

## Matthew Abraham

Called to the Bar 2012

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Matthew's practice includes insolvency and restructuring, commercial litigation/arbitration, banking and financial services and company law. He has an interest in international work and in particular work from Asia, the Middle East and the Caribbean.

Since joining Chambers, Matthew has been involved in a number of high-profile insolvencies and restructurings dealing with issues covering chambers' main practice areas listed below. For example he has been involved in Lehman Brothers, Four Seasons Health Care, Carillion, House of Fraser, Phones4U, Flybe, Toys "R" Us, Cambridge Analytica, Steinhoff and the Arcadia Group. Matthew has also been involved in high profile personal insolvencies cases such as Boris Becker and Vijay Mallya.

Matthew spent 6 months of his third year in practice in Singapore at Clifford Chance Asia. Whilst there he worked closely with the Litigation and Dispute Resolution department focussing on cross-border insolvencies and commercial arbitrations arising out of Asia and the Middle East. On his return to Chambers Matthew has continued to develop his practice in these areas including work arising out of India.

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## Insolvency and Restructuring

Examples recent cases and work include:

- **Re Carillion Group** (ongoing) - Acting on behalf of the directors of numerous group companies:
  - As sole counsel: (i) appearing on their behalf on expedited winding up petitions: see **Sovereign Hospitals Services Ltd** [2018] EWHC 815 (Ch); and (ii) assisting with applications to lift the statutory moratorium to enable litigation against various companies; and
  - As junior counsel with Tom Smith QC in an advisory role following the collapse of the group.
- **Re House of Fraser Group** (2018) - Acting Company side in respect of the Group's restructuring:
  - Acting as junior counsel at both the convening and sanction hearings for a scheme of arrangement: see **Re House of Fraser (Funding) Plc** [2018] EWHC 1906 (Ch) (Convening) **Re House of Fraser (Funding) Plc** [2018] (unreported)(Sanction)
  - Acting as junior counsel in respect of challenges to the CVAs
  - Acting as junior counsel in respect of the urgent administration application
- **Re Bernard Matthews Companies** (2018) - Acting as sole counsel in applications by the joint administrators (Deloitte LLP) of various Bernard Matthew Companies seeking their removal and discharge from office.
- **Re Olympia Securities Commercial Plc (In Administration)** [2017] EWHC 2807 (Ch) - Acting as junior counsel (with Tom Smith QC) on behalf of a successfully secured creditor

regarding its interpretation of cl. 2(a)(iii) of the 1992 ISDA Master Agreement and the meaning of “*financial institution*” in relation to the assignment of a c.£50m facility

- **Re Boris Becker** (2017) – Acted for the successful petitioner in both the application to set aside the statutory demand and the bankruptcy petition
- **Re a Company** (2017) – Acted as junior counsel (with Tom Smith QC) for a major Indian Bank in relation to winding up proceedings against a major energy company
- **Katz v Oldham** [2016] B.P.I.R. 83 – Acted on behalf of a liquidator in relation to an application for permission to bring a misfeasance claim against a former administrator
- **Re Agarwal** (2016) – Acted for a group of Indian Banks opposing an application for a stay of bankruptcy proceedings and/or an injunction to present a petition
- **Coilcolor Ltd v Camtrex Ltd** [2015] EWHC 3202 – Acted for the successful applicant in relation to an injunction to restrain the presentation of a winding-up petition. Lead by David Alexander QC at the final hearing of the matter
- **Lehman Brothers: “Waterfall II”** (2015) – Acted as junior counsel assisting in research regarding the distribution of the surplus in the LBIE estate
- **Re Franke** (2015) – Acted for the successful opposing creditor in a trial in the Companies Court regarding the COMI of a debtor seeking his own bankruptcy
- **Re Nortel Networks UK Ltd** [2014] EWHC 2614 (Ch) – Acted as junior counsel (with Tom Smith QC) in relation to an application for Court approval of the actions of joint administrators
- Acted as junior counsel (with David Allison QC) in relation to the application of private international law to aspects of a German restructuring for the purposes of a scheme of arrangement
- Advised in relation to the issues of jurisdiction in the context of a potential scheme of arrangement of a foreign company involving US law governed bonds

Matthew generally advises and appears in relation to:

- contested administration applications, winding-up petitions and bankruptcy petitions
- contested applications to set aside statutory demands
- transaction avoidance claims and misfeasance claims

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## Banking and Finance

Examples of recent cases and work includes:

- **Re Olympia Securities Commercial Plc (In Administration)** [2017] EWHC 2807 (Ch) – Successfully acting as junior counsel (with Tom Smith QC) on behalf of a secured creditor regarding the interpretation of cl. 2(a)(iii) of the 1992 ISDA Master Agreement and the meaning of “*financial institution*” in relation to the assignment of a c.£50m facility
- Acted as junior counsel (with Daniel Bayfield QC) regarding a claim for breach of the 1992 ISDA Master Agreement including drafting pleadings and dealing with expert evidence
- Advised (with Clifford Chance Asia) a Japanese bank in relation to default interest provisions regarding a facility entered into with an Indian borrower
- Advised (with Clifford Chance Asia) a large international bank in relation to the operation of a total return swap structure

- Advised (with Clifford Chance Asia) the liquidators of O.W. Bunker Far East (Singapore) Pte. Ltd regarding the terms of a security document governed by English law
  - Advised in relation to whether sums received as compensation from a major bank, due to the mis-selling of a financial product, constitutes an asset under the banks' security
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## Commercial Litigation and Arbitration

Examples of his recent commercial litigation work include:

- **FSHC Group Holdings v Barclays Bank Plc** [2018] EWHC 1558 (Ch) - Acting as junior on behalf of Four Seasons Health Care Group (with David Wolfson QC and Rosalind Phelps QC) in a rectification claim
- **Bilta (UK) Ltd (In Liquidation) v Royal Bank of Scotland** [2017] EWHC 3535 (Ch) - Acted as junior counsel (with Orlando Gledhill QC) on behalf of the Claimant in an application for specific disclosure relying on the recent **ENRC** decision in relation to how the Court treats the issue of privilege in investigations conducted by big corporates
- **MyBarrister Ltd v Hewetson** [2017] EWHC 2624 (Ch) - Acting as junior counsel (with Tom Smith QC) on behalf of a third party in relation to his successful application for summary judgment and strike out on the basis that a claim for an oral guarantee was contrary to the Statute of Frauds
- **Emmott v Michael Wilson & Partners Ltd** [2017] EWCA Civ 367 - Acted on behalf of an intervener in relation to payment into and out of Court and the priority of judgment creditors
- **Hilton v D IV LLP** [2015] EWHC 2 (Ch) - Acted as junior counsel (with Glen Davis QC) in relation to the construction of terms of various limited liability partnership agreements and *Norwich Pharmacal* relief
- **Cohen & Anr v. Collyer Bristow LLP & Ors (Rangers FC)** (2014) - Acted as junior counsel (with Mark Phillips QC) for the joint liquidators of *Rangers Football Club* regarding the recovery of sums paid into a solicitor's client account
- Acted as junior counsel in relation to a c.£70m a claim for dishonest assistance and fraudulent trading arising from MTIC carousel fraud in the Carbon Emissions market.
- Provided expert evidence for the Thai Courts regarding the validity and enforceability of guarantee obligations on behalf of a large multinational
- Acted on behalf of individuals of a religious organisation for repayment of sums and payment for services provided as a result of undue influence
- Acted as junior counsel on behalf of a large multinational regarding the termination of rights under an energy supply contract including an application for a private hearing and sealing of the Court file
- Assisted Clifford Chance Asia regarding Bankers Trust and *Norwich Pharmacal* applications in England for the purposes of an application in support of a foreign arbitration
- Advised (with Clifford Chance Asia and Clifford Chance Dubai) on termination provisions and penalty clauses in relation to the lease of a vessel located in the UAE and use of intellectual property rights associated with it
- Advised as junior counsel in relation to potential civil fraud claims that may be brought by investors against promoters of various investment schemes

Examples of his recent arbitration work include:

