

## Hannah Thornley

Called to the Bar 2003

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Hannah is an experienced advocate and litigator. She appears regularly in the High Court and advises on domestic and international cases which are often of a complex or urgent nature. Hannah has also appeared as a junior in the Court of Appeal, the Privy Council and the House of Lords.

After her studies of company and commercial law at Cambridge University and her study of corporate insolvency law at Oxford University, Hannah has built up a wealth of expertise in disputes relating to companies and insolvencies, as well as cases which include general commercial, contractual and corporate issues during her years of practice at the Bar.

Hannah has advised, represented or appeared in Court for numerous UK, international and high-profile banks, companies and private individuals. Hannah has acted for or against directors, shareholders, trustees, creditors, debtors, landlords, insolvency practitioners, accountants, solicitors, barristers, insurers, politicians and celebrities. She has acted for and against the Secretary of State and HMRC on a number of occasions, including having appeared for HMRC in the winders Court with between 100 to 200 petitions per morning. Clients Hannah is able to mention include: *the administrators of Lehman Brothers; KPMG; Alixpartners; Lloyds TSB; HSBC; Natwest; Bank of Ireland; Standard Chartered Bank; Abbey National; Anglo-Irish Bank; Volksbank; Commerzbank; Agricultural Development Bank of Trinidad & Tobago; Funding Circle; the Company that previously owned Manchester City Football Club; Boris Becker; Johnston Press Group; British Airways Pension Trustees; Landlords in Games Station; Landlords in Woolworths; Suppliers of Monarch; Suppliers of House of Fraser; BHS; Phones 4u; Connaught; Barratts; Birthdays; Toys R Us; Oracle; Courts; Premier International Foods; Thomson Directories; the proposed administrators of the Dial-A-Cab credit union; Dawnay Day; East London Bus Group; London Mining plc; Oilexco; Assetco Group; Lemma Insurance; Independent Insurance; UIC Insurance; Brit Insurance; the National House Building Council.*

Hannah has a particular interest and extensive experience of shareholder disputes and the duties of directors in general and specifically in relation to insolvency and fraud situations.

Hannah was appointed to the Attorney General's Panel of Junior Counsel to the Crown (C Panel) from 2 March 2015 for five years. Competition is fierce and only candidates of the highest quality are appointed.

In May 2016, Hannah was appointed as a specialist legal adviser to the Work and Pensions and Business Innovation and Skills House of Commons Select Committees in relation to the BHS inquiry.

In January 2018, Hannah was again appointed as a specialist legal adviser to the Work and Pensions and Business House of Commons Select Committees in relation to the Carillion Inquiry.

Hannah was recommended as an "up and coming" junior in Chambers & Partners 2014. She was ranked in Chambers & Partners 2015 and was described as: "a very robust advocate". She was ranked in Chambers & Partners 2017 where it stated that she "is highly recommended for her technical aptitude and pragmatic approach". It further states that: "Hannah clearly knows the law

inside out". Hannah is ranked again in Chambers and Partners 2018 and in 2019 where she is described as "Hugely impressive" and "Very good, knows her stuff and is easy to work with".

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## Company and Insolvency

Hannah regularly advises on company, corporate insolvency and bankruptcy issues. Recent cases include acting for or advising:

- Acting for **Toys R Us Properties Limited** as junior to Andreas Gledhill QC in respect of a dispute about the sale and lease of a number of properties of the chain
- **The Johnston Press Group** (publishers of the Scotsman, the Yorkshire Post and the "i" newspaper) in respect of 31 administration applications as a senior junior to Mark Phillips QC
- Advising some suppliers of **House of Fraser** regarding retention of title clauses
- Advising the proposed administrators of **Dial-A-Cab**
- **Boris Becker** in relation to preventing a sale of his memorabilia within his bankruptcy
- Three partners of **AlixPartners** in relation to an application for their removal as administrators of 25 companies (successfully opposed): **Zinc and Others v Beveridge and Others** [2018] EWHC 1936(Ch) acting as junior to Tom Smith QC
- A creditor regarding the successful appointment of a provisional liquidator over a company being used in a manner similar to a ponzi scheme
- The **Work & Pensions Select Committee and Business, Energy and Industrial Strategy Committee** as a specialist advisor on the **Carillion** inquiry
- A finance director in proceedings for breach of duty and wrongful trading which was settled two weeks before the commencement of the trial
- The holders of a floating charge - advising on its validity
- A dissatisfied bondholder in relation to a proposed scheme of arrangement
- Creditors on the impact of the insolvency legislation on contractual provisions between shareholders
- HMRC winding up lists
- A petitioning creditor in a challenge to a winding up petition
- Former shareholders of a company in relation to a dispute about the price paid for the company
- The shareholders of a company which had gone into administration, in their attempts to pursue the fraudulent mortgagors
- The administrators of **Lehman Brothers Europe Limited**, in relation to an urgent application for directions and consideration of distributions to shareholders, as junior to Felicity Toube QC: **Re Lehman Brothers Europe Ltd** [2017] EWHC 2031 (Ch)
- **KPMG** and two of its partners, in relation to their successful strike out application regarding trust claims as well as allegations of conspiracy and fraud in the context of an insolvent company, acting as junior to Antony Zacaroli QC: **Mitchell v RBS plc and others** [2017] EWHC 1025(Ch)
- The **Work & Pensions Select Committee and Business, Innovation and Skills Committee** as a specialist advisor on the **BHS** inquiry
- A public figure on bankruptcy, debt and anonymity issues
- A hedge fund owner on debt recovery
- A number of different directors in respect of alleged breaches of duty
- A number of family and partnership disputes

