

10th Annual National Retail and Consumer Markets Summit

Thursday, February 27, 2020

CONFERENCE MATERIALS

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10th Annual National Retail and Consumer Markets Summit

Thursday, February 27, 2020

AGENDA (EST)

- | | |
|------------|--|
| 11:30 a.m. | Registration and Lunch |
| 12:00 p.m. | Opening Remarks |
| 12:05 p.m. | Keynote Address
Shachi Kurl (Angus Reid Institute) |
| 12:50 p.m. | Cross-border Conversations: Key Insights for the RCM Sector in Canada from South of the 49th Parallel
Kelly Tubman Hardy (Hogan Lovells) and Lara Nathans (McCarthy Tétrault LLP) |
| 1:25 p.m. | Break |
| 1:45 p.m. | 10 Years On: Revisiting the Inaugural Retail Summit Agenda
Chris Hubbard, Charles Morgan, Shauvik Shah and Véronique Wattiez-Larose (McCarthy Tétrault LLP) |
| 2:25 p.m. | A New Decade in Trade: Do You Have 20/20 for the 2020s?
John Boscariol and Martha Harrison (McCarthy Tétrault LLP) |
| 2:55 p.m. | Dealing With Viral Outbreaks: What You Need to Know About COVID-19
Dr. Samira Mubareka (Sunnybrook Health Sciences Centre) and Trevor Lawson (McCarthy Tétrault LLP) |
| 3:25 p.m. | Closing Remarks |

10^e Sommet annuel sur le commerce de détail et les marchés des biens de consommation

Le jeudi 27 février 2020

Ordre du jour (HE)

- | | |
|---------|--|
| 11 h 30 | Inscription et dîner |
| 12 h | Mots d'ouverture |
| 12 h 05 | Allocution liminaire
Shachi Kurl (Angus Reid Institute) |
| 12 h 50 | Conversations transfrontalières : enjeux du secteur du commerce de détail et des marchés des biens de consommation au Canada, dans la perspective du sud du 49^e parallèle
Kelly Tubman Hardy (Hogan Lovells) et Lara Nathans (McCarthy Tétrault S.E.N.C.R.L., s.r.l.) |
| 13 h 25 | Pause |
| 13 h 45 | 10 ans plus tard : retour sur notre premier sommet sur le commerce de détail
Chris Hubbard, Charles Morgan, Shauvik Shah et Véronique Wattiez-Larose (McCarthy Tétrault S.E.N.C.R.L., s.r.l.) |
| 14 h 25 | Nouvelle décennie commerciale : obtenez-vous 20 sur 20 pour les années 2020?
John Boscariol et Martha Harrison (McCarthy Tétrault S.E.N.C.R.L., s.r.l.) |
| 14 h 55 | Gestion d'épidémies : renseignements utiles sur le COVID-19
D ^{re} Samira Mubareka (Sunnybrook Health Sciences Centre) et Trevor Lawson (McCarthy Tétrault S.E.N.C.R.L., s.r.l.) |
| 15 h 25 | Le mot de la fin |

10 Years On: Revisiting the Inaugural Retail Summit Agenda

Charles Morgan, McCarthy Tétrault LLP



Privacy and Anti-Spam in 2011

- Anti-Spam:
 - New Anti-spam law received royal assent in 2011 (but not in force until 2014)
- Privacy
 - PIPEDA in force since 2004
 - Videosurveillance
 - Privacy Risks of De-Identified and Aggregated Data
 - Targeted Online Advertising
 - Cross border data transfers
 - Facebook (file closed):

The changes Facebook has put in place in response to concerns we raised as part of our investigation last year are reasonable and meet the expectations set out under Canadian privacy law."
 - Google Buzz (service shut down following commissioner investigation and consumer backlash)

Antispam today

- CASL is arguably the world's most stringent anti-spam law
- Consent required prior to sending CEM (not an « opt-out » model like USA CAN-SPAM)
- 5,000 complaints a week when CASL first took effect (hundreds of thousands of complaints received)
- But ... is it working?
 - Confusing
 - Overly broad
 - Only 12 enforcement actions; no private right of action
 - Unconstitutional?

