

**DENTONS**

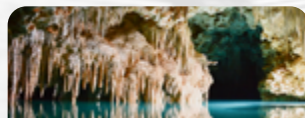
**Dentons Canada**  
Private Equity

**Grow** | Protect | Operate | Finance

# Dentons Canada offers a unique value proposition for PE funds and portfolio companies



**One of the largest law firms in Canada**, coupled with an **unparalleled global platform** with **200+** offices in **80+** countries



**Deep experience** with Canadian and cross-border private equity transactions



**Technology-enabled**, comprehensive transaction management



**Extensive and specialized sector expertise** in the areas that matter most

- Dentons is one of Canada's leading law firms with presence in all key economic centres — Calgary, Edmonton, Montréal, Ottawa, Toronto, and Vancouver.
- Our Canadian and extended global PE team regularly collaborates on transactions involving 5-40 countries.
- Dentons provides a single vendor solution for the Canadian and global aspects of transactions.
- We lead deals involving some of the world's most active PE funds and their global consolidation vehicles.
- We have confidence across the deal spectrum, from large multijurisdictional deals to Canadian upper mid-market to roll-up / tuck-in transactions.
- Dentons partners with some of the world's preeminent law firms to deliver global solutions.
- We embrace proactive project management including standardization and playbooks.
- Client team approach for our regular / recurring clients.
- Our technology stack includes HighQ and Teams collaboration tools, Luminance AI-assisted due diligence, Contract Express document automation, DocuSign and the Closing Folders closing platform.
- Dentons is at the forefront of expertise in sectors important to the PE world, including Technology, Media and Telecom, Energy and Real Estate/ Infrastructure.
- Our deep bench of specialists can provide practical guidance on virtually any issue including in rapidly evolving areas such as ESG.

# Practice capabilities in Canada

We have full capabilities in Canada to service all aspects of Private Equity transactions, including:



Corporate / M&A for buy-outs, majority / control transactions and minority investments



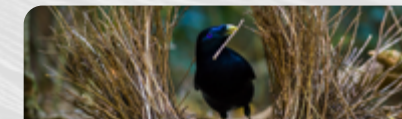
Dealing with founder rolls, equity incentive plans and executive employment arrangements



Structuring transactions to achieve tax efficiency on the initial investment and exit, as well as operating efficiencies or the company



Roll-ups, tuck-in and global acquisition programs for portfolio companies



Exits including IPOs and mergers



Going private transactions



Debt and equity financing



Representations and warranties insurance



Competition Act, Investment Canada Act (including National Security Reviews) and sector-specific regulatory approvals



Fund formations for Private Equity funds, Venture Capital funds and funds-of-funds, including regulatory compliance

# Sector experience in Canada

Dentons understands the constantly evolving legal, political, regulatory and economic landscapes that make-up industry sectors in Canada and around the world. We offer unrivalled expertise in:



## Energy

Alberta Investment Management Corporation (AIMCo), Healthcare of Ontario Pension Plan (HOOPP) and Investment Management Corporation of Ontario (IMCO)

Advised AIMCo, HOOPP and IMCO, in their collective acquisition – alongside Brookfield Asset Management Inc., Sunsuper Superannuation Fund and Canada's Public Sector Pension Investment Board – of AusNet Services Ltd. (AusNet) for an aggregate purchase price of approximately A\$10.2 billion (CA\$9.4 billion), representing an enterprise value of A\$17.8 billion for AusNet.



## Technology, Media, and Telecom

Special Committee of the Board of Magnet Forensics Inc.

Advised the Special Committee of the board of directors of Magnet in its C\$1.8 billion acquisition by Thoma Bravo by way of a plan of arrangement.



## Life Sciences and Health Care

Fullscript

Advised for Fullscript, the leading platform to power the expansion and accessibility of integrative medicine, in its CA\$300 million equity financing from HGGC and Snapdragon Capital Partners, and Fullscript's subsequent acquisition of Emerson.



