



Kate Rogers

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Barrister

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RECOMMENDATIONS

"Pertinacious, energetic and technically accomplished."

Commercial, Banking, Insolvency and Chancery Law, The Legal 500 UK Bar 2019

Kate Rogers is recognised as a leading junior in chancery/commercial matters with particular specialisms in insolvency and company law. She is an experienced advocate, who regularly appears in the High Court on a variety of matters including obtaining urgent injunctive relief. Kate has a loyal following from her clients, who include major corporates, and international and high street banks. Many of her cases involve international aspects.

Kate has been described as a tenacious advocate, which she combines with commercial acumen. She takes a practical and pragmatic approach when dealing with clients' cases and is always available to give practical advice as to the best way forward for a client. She is always happy to discuss cases in the early stages in order to provide strategic advice with the aim of achieving an early resolution for the client.

COMMERCIAL DISPUTES

Kate has a busy commercial practice and is instructed in many core contractual disputes and disputes of a purely commercial nature alongside her well-established insolvency practice. Regularly appearing in the High Court and the County Court means that Kate has developed a wealth of advocacy experience, including significant trial experience and injunctive experience.

Kate's core commercial litigation work includes being instructed to both claim and defend in a variety of contractual disputes, from Share Purchase Agreements of meticulous detail

COMMUNITY AND PRO BONO

Kate often gets involved in pro bono events both within and outside of chambers, including acting as a judge for the National Sports Law Negotiation Competition at Wembley and, as part of the Bar Schools Mock Trial Competition, Kate assisted Luton Sixth Form College who were the winners of their regional heat in the competition (2018). In addition she takes a mentee each year within the Inner Temple Mentoring Scheme.

Kate also sat on the Young Barristers' Committee to the Bar Council for a period of 5 years, assisting in policy development and advancing the interests of the junior bar within the professional body.

RECOMMENDATIONS

- *"Pertinacious, energetic and technically accomplished."* (Commercial, Banking, Insolvency and Chancery Law, *The Legal 500 UK Bar 2017, 2019*)
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PUBLICATIONS AND SPEAKING

- Contributed articles for R3; Insolvency Intelligence and Corporate Rescue and Insolvency publications
 - Appeared in LexisNexis Webinars discussing the Recast Insolvency Regulation and Insolvency within the travel industry following the collapse of Monarch Airlines.
 - Regularly gives seminars on specialist issues both in house at client's offices and within chambers.
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QUALIFICATIONS

- LLB (Hons), Cardiff University
- BVC (Outstanding), Cardiff Law School
- Exhibition and minor scholarship prize winner (Inner Temple)
- Attorney General Regulatory Panel (appointed 2012)
- FA Disciplinary Panel Member (appointed

to oral agreements with little documentation, dealing with issues such as the construction and meaning of contracts; exclusion clauses; parties to a contract; and many other detailed elements of construction (a topic on which she has also given seminars). In addition, she has experience of contracts within the world of sport, such as boxing.

Also included within her contractual dispute practice are claims centring on the engineering industry and on machinery specification. Kate therefore has experience of appearing in the Technology and Construction Court. Kate's advocacy practice encompasses significant trial experience and written advocacy alongside her advisory and paperwork practice.

Her recent work includes:

- Obtaining injunctive relief in a multi-million pound dispute related to the construction of a care home and assisted living accommodation, with arguments centred on the financing of the project, inter-company funding and conspiracy to defraud
- Representing a high street bank in proceedings with various allegations relating to the alleged mis-sale of an interest rate hedging product (a cap with a knock in floor), made on the basis that this particular product was found to be unsuitable for certain customers by the FCA after the market crash and consequential reduction in interest rates in 2007/2008
- Acting for a global adhesives manufacturer in a £2-3million breach of contract, negligence, and misrepresentation claim brought against a manufacturer of industrial mixing vessels supplied in the UK for use in Germany; France; Italy; and China (English jurisdiction clause)
- Acting for the UK's largest on-line ticket sales provider to advise and obtain injunctive relief in a contractual dispute arising out of major contracts for the exclusive sale of tickets on behalf of well-known UK venues
- Acting for a well-known high street bank in a sensitive matter concerning misrepresentation and fraud against the bank (specifically mortgage fraud), where the primary concerns are that the bank was deceived and reputational issues played a key role.