Privacy Law today

- The impact of GDPR
- Privacy Law Reform
 - New federal and provincial legislation on the horizon?
 - New enforcement powers?
- Cross-border data flow + cloud computing
- The impact of big data and artificial intelligence
- Restoring trust in digital economy
- Cyber security is # 1 risk concern

10 Years On: Revisiting the Inaugural Retail Summit Agenda

Social Media

Véronique Wattiez-Larose, McCarthy Tétrault LLP



Social Media in 2011

- Understanding the phenomenon
- Self-regulation
 - Social media policies
 - Training
 - Guiding principles

Social media today, and tomorrow

- Lines are blurring
 - Advertorial content
 - Social/buying/searching/messaging
- Increased governmental guidance, oversight or regulation
 - Online Harms White Paper in the UK – Updated Feb 2020
 - SMART Act
- Increased industry consensus

Case study: Influencer Marketing

- Growing body of valuable guidance that is available online for influencers and advertisers looking to shape effective disclosures for various online platforms

Case Study: Influencer Marketing

- Interpretation Guideline of the Canadian Code of Advertising Standards on testimonials, endorsements and reviews (2016)
- FTC Enforcement Guides Concerning the Use of Endorsements and Testimonials in Advertising and FAQs (2017)
- Influencer Marketing Steering Committee, coordinated by Ad Standards – Draft Disclosure Guidelines (January 2019)
- Canadian Competition Bureau priorities (2020)

McCarthy Tétrault LLP / mccarthy.ca



Competition Bureau
Canada

Bureau de la concurrence
Canada

Influencers' checklist

When posting reviews and opinions on social media

- ☒ Ensure that disclosures are as **visible as possible**: consumers won't dig around
- ☒ Disclose material connections in **each post**
- ☒ Use **clear and contextually appropriate** words and images
- ☒ Ensure disclosures are **inseparable from the content** so they travel together when shared
- ☒ Base all reviews and opinions on **actual experience**
- ☒ Avoid **ambiguous references and abbreviations**, such as "Thank You Company X!", "Ambassador", "Partner", "Company X", "SP", "Spon"

Canada

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10 Years On: Revisiting the Inaugural Retail Summit Agenda

Loyalty Programs

Shauvik Shah, McCarthy Tétrault LLP



Loyalty Programs

- What is a loyalty program?
 - An agreement with customers to provide rewards in exchange for business
 - *Consumer Protection Act* (Ontario): “rewards points” are defined as points that are accumulated based on purchases, over time and that can be exchanged for goods or services at a later date

Points Expiry

- On January 1, 2018, new consumer protection regulations came into effect in Ontario that generally prohibit the expiry of rewards points due to the passage of time alone
- Several exemptions
- Similar regime in Quebec came into effect on August 1, 2019

Class Actions

- Air Miles
 - 5 year expiry rule was to go into effect on January 1, 2017
 - Class action continues despite Air Miles cancelling policy
- Aeroplan
 - Points cancelled if no account activity for 12 months or points not used with 7 years

Loyalty Programs – Looking Ahead

- Continued monetization of data
- Increased personalization
- Digital first
- Geo-tracking, Bluetooth or other short range wireless protocols
- Consolidation and brand ecosystems

10 Years On: Revisiting the Inaugural Retail Summit Agenda

Trends in Product Liability & Regulation

Chris Hubbard, McCarthy Tétrault LLP



Trends in Product Liability & Regulation

1. Potential dilution of principles of foreseeability, remoteness & indeterminate liability

Ø *Pioneer Corp. v. Godfrey*

Ø *Darmar Farms v. Syngenta*

Trends in Product Liability & Regulation

2. Migration of class actions – A.B.O.

Ø Ontario Bill 161

- Carriage decided within 60 days
- Ontario must be the preferable forum
- Defence motions to narrow or dispose of the proceeding may be brought prior to certification
- Common questions must “predominate” over individual ones
- Enhanced consideration of alternative procedures
- The Class can only recover costs of notice of certification if the claims succeed
- Direct right of costs recovery against third party funders
- Defendants have direct right of appeal to CA

Trends in Product Liability & Regulation

3. Evolution of enforcement of the *Canada Consumer Product Safety Act*

- Ø Legislation → Education → “Reactive” Enforcement → “Proactive” Enforcement
- Ø International co-ordination
- Ø “Normalization” of product recalls

A New Decade in Trade: Do You Have 20/20 for the 2020s?

John Boscariol, McCarthy Tétrault LLP
Martha Harrison, McCarthy Tétrault LLP



Introduction

- What is supply chain management/risk?
- Commercial benefits to supply chain review
- A made-in-Canada “sweet spot”?
- Lessons for defending the supply chain during a trade war
- Impact of human rights and anti-corruption measures

What is supply chain management / risk?

