



Arnold Ayoo

“Arnold is a star in the making at the Bar” “... offers a level of gravitas in his advocacy above and beyond his level of call”

- Legal 500 2022

Call 2014

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Arnold specialises in heavy commercial litigation but accepts instructions across a spread of Chambers' practice areas. He has particular expertise in insolvency, banking, consumer claims and group litigation. He is ranked as a 'Rising Star' by the Legal 500 2022.

Arnold's background in high value multi-party litigation has seen him regularly appear as sole counsel in the High Court. In that capacity he has been involved in numerous recent precedent-setting decisions in his specialist areas (see *Capital Funding One Limited v Esqulant* [2020] EWHC 981 (QB); *Wolf Rock (Cornwall) Limited v Raila Langhelle* [2021] B.C.C. 67 and *Doran v County Rentals* [2021] EWHC 3478 (Ch) to name a few). He also acts in high value international arbitrations and has recently (as sole counsel) concluded a multi-million dollar ICC oil arbitration involving an African State, the State-owned oil company and its oil-exploration partners.

In 2022 Arnold is instructed, as sole counsel: on a £17m Commercial Court action (expert determination of consideration under a £90m SPA); a £4m Chancery Division claim concerning an intention to defraud creditors (s.423 Insolvency Act 1986) and is representing an investment bank in a £3m Commercial Court claim, arising from a \$50m brokerage contract. Later this year he will appear for the respondent in the Supreme Court in a generationally decisive case on unjust enrichment (*Barton v Gwyn Jones* [2019] EWCA Civ 1999).

Indeed, he has a particular interest in cases with an international element. In 2020 he obtained a security for costs order against a China-domiciled Claimant and appeared (as sole counsel) before the QBD of the High Court in a case concerning the conversion of an Italian freezing injunction into an English remedy for the purpose of enforcement (*Manetta v De Filippo* [2020] EWHC 3460 (QB)).

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Commercial

Arnold has extensive experience in heavy commercial litigation, often appearing in cases with an international element.

His practice covers the spectrum of claims pertaining to/arising from contract (including misrepresentation and professional negligence), civil fraud and economic torts. Ranked as a 'Rising Star' in company law (Legal 500 2022), he also acts in partnership and shareholder disputes, including unfair prejudice petitions and derivative actions.

Arnold regularly brings and defends interim applications for injunctions and freezing orders.

Cases (as sole counsel) include:

- Representing a businessman in a £5.3m breach of trust/tracing claim against a BVI company who misappropriated investment funds for a retail park.
- Currently advising a domestic food distributor in a £3m economic tort claim concerning a national supermarket.
- Advising a property consortium in a £2m claim against solicitors who, it is claimed, negligently handled a remortgaging transaction involving 60 commercial properties.

Representative Cases

- *Re SPA [2022] (Commercial Court)*
Acting (unled) for 8 claimants against 7 defendants in a £17m claim for deferred consideration following the expert determination of elements of an £90m SPA.
- *AC v BG: [2021] (Commercial Court)*
Currently instructed as sole counsel for the Claimant in a £3m commission claim. C is the assignee of a debt owing to an investment bank, who claims to have brokered a \$50m investment in a South African gold mining company and seeks commission, as per a contract.
- *Barton v Gwyn-Jones [2022] (Supreme Court)*
Currently led by Brad Pomfret, acting for the respondent, in a generationally decisive appeal on unjust enrichment before the Supreme Court. It concerns the contractual allocation of risk and the sanctity of contracts principle, and will decide the limits of unjust enrichment where a contract subsists.
- *AR & Ors v Loizou [2022] (Chancery Division)*
Represented a lateral testing business, alleging that D fraudulently hacked their websites/email accounts and manipulated software to divert online payments to his own bank account. Cs claimed a fraudulent breach of confidence, passing off, various economic torts and damages (est over £1m). Arnold successfully obtained interim injunctions (before Johnson J and James Pickering QC as a Deputy HCJ) to return the websites to Cs control and prevent further breaches of confidence.
- *Points of View Ltd v Erre DB Group SA [2021] 2 WLUK 70*
Acted (unled) and obtained a £400,000 judgment for the claimant against a Swiss developer in a cross-border construction dispute, arising from the construction of the flagship Flannels store on Oxford

Street.

- *Manetta v De Filippo [2020] EWHC 3460 (QB)*
Acted as sole counsel for the applicant who applied to adapt an Italian freezing order into an English freezing order for the purpose of its enforcement in this jurisdiction. A novel application brought for an ‘adaptation order’ under CPR 74.11A and Article 53 of the Recast Brussels Regulation.
- *Capital Funding One Ltd v Esqulant [2020] EWHC 981 (QB); [2020] 4 WLUK 253*
Represented (as sole counsel) a short term bridging lender at trial through to appeal in its claim to enforce its security following a default on a £300,000 loan. The appeal decision had significant ramifications for both CPR 34.2 (witness summonses) and CPR 32.10 (evidence at trial) – and is included in the White Book Commentary to the latter.
- *Ziheng Zu v Han Ning Lim [2020] (County Court, HHJ Roberts)*
Acted for the successful defendant in a £200,000 shareholder dispute. D brought a security for costs application on the basis that the claimant was resident in China. It required proving that China was not bound by any relevant multilateral enforcement treaty and would not enforce an English costs awards.