- **Re a SIAC Arbitration** (ongoing) - Acting as junior counsel (with Robin Dicker QC) in a SIAC arbitration involving the conversion of shares in an Indian company (based on initial investment of c. \$300m)
- **Re a SIAC Arbitration** (2016) - Acting as co-counsel (with Clifford Chance Asia) for an Asian satellite company in a successful SIAC arbitration with a European operator regarding non-payment of rental due under a transponder lease agreement
- Advised (with Clifford Chance Asia) a large global construction company on the merits of a SIAC arbitration regarding a dispute over the issue of logging rights in South East Asia
- Acted and advised (with Clifford Chance Asia) the Singapore branch of a Japanese bank against a defaulting Indian borrower with focus on the enforcement of an arbitration clause in the facility document
- Advised (with Clifford Chance Asia) on the structure and enforceability of an arbitration clause with a unilateral option to litigate in relation to a facility document
- Advised (with Clifford Chance Asia) on the application and likely enforceability of a LCIA arbitration clause in security documentation in light of a Singapore Court jurisdiction clause

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## Company

Examples of recent cases and work include:

- **Murphy v Union Model Management & Ors** (2014) - Acted as junior counsel (with Tom Smith QC and Mark Phillips QC) for the respondents to an unfair prejudice petition as well as an application for receivers
- Acted on behalf of respondents to an unfair prejudice petition arising out of the removal of the petitioner as a director of the company
- Advised in relation to breach of directors duties, unlawful payment of dividends and calls on shares

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## Offshore

Examples of recent cases and work include:

- See arbitration work carried out in Singapore set out above
- **Jinpeng Group Limited v Peak Hotels and Resorts Limited - BVIHCMAP2014/0025 and 2015/0003** - Acted and appeared as junior counsel (with Anthony Zacaroli QC) before the BVI Court of Appeal in the successful appeal regarding the appointment of provisional liquidators
- **British Virgin Islands Financial Services Commission v Lemma Europe Insurance Company Ltd** (2014) - Acted as junior counsel (with Glen Davis QC) for a respondent insurance company in proceedings brought by the BVI FSC
- Acted as junior counsel (with Ben Valentin QC) regarding the appointment of receivers in

relation to a BVI holding company as well as an application for the just and equitable winding up of a BVI company

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## Pro Bono

Free Representation Unit in relation to employment law issues  
QBD Interim Applications Court Pro Bono Advocacy Scheme

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## Career

2016 Part II Registration with the DIFC  
2015 Called to the Bar of the British Virgin Islands  
2012 Called to the Bar of England and Wales  
2012-2013 Company law Tutor and Graduate Teaching Assistant at Oxford University  
2011-2012 Research Assistant to Sir Roy Goode QC and Professor Jennifer Payne, Oxford University  
2011-2012 Company law Tutor at St Catherine's College, Oxford University and King's College London

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## Memberships

R3 New Professionals Committee Member

Young Mumbai Center of International Arbitration Steering Committee Member (Young MCIA)

International Insolvency Institute - Next Gen Leadership Program

INSOL International

COMBAR

Chancery Bar Association

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## Publications

Co-Author of *Corporate Administrations and Rescue Procedures*, 3rd Edition

Contributor to *Insolvency Intelligence*

- Tapping the intangible: security interests and intellectual property, Part I, *Insolv Int* 2013, 26(8), 113-119
- Tapping the intangible: security interests and intellectual property, Part II, *Insolv. Int.* 2014,

27(3), 33-37

Contributor to ***International Corporate Rescue*** - Various Case Comments

Contributor to the ***Bio-Science Law Review***

- Morality and the Patent System: An Analysis of Article 53(a) of the European Patent Convention, BSLR 2009, 10(3), 95-107

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## Lectures and Seminars

Brunel Intellectual Property and Legal Theory Symposium 2011; presenting a paper on Morality and the Patent System (July 2011)

Attended INSOL International conference Hong Kong 2014

Attended the COMBAR Singapore Round Table Event 2015

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## Education and Qualifications

BPP, BPTC, (Outstanding)

St Catherine's College, Oxford University, BCL

UCL, LLB (Hons), (First Class)

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## Prizes and Scholarships

Lord Mansfield Scholar (Lincoln's Inn)

Megarry Award (Lincoln's Inn)

Buchanan prize (Lincoln's Inn)

Graduate Teaching Assistantship in Company Law (Oxford University)

London Universities' Mooting Shield (Allen and Overy)

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## Interests

Golf, Hockey and Martial Arts (Karate and Ju Jitsu)