THE HIGH COURT

IN THE MATTER OF SECTION 842 AND SECTION 819(1) THE COMPANIES ACTS 2014

AND IN THE MATTER OF BALLYLEA DEVELOPMENTS LIMITED (IN CREDITORS' VOLUNTARY LIQUIDATION)

AND IN THE MATTER OF DEXBURY LIMITED (IN CREDITORS' VOLUNTARY LIQUIDATION)

Record No.: 2025/60 COS

BETWEEN:

MICHAEL FITZPATRICK AS LIQUIDATOR OF BALLYLEA DEVELOPMENTS LIMITED (IN CREDITORS' VOLUNTARY LIQUIDATION) AND AS LIQUIDATOR OF DEXBURY LIMITED (IN CREDITORS' VOLUNTARY LIQUIDATION)

Applicant

-And-

SEAN POWER

Respondent

JUDGMENT of Mr Justice Rory Mulcahy delivered on 30 June 2026

Introduction

1. This judgment concerns an application by the liquidator of two companies in creditors' voluntary liquidation, Ballylea Developments Ltd ("**Ballylea**") and Dexbury Limited ("**Dexbury**") for the disqualification of the respondent pursuant to section 842 of the Companies Act 2014 ("**the 2014 Act**"), or, in the alternative, his restriction pursuant to section 819 of the Act. The liquidator was appointed to both companies on 22 May 2017.

2. The underlying premise of this application is that the respondent was director of both companies at a time when they were involved in a complex property transaction which the liquidator describes as having been "*a sham transaction that was designed to avoid payments to Revenue and NAMA*."

The Transaction at issue

3. The transaction involved the sale of a commercial property in Dublin known as Marine House ("**the Property**"). At the time of sale, Dexbury was the owner of the property in fee simple. It was indebted to Allied Irish Banks ("**the Bank**") in the sum of around €22 million, which was secured on the Property. Dexbury had marketed the property for sale in the summer of 2015 and received an offer of €23.5 million for the Property from a UK-based property fund ("**the purchaser**") in August 2015. For Capital Gains Tax ("**CGT**") purposes, Dexbury was deemed to have acquired the Property for a sum a little over €7.5 million. The sale of the Property would, therefore, have generated a substantial liability to Dexbury in CGT.

4. In or about late 2015, a proposed structure was devised by Dexbury's then directors whereby Ballylea, a previously dissolved and unrelated company with significant historic trading losses, would be restored to the register and inserted into the transaction. The structure initially contemplated Ballylea acquiring the shareholding of Dexbury. Dexbury would then transfer the Property to Ballylea which would in turn transfer it to the purchaser by way of sub-sale, thereby utilising Ballylea's tax losses to set off against any CGT liability.

5. Dexbury received written tax advice in relation to this transaction in November 2015 which confirmed that the transaction was not a tax scheme for the purpose of the avoidance of tax as the transfer of the property from Dexbury to Ballylea was driven by commercial purposes. Notably, as the liquidator points out, the advice notes that Dexbury's accounts did not reflect its potential CGT liability because it was said that it had no intention of selling the Property "*in the foreseeable future*".

6. Ballylea was restored to the register by order of the High Court on 7 December 2015.

7. On 15 December 2015, Ballylea acquired Dexbury's entire issued share capital.

8. Ultimately, the purchaser refused to accept a sub-sale of the Property from Ballylea. Accordingly, a joint venture was created between Ballylea and Dexbury. Under the joint venture agreement, Dexbury would sell the Property to the UK-based company, with a portion of the sale proceeds to be allocated to Dexbury, equivalent to the deemed acquisition cost of the Property, c. €7.5 million. The balance would be received by Ballylea. Written tax advice was also received in relation to this revised transaction which suggested that it was not part of a scheme undertaken mainly for the avoidance of tax. I note that the description of the arrangement in that advice appears to assume an inter-group transfer of the Property from Dexbury to Ballylea (Dexbury's shares having been acquired by Ballylea) despite the fact that Dexbury would be selling the Property to the purchaser.

9. The sale from Dexbury was completed on 9 March 2016, the purchaser paying €22.05 million to the Bank in discharge of the Bank's security and €4.4 million to the solicitors for Ballylea and Dexbury.

10. The net surplus of the sale was distributed by Ballylea to various companies related to Dexbury's former principals, rather than to Ballylea's creditors.

