
Julian Wilson

Julian Wilson is a commercial barrister practising in business and employment law. He handles a wide range of business litigation concerning the breakdown of shareholder, joint venture, partnership, and executive employment relationships, commercial fraud, misrepresentation, contested earn-out and deferred consideration provisions and warranties. He regularly acts in disputes concerning shareholder unfair prejudice, disputed entitlements under company share and share option schemes, carried interest and profit share arrangements and claims for variable and deferred remuneration. He has also dealt with many cases concerning unlawful competition, breach of restrictive covenants, restraint of trade, misuse of confidential information, team moves and springboard relief. He is also experienced in cross-border litigation and arbitration and disputes involving offshore structures.

Specialisms

Business Protection

Julian Wilson regularly deals with issues surrounding Restrictions in business sale agreements and service contracts, Garden Leave and Team Moves. He appeared in Hays v Ions [2008] IRLR 904 the first case on the competition ramifications of employee usage of the LinkedIn networking website. He appeared in Symbian v Christensen [2001] IRLR 77, CA, a leading case on garden leave and restraint of trade, and in Duarte v Black & Decker Corporation [2008] All ER (Comm) 401 concerning covenants in a LTIP governed by foreign law. He also acted in a number of prominent inter dealer broker disputes concerning staff moves, appearing in interim injunction hearings and at trial.

Julian regularly deals with Confidential Information questions in misuse injunction cases, in disclosure proceedings requiring confidentiality club arrangements, and in restricted reporting cases. He appeared on the assessment of *Wrotham Park* damages in a claim for breach of confidence following the publication on the internet of sensitive pricing and discounting information. He has represented a number of banks and corporations in obtaining misuse injunctions against errant employees. He dealt at trial with the defence to the allegation of downloading removal and misuse of confidential information in Duarte. He has obtained and opposed springboard relief in numerous cases including those involving team moves. He has also acted in claims of misuse against investment banks and accountants advising in the course of takeovers.

Civil Fraud

Julian regularly appears in Civil Fraud cases, particularly those involving interim injunctive relief and tracing. He has acted for investors in claims for misrepresentation by fund promoters. He has recently acted for an oil company in a claim to recover the proceeds of a substantial fraud by its payroll officer, obtaining freezing orders and proprietary injunctions, tracing the funds into the hands of third parties, obtaining judgments against the laundering recipients and enforcing disclosure orders by committal for contempt, see SAIPEM Ltd v Stanley [2017] EWHC 2106. He obtained a substantial summary judgment, and proprietary vesting orders, in a claim against a director fiduciary for misappropriation and misapplication of company monies in LS Systems Ltd v Scott [2015] EWHC 1335 (Ch). He has appeared in cases involving claims for



Professional Summary

Called 1997

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conspiracy against executive directors and has represented companies in cases to obtain urgent relief to counter the effects of employee fraud, secret profits and bribes. He defended an ex-banker involved in property lending who was sued for breach of fiduciary duty and the taking of secret commissions in [Bank of Ireland v Rafiq](#) [2013] EWHC 768. He appeared for the telecoms operators in the substantial premium rate services litigation against the PRS exploiters, formulating novel claims and obtaining injunctive relief.

Commercial and Commercial Contract

Julian is experienced in claims arising out of joint venture disputes, company acquisitions, seller misrepresentation, contested “earn out” entitlements and deferred consideration provisions. He recently successfully opposed mandatory injunctive relief in a failed merger case: [Dial A Car v Ashton](#). He has experience in defending warranty claims. He appeared in bitter business sale guarantee litigation following the termination of a joint venture: [Broome & Wellington LP v David Greenstein](#) [2009] EWCA Civ. 589.

Julian has acted in a number of international distributor and exclusive sale relationship disputes in the Commercial Court and in arbitrations. He has experience in agent cases involving commission claims including those by introducers and effective cause “rainmakers”.

