

Nicholas Goodfellow

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Barrister

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Nick is an experienced litigator who acts in a wide variety of commercial disputes, with particular experience in civil fraud claims, disputes involving company directors and shareholders, and international commercial cases that raise conflicts of law issues.

Nick is head of Littleton's **civil fraud** group and described in the directories as a *"shining light at the junior bar"* in this field (Legal 500, 2021). Nick's cases frequently involve allegations of dishonesty, the misappropriation of company assets, and applications for **urgent injunctive relief** (such as freezing, search or imaging orders).

Nick works on a wide variety of disputes involving **company directors** and **shareholders**, ranging from claims arising out of share purchase / shareholders agreements, unfair prejudice petitions, claims for breach of fiduciary duty, and other accessory liabilities, such as dishonest assistance.

Nick is a specialist in **business protection** work. He regularly acts in claims for springboard injunctive relief, and claims based on the misuse of confidential information, and breach of restrictive covenants. Given his expertise in this area, he is ranked in the Legal 500 as a leading junior in Employment disputes, where he is described as having a *"can-do attitude"* and being *"user friendly"*.

Nick is a member of Littleton's highly ranked **sports** group. He has acted in a range of disputes in the sports industry, with a particular emphasis on contractual disputes. Nick is a keen sportsman and leads an active lifestyle outside of work.

RECOMMENDATIONS

"Thorough, calm and brilliant. His attention to detail is first-class and he really is a hidden gem."

Legal 500 2022 - Civil Fraud

"Extremely reliable, quick to respond and excellent to work with. He grasps complex issues quickly and takes a sensible but firm approach. Nicholas is one a go-to junior and he will be a highly regarded silk one day."

Legal 500 2022 - Employment

'A real can-do attitude and clearly knows his stuff. Very user friendly and his advice is considered, concise and easy to digest.'

Legal 500 2021 - Employment

'A scrupulous and thorough advocate and a shining light at the junior bar, can't recommend him highly enough.'

Legal 500 2021 - Civil Fraud

AREAS OF EXPERTISE

Business Protection

Nick has extensive experience of claims relating to confidential information, restrictive covenants, breach of fiduciary duty, passing off and the economic torts. Nick has appeared in several high-profile **'team move'** cases involving applications for springboard injunctive relief.

Cases in which Nick has acted include:

- **Everyday Loans Limited v (1) Howells (2) Advancis Limited** (QB) 2020: claim for interim springboard relief against a former director and his new business in the non-standard lending sector, based on breach of restrictive covenants (contained in a share purchase agreement) and misuse of confidential information (led by Adam Solomon QC).
- **Argus Media Ltd v Halim** [2019] EWHC 42 (QB): acted for the successful claimant in a claim for breach of restrictive covenants and misuse of confidential information (7-day speedy trial, led by Gavin Mansfield QC). Nick also appeared (unled) against more senior counsel in a successful specific disclosure application (reported at [2018] EWHC 3620 (QB)).
- **Vanden Recycling Ltd v Kras Recycling BV** [2017] EWCA Civ 354: appeal concerning impact of a consent order on the claimant's ability to pursue joint tortfeasors in an unlawful means conspiracy claim; appeal succeeded in part (led by David Reade QC).
- **WE Cox Claims Group Ltd v Spencer** [2017] EWHC 2552 (QB): application for forensic examination of computer equipment (sole counsel).
- **Airsys Communications v Becker** [2017] EWHC 1684 (QB): claim for breach of non-compete restrictive covenants in shareholders and service agreements against former CEO; interim relief successfully obtained with court undertakings (led by Stuart Ritchie QC).
- **M&E Global (Staffing) Solutions Ltd v Tudge** (QB): international springboard injunction case, involving personnel engaged at US military bases in Germany (led by Adam Solomon QC, unable to attend injunction hearing - reported at [2016] EWHC 597 (QB)).
- **Davies v Hart** [2015] EWHC 3121 (QB): successfully resisted application to set aside default judgment in restrictive covenant share sale agreement case (sole counsel).
- **De Vere Holding Company Ltd v Belgravia Wealth Management Europe Kft** [2014] EWHC 3189 (QB), [2014] EWHC 3781 (QB): multi-jurisdictional team move case concerning independent financial advisors across Eastern Europe, involving application for springboard injunctive relief (led by Adam Solomon QC).
- **First Rate FX Ltd v Trading by Telephone Ltd and others** [2014] EWHC 982 (QB); [2014] EWHC 983 (QB): foreign currency trader team move case involving allegations of unlawful means conspiracy in breach of financial regulations (led by Adam Solomon QC).

Civil Fraud

Nick's practice has a heavy emphasis on cases involving allegations of dishonesty, misappropriation of corporate assets and other serious corporate wrongdoing. Nick has extensive experience of claims based on deceit, the economic torts, and other forms of accessory liability.