- In respect of several director disqualification matters
- A director in respect of alleged breaches of duty
- A foreign bank on English insolvency actions
- A just and equitable winding up petition
- The directors of **New Store Europe UK Ltd** in connection with an application for administration and for a validation order, and the administrators in relation to ROT claims
- The directors of the **Phones 4U Group** in connection with administration applications over 10 group companies, and the administrators in relation to an application to sell assets free of security, acting as junior to Antony Zacaroli QC
- **Volksbank** in relation to a COMI dispute in bankruptcy
- The provisional liquidators of a company in relation to a multi-million pound fraud and trust assets
- The landlords in the **Games Station** case in relation to administration expenses, acting as junior to Antony Zacaroli QC: **Pillar Denton Limited v Michael John Andrew Jervis** [2014] EWCA Civ 180 (CA(Civ Div))
- The **Bank of Ireland** in a COMI dispute arising out of the bankruptcy petitions of former Irish millionaire property developers the O'Donnells, acting as junior to Gabriel Moss QC: **O'Donnell v Bank of Ireland** [2013] EWHC 489 (Ch)
- The company that previously owned **Manchester City football club** in relation to a fraud arising from the sale

Other company and insolvency cases include acting for or advising:

- The liquidator of a **Gibraltar** insurance company in relation to multiple claims, acting as junior to Glen Davis QC
- A well-known insurance company in relation to the insolvency of its tenant, a firm of solicitors
- Two companies that were the subject of public interest winding up petitions and applications for provisional liquidation
- The directors of a company in relation to breaches of the duty of care and skill
- A director in relation to section 236 proceedings
- A director in relation to disqualification proceedings which were ultimately discontinued with costs
- A firm of solicitors in relation to a shareholder and internal dispute
- The administrators of the **Connaught property group** on a number of matters
- A County Council in relation to an application to rescind a winding up petition
- The administrators of the **Barratts** shoe group
- **Lloyds TSB and the AssetCo fire and rescue services group** in relation to winding up petitions that had been issued against the group
- The administrators of **East London Bus Group** on the distribution of dividends
- The joint provisional liquidators of **Independent Insurance Company** in connection with the winding up petition
- **British Airways Pension Trustees** in relation to its application for an Administration order over one of its lessees
- The liquidators of certain **Dawnay Day** group companies
- **Anglo-Irish Bank Corporation** in relation to its Administration applications over debtor companies
- **Oilexco North Sea** in relation to an Administration application made by the directors of the company

- The administrators of ***Birthdays***
- Landlords in connection with the ***Woolworths*** administration
- ***Langard v Sheldon Lochore***, 2008, unrep. dealing with transactions at an undervalue and persons associated with directors of companies
- Provisional liquidators of ***UIC Insurance*** Company
- As junior to Richard Hacker QC on the administration application by the directors of ***Courtsand Courts (UK)***
- Appeared weekly on behalf of numerous petitioners and companies in the Companies Court Winding Up list from 2008 to 2011
- ***Regalway Care v Shillingford*** [2005] EWHC 261 (Ch), defending a company and director accused of VAT carousel fraud and dealing with injunctions

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## Banking and Finance

Cases include acting for or advising:

- The administrators of ***Lehman Brothers Europe Limited***, in relation to an urgent application for directions and consideration of distributions to shareholders, acting as junior to Felicity Toube QC: ***Re Lehman Brothers Europe Ltd*** [2017] EWHC 2031 (Ch)
- A private individual against a High Street Bank in respect of personal guarantees
- ***Bank of Ireland*** against Irish property developers Brian and Mary O'Donnell
- ***Abbey National*** and one of their employees in relation to section 236 examination proceedings
- ***Bank of Ireland*** against an English property developer and certain property development companies in relation to personal guarantees
- ***Standard Chartered Bank*** in relation to a multi-party fraud action
- A High Street Bank in respect of a large-scale alleged mortgage fraud by several directors of several companies
- A director accused of breach of duty and fraud
- A party in respect of a fraud and property dispute against the liquidators of BCCI
- ***O'Meara Food Products v Agricultural Development Bank of Trinidad & Tobago*** [2005] UKPC 6, acting as a junior to Michael Crystal QC, banking law issues, charges and issues of statutory construction

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## Commercial Litigation and Arbitration

