



JOE LAWYER
SYNOPSIS OF LEGAL EXPERIENCE

SECURITIES AND M&A

Experience in providing legal services to public issuers and financial underwriters in connection with private and public equity financings and corporate restructuring work. Recent experience included assisting a group of Korean investors acquire control of a NYSE listed forestry company by way of a friendly take-over bid. The aggregate value of this transaction was approximately US\$250 million. In general, work in this area has also included:

- A major bank in its role as financial advisor to an international mining company in its merger with a leading gold producer (\$14 billion)
- A leading marine company in its merger with its primary competitor (\$210 million)
- ABC Corp. in its private equity investment in XYZ Energy LLC, a wholly-owned subsidiary of XYZ Corp. (US\$350 million)
- A multinational pharmaceutical company in its reorganization pursuant to a share exchange offer (\$360 million)
- A local cable company in its acquisition of a cable network from a national communications corporation (\$600 million)

CORPORATE / COMMERCIAL

Experience in providing legal services to private companies in connection with numerous transactions and ongoing governance issues. These private companies operate in various industries including power generation/transmission, agriculture, forestry, fisheries, tourism, technology, transportation, manufacturing, and construction. Recent experience in this area included assisting a German multinational with the acquisition of an Alberta corporation producing outdoor hiking gear. The aggregate value of this transaction was approximately CDN\$125 million. In general, work in this area has also included:

- Preparing Offering Memoranda and attending to the closing of transactions relating thereto
- Preparing Information Circulars and related proxy materials and then attending to AGMs and EGMs
- Preparing Subscription Agreements and then attending to the associated closing transactions
- Preparing Call For Tender Documents and then attending to the associated transactions
- Preparing Bid Response Documents and then attending to the associated closing transactions
- Drafting loan financing agreements, general security agreements and related security instruments and attending to the associated closing transactions
- Preparing stipulated price agreements for various demolition, remediation, and/or construction projects
- Preparing cost plus construction agreements for various project development applications
- Drafting and negotiating terms sheets and heads of agreement documents in respect of the above agreements