11. Both Ballylea and Dexbury were placed in voluntary liquidation in May 2017 and Mr Fitzgerald was appointed as liquidator.

12. The liquidator brought proceedings pursuant to section 608 and 612 of the 2014 Act alleging the improper transfer of assets and seeking compensation for corporate misfeasance or breach of duty (Record No. 2022/48 COS). Those proceedings were settled on a confidential basis.

13. Following the hearing of the application, the liquidator confirmed that two other directors of the companies accepted voluntary restriction undertakings offered to them by the Director of Corporate Enforcement. The respondent did not accept a similar offer made to him.

Respondent's involvement with companies

14. The liquidator describes the respondent as a corporate governance professional. He is CEO of a corporate secretarial firm, BSG Secretaries Limited. The liquidator avers that the respondent was appointed as director to bring expertise to the companies' management.

15. By letter dated 3 November 2015, the respondent confirmed to Dexbury's solicitors that his company would be willing to act as Secretary to Ballylea once it was restored to the register. The CRO documentation exhibited in relation to Ballylea show that the respondent was appointed as director on 6 January 2016, and remained a director until 11 May 2017, shortly before the liquidator was appointed. BSG was also appointed as Company Secretary on 6 January 2016.

16. The respondent was appointed as director of Dexbury on 15 December 2015, BSG being appointed as company secretary on the same date. He remained a director until 11 May 2017.

17. Accordingly, it is apparent that the transaction was already well in train by the time that the respondent agreed to and did become involved in the companies.

18. The respondent executed various documents on behalf of the companies, including the contract for sale. However, the evidence establishes that he did not attend board meetings, did not engage directly with other directors or professional advisers, and had no involvement in negotiations concerning the transaction.

Liquidator's complaints

19. The liquidator contends that the transaction was a sham designed to avoid CGT and to deprive Ballylea's creditors, including NAMA, of a potential surplus. The complaint in relation to Ballylea's creditors is a little hard to understand in circumstances where the liquidator complains that Ballylea was not entitled to benefit from the transaction at all.

20. He further raises serious concerns as to the integrity of the companies' books and records, namely, fabricated or inconsistent board minutes, backdated or improperly executed documents, unexplained or inconsistent statements of account, and documents being executed by persons lacking authority.

21. Although there were certainly aspects of the transaction which appear unusual, the liquidator did not seek to establish by evidence or submission that the transaction was in fact improper. There was, for instance, no evidence of creditors being left unpaid, or of any claim by Revenue in relation to unpaid CGT, or NAMA in relation to improper preference of creditors. As noted, the terms of settlement in the earlier proceedings seeking the return of improperly transferred assets were confidential and the liquidator did not seek to put them before the court.

22. Moreover, the liquidator did not contend that the respondent was involved in devising any aspect of the transaction involving the Property or that he received any benefit from it. Although he raises queries about the nature of the tax advice provided, he does not dispute that, from the respondent's perspective, the transaction was conducted with the benefit of tax and legal advice.

23. Rather than complain about any wrongdoing by the respondent given his limited role in the allegedly "sham" transaction, the liquidator's complaint is that he failed to co-operate with him, failed to properly inform himself regarding the business of Ballylea and Dexbury once appointed as director, and then, in effect, abdicated his responsibility for the management of the companies to a former director of Dexbury. As stated in his submissions, the "*crux*" of his complaint was that the respondent was, in effect, "*a puppet who simply did another's bidding without properly scrutinising same*."

24. The liquidator relies, in large part, on evidence provided by the respondent himself during the course of examination in separate proceedings.

25. The liquidator explains that in the absence of adequate information about the foregoing transaction, he commenced proceedings against the directors of the companies and their solicitors seeking further information (Record No.: 2019/472 COS). He avers that the respondent did not adequately respond to his requests for information. He delivered interrogatories, and by Order of the High Court dated 13 December 2021, the respondent was directed to provide answers. Following what he contends were inadequate responses, he brought a motion to compel further responses. By Order of the High Court dated 11 November 2022, the court directed that the respondent provide those answers by way of *viva voce* evidence before the Master of the High Court. The respondent was, accordingly, examined before the Deputy Master of the High Court on 4 May 2023. The liquidator relies on the transcript of that examination.