## Consumer Products

Instant Brands Inc.

Advised Instant Brands, the maker of the iconic Instant Pot, on its merger with Cornell Capital's Corelle Brands.



## Real Estate and Infrastructure

Hangang Asset Management

Advised Hangang Asset Management, one of South Korea's largest asset management firms, on an investment consortium with Kiwoon Securities to acquire a majority stake in an Ottawa-based fulfilment center for C\$494 million. The fulfilment center is the largest in Canada and a major distribution hub for Amazon, its long-term tenant. The transaction is the largest real estate investment ever made by Korean investors into Canada.



**Jason Saltzman co-led the Dentons team who advised the Special Committee of the board of directors of Magnet in its C\$1.8 billion acquisition by Thoma Bravo by way of a plan of arrangement.**

# Representative experience

## Absorb Software Inc.

C\$59 million

Advised Absorb Software Inc. on its growth equity investment led by Silversmith Capital Partners and subsequent sale to Welsh, Carson, Anderson & Stowe at a greater than US\$500 million enterprise value.

## Element Financial Corporation

Advised on the sale by Ontario Teachers' Pension Plan and the other shareholders of Nexcap Finance Corporation of their shares of Nexcap Finance Corporation (an equipment leasing company).

## Auvik Networks Inc.

US\$250 million

Investment from Great Hill Partners.

## Enbridge Inc.

C\$1.75 billion

Monetization of a 49% interest in select North American onshore renewable power assets, and the sale of 49% of Enbridge's interests in two German offshore wind projects to the Canada Pension Plan Investment Board.

## Blackstone Capital Partners

US\$359 million

Canadian counsel in acquisition of a majority interest in R Systems International Limited. Dentons Canada was part of a global Dentons team providing transactional advice across multiple jurisdictions.

## Fleet Complete

Investments by Madison Dearborn Partners, the company's investment partnership with Ontario Teachers' Pension Plan, and the company's global acquisition strategy.

## Bonnefield Financial Inc.

Formation and management of its farmland investment funds, which collectively have over **C\$1 billion** of assets under management.

## Guidepost Growth Equity

Advised Guidepost on its investment in Traction on Demand, one of North America's largest dedicated Salesforce services providers, in its first external funding from major investment firms.

## KKR and LGC

Canadian counsel and part of a global Dentons team providing transactional advice across 20 jurisdictions

Sale of LGC to a consortium led by Cinven and Astog.

## Roynat Equity Partners

Various acquisitions/dispositions and equity investments

Sale of SKYTRAC Systems Acquisition of the S3 Group Equity investments in Hunterwood Technologies, BID Group, Ansan Traffic, Agnora Glass and All-Fab Building Components.

## Summit Partners

US\$60 million

Canadian counsel in a growth equity round in Jobber, a leading provider of home service management software.

## Patheon Inc.

US\$2.6 billion

Lead counsel to Patheon Inc, one of the largest global providers of contract development and manufacturing services, on its going private transaction and merger with the pharmaceutical products business of Royal DSM. This was Canada's second-largest private equity transaction in the year of announcement.

## Sandvine Corporation

C\$562 million

Acquisition by an affiliate of Francisco Partners and Procera Networks, Inc., following a successful auction under a go-shop process.

## White Star Capital

Formation of its fintech funds and in its investments in a number of Fintech companies worldwide including Borrowell, Drop Financial and Klaxoon.

## PFM Capital Inc.

Various acquisitions/dispositions and equity investments

Acquisition of Sexton Group, a leading Canadian building products buying group and distribution business.

Acquisition of Surface Hair, developer and wholesaler of a complete portfolio of over 200 high-performance hair care products for salons and stylists.

Acquisition of Bone & Biscuit, a Canadian pet store franchisor with over 70 locations.