BANKING AND FINANCIAL SERVICES

Kate acts for international banks in business-critical cases. She has experience of a variety of disputes, including claims of misrepresentation, undue influence, undervalue of security, and forged documents (created and registered both nationally and internationally) designed to defeat the Bank's interest in the security.

Possession hearings formed a large part of Kate's junior practice and she continues to act for Banks seeking possession of property, particularly when the matter is defended to trial and issues of a more complex nature arise. She has particular experience as trial counsel in matters concerning undue influence and misrepresentation. Kate regularly finds herself instructed in multi day trials claiming high value sums for a particular high street bank.

Kate also has significant experience (both advisory and at trial) in dealing with cases involving personal guarantees, including

2017)

- Appointed to the Young Barristers' Committee to the Bar Council (2012 - 2017)
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MEMBERSHIPS

- Commercial Bar Association (COMBAR)
 - Chancery Bar Association (ChBA)
 - Midland Chancery and Commercial Bar Association (MCCBA)
 - Midland Circuit
 - Appointed to the Young Barristers' Committee to the Bar Council (2012 - 2017)
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POLICIES AND OTHER DETAILS

Read Kate's [Privacy Notice](#), [Data Protection Policy](#) and [Disposal Policy](#).

allegations that such guarantees are defective and that they have been delivered in escrow.

Kate has advised and appeared in Court on a variety of matters concerning the Consumer Credit Act 1974, including acting for finance houses on many occasions.

Her recent experience includes:

- Representing an international bank in a claim seeking recovery of business debts secured against residential property co-owned by the wife of the guarantor, defended on the basis of misrepresentation, undue influence, and allegations of quasi-fraud on the part of the bank
- Acting for a high street bank in a claim for possession in which repayments were being maintained but the mortgagor was deceased, with his widow claiming rights under the mortgage
- Advising in relation to a series of personal guarantees entered into in respect of loans. Issues arising include allegations that the guarantees were time limited; were not 'all monies' guarantees.

INSOLVENCY

Kate has a well-established High Court restructuring and insolvency practice, and regularly appears in the Chancery Division and Companies Court in matters spanning corporate and personal insolvency, including transactions at an undervalue, preferences, misfeasance claims, wrongful trading, allegations of sham, trusts, procedural issues, seeking injunctive relief and enforcement.

In terms of injunctive relief, Kate has experience in both applying for and responding to applications restraining presentation and advertisement of winding up petitions, alongside commercial injunctions, this includes obtaining injunctive relief on behalf of a Trustee in Bankruptcy in proceedings with a foreign jurisdictional element. Kate was instructed in the recent leading decision on the interplay between an adjudication decision on a construction contract and the winding up procedure of the Companies Court; *Victory House v RGB*.

In the High Court Kate has experience of appearing in contested winding up proceedings, including disputes as to whether a debt is due and owing; disputes as to liquidated damages clauses; and disputes concerning shareholding.

Kate also has experience in the law of Receivership, the appointment of Receivers, and their duties. She acted for a Receiver, in proceedings brought by an individual alleging breach of the duty of good faith and seeking injunctive relief. The application for injunctive relief was refused and the underlying claim against the Receiver struck out.

In addition to her advocacy experience Kate is also regularly instructed to advise on paper, including giving advice as to the validity of trust deeds and whether trust deeds, or other agreements, can be determined to be a 'sham'. Kate enjoys advising on technical issues such as the validity of Office Holder appointments and issues of service, including recently advising a high profile media company on the service of QFCHs

out of the jurisdiction under the Insolvency Rules 2016. She has represented Office Holders in their personal capacity.

Part of Kate's insolvency practice concerns acting for financial institutions when personal guarantees have been given by company directors. Through this strand of her practice she has developed significant experience of dealing with personal guarantees. Further, Kate's experience of property law compliments her insolvency practice and assists in dealing with issues of security. She has experience in setting aside charges held against property.

Kate also contributes articles to insolvency publications (including R3; Corporate Rescue and Insolvency; and Insolvency Intelligence) and regularly speaks, both in-house within solicitors firms and at chambers' publicised seminars. She has appeared on LexisNexis webinars covering current insolvency issues, including the Recast Regulation and Insolvency within the travel industry following the collapse of Monarch Airlines.