Cases in which Nick has acted include:

- **Zenith Logistics Services (UK) Ltd and others v Keates and others** (QB) (2019-2021, ongoing): acting in a claim brought by a logistics business against a former director and various other individual and corporate parties, relating to the fraudulent misappropriation of company assets.
- **Domestic & General Group Ltd v Premier Protect Holdings Ltd and others** [2021] EWHC 135 (QB): claim for causing loss by unlawful means and unlawful means conspiracy, brought by D&G (the market leader in the appliance

protection insurance market), against rogue traders engaged in making fraudulent misrepresentations to prospective customers. Successful application for interim injunctive relief and permission to serve the claim outside the jurisdiction.

- **Domestic and General Group Ltd v Domestic Assist Ltd and Scott** [2019] EWHC 3313 (QB): acted unled in successful committal application for breach of a court order relating to disclosure and a false statement made in an affidavit.
- **J v M** (Commercial Court, 2019): claim for fraudulent misrepresentation valued at circa US\$660 million brought by the majority shareholder in a leading sports media rights agency, which held distribution rights to one of the major football leagues across the globe.
- **S v L and others** (BVI Commercial Court, 2018): advised in relation to a worldwide freezing order and receivership application in the BVI courts arising out of a \$50 million criminal and civil fraud claim being brought in Russia (led by Charles Samek QC).
- **Williams v Federal Government of Nigeria** (Commercial Court, 2018): acted unled in a successful application for default judgment against the Nigerian state in a sum in excess of US\$14 million, in a claim based on a substantial fraud that raised complex issues of state immunity law.
- **A v B** (Ch, 2017): deceit claim relating to a property development business which operated as a Ponzi-type scheme; successful application for pre-action disclosure (sole counsel).
- **Greenbrier Companies Inc v Ebreez Railway Services and others** (Commercial Court, 2016): claim in deceit relating to a \$15 million commission, the subject of proceedings in Saudi Arabia; successfully resisted anti-suit injunction and application to serve outside the jurisdiction; succeeded in staying claim on grounds of *forum non conveniens* and discharging freezing order (led by Jonathan Cohen QC).
- **Domestic and General Group Ltd v Global Appliance Care Ltd** [2019] EWHC 1550 (QB): claim brought by D&G against rogue traders based on the economic torts in which interim injunctive relief was successfully obtained.
- Application for freezing order and proprietary injunction to restrain disposition of various residential properties, erroneously registered in defendant's name because of deception, (QB) 2016 (led by Jonathan Cohen QC).
- Instructed as sole counsel on behalf of one of the defendants in a multi-million-pound claim based on an alleged fraudulent diversion of business by two company directors (QB) 2016.
- Claim for fraudulent misrepresentation relating to the transfer of ownership of a number of hotels, pleaded at a value of £5million (Ch) 2015.

Commercial Litigation

Nick's commercial litigation practice has a significant international element and frequently involves applications for urgent injunctive relief. Nick has considerable experience of disputes in the banking and finance sector, following a specialist secondment that he did early on in practice in this sector. Many of Nick's commercial cases have a civil fraud element.

Cases in which Nick has acted include:

- **L v C** (QB) 2020-2021 (ongoing): multi-million-pound claim by a leading consumer goods business against a former director seeking to clawback various earn out payments made under a share purchase agreement (led by David Reade QC).
- **Zenith v Coury** [2020] 1 WLR 2982: acted unled in successful appeal regarding the application of the open justice principle to a settlement by Tomlin order in a conspiracy claim.
- **Mousavi-Khalkali v Abrishamchi** [2020] EWCA Civ 1493: jurisdictional challenge relating to the question of whether England and Wales was the appropriate forum to hear the claim (appeared unled). The underlying dispute concerned a multi-million-pound contractual claim relating to an Iranian telecommunications project.
- **J v M** (Commercial Court, 2019): claim for fraudulent misrepresentation valued at circa US\$660 million brought by the majority shareholder in a leading sports media rights agency, which held distribution rights to one of the major football leagues across the globe.
- **S v L and others** (BVI Commercial Court, 2018): advised in relation to the defence of a worldwide freezing order and receivership application in the BVI courts arising out of a \$50 million criminal and civil fraud claim being brought in Russia (led by Charles Samek QC).
- **Williams v Federal Government of Nigeria** (Commercial Court) 2018: acted unled in a successful application for default judgment against the Nigerian state in a sum in excess of US\$14 million, in a claim based on a substantial fraud that raised complex issues of state immunity law.