- 85% of global supply chains have experienced at least one disruption in the past 12 months
- Canadian firms are actively dealing with two disruptions: coronavirus and blockades
- Risks are on the rise
 - Protectionist policies
 - Environmental

Where do we start?

- Contract review
- Diversification options
- Technology solutions

Commercial benefits to supply chain review

- Companies who perform regular supply chain risk management reviews spend 50% less time dealing with disruptions when they occur
- Opportunities to find efficiencies in supply chain and inventory management
- "Bottom line" impact (decrease in purchasing and production costs, increase cash flow, increase in profit leverage)
- "Brand" impact (i.e.: greening the supply chain)

Trade Agreement impact

- CETA, CPTPP, CUSMA
- Strategic opportunities for Canadian retailers

A Made-in-Canada “Sweet Spot”?

- Canada - European Union Comprehensive Economic and Trade Agreement (CETA)
- Comprehensive and Progressive Agreement for Trans-Pacific Partnership (CPTPP)
- North American Free Trade Agreement – USMCA soon
- other international trade and investment agreements

A Best-Friends Trade War

- March 1, 2018: US imposes 25% tariff on steel imports and 10% tariff on aluminum imports based on threat to “national security” (section 232)
- June 1, 2018: Canada initiates challenge of US section 232 tariffs at World Trade Organization
- July 1, 2018: Canada imposes 25% and 10% retaliatory surtaxes on steel and aluminum products, food, beverages, furnishings, and other consumer and retail products and accessories from the United States

A Best-Friends Trade War (cont'd)

- May 17, 2019: Canada and US agree to “ceasefire”
 - tariffs and surtaxes removed
 - no quotas, but snapback available
 - restrictions on retaliation
 - withdraw WTO litigation

Lessons for Defending Your Supply Chain

- consultations pre-implementation to seek exclusion of your imports
- consultations and remissions during and after implementation
- assessing drivers of retaliatory tariff liability on import – classification, valuation, origin
- sourcing alternatives
- communications with suppliers and customers
- allocation of risk in contracts

Beyond Tariffs: Shocks to the Supply Chain

- trade remedies vs consumer products – anti-dumping, countervail, safeguard
- export and technology transfer controls (and entity list designations)
- economic sanctions
- anti-bribery laws
- human rights measures such as modern slavery laws

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Martha Harrison and John W. Boscariol

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Dealing With Viral Outbreaks: What You Need to Know About COVID-19

Trevor Lawson, McCarthy Tétrault LLP



Preparing for COVID-19

- Appoint individual(s) responsible for developing an overall communications and contingency plan, to act as liaison with employees, affiliated companies, suppliers, contractors, customers, local government and health agencies, review contracts, etc.
- Prepare contact list of essential employees, contractors, vendors, suppliers, etc.
- Consider the need to prepare for cross-training of staff
- Determine whether employees can work remotely
- Ensure that computer network can support remote access by employees

Preparing for COVID-19

- Establish a telephone “hotline” and/or web portal for employees to facilitate communication if employees cannot attend at the workplace
- Provide employees with up to date and accurate information regarding COVID-19, measures to prevent spread, comply with Ministry of Health directives
- Review leave of absence/vacation policies
- Caution employees against non-essential personal travel to high-risk areas and prohibit all non-essential business travel to high-risk areas

Preparing for COVID-19

- Address how to deal with quarantined employees
- Direct employees who believe that they may have been exposed to COVID-19, or are exhibiting symptoms of COVID-19 that they must immediately report to Human Resources, and will not be permitted to report to work until they are cleared by a medical professional
- Consider on-site or external health-screening clinics or medical support services
- Regularly review and update Plan as COVID-19 continues to evolve, and co-ordinate with global corporate plan, if applicable.

Work Refusals

- Employees have the right to refuse to work or to perform a task where it is likely to endanger their health or put them at risk.
- Employers who receive a COVID-19 related refusal to work must comply with obligations under applicable occupational health and safety legislation.
- Employers are required to investigate a safety-related work refusal.
- Employees who exercise a legitimate health and safety work refusal cannot be disciplined, threatened or dismissed.