Insolvency

Arnold is recognised by the Legal 500 as a Tier 1 Rising Star in this field. He has a breadth of experience in insolvency and restructuring proceedings, and is at home in complex, contested disputes. His practice covers contentious and non-contentious, personal and corporate insolvency and restructuring – including administrations, voluntary arrangements, liquidations, bankruptcy and claims under the Insolvency Act 1986, especially wrongful and fraudulent trading, misfeasance, preferences, transactions at an undervalue and transactions to defraud creditors.

He has written for Lexis Nexis on insolvency and restructuring law and has contributed LexisPSL case updates on cases of importance in which he has been involved. In late 2021, he appeared in a landmark appeal in the High Court concerning the interpretation of the coronavirus test under the Corporate Insolvency and Governance Act 2020.

Arnold also advises on the non-contentious aspects of restructuring which have the capacity to develop into disputes. For example, much of his 2020 post-covid practice was advising multi-national retailers on CVAs which restructured rent obligations following the demise of the high street.

Representative Cases

- *O v D [2022] (Commercial Court)*
Acting (unled) for the liquidator of a Bermudan information and communications technology company, together with 6 other claimants, in a €20m claim to recover sums due following the sale of an arm of its business.
- *LW v C & others [2022] (ChD)*
Currently acting (unled) in a £4m claim under s.423 of the Insolvency Act 1986 (intention to defraud creditors). The claimant avers that the third defendant, whom Arnold represents, conspired with _____

DI/D2 to sell commercial developments at massive undervalues, depriving the claimant of the true value of its security.

- *Wolf Rock (Cornwall) Limited v Langhelle [2021] B.C.C. 67*
Successfully acted (unled) for the petitioner at trial and appeal. At trial, Arnold obtained a compulsory winding up order and resisted attempts to bring cross claims of £7m. At appeal, HHJ Matthews decided key questions on insolvency procedure and the jurisdiction to make a winding up order where the sum is 'unliquidated' or concerns damages. It appears in Sealy & Milman 24th Ed (2021) in the commentary to both IR 7.16 and s.124(1) Insolvency Act 1986.
- *Doran v County Rentals Limited [2021] EWHC 3478 (Ch)*
Appeared (unled) for the appellant petitioner in a landmark appeal concerning the interaction between insolvency and coronavirus. It concerned whether a company can rely on coronavirus to defeat a winding up petition in respect of sums which fell due pre-pandemic but not formally demanded until after the pandemic. The judgment examines the circumstances when an inference of insolvency can be drawn from the fact of non-payment.
- *Charlton v Funding Circle [2019] EWHC 2701 (Ch)*
Acted for the Trustee in Bankruptcy in an appeal before the Vice Chancellor following an application to annul a bankruptcy. The VC decided the proper interpretation of s.265(2) of the 1986 Act (in respect of domicile, residence and carrying on business).

Sport

After graduating from Oxford in 2012, and before coming to the Bar, Arnold set up a business providing a consultancy service to young sports professionals. He focussed on the critical analysis of financial and legal documents so as to protect the interests of vulnerable athletes, including under-21 Premiership and youth international football players.

This background in advising sportspeople has seen him develop an interest in commercial cases with sports elements as well as more specialised disputes. As such, his current practice also reflects his interest in the intersection between sports law, commercial litigation and insolvency.

His non-contentious experience includes:

- advising on and drafting the relevant documentation for a £6m sale of shares in a Championship football club;
- advising the majority shareholder of a Championship football club on the sale of £5.5m shares to a consortium.

Representative Cases

- *Castleford Tigers v Solomona & Sale Sharks [2017]*
Acted (unled) for Castleford Tigers in a £500,000 Rugby League/Union litigation concerning the disputed transfer of England International Denny Solomona to Sale Sharks;
<https://www.dailymail.co.uk/sport/rugbyunion/article-4485616/Solomona-embroiled-500-000-lawsui>

t-Castleford.html

- *G50 Holdings & Lemos v Bernard [2017] (ChD)*
Represented (unled) the owner of a Football League club who sought an injunction to restrain a sale of the club by a co-owner who had allegedly defrauded him out of his majority stake.
<https://www.bbc.co.uk/sport/football/38855351>
- *Capstone Sports Management v Opare [2018]*
Multi-day £300,000 dispute between a Sports Management Company and a Bundesliga player concerning breach of contract/undue influence.
- *Re Premiership Football Club (kit supplier)*
Advised a Premiership football club on potential claims arising out of a £4m dispute with their main kit supplier/sponsor due to the late supply of kits at the commencement of the season.
- *Re Premiership Football Club (pre-season camp)*
Advised a Premiership football club in a cross-border breach of contract dispute against the organisers of a pre-season training camp in Germany.