Company and Partnership

Shareholder Disputes feature prominently in Julian’s practice. He recently acted for Duncan Bannatyne, as majority shareholder, in the defence of a shareholder unfair prejudice petition, and related claim concerning the departure of the Managing Director of the Bannatyne Group. He appeared in [In the matter of Cloudbluff Properties Limited](#) [2011] EWHC 649 (Ch) and in the connected director misfeasance proceedings and related claims in Gibraltar challenging a Gibraltar Trust. He has acted in numerous Unfair Prejudice claims which have involved grounds including exclusion from management; dilution; excessive director remuneration; depressed dividends; unlawful capital reduction; compulsory share transfer; management misconduct, breach of fiduciary duties, and diversion of assets. He has experience of derivative claims, interim relief, and of complex share valuation issues. He appeared in [Qayoumi v Oakhouse](#) [2001] All ER (D) 245 described by the Judge as a “bitterly contested and complex derivative action”.

Julian has advised and appeared in disputes regarding Partnership and LLP agreements, capital contributions, exclusions, partnership termination, retirement provisions, profit share, and restraint of trade issues. Former cases include acting for an international law firm in defence of proceedings by a partner excluded for breach of duty and acting for partners in a prominent Hong Kong firm on claims for misrepresentation and breach of a partnership agreement following a failed merger. He has recently negotiated exit terms for a departed partner in a leading international firm and for an associate in another top practice.

Employment

Julian has appeared in a number of prominent Bonus and Performance Related Remuneration cases including [Takacs v Barclays Services Jersey Ltd](#) [2006] IRLR 877 in which he upheld novel arguments on the operation of an implied anti-avoidance term; [Cantor Fitzgerald v Horkulak](#) [2004] EWCA Civ 1287, the leading case on the limits of discretion; and [Taylor v Motability](#) [2004] EWHC 2619 (Comm) on the unavailability of restitutionary remedies in bonus cases.

He regularly advises in Share Scheme cases on Remuneration Code issues, deferral terms and leaver provisions, vesting and forfeiture issues and the impact of the restraint of trade and penalties doctrines. He appeared in [Duarte v Black & Decker](#) [2008] All ER (Comm) 401 the leading case on the role of English public policy as the law of the forum in cases involving restrictive covenants in Long Term Incentive Plans containing a choice of foreign law. He previously acted for a partner in a private equity firm in a claim for investment gain based damages. He acted for Glencore Energy in the defence of a long running and complex

Commercial Court claim brought by a former participant in its Swiss law profit participation scheme. In January 2016, the Share Plan Lawyers Group invited him to deliver a paper on Share Plan Litigation at its Conference.

Julian regularly represents executives or employers in complex dismissal claims particularly those in the City involving the conduct of financial services. He represented the former MD of a luxury performance sports car manufacturer in his High Court claim for wrongful constructive dismissal, obtaining summary judgment and a £1m interim payment before pursuing his entitlement to shares. In 2012, he represented a former Merrill Lynch equities trader dismissed after an FSA investigation into alleged preferential dealing. He has appeared in a number of prominent whistleblowing cases involving disclosures of sensitive issues including tax evasion, bid-rigging and front-running.

Media and Data Protection

Julian appeared in [Associated Newspapers Limited v Duncan Bannatyne](#) [2015] EWHC 3467 (Ch) a prominent case concerning the balance between open justice and the privacy of financial remedy proceedings. He also acted for a major investment bank on an application to restrict public disclosure of commercially sensitive confidential information in the course of ET proceedings concerning a whistleblowing claim.

Julian has acted in a number of data breach cases. He represented an NHS Trust in proceedings against a defaulting waste contractor to injunct the onward sale of computer equipment containing sensitive personal information and in seeking to recover expenses and fines which imposed by ICO for the breach. He has obtained injunctive relief and damages against disgruntled ex-employees involved in malicious data breaches. He has obtained Norwich Pharmacal relief against ISPs to identify data pirates.

Mediation and Arbitration

Julian Wilson's appearances in commercial arbitrations include, in Vienna, under the rules of the Vienna International Arbitral Centre, handling an exclusive distributorship dispute in the scientific equipment sector; under LCIA rules, of a negligence claim against an international investment bank acting as valuer of an Eastern European bank in administration; under ACI Rules, of a telecoms agreement; and in ad hoc arbitration of "earn-out" provisions in a Share Purchase Agreement relating to the acquisition of an ISP.