Discrimination and Harassment

- Employers must not make assumptions based on stereotypes and must ensure that their employees do not do so
- Barring someone from a place of employment because of race, ethnicity, or place of origin (perceived or otherwise) is contrary to human rights legislation
- Duty to accommodate may also arise

Speaker Biographies

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Lara Nathans

Partner
Industry Strategy Leader

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Bar Admission

Ontario 2002

Law School

Queen's University

Industries

Retail & Consumer Markets
Retail
Food Beverage & Agribusiness
Consumer Products
Hospitality
Credit Cards, Gift Cards & Loyalty
Programs
Private Equity & Investments

Practices

Mergers & Acquisitions
Capital Markets
Public Companies
Supply Chain

US and International Markets

US Markets

With extensive market insight and industry expertise, Lara delivers results

As the firm's Industry Strategy Leader, Lara is responsible for leading the firm and its people to truly understand and align with the unique needs of our clients and their industries. She empowers our team to nimbly leverage firm expertise in industries where Canada is leading the charge globally to provide unparalleled industry focused advice to our clients.

Powered by market intelligence, a global network of trusted relationships and industry focus, Lara is relentless in her pursuit of client success at McCarthy Tétrault. As Leader of our National Retail and Consumer Markets Group, she has built a full-service, cross-practice industry group that seamlessly supports clients with both game changing and day-to-day issues.

Lara is the consummate professional: always responsive, flexible, detail-oriented, understanding of our business needs and able to communicate with business leaders in a clear, concise way.

— CHAMBERS CANADA

Establishing and growing your place in the competitive Canadian market

Lara's vision for clients' businesses, based on a thorough understanding of their industries, challenges and opportunities. It is the hallmark of her practice, with the end-goal of helping them achieve success and remain competitive.

As a leading lawyer in retail and consumer markets transactions, Lara is a trusted advisor to consumer-facing companies looking to establish or grow in the Canadian market. She advises global companies entering the Canadian market (whether through M&A, e-commerce, bricks and mortar or a combination) on their market entry strategies and related legal issues.

Lara Nathans

**Partner
Industry Strategy Leader**

Toronto

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A highly connected and influential lawyer in the field, Lara brings the benefit of her connections to bear for clients, introducing them to not only what, but who they need to know to achieve their goals. She excels at negotiating mergers and acquisitions as well as corporate reorganizations and commercial matters. Practical in her approach, Lara provides well-informed guidance on entry strategies and legal issues, including securities law requirements, such as continuous disclosure and governance provisions.

Regarded as a skillful negotiator and steadfast client advocate, Lara has played an integral role in numerous high-profile transactions, including:

- A major department store on all aspects of its entry into Canada;
- Home Depot's US\$265 million acquisition of Compact Power;
- A global jewellery retailer on its expansion into Canada by acquisition of a national jewellery retailer;
- Fairmont Raffles Hotels International's US\$2.6 billion sale to AccorHotels;
- Fyffes' C\$145 million acquisition of Highline Produce Limited;
- Nestlé's US\$7.15 billion strategic alliance with Starbucks;
- Nestlé's US\$2.3 billion acquisition of Atrium Innovations Inc.;
- Unilever's US\$8 billion sale of its spreads business to KKR;
- Corby Spirit and Wine's acquisitions of Domaines Pinnacle Inc. and Foreign Affair Winery; and
- Infrastructure Ontario's C\$514 million project to design, build and finance the 2015 Pan/Parapan American Games Athletes' Village Project.

At the forefront of retail trends and a thought leader in the community

With her deep sectoral knowledge, Lara is a sought-after expert in the retail, consumer products and hospitality transactions field, speaking regularly on corporate and securities law matters and on business and legal issues affecting consumer-facing businesses. Her appearances include the Retail Industry Leaders Association's Retail Law Conference, the World Department Store Forum, Food and Consumer Products of Canada and our firm's Annual Consumer Products & Retail Summit.

With a long-time commitment to community service, Lara serves on the Supplier Advisory Committee of The Home Depot of Canada Foundation and has served on the board of directors of local charitable groups Sheena's Place and the Anne Johnston Health Station. Lara is one of the

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Industry Strategy Leader

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founding members of the Gamechangers group, bringing together female leaders in retail and consumer businesses.

She received her LLB from Queen's University in 2001.