## Special Committee of the Board of Directors of Inter Pipeline Ltd.

C\$15 billion

Unsolicited takeover bid of Inter Pipeline Ltd. by Brookfield Infrastructure Partners L.P. **Canadian Law Awards M&A Deal of the Year 2022.**

## Portage Ventures

C\$427 million

Formation of globally-focussed fintech funds and many portfolio investments (including Clark, Conquest, Dialogue Technologies, Koho, Hellas Direct and Integrate.AI) and liquidity events.

## Spectrum Equity

C\$515 million

Canadian counsel on its equity and debt recapitalization of Verafin, the world's largest financial crime management company.

# Transaction project management - our approach

For cross-border Private Equity transactions, particularly transactions that involve many countries around the world, a pain point for our clients can be having to locate, engage and deal with lawyers from different firms in different time zones who speak different languages. By engaging us as your market coordinator/transaction project manager, we can help alleviate these pain points by offering a one-stop shop for legal, project management and advisory services. Benefits to you:

- **ONE consolidated conflict check:** The hassle of collecting results and clearing conflicts will be dealt with by our dedicated team of conflicts lawyers so that you do not need to manage this process.
- **ONE point of contact:** A key point of contact (or key team contacts depending on the deal) will have overall project management and insight on all issues around the world so you always know who to contact. This includes delivering one set of instructions to your key contact, who will communicate those instructions to lawyers around the world and receive and consolidate feedback for you in a global due diligence report or other global deliverable.
- **ONE consolidated invoice from ONE Dentons office** instead of many invoices from several law firms around the globe. Using Dentons ultimately leads to a more cost-efficient process.



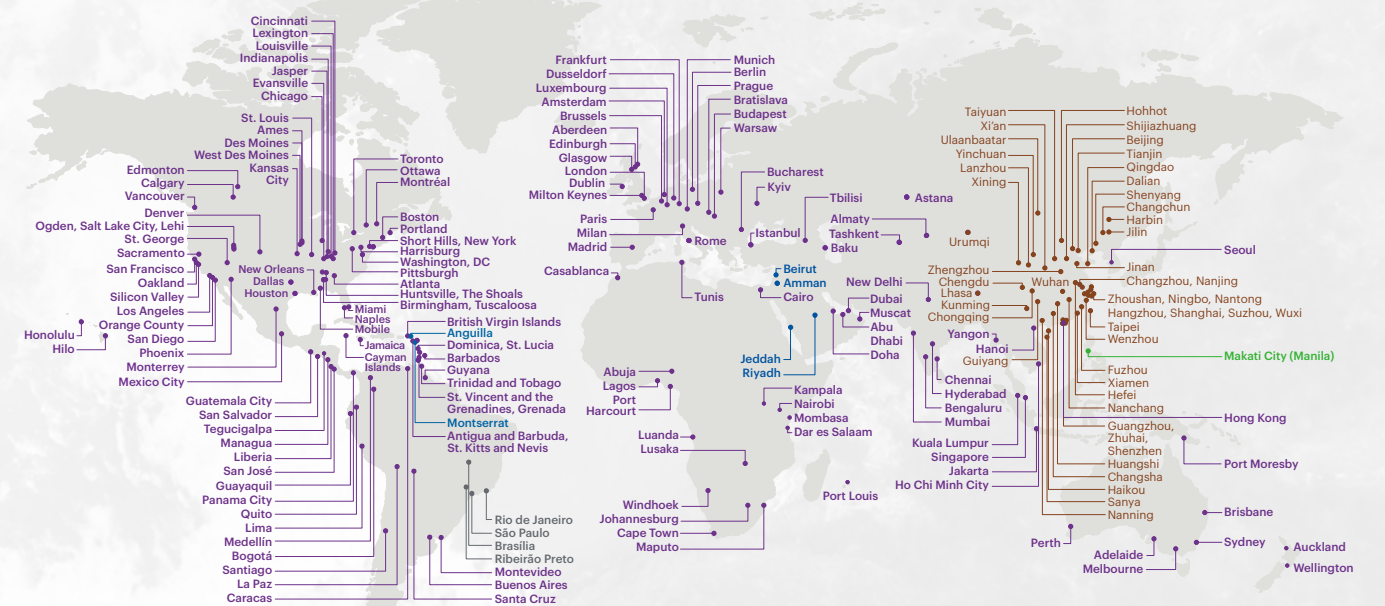
**Using Dentons ultimately leads to a smoother and more cost-efficient process. We provide transaction coordination services for sponsors, companies - and some of the most prominent law firms in the world.**