- **Vanden Recycling Ltd v Kras Recycling BV** [2017] EWCA Civ 354: appeal concerning impact of a consent order on the claimant's ability to pursue joint tortfeasors in an unlawful means conspiracy claim; appeal succeeded in part (led by David Reade QC).
- **Standish and others v RBS** (Ch, 2016-2017): claim for unlawful means conspiracy against a leading high street bank arising out of the steps that it took to secure a majority equity share in a company in which the Claimants were shareholders, worth in excess of £17 million (led by David Reade QC).
- **Greenbrier Companies Inc v Ebreez Railway Services and others** (Commercial Court, 2016): claim in deceit relating to a \$15 million commission, the subject of proceedings in Saudi Arabia; successfully resisted anti-suit injunction and application to serve outside the jurisdiction, on behalf of D1; succeeded in staying claim on grounds of *forum non conveniens* and discharging freezing order, on behalf of D3 (led by Jonathan Cohen QC).
- **A v B** (2020): potential application for a forensic search order, in a claim relating to the unlawful and dishonest misuse of an internet domain name to divert business a competitor.
- Instructed in defence to a claim to enforce several Ukrainian judgments in the English Courts (Commercial Court, 2017).
- Claim for mis-selling of an interest rate hedge product worth approximately £7million (led by David Reade QC).
- Advice on potential claims arising out of the actions of West Register and RBS' GRG business unit.
- Claim for conversion of two high value cheques, and part 20 claim against a foreign bank for an implied indemnity.
- Claim relating to the receipt of funds paid out to a third party in breach of trust, in proceedings where two banks disputed the entitlement to frozen funds (Ch).

Company and Shareholder

Nick's company related work has three main facets: (i) contractual claims arising out of share purchase agreements; (ii) unfair prejudice claims, typically based on breach of directors' duties; and (iii) other claims relating to the contractual rights of shareholders.

Cases in which Nick has acted include:

- **Falk & Ross Group (UK) Ltd and others v Hyams** (Ch) 2020-2021 (ongoing): claim by the majority shareholders in a clothing retail company against a former non-executive director, seeking declaratory relief that he is a 'Bad Leaver' within the meaning of the company's articles (and that his shares should be valued on that basis). Case is consolidated with parallel unfair prejudice proceedings.
 - **L v C** (QB) 2020-2021 (ongoing): multi-million-pound claim by a leading consumer goods business against a former director seeking to clawback various earn out payments made under a share purchase agreement (led by David Reade QC).
 - Unfair prejudice petition by minority shareholder in an international group of companies, based on the misappropriation of corporate assets (2020).
 - **Hayward v Benning and others** (Companies Court, 2019): unfair prejudice petition brought by one of two quasi-partners in a company involved in submitting bids for development funding in the education sector.
 - Claim by a shareholder in a high-tech company in the energy industry for various declaratory relief seeking to challenge the transfer of his shares to third parties and a decision taken in relation to an increase in share capital (Ch, 2019).
 - Claim by a corporate shareholder seeking redress for the diversion of substantial company funds to a third party by the other shareholders (2019).
 - **Button v Phelps** [2016] EWHC 3185 (Ch): claim arising out of an attempted acquisition of a group of companies involved in the Po Na Na group; strike out application after claimant sought to resurrect quantum proceedings many years after trial (sole counsel).
 - **Poole v Horton** [2016] 1315 (Ch): claim against a liquidator appealing against proof of debt raised by claimant, seeking payment of 33.33% of the net asset value of the company when he ceased to be a director. Successful after 2-day trial in the Companies Court.
 - **Re a Company** [2016] EWHC 1548 (Ch): application for injunction to restrain advertisement of winding up petition, raising issues relating to the doctrine of apparent authority.
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Sport

Nick is member of Littleton's highly ranked sports group. He is a keen sportsman, which drives his interest in sports related work.

Cases in which Nick has acted include:

- **J v M** (Commercial Court, 2019): claim for fraudulent misrepresentation valued at circa US\$660 million brought by the majority shareholder in a leading sports media rights agency, which held distribution rights to one of the major football leagues across the globe.
- Acted for a sports agency company in proceedings against a former employee seeking to recover the diverted profits of agency contracts, relating to high profile players (led by Adam Solomon QC).
- Acted for a rugby player before the National Anti-Doping Panel.
- Represented a racehorse trainer claiming unpaid fees and defending allegations of professional negligence under the British Horse Racing Authority regime.

Nick is particularly interested in the law relating to doping in sport and has written numerous articles in that field.

BACKGROUND

Nick is married with a young son and daughter. His main interests are sport related. Nick is a former rugby player at county standard, and enjoys triathlon, cycling, kite-surfing, skiing and ski touring in his spare time.

Before coming to the Bar, Nick worked for several years as a management consultant, on projects for a variety of high profile private and public sector clients.

Education

BSc Natural Sciences, 1st, University of Birmingham, (2000-2003)

GDL, BPP (2007-2008)

BVC, BPP (2008-2009)

Outstanding and top mark of year in the drafting paper on the BVC.

Awards

Hardwicke scholarship, Lincoln's Inn (2008)

Lord Denning scholarship, Lincoln's Inn (2008)

Sunley scholarship, Lincoln's Inn (2009)

Memberships

Nick is a member of COMBAR, the Young Fraud Lawyers Association, PNBA, ELBA and BASL.