Awards & Rankings

Chambers Canada

Band 1: Retail - Nationwide Canada

IFLR 1000 Guide to the World's Leading Financial Law Firms

Notable Practitioner: M&A

Recent Experience

- **Composites One Acquires Canadian-Based Polynt Composites Distribution Business**
December 02, 2019
- **Nestlé closes perpetual global license deal with Starbucks**
August 28, 2018
- **Nestlé acquires Atrium Innovations for US\$2.3B**
March 08, 2018
- **Corby Spirit and Wine acquires The Foreign Affair Winery**
October 02, 2017

Recent Insights

- **Ontario Proposes Amendments to Gift Card Rules to Clarify Scope**
January 29, 2018
- **Ontario Ban on the Expiry of Rewards Points Now In Effect**
January 15, 2018
- **Key Takeaways – 7th Annual Consumer Products and Retail Summit**
March 30, 2017

Lara Nathans

Partner
Industry Strategy Leader

Toronto

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Events

- **10th Annual National Retail and Consumer Markets Summit**
January 28, 2020
- **9th Annual National Retail and Consumer Markets Summit**
December 06, 2018



Carmen Francis

Associate

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Bar Admission

Ontario 2012

Practices

International Trade & Investment
Supply Chain

Industries

Food Beverage & Agribusiness

Carmen Francis is a senior associate in the firm's International Trade & Investment Law Group in Toronto. Her practice is focused on providing business-friendly, strategic and skilled advice across a wide range of trade, regulatory and compliance matters.

Within her international trade practice, Carmen has significant experience acting for clients in anti-dumping investigations and litigation, international investment disputes, import and export control matters, and customs and sanctions compliance. She has appeared before the Canadian International Trade Tribunal, the World Trade Organization, the Federal Court of Appeal, and various trade-related administrative bodies. Her practice engages with a broad scope of industries, including the oil & gas, manufacturing and tech sectors. In the course of representing these clients, Carmen has developed a strategic understanding of the priorities, needs and challenges faced by companies seeking to leverage cross-border business opportunities.

Carmen's regulatory practice is tailored to supporting clients at each stage of the regulatory continuum: from the earliest stages of product formulation and development, to packaging and labelling requirements, ensuring compliance with mandatory standards, obtaining requisite permits and licences, assisting with import and export compliance, and through to responding to regulatory enforcement actions. Her advice is responsive to clients' needs, and prioritizes supporting clients in achieving their business objectives while navigating complex regulatory regimes. In particular, Carmen has extensive experience in the regulation of consumer retail products, and products subject to specialized regulatory regimes such as alcoholic beverages, cannabis, controlled goods and defence articles, cosmetics, natural health products, and medical devices. Carmen provides proactive, pragmatic and considered guidance in an increasingly intricate regulatory environment.

Recent Experience

- **Acuity Brands Lighting, Inc. acquires The Luminaires Group**
September 17, 2019
- **Metso Corporation agrees to acquire McCloskey International for C\$420M**
- **Cineworld Group signs definitive agreement to acquire Cineplex for C\$2.8B**

Carmen Francis

Associate

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Recent Insights

- **The WTO Appellate Body lost its ability to function yesterday – what happens next?**
December 11, 2019
- **New Sanctions Limit Dealings with Turkey**
October 17, 2019
- **Canada Adopts New Export Controls and Brokering Requirements**
September 30, 2019
- **Canada Prepares to Implement New Export Controls and Brokering Requirements**
April 11, 2019

Events

- **10th Annual National Retail and Consumer Markets Summit**
January 28, 2020
- **The Latest on the New NAFTA and Trump's Continuing Tariff Threats: Perspectives from the United States, Mexico and Canada / Doing Business in Mexico**
May 15, 2019
- **9th Annual National Retail and Consumer Markets Summit**
December 06, 2018



John W. Boscarior

Partner

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Bar Admission

Ontario 1995

Law School

University of Toronto

Practices

Disputes
White Collar Defence and
Investigations
International Trade & Investment
Procurement
Supply Chain
Alternative Dispute Resolution

Industries

Banking & Financial Services
Global Metals & Mining
Energy & Infrastructure
Retail & Consumer Markets
Retail
Life Sciences
Pharmaceutical
Technology
Infrastructure
Automotive

US and International Markets

China
US Markets

John's engagement with the most complex international trade issues and opportunities of the day is unmatched in the marketplace

John W. Boscarior is head of the firm's International Trade & Investment Law Group and a partner in our Litigation Group. He helps clients understand how international trade agreements and foreign investment laws impact their business. John assists clients through the tangle of regulatory impediments faced by Canadian companies seeking to expand their business globally, and to international businesses entering the Canadian market.

