



## Kate Rogers

Call: 2009

### Barrister

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**Kate** has a commercial chancery practice with an emphasis on insolvency and restructuring (both domestic and cross-border), company, and commercial disputes particularly those with an allegation of fraud.

Kate is ranked as a leading junior in both Chambers & Partners and Legal 500. She is consistently described by the directories as having *"excellent technical knowledge"* and *"attention to detail"*, as well as being *"a fantastic advocate"* and *"quick on her feet"*.

The most recent editions describe Kate as *"a very technical and creative advocate"* who *"performs well on her feet and is a quick thinker."* As to giving advice the directories note that Kate is *"a straight talker, provides clear advice that is well thought through. She is also a good team player and is quick to respond the queries. She is always well prepared and on top of the legal and evidential issues and is a confident advocate."*

#### INSOLVENCY AND RESTRUCTURING

Kate acts for office holders, creditors, individuals, and directors in matters of corporate and personal insolvency. She frequently acts in cases concerning transactional avoidance, misfeasance and/or breach of fiduciary duties, wrongful trading, fraud, and trusts, and is experienced in obtaining urgent injunctive relief. Kate also has experience of special administrations.

In her advisory work, Kate advises on technical aspects of insolvency practice and procedure, including advising administrators on issues such as validity of appointments or remuneration, and advising creditors as to the validity of their security and their rights in a restructuring.

The directories consistently describe Kate as *"technically excellent"* in insolvency matters (*"She combines excellent attention to detail with a very good grasp of technical insolvency matters."* (Company and Insolvency, Legal 500 UK Bar 2021)) as well as being *"approachable"* and *"a pleasure to work with"* (Restructuring/Insolvency, Chambers UK Bar 2022), and most recently *"Kate is a very technical and creative advocate. She performs well on her feet and is a quick thinker."* (Insolvency, Legal 500 UK Bar 2023)

Kate has extensive High Court advocacy experience and is described by the directories as being *"a fantastic advocate"*; *"a tenacious advocate"* and *"quick on*

her feet in the court room”.

She contributes to *Insolvency Litigation: A Practical Guide* (published by Sweet & Maxwell) and is also a regular contributor to *Corporate Rescue and Insolvency*.

Her recent experience includes:

- Acting for the proposed special administrators (then interim managers) in an application brought by the FCA for an urgent special administration order of WealthTek LLP
- Representing the former administrator in an application to extend the time within which their remuneration (the total of which runs into the millions) can be challenged. The matter turns on a discrete point of law upon which there is no clear authority: the ability of the Insolvency Rules to provide a basis of challenge for remuneration payable out of a secured asset (ongoing)
- Acting for a Liechtenstein incorporated association, whose ultimate parent is Chinese state owned, in a contested winding up petition which forms part of a series of disputes arising out of high-value solar power plant development worldwide
- X v Y: Acting for the trustee in bankruptcy in a complex claim involving the escheat of properties which were beneficially owned by the bankrupt (owing to the properties having been held on trust for the bankrupt by an offshore company) (ongoing). This matter also concerns the interplay between the Proceedings of Crime Act 2022 and insolvency procedure
- X v Y (2022): Advising a well-known football club in respect of numerous alleged debts arising out of a change in ownership
- X v Y: acting for the directors in a fraudulent trading and fraudulent breach of duty claim, including a significant dispute as to limitation (ongoing)
- *Re Bedborough* [2021] EWHC 220 (Ch); [2021] B.P.I.R. 581; [2021] 2 P. & C.R. DG1 – instructed for the successful Trustee in Bankruptcy in a dispute concerning the validity of a trust deed; a transaction at an undervalue; and the issue of whether immeasurable consideration in the form of a promise not to divorce is capable of being measured in money or money’s worth for the purpose of the transactional avoidance provisions in the Insolvency Act 1986
- *Re. Robinson* [2020] EWHC 2928 (Ch) – instructed for the successful Trustee in Bankruptcy in this first authority to be decided under s.314 and/or Schedule 5 of the Insolvency Act 1986, in particular the inter-relation between these provisions and the extent of the powers given to a trustee in bankruptcy
- *Re. Mittal* [2020] EWHC 1550 (Ch); [2020] B.P.I.R. 1151 – instructed for the successful petitioning creditor on this high profile contested bankruptcy (reported by The Times to be the biggest bankruptcy in UK history). The petitioning creditor was owed c.£140m by Mr Pramod Mittal, the younger brother of the steel tycoon Lakshmi Mittal. A bankruptcy order was made
- *Irwin v Haddow* (2020) – following the successful claims brought by the FCA against the well-known fraudster Renwick Haddow in 2018, Mr Haddow’s wife claimed to be the beneficial owner of a 50% interest in central London property held in the name of an offshore company (found to be a front to conceal Mr Haddow’s true ownership). The court found for Mr Haddow’s Trustee in Bankruptcy and denied the wife’s claim
- *Victory House v RGB* [2018] EWHC 1143 (Ch); [2019] Ch. 1; [2018] 3 W.L.R. 1024; [2019] B.C.C. 87; [2018] B.P.I.R. 1195 – 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] B.P.I.R. 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 successful 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.