Her recent experience includes:

- *Victory House v RGB* [2019] Ch. 1 – Acted for the successful Applicant seeking an injunction to restrain presentation of a winding up petition in circumstances where the Respondent had the benefit of an adjudication decision in its favour. This case defined the relationship between the construction adjudication procedure and winding up in the Companies Court. Appeared as sole counsel at the first hearing, then led by David Chivers QC at the subsequent hearing.
- *Bhogal and Bhogal v Knight* [2018] EWHC 2952 (Ch); [2019] BPIR 41 – Instructed for the successful appellant on the appeal brought by creditors against the supervisor of an IVA concerning the issue of costs.
- *Robert v (1) Palfrey and Lemon (2) Talipova* [2018] EWHC 135 (Ch) – Acting for the Trustee in Bankruptcy in a dispute over the ownership of shares, notably whether the bankrupt's shares had been charged as security or whether the alleged documentation had been produced after the bankruptcy and accordingly whether the alleged agreement was a 'sham'
- *Reed v (1) Samuel-Camps (2) Bank of Ireland* [2016] EWHC 2314 (Ch) – Acting for the First Respondent Receiver, appointed by the Bank of Ireland, in proceedings brought by Mr Reed alleging breach of the duty of good faith by the First Respondent and seeking injunctive relief to prevent the sale of the property concerned
- Representing a national bank seeking urgent injunctive relief restraining the presentation and/or advertisement of a winding up petition, which was complicated by issues surrounding service and the instruction of High Court Enforcement Officers
- Advising the Trustee in Bankruptcy as to ownership of properties in this jurisdiction allegedly held by companies incorporated in Bermuda, despite the companies having been dissolved at the point the properties were purchased, in a matter further complicated by two sets of Proceeds of Crime Act proceedings, both before and after the purchase of the properties, and competing claims to the properties

arising from the bankrupt, the Trustee in Bankruptcy, the Crown Prosecution Service and bona vacantia.

COMPANY

Kate has an extensive Company Law practice, which compliments and sits alongside her Insolvency practice.

Significant insolvency experience means that Kate is regularly instructed in cases concerning the validity of directors' actions, directors' remuneration, dividends and directors' loans. She is also instructed in a number of unfair prejudice petitions and has extensive experience of the complexities and of the numerous and varied issues that arise in such actions.

Regularly being instructed in both the High Court and the County Court in company matters has allowed Kate to build on her specialist advocacy (which includes multi day trials), alongside her drafting and advisory practice. She is instructed in a wide range of company cases, from unfair prejudice petitions; derivative actions; actions concerning share purchase agreements; to numerous applications pursuant to the Companies Act 2006. Such examples include, applications for production of records and accounts; defending allegations of unlawful dividends; and an application for rectification of the register in line with the *Re Hoicrest* litigation (as a precursor to an unfair prejudice petition by a minority shareholder). Kate has also acted in matters of directors' disqualification.

Kate has significant experience of disputes arising from share purchase agreements, both in relation to breach of warranty claims and enforcement of share purchase agreements when necessary. Kate's shareholder dispute experience also encompasses actions in respect of oral agreements, in particular where the beneficial interest and legal title to shares are held separately.

Her recent experience includes:

- Instructed for the Petitioner in an unfair prejudice petition seeking a buy-out order of a shareholding valued at £2-3m with multiple issues, listed for a two-week trial.
- Instructed for the Respondents to an unfair prejudice petition in which the sum sought for the shareholding totals £6m, allegations include both allegations of unfair prejudice and misrepresentation.
- Acting for the Claimant in an action to recover funds pursuant to a share sale agreement, which was complicated by the insolvency of the company
- Applying for rectification of the register pursuant to s.125 of the Companies Act 2006, as a precursor to an unfair prejudice petition on behalf of a minority shareholder
- Applying for inspection and/or copies of company accounts and records in order to fulfil duties as director and as a precursor to potential further action
- Acting for the Claimant in an on-going action seeking declaratory relief as to the beneficial interest in 50% of a company's shareholding
- Acting for the Claimant in an action to enforce the terms of an oral collateral contract, entered into at the same time as a Share Purchase Agreement, relating to a deal done between two well known multi-million

pound companies.