Consumer Claims

Arnold has had significant experience in dealing with various causes of action in the consumer context, namely: fraudulent misrepresentation/deceit, breach of contract, unfair relationships and claims pursuant to the Consumer Protection from Unfair Trading Regs 2008. His experience is both generally and specifically within technical claims against car manufacturers/sellers.

Vehicle manufacturers/vendors

For 7 years, Arnold has been retained by a number of banks to act on the defendant side where misrepresentation and BoC claims are raised, by consumers against dealerships, arising from the purchase of cars financed by his clients. The claims involve:

- Technical arguments about the specific defects (not of satisfactory quality);
- Fraudulent misrepresentation/deceit claims against the dealerships/salespeople, often pertaining to the written advertising materials;
- Unfair relationships that relate to the finance agreements.

In 2021, Arnold acted for a super car dealership in a multi-day TCC claim arising out of the sale of defective Bentleys. It was a technical matter concerning latent electrical defects and conformity to the contract.

General

Generally Arnold has been involved in:

- Defending numerous fraudulent misrepresentation claims by consumers against timeshare providers, often also engaging unfair relationships (related to the finance agreement used to purchase the timeshares).
- Defending, through to trial, 50+ claims brought by consumers against an EU timeshare termination service. The claims specifically involved the Part 4A CPUT 2008 redress relating to misleading actions (regulation 5) and aggressive practices (regulation 7) and covered unwinding, damages and discounts.

Group Litigation

Arnold readily accepts instructions in large group litigation cases. He has experience of complex and high value commercial group actions.

Representative Cases

- *Re Energy Tariffs / Secret Commissions [2021]*
Currently advising 3000 business customers on ‘secret commission’ claims against energy companies arising out of the non-disclosure of payments to energy brokers. Should it proceed, the value of claims would top £90m.
- *Terrcorp Limited v Mistry & ors (2020) EWHC 2623 (Ch)*
Acted in a claim brought against 174 defendants by land-owning companies who claimed payments under various covenants after the sale of green field sites to the defendant buyers. Arnold advised and acted for a category of representative defendants prior to trial.
- *Peel Land & Property (Ports) Ltd v Nawaz & ors [2017-18]*
Acting for a group of sub leaseholders and lenders with interests in 75 apartments seeking relief from forfeiture further to the forfeiture of an intermediate lease. Total value of client property at stake in excess of £3m.
- *AB v CD (2018)*
Advising a group of high-profile cricket, rugby, football and television personalities in a £300,000 claim for professional negligence against former solicitors who had represented them in a dispute concerning tax avoidance schemes linked to the film industry.

Commercial & Sport Arbitration

Arnold acts in large, international commercial arbitrations as well as smaller, domestic ad-hoc matters and sports disputes.

Representative Cases

- *SO v IP [2020] (ICC - London Seat)*
An \$6m ICC arbitration between a government appointed oil exploration company (for whom Arnold

acted, as sole counsel) and its production sharing partner. The breach of contract case involved the interpretation of interlinking production sharing, joint operating, and farmout agreements between an African State, the oil exploration company and its relevant partners.

- *Corekci v Cramer [2018] (Football Association Rule K/ Commercial Court)*
Successfully acted for a football agent in a FA Rule K arbitration, in respect of agency fees, against a top-flight Turkish footballer. The unsuccessful player then applied to the Commercial Court under s.67/68 Arbitration Act 1996 to set aside the arbitral award, in proceedings heard before Moulder J and Knowles J.
- *Thornley v Hull KR [2017] (RFL Independent Tribunal)*
Represented an RFL player against his former club before an arbitral tribunal after a disputed transfer from Hull KR to Catalan Dragons.

Banking, Finance & Financial Services

Arnold acts for and against financial institutions in matters arising from the execution and enforcement of loan agreements, financial instruments, charges/other security and guarantees. He frequently acts for lenders in relation to disputes about commercial loans and sees such instructions through to the enforcement stage (including disputes about property and insolvency).

He is also retained by the consumer lending divisions of numerous major financial institutions – so is well versed in the spectrum of consumer credit/unfair relationship matters and s.75 Consumer Credit Act 1974 claims based on misrepresentation.

What the directories say

‘Arnold is a star in the making at the Bar. He has made excellent progress as a junior and is certainly going to make rapid progress in his career. He is very bright, a safe pair of hands, works incredibly hard and is confident. This is exactly what I want from Counsel. He is persuasive and, in my experience, offers a level of gravitas in his advocacy above and beyond his level of call.’

Legal 500 2022

Memberships

- COMBAR

Education

BA Law (Jurisprudence), University of Oxford, Christ Church

BPTC, BPP (Very Competent)

Awards & Recognitions