## COMPANY

In company matters Kate is well versed in shareholder disputes and breach of warranty claims. She is particularly experienced in unfair prejudice petitions and of the numerous and varied issues that arise in such actions. Kate's experience also encompasses derivative actions; share purchase agreements; actions concerning the validity of directors' actions, directors' remuneration, or dividends; to numerous applications pursuant to the Companies Act 2006 (e.g. applications for production of records and accounts; defending allegations of unlawful dividends; and applications for rectification of the register (sometimes as a precursor to an unfair prejudice petition by a minority shareholder)). She has also acted in matters of directors' disqualification.

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 Defendants (in a counsel team of three, led by two silks) in a £10m+ dispute concerning the supply of lateral flow tests during the Covid-19 pandemic, spanning both shareholder obligations and partnership law amidst numerous and varied issues. At its outset, the case involved a dispute with a Chinese manufacturer of such tests, for breach of an exclusivity agreement in the UK Government's procurement of "flowflex" lateral flow tests during the pandemic. The dispute has since evolved into a partnership/shareholder dispute between the original partners
- Advising the purchaser of a central London hotel on a potential breach of the tax warranty and tax covenant contained in an SPA (ongoing)
- Instructed as junior counsel 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 in 2024
- 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 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.

## COMMERCIAL DISPUTES AND BANKING

Kate has a busy commercial practice encompassing commercial chancery litigation with particular experience in civil fraud. Kate is instructed in all aspects of commercial contracts, business sale and Share Purchase Agreements, shareholder agreements, and contracts entered into in the engineering industry concerning machinery specification. Issues arising include 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.

Kate's commercial practice has seen her represent a number of high-value and/or state-owned entities. She has also acted for international banks in business-critical cases over the years, 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.

She is ranked for commercial, banking, insolvency and chancery law by *The Legal 500 UK Bar* where she is described as "technically accomplished".

Her recent work includes:

- Instructed for the Defendants (in a counsel team of three, led by two silks) in a £10m+ dispute concerning the supply of lateral flow tests during the Covid-19 pandemic, spanning both shareholder obligations and partnership law amidst numerous and varied issues. At its outset, the case involved a dispute with a Chinese manufacturer of such tests, for breach of an exclusivity agreement in the UK Government's procurement of "flowflex" lateral flow tests during the pandemic. The dispute has since evolved into a dispute between the original partners and their associates in which both side allege an unlawful means conspiracy, dishonest assistance and knowing receipt against the other
- Acting for a Liechtenstein incorporated association, whose ultimate parent is Chinese state-owned, against the first defendant who is incorporated in this jurisdiction and the guarantor who is incorporated and registered in Hong Kong. Various entities within the Claimant group have been working with various entities owned by the Defendant group for a number of years, in the field of renewable energy. The parties together own a number of multi-million pound solar plants, having developed solar plants all over the world
- Advising the purchaser of a central London hotel on a potential breach of the tax warranty and tax covenant contained in an SPA (ongoing)
- Acting for a bridging lender in respect of a fraud perpetrated upon the lender. Obtained an urgent freezing injunction followed by the issue of proceedings for conspiracy to commit the tort of deceit and misrepresentation, alongside a claim for proprietary remedies including the right to be subrogated to an earlier charge
- Advising a well-known global clothing brand as to whether a supplier's terms had been sufficiently incorporated into a contract between them
- X v Y (2022): Advising a well-known football club in respect of numerous alleged debts arising out of a change in ownership
- X v Y: acting for the directors in a fraudulent trading and fraudulent breach of duty claim, including a significant dispute as to limitation (ongoing)
- 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 seven figure 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
- 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
- *Victory House v RGB* [2018] EWHC 1143 (Ch); [2019] Ch. 1; [2018] 3 W.L.R. 1024; [2019] B.C.C. 87; [2018] B.P.I.R. 1195 – 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
- 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.

## **CIVIL FRAUD & ASSET RECOVERY**

Kate's practice often involves issues of civil fraud, she is instructed for both claimants and defendants in claims including deceit, misrepresentation, conspiracy, breach of fiduciary duty, dishonest assistance and knowing receipt. She has experience of obtaining early injunctive relief in such circumstances (often by way of freezing order) and of proprietary remedies or tracing claims in order to seek the recovery of assets.