26. In the course of that examination, the respondent confirmed that he never attended any meeting of Ballylea or Dexbury until after the liquidator's appointment, although there are Board minutes which purport to show him in attendance. He also confirmed that he never spoke with his fellow directors, or to the companies' advisers.

27. He confirmed that all elements of the sale of the Property were managed by a former director of Dexbury, Brian Conroy, through another company owned by him, and that he, in effect, left him to it. It appears that Mr Conroy was previously known to the respondent and that the respondent placed his trust in him. He was not aware of an exclusivity arrangement between Dexbury and the purchaser, or of an indemnity agreement entered into between Dexbury, Ballylea and the companies connected to Mr Conroy whereby the connected companies would provide a loan to Dexbury and Ballylea to develop the Property in consideration of an indemnity fee. The copy of the agreement exhibited by the liquidator appears to be signed by the respondent but he says he has no memory of ever signing it and questions its authenticity. He suggested in evidence that he may have signed a blank signature page. The liquidator states that he believes that the loan was never, in fact, drawn down. He believes it was never intended to be drawn down and was also a sham.

28. The respondent confirmed that he did not enquire into the reasons for the unusual transaction. He said in evidence that "*in hindsight of course I should have done*" but he put his trust in former colleagues.

29. He confirmed that he signed documents without fully apprising himself as to their contents. He did not make himself aware of the companies' financial position. He was not aware of the detail of the joint venture agreement.

Respondent's response

30. The respondent disputes the liquidator's characterisation of his conduct and maintains that he did not originate, structure, or control the transaction, nor did he derive any benefit from the proceeds beyond modest director's fees.

31. He contends that his role was limited and administrative in nature, and that he relied in good faith on the advice and assurances of professional advisers, including solicitors and tax advisors, as well as on individuals whom he believed to be experienced and responsible for the transaction.

32. He further asserts that he was not provided with full information about the transaction, was excluded from key decisions, and was not made aware of matters that, with hindsight, are said to be problematic. He emphasises that no clear "*red flags*" were apparent to him at the time that would have required further inquiry.

33. The respondent also challenges the reliability and provenance of key documents relied on by the liquidator, including Board minutes and the indemnity agreement, and submits that some documentation may have been created or altered after the event.

34. Finally, he maintains that he cooperated with the liquidator to the extent of his knowledge and ability, and that any difficulty in responding to enquiries stemmed from his limited involvement and lack of access to the companies' records, rather than any refusal to engage.

35. The respondent avers that the liquidator has not identified any net deficiency to creditors in either liquidation and that all creditors' claims have been met in full. He expressly states that if the liquidator wishes to dispute that, then the onus on him is to do so.

36. The liquidator did not expressly respond to this averment in his replying affidavit. There is a reference to the fact that it was not envisaged that the transaction would lead to NAMA debts owed by Ballylea being repaid. However, the accepted position is that Ballylea had historic debts and had been struck off prior to the respondent being appointed as director. There can be no suggestion that any conduct or omission on the part of the respondent contributed to a failure to discharge those liabilities.

37. Accordingly, there is no evidence that Dexbury was insolvent. Insofar as Ballylea was insolvent, that could not have been the responsibility of the respondent.

Statutory provisions

38. Section 842 of the 2014 Act sets out the circumstances in which a Court may make an order for disqualification:

> *On the application of a person specified in section 844 or of its own motion, the court may make a disqualification order in respect of a person for such period as it sees fit if satisfied—*
>
> *(a) that the person has been guilty, while a promoter, officer, statutory auditor, receiver, liquidator or examiner of a company, of any fraud in relation to the company, its members or creditors,*
>
> *(b) that the person has been guilty, while a promoter, officer, statutory auditor, receiver, liquidator or examiner of a company, of any breach of his or her duty as such promoter, officer, auditor, receiver, liquidator or examiner,*
>
> *(c) that a declaration has been granted under section 610 in respect of the person,*
>
> *(d) that the conduct of the person as promoter, officer, statutory auditor, receiver, liquidator or examiner of a company makes him or her unfit to be concerned in the management of a company,*

(e) that, as disclosed in a report of inspectors appointed by the court or the [Authority] under this Act, the conduct of the person makes him or her unfit to be concerned in the management of a company,

(f) that the person has been persistently in default in relation to the relevant requirements,