— Kelli Patel, Partner

# Designed to be different

As the world's largest global law firm with 21,000 professionals in over 200 locations in more than 80 countries, we can help you grow, protect, operate and finance your business. Our polycentric and purpose-driven approach, together with our commitment to inclusion, diversity, equity and ESG, ensures we challenge the status quo to stay focused on what matters most to you.

For more than 180 years, Dentons has been building a reputation as one of Canada's leading law firms. We have an established history with offices in all six of Canada's key economic centres—Calgary, Edmonton, Montréal, Ottawa, Toronto, and Vancouver. With lawyers and professionals across our Canadian offices, we are "in and of the community" providing our clients with leading and seamless legal services in common and civil law.



Locations in purple represent Dentons offices. Locations in blue represent associate firms, offices, jurisdictions of practice from other Dentons' offices or special alliances as required by law or regulation. Locations in green represent approved combinations that have not yet been formalized. Locations in gray represent Brazil Strategic Alliance.

# Awards and accolades



## Best Lawyer

Ranked lawyers in: Venture Capital | Mergers and Acquisitions | Banking and Finance | Tax | Competition and Antitrust | Employment and Labour | Corporate and Commercial Litigation | Alternative Dispute Resolution



## Canadian Legal Lexpert Directory

Ranked lawyers in: Private Equity | Mergers and Acquisitions | Corporate Finance and Securities | Competition | Banking and Financial Institutions | Litigation



## Chambers Canada

- Banking and Finance
- Tax
- Competition and Antitrust
- Litigation: General Commercial
- Pensions and Benefits
- Employment & Labour

## Chambers Global: Canada

- Banking and Finance
- Tax
- Competition and Antitrust
- Dispute Resolution: Arbitration



## Legal 500

- Corporate and M&A
- Banking and Finance
- Tax
- Competition and Antitrust
- Pensions
- Employment and Labour
- Dispute Resolution



## IFLR1000

- Mergers and Acquisitions
- Banking



## Canadian Law Awards

M&A Deal of the Year 2022 | Brookfield Acquisition and Privatization of Inter Pipeline



**Bill Jenkins, Partner, co-led the Dentons team who advised the Special Committee of the Board of Directors of Inter Pipeline Ltd. in its response to an unsolicited takeover bid by Brookfield Infrastructure Partners L.P. The successful auction process concluded with Brookfield increasing its offer to secure the Board's support for the acquisition at a valuation of approximately CA\$15 billion on an enterprise-value basis. This transaction won the "M&A Deal of the Year" at the 2022 Canadian Law Awards.**

## **ABOUT DENTONS**

Dentons is designed to be different. As the world's largest global law firm with 21,000 professionals in over 200 locations in more than 80 countries, we can help you grow, protect, operate and finance your business. Our polycentric and purpose-driven approach, together with our commitment to inclusion, diversity, equity and ESG, ensures we challenge the status quo to stay focused on what matters most to you.

**[www.dentons.com](http://www.dentons.com)**

© 2024 Dentons. Dentons is a global legal practice providing client services worldwide through its member firms and affiliates. This publication is not designed to provide legal or other advice and you should not take, or refrain from taking, action based on its content. Please see [dentons.com](http://dentons.com) for Legal Notices.