Foreign Investment and Cross-border Trade

Marshaling his considerable experience and wealth of knowledge about the trade laws in Canada, the US and the EU, John advises both private and public sector clients on the application of laws governing foreign investment and the cross-border trade in goods, services and technology across myriad industries, including financial services, natural resources, consumer goods, defence and infrastructure.

Unbelievably plugged in – nothing happens in the world of trade without him knowing about it," and his "excellent knowledge in virtually every area of trade law.

— CHAMBERS GLOBAL

Enforcement and Compliance

With internationally recognized expertise in the interpretation and enforcement of international trade and investment protection agreements, John's practice focuses on white collar matters, as well as enforcement and compliance matters regarding anti-corruption laws and policies, economic sanctions, export, import and technology transfer controls, defence trade controls, blocking measures (Cuba), national security measures, anti-dumping, countervail and safeguard measures, government procurement, and customs and tariffs. .

In addition to advising clients on strategic planning, compliance and enforcement, John regularly deals with various government agencies responsible for the administration of these laws and appears before panels, courts, and tribunals hearing disputes involving international trade and investment matters.

John W. Boscariol

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He is clearly one of the leading experts in Canada in this area. His knowledge spans beyond Canadian law - he knows US and EU laws very well.

— CLIENT

John is also an adjunct professor at the University of Western Ontario law school where he designed and is currently teaching Anti-Corruption Law and its Application in International Business, one of the first courses of its kind to be taught at a Canadian law school. In 2017 he testified before Canada's Parliament on the enforcement of economic sanctions and anti-terrorism laws, and many of his recommendations were adopted in the House of Commons 2017 report: A Coherent and Effective Approach to Canada's Sanctions Regimes: Sergei Magnitsky and Beyond. John is the organizer and course leader of Lexpert's annual full-day Canada-wide Anti-Bribery and Corruption Course, currently in its sixth year.

A prolific author and sought-after speaker, John received his B. Comm. (Gold Medalist) from the University of Toronto in 1990. He received his LLB from the Faculty of Law at the University of Toronto and was called to the Ontario bar in 1995. In 1998, he received his LLM (International Trade and Competition Law) from the Osgoode Hall Law School.

[View a list of John's recent publications, attributions and speeches \(2014 to present\)](#)

Awards & Rankings

Chambers Global

Band 1 - International Trade/WTO - Canada

Chambers Canada

Band 1 - International Trade/WTO

Canadian Legal Lexpert Directory

Most Frequently Recommended: International Trade Regulation

Canadian Legal Lexpert Directory

Consistently Recommended: Commodity Tax/Customs

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The Legal 500 - Canada

Leading Lawyer: International trade

Who's Who Legal

National Leader, Canada - Investigations, Canada - Trade & Customs

Best Lawyers in Canada

Leading lawyer in the area of International Trade and Finance Law

Best Lawyers in Canada - 2013, 2017 & 2019

Lawyer of the Year - International Trade & Finance

Best of the Best (Global)

Top 30 International Trade Attorneys

Lexpert/ALM 500

Leading Lawyer - International Trade

Global Law Experts - 2014 and 2015

International Trade Compliance Lawyer of the Year (Canada)

Corporate International Magazine Global Award - 2014

International Compliance Lawyer of the Year in (Canada)

Canadian Association of Importers and Exporters - 2012

Member of the Year

John W. Boscariol

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Recent Experience

- **Newcrest Mining acquires a 70% joint venture interest in Red Chris copper and gold mine in British Columbia from Imperial Metals for US\$804M**
August 15, 2019
- **Brookfield Infrastructure acquires Enercare Inc. for C\$4.3B**
October 16, 2018
- **Stelco Holdings Inc. closes US\$100M Inventory Monetization Transaction**
December 11, 2017
- **InstarAGF Essential Infrastructure Fund Partners acquire stake in Skyservice Investments Inc.**
September 12, 2017

Recent Insights

- **SNC-Lavalin Probation Order Sets Out Key Anti-Corruption Compliance Measures**
January 10, 2020
- **SNC-Lavalin Pleads Guilty in Canada's Most Significant Foreign Corruption Case to Date**
December 20, 2019
- **"USMCA" all over again: further revisions to the new NAFTA**
December 11, 2019
- **Canada Finds No Credible Link Between Defence Exports and Human Rights Violations in Saudi Arabia**
November 25, 2019

