

Profile: Company

Dawn's practice includes all aspects of Companies Court work such as disputes between directors and shareholders, minority shareholder relief and directors' disqualification.

Regarding the latter, Dawn was previously appointed Junior Counsel to the BIS (formerly, the BERR) for Directors' Disqualification Directions hearings and as such, she has particular experience of directors' duties and directors' disqualification proceedings. She also appears in other company related applications, including company restorations and time extensions for registering charges.

Cases and Work of Note

- *Kamal Kishore Mayor v IPTV For You Limited* – Pursuing a contributories' winding up petition against the company where, due to a dispute between two equal shareholders of the company, there was a cessation of trust and confidence and a complete deadlock in the management of the company
- *Vert Estates v Croftshire Investments Limited* – Advising Vert, a 50% shareholder in Croftshire where, as a result of a historic dispute between the various directors/shareholders of Croftshire, there was a cessation of trust and confidence which led to a complete deadlock in the management of the company. A voluntary disposal of the assets of Croftshire was rejected whereupon a letter before action was drafted on behalf of Vert. Ultimately, as matters could not be resolved, Vert presented a contributories' winding up petition in respect of Croftshire based on the deadlock, together with substantial evidence in support.
- *A v B* – Advising in relation various potential claims against Dawn's client, following the sale of his shares in a number of companies within an extremely successful group structure (of which he had been a director and shareholder). He remained as a director of the said companies following the sale and was subject to the following potential claims against him: (i) breach of a number of extensive restrictive covenants in a Share Purchase Agreement; (ii) breach of fiduciary duties by the director of the companies (including breaches of the express provisions of the Articles), in particular his duty to avoid a conflict of interest pursuant to s175 Companies Act 2006.
- *In the matter of AJC Contractors Limited* – Advising on and defending proceedings seeking a disqualification order against a former director under CDDA 1986 concerning allegations of trading to the detriment of the Crown and the failure to maintain, preserve and/or deliver up adequate accounting records.
- *Norfolk Farm Vets Limited v Molly McKay* – Defending an unfair prejudice petition presented pursuant to section 994 CA 2006. The case concerned various serious and wide-ranging allegations of breaches of fiduciary duty against a director of the applicant company.
- Making various applications pursuant to s17 CDDA 1986 for leave to act as a director despite being subject to a disqualification order.
- *Trace Group Limited v Chapchal & Ors* – Acting in a £4 million claim against company directors, concerning various allegations of breach of fiduciary duty, conspiracy and procuring breach of contract in the context of a management buyout effected after a protracted takeover battle between competing bids. The case was settled shortly before trial.
- Appearing regularly in the Companies Court as junior counsel to the BIS on behalf of the Secretary of State regarding applications by disqualified directors seeking leave to act, uncontested disposals and specific disclosure applications arising out of disqualification proceedings.