

## Profile: Company

### Experience and Expertise

Ulick's practice includes the powers and duties of directors, unfair prejudice and the validity of meetings. His practice also encompasses the law of partnership, and he has considerable experience advising and acting in cases concerning powers of expulsion, grounds for dissolution and accounting between partners on dissolution.

### Cases and Work of Note

- *Citibid Securities v Maidment Judd appeal reference CH/2011/0496*. Whether the no reflective loss principle explained in *Johnson v Gore Wood* as extended to creditors by the Court of Appeal in *Gardner v Parker* [2004] EWCA Civ 781 applied to claims by secured creditors.
- *Paxman v Hughes* [2006] EWCA Civ 818, whether a shareholder and co-director can complain to the court about a breach of fiduciary duty of another director or whether only the company can complain, whether the dead-lock of a company released a director from his fiduciary duty owed to the dead-locked company.
- *Witherdale Ltd v Registrar of Companies* [2005] EWHC 2964 (Ch) [2006] BCC 412, s 653 application to restore a company, applicant had been a director at the date of dissolution, but subsequently made bankrupt, whether he could apply because he was a director at the date of the dissolution despite subsequent bankruptcy, see *Re Timbiqui Mines* [1961] Ch 319, or whether the company had provisional existence after dissolution of the company, see *Re H Clarkson* [1987] 3 BCC 606 such that his bankruptcy during that period resulted in him being removed from office.
- *Gardner v Parker* [2004] EWCA Civ 781, Court of Appeal, breach of fiduciary duty and the no-reflective loss principle.
- *Colas Ltd v Binns* (2004), Chancery Division, breach of warranties on share sale agreements.
- *Runcorn Stone Ltd v Aram Resources Ltd*, substantial transactions with parties connected to directors, s320 of the Companies Act and breach of fiduciary duties.