(g) that the person has been guilty of 2 or more offences under section 286,

(h) that the person was a director of a company when a notice was sent to the company under section 727 and the company, following the taking of the other steps under Chapter 1 of Part 12 consequent on the sending of the notice, was struck off the register under section 733,

(i) that—

> *(i) the person is disqualified under the law of another state (whether pursuant to an order of a judge or a tribunal or otherwise) from being appointed or acting as a director or secretary of a body corporate or an undertaking, and*
>
> *(ii) it would have been proper to make a disqualification order against the person otherwise under this section if his or her conduct or the circumstances otherwise affecting him or her that gave rise to the foreign disqualification had occurred or arisen in the State, or*

(j) that the person has contravened section 4 or 5 of the Competition Act 2002 or Article 101 or 102 of the Treaty on the Functioning of the European Union.

39. Section 819 sets out the basis for the making of an order restricting a director from being appointed or acing as a director. Of note, the application can only be made in respect of directors of *insolvent* companies:

(1) On the application of a person referred to in section 820(1) and subject to subsection (2), the court shall declare that a person who was a director of—

> *(a) an insolvent company,*

(b) an insolvent company who failed to convene a general meeting of shareholders for the purpose of nominating a named liquidator,

(c) an insolvent company at such a general meeting who fails to table a notice to nominate such liquidator, or

(d) an insolvent company who has failed to provide the required notice to employees of the company in the winding up of the company,

shall not, for a period of 5 years, be appointed or act in any way, directly or indirectly, as a director or secretary of a company, or be concerned in or take part in the formation or promotion of a company, unless the company meets the requirements set out in subsection (3).

(2) The court shall make a declaration under subsection (1) unless it is satisfied that—

(a) the person concerned has acted honestly and responsibly in relation to the conduct of the affairs of the company in question, whether before or after it became an insolvent company,

(b) he or she has, when requested to do so by the liquidator of the insolvent company, cooperated as far as could reasonably be expected in relation to the conduct of the winding up of the insolvent company, and

(c) there is no other reason why it would be just and equitable that he or she should be subject to the restrictions imposed by an order under subsection (1).

Case law

Disqualification

40. In *Re Westman Plant and Civils Limited* [2020] IEHC 703, the court identified the two-stage test which applies in disqualification applications as follows (at §53):

"*The judgment of O'Donnell J. in* Re Kentford Securities Ltd *[2011] 1 IR. 585 sets out the two-stage test for the making of an order of disqualification. Firstly, for such an order to be made it must be established as a matter of fact that conduct falling within* *the relevant statutory categories has been established. Secondly, the Court must decide whether, in the exercise of its discretion, it should proceed to disqualify."*

41. In *Re Kentford* [2011] 1 IR 585, the judgment referred to in *Westman*, the Court quoted the following passage from *In re Lo-line Ltd* [1988] Ch. 477, with approval on the proper approach to determining whether a person is unfit to act as a director within the meaning of section 160 of the Companies Act 1990, the then equivalent of section 842:

"What is the proper approach to deciding whether someone is unfit to be a director? The approach adopted in all the cases to which I have been referred is broadly the same. The primary purpose of the section is not to punish the individual but to protect the public against the future conduct of companies by persons whose past records as directors of insolvent companies have shown them to be a danger to creditors and others. Therefore, the power is not fundamentally penal ... Ordinary commercial misjudgement is in itself not sufficient to justify disqualification. In the normal case, the conduct complained of must display a lack of commercial probity, although I have no doubt that in an extreme case of gross negligence or total incompetence disqualification could be appropriate."

42. The onus of proof in a disqualification application rests on the applicant, in this case the liquidator (see *Re Meridian Motors Limited* [2021] IEHC 826).

Restriction

43. In contrast to a disqualification application, in a restriction application, as the statutory language shows, the onus is on the director to show that he or she has acted honestly and responsibly in relation to the affairs of the insolvent company.