Cases include acting for or advising:

- ***South African trustees in bankruptcy*** in relation to a s.426 Insolvency Act 1986 application;
- A ***Tanzanian company*** in respect of a commercial dispute
- A well-known sport and football personality in respect of a number of personal guarantees given in relation to the funding of a football club
- A ***New Zealand company*** in respect of a commercial dispute with an English company
- A well-known TV personality in respect of a commercial dispute and his position as a director

of various entertainment companies

- Acted as a junior to Richard Hacker QC for a **Bermudian company** in a long-running multi-jurisdictional and multi-party commercial dispute including allegations against directors, allegations of fraud and allegations of money-laundering
- **Brit Insurance** in respect of a number of insurance contract disputes
- **National House Building Council** in respect of commercial disputes
- **Premier International Foods (UK)** in relation to a commercial dispute
- In arbitration proceedings for an Indian company in relation to a contractual dispute
- **Jones v Kingdom of Saudi Arabia** [2006] UKHL 26, acting as a junior to Michael Crystal QC, international law, including jurisdiction and state immunity

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## Professional Negligence

Hannah sits on the **Council of the Inns of Court Disciplinary Panel** for members of the Bar, overseen by the Bar Tribunals and Adjudication Service. She has also sat as a **Visitor to the Inns of Court** on a disciplinary appeal.

Cases include:

- Regularly advises solicitors and insolvency practitioners on issues relating to professional negligence
- Acted for the **Solicitors Disciplinary Tribunal** in relation to enforcement of costs orders regarding a solicitor having been struck off
- Acted for a solicitor in negligence and breach of trust proceedings which included an application for anonymisation
- Acted for the insurance company of a potentially negligent Trustee in Bankruptcy
- Acted for the supervisor of an IVA in relation to a potentially defective IVA
- Acted for a solicitor in professional negligence proceedings

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## Trusts and Property

Cases include:

- Acting as junior to Antony Zacaroli QC in a strike out application regarding trust issues as well as allegations of conspiracy and fraud **Mitchell v RBS plc and others** [2017] EWHC 1025(Ch);
- Advising on a trust issue in relation to a deceased individual
- Advising and appearing for a high net worth individual in relation to a claim about the ownership of a luxury car
- Advising the trustees of a pension scheme on the validity and scope of a debenture
- Advising a Jersey trust company in relation to various property issues, including a bankruptcy and charging orders
- **Avis v Turner** [2007] BPIR 6, dealt with the workings of the Trusts of Land and Appointment of Trustees Act 1996
- **Franses v Oomerjee** [2005] BPIR 1320, after-acquired property in insolvency

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## Pro Bono

- 2016- Social Mobility Foundation E-Mentor
- 2014- Governor at Beech Hyde School, Wheathampstead
- 2014-2018 Trustee of Home Start Welwyn Hatfield Charity
- 2013-2018 Member of Bar Disciplinary Tribunal Panel
- 2010-2015 Member and then Chair of St Albans and Wheathampstead Children's Centre Advisory Committees
- 2008-2009 Citizens Advice Bureau Volunteer

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## Awards and Recommendations

- Chambers & Partners 2019 Ranked and described as "Hugely impressive" and "Very good, knows her stuff and is easy to work with"
- Chambers & Partners 2018 Ranked
- Chambers & Partners 2017 Ranked and described as: "highly recommended for her technical aptitude and pragmatic approach". It further states that: "Hannah clearly knows the law inside out"
- Chambers & Partners 2015 Ranked and described as "a very robust advocate"
- Chambers & Partners 2014 Recommended as an up and coming junior in Insolvency Law

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## Career

- YEAR OF CALL 2003 Called to the Bar of England and Wales

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## Appointments

- 2015 Appointed to the Attorney General's Panel of Junior Counsel to the Crown (C Panel) from 2 March 2015
- 2013 - 2018 Appointed to sit on the Bar Disciplinary Panel
- 2012 - 2015 & 2017 - 2018 Appointed as a Chambers Equality and Diversity Officer
- 2012 - 2015 Elected onto the Chambers Executive Committee
- 2017- Re-elected onto the Chambers Executive Committee

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## Publications

- Contributor to *Gore-Browne on Companies*
- Contributor to *Company Directors: Duties, Liabilities and Remedies* (Mortimore, OUP)
- Contributor to *Professional Negligence and Liability* (Simpson)

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## **Education and Qualifications**

2003-2004 Pupillage at South Square

2002-2003 Bar Vocational Course, ICSSL

2001-2002 Brasenose College, Oxford University, BCL

1998-2001 Downing College, Cambridge University, MA Law

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## **Prizes and Scholarships**

Scholarship Accommodation in Temple (Middle Temple)

Major Scholarship Queen Mother (Middle Temple)

Harmsworth Entrance Exhibition (Middle Temple)

Seton Scholarship (Downing College, Cambridge University)

Rebecca Flower Squire Scholarship (Cambridge, University)