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Events

- **Mining Conference: Business climate, opportunities and risks in doing mining business between North America, Russia, Eurasia and Eastern Europe**
February 18, 2019
- **A Deeper Dive into Canada's Defence Trade Controls: Addressing Challenges in Controlled Goods Program Compliance**
February 08, 2019
- **Navigating Business Between Russia and North America in a High-Risk Sanctions Environment**
November 15, 2018
- **Controlled Export Webinar Series - Session 3**
July 05, 2018



Chrystelle Chevalier-Gagnon

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Montréal

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Bar Admission

Québec 2011

Ontario 2010

Law School

Dalhousie University

University of Ottawa

Practices

Mergers & Acquisitions

Industries

Private Equity & Investments

With a strong focus on client success, Chrystelle brings a creative and innovative approach to getting deals done across industries and borders.

Chrystelle is a partner in the firm's Montréal office with a practice focused on mergers and acquisitions, venture capital transactions, real estate and private equity. She represents companies and organizations of multiple sizes across a wide-range of industries, including retail, energy and sustainable mobility.

Focused on the client experience, Chrystelle actively seeks out opportunities to gain deeper industry expertise and insights to better assist her clients in all areas of the market. In 2016, Chrystelle was on secondment with one of Canada's largest pension funds where she acted on real estate investment transactions.

An advocate for diversity and inclusion, Chrystelle is an active member within her community. Currently, she is the acting director for various not-for-profit organizations. She also has a deep interest in developing the next generation of lawyers as a mentor and coach.

Chrystelle completed her LLL at the University of Ottawa (Summa Cum Laude) in 2007, her JD from the University of Ottawa (Cum Laude) in 2008 and her LLM from Dalhousie University in 2009. She was called to the Québec bar in 2011 and the Ontario bar in 2010. She is a member of the Barreau du Québec, Law Society of Ontario, the Canadian Bar Association and the Ontario Bar Association.

REPRESENTATIVE MANDATES

- **Carsharing Industry:** Represented one of the world's largest carsharing service providers in a major investment.
- **Entertainment Industry:** Represented a world leader in the field of visual entertainment in an equity financing of a company operating a video exchange and management platform for video producers.
- **Entertainment Industry:** Represented a world leader in the field of visual entertainment in connection with an equity financing of a software company involved in multi-screen video applications.
- **BNP Paribas SA:** Represented BNP Paribas SA in connection with an investment by the Caisse de dépôt et placement du Québec in Innocap Investment Management Inc.
- **BMO Nesbitt Burns Inc.:** Represented Bank of Montreal, Canadian Imperial Bank of Commerce and National Bank of Canada, which together have \$3.4 billion in committed bank facilities to finance the cash

Chrystelle Chevalier- Gagnon

Partner

Montréal

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portion of Metro Inc.'s acquisition of the Jean-Coutu Group for \$4.5 billion.

- **Home Health Care Industry:** Represented a major manufacturer and distributor of home care and professional medical products in the sale of its DME brand portfolio of mobility and safety products in the bathroom.
- **Retail Industry in Specialized Clothing:** Represented an international foot and leg products company in its acquisition by a Canadian leader in the field of consumer sportswear listed on the Toronto Stock Exchange.
- **Retail industry of Optical Products :** Represented a leading retail supplier of optical products listed on the Toronto Stock Exchange in its acquisition of optical retail facilities.
- **Seafood Industry:** Represented one of the world's leading seafood groups and the world's largest supplier of cold water shrimp and Greenland halibut, in its investment in the activities of a Canadian seafood Producer.

Recent Experience

- **Rayonier Advanced Materials completes the sale of its Matane pulp mill in Quebec to Sappi Limited for US\$175M**

November 04, 2019



Chrystelle Chevalier-Gagnon

Associée

Montréal

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Admission au barreau

Québec 2011

Ontario 2010

Faculté de droit

Dalhousie University

University of Ottawa

Secteurs de pratique

Fusions et acquisitions

Expertise sectorielle

Capital d'investissement et investissements

En mettant l'accent sur le succès des clients, Chrystelle apporte une approche créative et innovante à la conclusion d'opérations dans tous les secteurs d'activité, ici comme à l'étranger.

Chrystelle est associée au sein de notre bureau de Montréal. Sa pratique est axée sur les fusions et acquisitions, les opérations de financement par capital de risque, l'immobilier et le capital d'investissement privé. Elle représente des sociétés et des organisations de toutes tailles dans un large éventail de secteurs, dont ceux du commerce de détail, de l'énergie et de la mobilité durable.