44. In *Re Alvonway* [2022] IECA 160, Faherty J set out the relevant principles in relation to restriction:

"The key principles relevant to this case may be summarised as follows:

(1) Each individual director owes duties to the company to inform himself/herself about its affairs and to join with his/her co-directors in supervising and controlling them (Re Vehicle Imports Limited (In Liquidation) *per Murphy J).*

*(2) Directors may collectively delegate certain functions but such delegation does not absolve the directors from their obligation of ultimate supervision (*Kavanagh v Reidler*, per Finlay Geoghegan J).*

(3) A non-executive directors entitled both to rely upon information provided by his fellow executive directors and to rely upon the executive directors carrying out what might be considered to be normal executive or management Junctions (Kavanagh v Reidler),

*(4) Passive directors cannot be exonerated from liability or relieved from disqualification or restriction on the basis of the passive nature of their role (*Re Walfab Engineering Limited*, per Kelly J, Court of Appeal).*

*(5) There is a distinction between "abdication of responsibility" and "delegation of responsibility" (*Re Laragh Civil Limited*, per Keane J).*

*(6) Where a company has become insolvent the directors owe a duty to the creditors to preserve the assets for the benefit of its creditors "or at least not to dissipate them" (*Re Frederick Inns Limited*, per Blayney J).*

(7) Compliance with the duty described in Re Frederick Inns Limited *is material to the consideration of a restriction application* (Re Mitek Holdings Ltd*, Fennelly J)." (at para 94)".*

45. In *Re Squash (Ireland) Limited* [2001] 3 IR 35, the Supreme Court outlined the appropriate test as assessing:

"*… whether [the directors] acted responsibly and this, as was correctly stated by counsel on behalf of the liquidator, must be judged by an objective standard. In the case of all companies which have become insolvent it is likely that some criticisms of the directors may be made. Commercial errors may have occurred; misjudgements may well have been made; but to categorise conduct as irresponsible I feel that one must go further than this*"

46. The Court noted the decision of Shanley J in *La Moselle Clothing Ltd v Souahili* [1998] 2 ILRM 345*,* in which held that:

"*[A] director broadly complying with his obligations under the provisions of the Companies Acts and acting with a degree of commercial probity during his tenure as a director of the company will not be restricted on the grounds that he acted irresponsibly.*

Thus it seems to me that in determining the 'responsibility' of a director for the purposes of s. 150 (2)(a) the court should have regard to:

(a) The extent to which the director has or has not complied with any obligation imposed on him by the Companies Acts 1963-1990.
(b) The extent to which his conduct could be regarded as so incompetent as to amount to irresponsibility.
(c) The extent of the director's responsibility for the insolvency of the company.
(d) The extent of the director's responsibility for the net deficiency in the assets of the company disclosed at the date of the winding up or thereafter.
(e) The extent to which the director, in his conduct of the affairs of the company, has displayed a lack of commercial probity or want of proper Standards

47. As regards the distinction between executive and non- executive directors, the decision of Haughton J in *Re Shemburn Ltd* [2017] IEHC 475 outlines the role of the latter, stating that:

"*It seems to me that this ignores the second named respondent's general duties as a director, even as a non-Executive Director, to exercise supervision over the affairs of the Company. This is particularly so in the context of the crisis that led to the liquidation of PTCI with the obvious implications for the Company, and its creditors. In his affidavits the second named respondent does not elaborate on what discussions he had with his father in relation to the Company at the time of or immediately after the liquidation of PTCI. He does not appraise the court of the information that he sought or the nature of any debate that he may have had over the future of the Company at that time. In particular there is no evidence to suggest that the second named respondent had any contact with the Company accountant or auditor, or sought any outside advice as to the appropriate action to be taken by or in respect of the Company*"

48. Returning to *Re Alvonway,* Faherty J noted that a director's ignorance of the affairs of a company was dispositive of their failure to meet his duty to act honestly and responsibly:

> "*…the High Court judge was correct to have, effectively, concluded that the appellant by,* inter alia*, his averment that he had "no worthwhile information in relation to the affairs of the Company", in circumstances where he was a director of the Company from its inception to the time of its liquidation, demonstrated the degree of irresponsibility that, effectively, served to copper fasten the mandatory order the judge was required to make pursuant to s.819 (2) of the 2014 Act, absent the requirements of s. 819(2)(a), (b) and (c) being met*"

Discussion

49. Having regard to the liquidator's acceptance that the respondent was not involved in devising the transaction which has given rise to his concerns, the liquidator's application falls well short of establishing the sort of lack of commercial probity, gross negligence or total incompetence on the respondent's part which would justify the making of a disqualification order. On whatever view one takes of the transaction, the respondent was presented with an arrangement which had the apparent support of both legal and tax advice as to its propriety. Though the respondent could (and should) have taken steps to acquaint himself with details of the transaction and other matters, his acquiescence in the transaction, against that background, discloses no lack of commercial probity or gross negligence.