Conflicts of Laws

Julian Wilson's appearances in conflicts of law cases include: [Sanders v Trigor One Limited](#) [2014] EWHC 1646 (Comm); [2014] All ER (D) 187, a case on whether a Gibraltar Fund Investment Prospectus contained a concluded English jurisdiction agreement under Council Regulation (EC) 44/2001, Art 23; [Goldstone v Goldstone & Ors](#) [2011] EWCA Civ 39 on the test for territorial jurisdiction where disputed ownership and control is a preliminary issue in ancillary relief proceedings; [Duarte v Black & Decker Corporation](#) [2008] All ER (Comm) 401 on the role of English public policy as the law of the forum in cases involving restrictive covenants; and [Foote Cone & Belding v Theron](#) [2006] EWHC 1585 (Ch) a worldwide freezing injunction case concerning the test for domicile and residence for the purposes of territorial jurisdiction. He regularly deals with contested forum cases in the High Court and the ET.

Professional Disciplinary and Regulatory Law

Julian acted for a BVI international company in a judicial review and constitutional rights challenge to conduct by the BVI Financial Service Commission in aid of a foreign regulator, including the obtaining of orders for disclosure and cross-examination against the Commission. He has previously acted in regulatory proceedings involving mis-selling allegations and issues arising from references given by financial services firms. He represented traders before the LIFFE Disciplinary Panel defending charges including Market Conduct and Customer Order Priority breaches. He appeared in [Gregory v Portsmouth City Council](#) [2001] AC 419, a case on whether the tort of malicious prosecution should be extended to disciplinary proceedings.

Recommendations

Particularly adept at advising on partnership disputes. Sources recognise his strength in High Court matters” “Very clear and commercial. Good with clients.”

“His advocacy skills are second to none. He is my number one choice.”

Chambers 2018

“A highly regarded advocate” **Legal 500**

“He is an excellent adviser on injunctive relief work. He has a very clear and commercial approach.” “He is a cerebral person who masters complexity with verve.” **Chambers and Partners**

“He is a joy to work with and is operating at a level above some silks” **Legal 500**

“Brings an enviable level of experience to bear when handling major City disputes and commercially sensitive employment issues.”... “approachable, very knowledgeable and an incredibly proactive barrister” **Chambers & Partners**

“He combines considerable commitment and professionalism with a proactive and commercial approach” **Legal 500**

“He is very thorough and a very strong cross-examiner” **Chambers & Partners**

“he is clever, practical and very clear” **Chambers & Partners**

“He is very dogged, determined and possessed of a great will to win” **Chambers & Partners**

“Hugely committed and good on his feet. His preparation for High Court cases is miraculous and meticulous and solicitors particularly appreciate his pragmatism and great attention to detail” **Chambers & Partners**

“His magic circle solicitor’s background has instilled him with great commercial acumen” **Chambers & Partners**

“A commercial litigator who also handles employment matters. Charming, bright and extremely user-friendly” **Chambers & Partners**

Recent Cases

SAIPEM Ltd v (1) Barrett (2) Ewart (3) Stanley

[2017] EWHC 2106 (Ch)

Fraud; proprietary restraining and worldwide freezing orders; onward transfer; tracing; summary judgment; disclosure orders in aid of execution; committal for contempt.

Dial A Car v Ashton

(Ch) 2016

Interim mandatory injunction; goodwill in telephone numbers; whether concluded merger.

Richardson v Glencore UK Limited

(Comm) 2016

Swiss Law Share Scheme; Leaver Provisions.

Associated Newspapers v Bannatyne

[2015] EWHC 3467(Ch)

Confidential Information; privacy; media access to statements of case.

In the matter of Bannatyne Fitness Limited

(Ch) 2015

Unfair Prejudice Petition; Contingency Agreement in event of takeover.

LS Systems Limited v Scott

[2015] EWHC 1335 (Ch)

Commercial fraud; misappropriations by financial controller; tracing; summary judgment and proprietary vesting orders.

Sheriff v McLaren Automotive Limited

(QBD) 2014

Replacement of MD during garden leave; breach of contract; summary judgment; rights to participate in share scheme; valuation of rights.

Sanders v Trigor One Limited

[2014] EWHC 1646 (Comm)

Whether a Gibraltar Fund Investment Prospectus contained a concluded English jurisdiction agreement under Art 23 Council Regulation (EC) 44/2001.

Brewcorp Limited v Financial Services Commission

(Eastern Caribbean Supreme Court) 2013

Judicial review and constitutional rights challenge to conduct by the BVI FSC in aid of foreign regulator; obtained orders for disclosure and cross-examination against the Commission.

