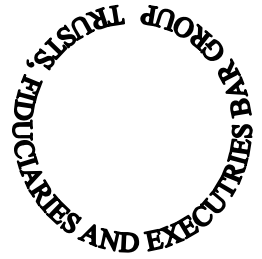


TRUSTBAR



THE TRUSTS, FIDUCIARIES AND EXECUTIVES BAR GROUP

COMPANY DISPUTES

Thursday 14th March 2013

Registration:	16.45
Talks:	17.15 – 18.15
Canapes:	18.15 – 19.15

A.K. Bell Library, York Place, Perth PH2 8EP (central Perth)

CPD 1 Hour: £25

Directors' Liabilities upon Insolvency

David Bartos, Advocate, F.C.I. Arb, Chairman, TrustBar

- Lifting the corporate veil
 - Wrongful trading
- Misfeasance and breach of fiduciary duty
 - *De facto* and shadow directors
- Extent of liability and other consequences

Minority Shareholder's Remedies

Derek Francis, T.E.P., Advocate

- Remedy for what? *Commonwealth Oil & Gas v Baxter* [2010] CSIH 75
 - Derivative Actions where Mr. Bad is in control
- Pre-emptive expenses: getting the company to pay for the action upfront?
 - Crossing the threshold *Wishart Petr.* [2009] CSIH 65
 - Procedural Considerations
 - S.994/996 applications as an alternative: the pros & cons

TrustBar is a group of Members of the Faculty of Advocates specialising in the areas of **partnership, companies, agency** as well as **wills, trusts** and **executries**. The common feature tying these areas together is the fiduciary principle which exists in all of these areas. Often there is overlap in practice, say where a partner dies. A major part of the function of TrustBar is to run CPD-qualifying events both for the Solicitor branch of the profession throughout Scotland and in doing so to provide a point of contact between solicitors and advocates.

Companies are the life of the economy. Many may be currently under financial pressure. Directors need to be aware of consequences of insolvency. Intra-company disputes may arise. All of those advising shareholders, directors and companies should be aware of the legal consequences.

In addition to the above talks we hope to have a short period for questions, if time allows.

We are delighted to be able to arrange this seminar for solicitors in **Perth and the surrounding areas** and hope that as many as possible will be able to attend. Anyone from your firm is welcome. The fee for the event is £ 25 per person. To reserve a place/ places at this event please complete the accompanying form and return it to our treasurer, John Robertson, Advocate, at the address on the form. Further details are available from our secretary Greg Cunningham (T) 0131-226 5071 (e) greg.cunningham@advocates.org.uk

TRUSTBAR PERTH SEMINAR and DRINKS 14 March 2013

Firm:

Name(s):

A cheque made payable to TrustBar for £ is enclosed.

Please return to :

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Parliament House,

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Edinburgh EH1 1RF

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