- Instructed for the Defendants (in a counsel team of three, led by two silks) in a £10m+ dispute concerning the supply of lateral flow tests during the Covid-19 pandemic, spanning both shareholder obligations and partnership law amidst numerous and varied issues. At its outset, the case involved a dispute with a Chinese manufacturer of such tests, for breach of an exclusivity agreement in the UK Government's procurement of "flowflex" lateral flow tests during the pandemic. The dispute has since evolved into a dispute between the original partners and their associates in which both side allege an unlawful means conspiracy, dishonest assistance and knowing receipt against the other
- Acting for liquidators in a claim against former trust managers who dishonestly used their position as both fiduciary services provider to the company in liquidation and managers of a fortune settled on trust, in order to extract sums from the settlements to remunerate themselves via the company (ongoing)
- X v Y: acting for the directors in a fraudulent trading and fraudulent breach of duty claim, including a significant dispute as to limitation (ongoing)
- Acting for a Defendant accused of having knowingly received sums of money from a company controlled by her son, when it is alleged that such sums of money were obtained by way of fraudulent misrepresentation (ongoing)
- Acting for a bridging lender in respect of a fraud perpetrated upon the lender. Obtained an urgent freezing injunction followed by the issue of proceedings for conspiracy to commit the tort of deceit and misrepresentation, alongside a claim for proprietary remedies including the right to be subrogated to an earlier charge
- 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
- 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 a global adhesives manufacturer in a seven figure 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.

She is ranked for commercial, banking, insolvency and chancery law by *The Legal 500 UK Bar* where she is described as “*technically accomplished*”.

## **SPORT**

Kate is appointed by the FA to sit as part of a panel hearing and considering cases of misconduct within football. This involves listening carefully to the differing accounts of an incident before deciding whether a matter is proved to the required standard and determining the appropriate punishment in accordance with the FA rules and handbook.

Kate has a busy practice, specialising in commercial litigation combined with a significant amount of experience in Regulatory law. In relation to the commercial elements of Kate’s practice, she has a strong focus on contractual disputes, regularly advising and appearing in court on matters concerning the construction and meaning of contracts; exclusion clauses; parties to a contract; and many other detailed elements of construction. This work has seen Kate instructed to consider the terms and effect of a contract entered into between a professional boxer and a television company. Kate has also considered management contracts in this regard.

As part of her practice Kate also has a unique offering in Regulatory law alongside the commercial element. She undertook a secondment at a Government organisation in 2011, which led to her making a successful application to the Attorney General’s regulatory panel, on which she is still appointed counsel. Thereafter Kate has been instructed in an extremely diverse range of regulatory matters, including licencing; environmental; health and safety; fire safety; illegal money lending; and disciplinary tribunals. The matters in which Kate has been instructed involving licencing and disciplinary work have been diverse and have included every step of the legal process, from advising, to written advocacy, to representation at Court/in Tribunal.

The combination of her contractual and regulatory experience allows Kate to offer a comprehensive service to clients in all areas of sport.

Kate regularly gets involved in events outside of chambers, including giving seminars, assisting with advocacy events and competitions, and judging such events where necessary. She has acted as a judge for the National Sports Law Negotiation Competition at Wembley.

## **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.

## **RECOGNITION**

- “Kate is an outstanding barrister in all areas. Not only is her knowledge second to none, but she is also approachable and understanding.” (Restructuring/Insolvency, *Chambers UK Bar 2024*)
- “Her advocacy and written work are detailed, clear and comprehensive.” (Restructuring/Insolvency, *Chambers UK Bar 2024*)



- “Kate is a fantastic advocate who stays calm under pressure and is a force of nature in the courtroom.” (Restructuring/Insolvency, *Chambers UK Bar 2024*)
- “Kate is a straight talker, provides clear advice that is well thought through. She is also a good team player and is quick to respond the queries. She is always well prepared and on top of the legal and evidential issues and is a confident advocate.” (Company & Insolvency, *Legal 500 UK Bar 2023*)
- “Kate is a very technical and creative advocate. She performs well on her feet and is a quick thinker.” (Insolvency, *Legal 500 UK Bar 2023*)
- “Has excellent technical knowledge and is detailed, available and user-friendly. She is a pleasure to work with.” (Restructuring/Insolvency, *Chambers UK Bar 2022*)
- “A fantastic advocate well-versed in insolvency and quick on her feet in the court room.” (Insolvency, *Legal 500 UK Bar 2022*)
- “Kate is a tenacious advocate; she remains in control when dealing with difficult opponents. She is very thorough in her approach. We highly recommend her to our clients, who all have enjoyed working with her.” (Company and Insolvency, *Legal 500 UK Bar 2022*)
- “Very strong technically and a good advocate.” “She is not only helpful in terms of delivering advice, but is also so down to earth, approachable and professional.” (Restructuring/Insolvency, *Chambers UK Bar 2021*)
- “She combines excellent attention to detail with a very good grasp of technical insolvency matters.” (Company and Insolvency, *Legal 500 UK Bar 2021*)
- “She is very user friendly, approachable, technically excellent, and tenacious.” (Insolvency, *Legal 500 UK Bar 2021*)
- “Pertinacious, energetic and technically accomplished.” (Commercial, Banking, Insolvency and Chancery Law, *Legal 500 UK Bar 2017, 2019*)

## **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.

## **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 2017)
- Appointed to the Young Barristers’ Committee to the Bar Council (2012 – 2017)

## **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)

## **POLICIES AND OTHER DETAILS**

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