McGorin v Gibraltar International Trust Corporation

(Gibraltar Supreme Court) 2013

Challenge to Gibraltar trust; true ownership of trust assets.

Bank of Ireland v Rafiq

[2013] EWHC 768 (Ch)

Fiduciary duties; alleged secret commissions; relief from sanctions

Stone v Merrill Lynch

(CLET) 2012

Represented former equities trader dismissed after FSA investigation into alleged preferential dealing.

In the matter of Cloudbluff Properties Limited

[2011] EWHC 649 (Ch)

Unfair Prejudice Petition; whether a Gibraltar company as a volunteer transferee of shares was automatically bound by equitable constraints affecting the transferor.

Goldstone v Goldstone & Ors

[2011] EWCA Civ 39

Offshore structures; test for territorial jurisdiction and applicable court rules where disputed ownership and control is a preliminary issue in ancillary relief proceedings.

Austrian Federal Economic Chamber, Vienna International Arbitration

2010

Appeared for Respondent in claim for breach of exclusive sale agreement, to full hearing and award.

Wimmer v Nomos Capital

(CLET) 2010

Hedge Fund marketing; discrimination; bonus late payment detriment.

Broome & Wellington LP v David Greenstein

[2009] EWCA Civ. 589

Claim on Business Sale Guarantee following termination of Joint Venture.

Duarte v Black & Decker Corporation

[2008] All ER (Comm) 401

Leading case on the role of English public policy as the law of the forum in cases involving restrictive covenants in employment contracts containing a choice of foreign law; trial of confidential information dishonest copying claim.

Hays v Ions

[2008] IRLR 904

Pre-action disclosure; first case on the competition ramifications of employee usage of the LinkedIn networking web-site.

Shepherd v Phoenix Contracts Limited

(Leics ET) 2008

Represented claimant employee and joint shareholder in whistleblowing claim regarding bid rigging practices.

Petrol Express v RBS and Ernst & Young

(Ch) 2007

Acquisition transaction; duties of financiers and reporting accountants; conflicts of interests and confidential information.

Takacs v Barclays Services Jersey Ltd

[2006] IRLR 877

Bonus claim; upheld novel arguments on the operation of the implied terms of trust and confidence, cooperation and anti-avoidance.

Foote Cone & Belding v Theron

[2006] EWHC 1585 (Ch)

Worldwide freezing Injunction; test for domicile and residence.

LCIA Arbitration

2006

Negligent valuation claim against international investment bank following sale of Eastern European bank in administration.

Maxcor Commercial Inc v Bell

(QBD) 2005

Speedy trial; injunctive relief; team move.

Cantor Fitzgerald v Horkulak

[2004] EWCA Civ 1287

Limits of bonus discretion.

Taylor v Motability

[2004] EWHC 2619 (Comm)

Bonus claim; limits of restitutionary remedies.

London International Arbitration

2003

Appeared for Tanzanian mobile phone corporation in dispute regarding "earn-out" provisions in SPA relating to acquisition of ISP, to full hearing and award.

Qayoumi v Oakhouse Properties Limited

[2001] All ER (D) 245

Complex and bitterly contested derivative action for minority shareholder seeking recovery of misapplied assets.

Symbian v Christensen

[2001] IRLR 77 (EWCA Civ.)

Application of restraint of trade doctrine to garden leave provisions

Gregory v Portsmouth City Council

[2000] 1 AC 419

Malicious prosecution; extension of tort to cover disciplinary proceedings.

Fashion Gossip Ltd v Esprit Telecoms UK Ltd

(EWCA Civ) 2000

Premium Rate Telephone numbers; conspiracy; unjust enrichment.

Qualifications

BA (Oxon) Jurisprudence Solicitor England & Wales 1984-1997; Hong Kong 1989 Solicitor Advocate Higher Courts (Civil) 1994-1997

Called to the Bar Oct 1997 (Inner Temple) Also admitted to the Bar in the Cayman Islands, the British Virgin Islands, and Gibraltar.

News, Articles & Publications

Enforcement of Foreign Arbitral Awards: Fellas, Transatlantic Litigation,(2004);

Anti Suit Injunctions J.B.L. 1997, Sep, 424-437



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