal hearings and various applications for enforcement;
- Acting (with Martin Moore KC) on three large concurrent solvent schemes of arrangement under Part 26 of the Companies Act 2006 in 2021 and on a further similar scheme in 2022, the latter also alongside an application to amend the terms of an insurance business transfer scheme made under Part VII of the Financial Services and Markets Act 2000;
- Acting and advising both led and unled at the pre action stage and in drafting pleadings in a range of disputes across all chambers' areas of expertise, including shareholder disputes, unfair prejudice petitions and commercial/contractual disputes;
- Researching and advising in relation to a wide range of potential causes of action or exposure to potential causes of action, including for contractual claims, for claims in tort such as the economic torts and misfeasance in a public office, for civil fraud and asset recovery and for breaches of trust and other equity related claims, as well as in relation to various procedural and limitation issues;
- Acting (with Michael Todd KC and Andrew Blake) on a large, high profile Bermuda claim involving allegations of breach of confidence and the misuse of trade secrets, including advising in respect of disclosure/discovery and privilege issues; and
- Assisting Martin Moore KC and Andrew Blake (led by Jonathan Crow KC) in acting for the company in merger appraisal proceedings in Bermuda arising from an amalgamation of entities within a large corporate group.

Seamus also accepts instructions to act or assist in relation to all forms of alternative dispute resolution, including arbitration and mediation.

His recent arbitration work includes acting for the successful party in an LCIA arbitration centred on issues of contractual interpretation.

## Corporate

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Seamus accepts instructions in relation to all aspects of corporate/company law and the fields of law and practice related to it. He accepts instructions to act either on his own or as part of a team and both in litigation/disputes and in the corporate advisory or transactional context.

### **Examples of Seamus's experience in this area include:**

- Shareholder disputes and unfair prejudice petitions – including advising and drafting correspondence pre action, pleadings and procedural aspects and hearings.
- Acting (with Martin Moore KC) on three large concurrent solvent schemes of arrangement under Part 26 of the Companies Act 2006 in 2021 and on a further similar scheme in 2022, the latter also alongside an application to amend the terms of an insurance business transfer scheme made under Part VII of the Financial Services and Markets Act 2000.
- Rectifications of the register at Companies House, including in relation to charges.
- Rectifications of registers of members.
- Company restoration and applications for vesting orders.

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- Reductions of capital.
- Drafting (with David Chivers KC) a proposed update to the Premier League's Owners' and Directors' Test for Amnesty International UK along with a commentary explaining the basis for the proposal in the modern corporate governance context.
- Advising in relation to the interpretation and drafting of constitutional documents, shareholders' agreements and transactional documents, including share purchase agreements and documents for and related to partnerships/LPs/LLPs.
- Advising in relation to a wide range of corporate/company law matters, including in relation to distributions, the duties of directors, the requisitioning of meetings, share buybacks and a company's ability to make calls on shares (and, during pupillage, assisting in relation to advice on matters including financial assistance and reductions of capital).
- Advising in relation to contractual interpretation and, where applicable, the likely legal and practical consequences of various possible constructions.
- Advising on issues relating to the execution of documents by corporate entities.
- Advising in relation to the interpretation and effect of jurisdiction agreements and the applicable conflict of laws principles.

## Restructuring and Insolvency

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Seamus accepts instructions in relation to all aspects of restructuring and insolvency law and the fields of law and practice related to it. He accepts instructions to act either on his own or as part of a team and both in litigation/disputes and in the advisory or transactional context.

### **Examples of Seamus's experience in this area include:**

- Acting in various applications for and against office holders seeking the Court's assistance in the course of insolvency proceedings, including conducting oral examinations held pursuant to s 236 of the Insolvency Act 1986.
- Advising office holders and others in relation to the conduct and strategy of company liquidations, including as to the pursuit of various potential claims.
- Acting (with Martin Moore KC) on three large concurrent solvent schemes of arrangement under Part 26 of the Companies Act 2006 in 2021 and on a further similar scheme in 2022, the latter also alongside an application to amend the terms of an insurance business transfer scheme made under Part VII of the Financial Services and Markets Act 2000.
- Advising in relation to proposed amendments to insurance business transfer schemes made under Part VII of the Financial Services and Markets Act 2000.
- Advising directors and former directors of companies in or potentially about to enter insolvency proceedings in relation to potential claims by the insolvency office holders, including in respect of the duties of directors, wrongful trading and transaction avoidance (and, during pupillage, assisting in relation to advice on matters including the application of the solvency test).
- Advising in relation to the operation of insolvency administration orders.
- Acting on applications to extend company administrations.
- Advising in relation to the operation of individual voluntary arrangements (IVAs).
- Advising in relation to the legislative provisions preventing the use of "phoenix" companies.
- Acting and advising in relation to disputed statutory demands (corporate and individual).
- Acting in bankruptcy proceedings.

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- Company winding up petitions – acting and advising on all aspects, both for petitioners and for companies, including in relation to:
  - disputed petitions; and
  - the jurisdiction to bring petitions and the applicable principles where there are or may be cross border aspects.

## International and Offshore

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Seamus accepts instructions to act in a wide range of international and offshore jurisdictions. He accepts instructions to act either on his own or as part of a team and both in litigation/disputes and in the advisory or transactional context.

### Examples of Seamus's experience in this area include:

- Acting (with Michael Todd KC and Andrew Blake) on a large, high profile Bermuda claim involving allegations of breach of confidence and the misuse of trade secrets, including advising in respect of disclosure/discovery and privilege issues.
- Assisting Martin Moore KC and Andrew Blake (led by Jonathan Crow KC) in acting for the company in merger appraisal proceedings in Bermuda arising from an amalgamation of entities within a large corporate group.

## Education and Awards

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### Education

Master of Law (First) – Gonville & Caius College, University of Cambridge, 2018

Bachelor of Science in Biochemistry and Bachelor of Laws (First Class Honours) – University of Canterbury, New Zealand, 2012

### Prizes and Scholarships

Universities New Zealand William Georgetti Scholarship for postgraduate study – 2017

New Zealand Law Foundation Cleary Memorial Prize for most promising young lawyer – 2014

Gold Medal for graduating first in year in law at the University of Canterbury, as well as a range of subject prizes (including Company Law and Trial Advocacy) – 2008–2012

Winner of the University of Canterbury Mooting and Negotiation Competitions – 2011

Dux and Head Boy of Paraparaumu College, New Zealand – 2007

## Memberships & Publications

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## Seamus Woods

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Chancery Bar Association

COMBAR

Contributor to FromCounsel

Practical Law: author of current “Creditor’s petition to wind up a company: case study” and “Creditor’s winding up petition: procedure”

Enrolled Barrister & Solicitor of the High Court of New Zealand

“Patents, PVRs and Pragmatism: Giving Effect to Wai 262” (2013) 19 Canterbury Law Review 97 (published Honours dissertation)

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