50. In the circumstances, I will refuse the application for a disqualification order.

51. The question of whether respondent has shown that he behaved honestly and responsibly in relation to the affairs of the companies within the meaning of section 819(2) of the 2014 Act is more difficult.

52. It is clear that the respondent, in effect, left the supervision of the affairs of the companies to Mr Conroy and did not take sufficient, or any, steps to properly inform himself regarding the companies' affairs. He did not adequately inform himself about the companies' affairs or make efforts to join with his co-directors in supervising and controlling them. The respondent avers that this is because he was engaged to take on a very limited, non-executive role and that the companies were being managed by others.

53. Although the respondent may have been entitled to rely on the fact that the companies had received professional advice, the criticism is not that he did not probe further, as suggested in his written submissions, but that he did not probe at all. Having been appointed for his corporate governance expertise, the respondent seems to have done little other than sign documents which he was asked to sign without even enquiring as to the content of those documents. Again, he relies on his limited role.

54. The respondent relies on the decision in *Dillon v Whelan* [2021] IEHC 364. The respondent in that case was able to show that he was actively excluded from the conduct which gave rise to the liquidator's concerns, which the respondent accepts does not apply here. He contends, however, that *Dillon v Whelan* reflects a proper differentiation between "*broad concerns and proved culpability*".

55. Of significance in that judgment is the court's (Quinn J) observation (at §104) by reference to the cases discussed above that:

> "*A common feature of the factors identified by Shanley J. and by McGuinness J. is the necessity to identify culpability on the part of a respondent and to assess whether his conduct has caused or contributed to the insolvency of the company.*"

56. The notable feature of this application is that both companies entered creditor's voluntary liquidation. Other than the evidence regarding historic debts owed to NAMA by Ballylea, there is no evidence of the companies' insolvency or of any creditor's claim not being met. The liquidator avers that he has been advised that the respondent has committed breaches of section 610 of the 2014, reckless trading, but in the absence of any evidence of, in particular, Dexbury's creditors suffering a loss, this allegation is no more than that, an allegation.

57. Similarly, the liquidator's doubts about the books and records of the companies may be understandable, but they are not established. It is difficult to see, in those circumstances, how the court could conclude that the respondent was not honest or responsible in relation to those records.

58. Finally, I accept what the respondent says about his co-operation with the liquidator. The fact that he had not more information to give him does not establish a lack of co-operation. Rather it reflects the respondent's limited awareness of the affairs of the companies.

59. There is no evidence that the respondent acted dishonestly. The question is whether he acted responsibly where he, in effect, let Mr Conroy manage the affairs of the companies and relied on him as to the propriety of the companies' conduct. In *Re Alvonway*, the court concluded that ignorance of the affairs of the company over which an individual held the role of director is dispositive of a restriction application. Had it been shown that the transaction about which the liquidator has so many concerns had led to the companies being insolvent and creditors of the companies being at a loss, then I would have no doubt that the respondent's failure to exercise sufficient oversight over the companies' affairs would meet the required threshold to justify his restriction pursuant to section 819 of the 2014 Act.

60. However, and critically, it hasn't been shown that Dexbury was insolvent at all. Although the companies were wound up on the basis of a creditors' voluntary winding up, which requires a resolution of the company in general meeting that "*it cannot by reason of its liabilities continue in business*" and should be wound up (section 586 of the 2014 Act), the undisputed evidence is that Dexbury has paid all its creditors. There is no averment by the liquidator that the company was insolvent at the time that it was wound up. In those circumstances, the jurisdiction to make an order pursuant to section 819 is not engaged at all in relation to Dexbury on the basis of the evidence before the court.

61. Insofar as Ballylea may have been insolvent, this was a state of affairs pre-dating the respondent's involvement in that company and was not contributed to by any action or inaction on his part. In any event, there is no basis on the evidence to conclude that any conduct on the part of the respondent caused a loss to any creditor of either company.

62. Having regard to the factors identified in *La Moselle*, there is no evidence that the respondent's conduct was responsible for any loss to the creditors of Ballylea.

63. In the very particular circumstances of this case, therefore, I decline to make an order restricting the respondent.

64. I will list the matter on 13 July at 2pm for the purpose of making final orders.