Chrystelle met l'accent sur l'expérience client et recherche activement les occasions d'approfondir son expertise et ses connaissances sectorielles afin de mieux aider ses clients dans tous les domaines du marché. En 2016, Chrystelle était en affectation provisoire auprès d'une des plus grandes caisses de retraite au Canada, où elle a œuvré dans des opérations de placements immobiliers.

Chrystelle défend la diversité et l'inclusion, et elle joue un rôle actif dans sa communauté. Elle est actuellement directrice intérimaire de plusieurs organismes à but non lucratif. Elle s'intéresse aussi beaucoup au développement de la prochaine génération d'avocats, à titre de mentor et de coach.

Chrystelle a obtenu sa licence en droit civil de l'Université d'Ottawa (*summa cum laude*) en 2007, son baccalauréat en common law de l'Université d'Ottawa (*cum laude*) en 2008 et sa maîtrise en droit de l'Université Dalhousie en 2009. Elle a été admise au Barreau du Québec en 2011 et au Barreau de l'Ontario en 2010. Elle est membre du Barreau du Québec, du Barreau de l'Ontario, de l'Association du Barreau canadien et de l'Association du Barreau de l'Ontario.

MANDATS REPRÉSENTATIFS

- **Industrie de l'autopartage** : A représenté l'un des plus grands fournisseurs de services d'autopartage au monde relativement à un investissement important.
- **Industrie du divertissement** : A représenté un leader mondial dans le domaine du divertissement visuel dans le cadre d'un financement par actions d'une entreprise exploitant une plateforme d'échange et de gestion vidéo pour les producteurs vidéo.
- **Industrie du divertissement** : A représenté un leader mondial dans le domaine du divertissement visuel relativement à un financement par actions d'une entreprise de logiciels pour les applications vidéo multi-écrans.

Chrystelle Chevalier- Gagnon

Associée

Montréal

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- **BNP Paribas SA** : A représenté BNP Paribas SA relativement à un investissement par la Caisse de dépôt et placement du Québec dans la société Gestion de placements Innocap Inc.
- **BMO Nesbitt Burns Inc.** : A représenté la Banque de Montréal, la Banque Canadienne Impériale de Commerce et la Banque Nationale du Canada qui, ensemble, possèdent des facilités bancaires engagées d'une valeur de 3,4 G\$ pour financer la portion monétaire de l'acquisition du Groupe Jean-Coutu par Metro Inc. pour la somme de 4,5 G\$.
- **Industrie des soins de santé à domicile** : A représenté un important fabricant et distributeur de produits de soins à domicile et de produits médicaux professionnels, relativement à la vente de son portefeuille de marque DME de produits de mobilité et de sécurité dans la salle de bains.
- **Industrie du commerce de détail en vêtement spécialisé** : A représenté une entreprise internationale dans le domaine des produits pour les pieds et les jambes relativement à son acquisition par un leader canadien, côté à la bourse de Toronto, dans le domaine du vêtement de sports grand public.
- **Industrie du commerce détail de produits de l'optique** : A représenté un fournisseur de premier plan dans la vente au détail de produits de l'optique, côté à la bourse de Toronto, dans le cadre de son acquisition d'établissements de détail en optique.
- **Industrie des produits de la mer** : A représenté l'un des principaux groupes de produits de la mer au monde, le plus grand fournisseur mondial de crevettes d'eau froide et de flétans du Groenland, relativement à son investissement dans les activités d'un producteur canadien de fruits de mer.

Mandats récents

- **Rayonier Advanced Materials clôture la vente de son usine de pâte à papier de Matane, au Québec, à Sappi Limited pour 175 M\$ US**

04 novembre 2019

Kelly Tubman Hardy

Guest Speaker Profile

Hogan Lovells

Partner

Kelly Tubman Hardy is skilled at recognizing and explaining differences between legal frameworks and helping clients manage their global legal needs. She has represented clients on matters throughout the world and on matters ranging from acquisitions and joint ventures to global supply chain management. Kelly heads the Hogan Lovells global Consumer industry sector group, a group of more than 400 lawyers who focus on all aspects of the consumer industry.

A fluent Spanish and English speaker, with a particular focus on cross-border transactions, Kelly regularly advises clients on expansion into new markets, as well as non-U.S. clients on foreign direct investments into the United States. She also assists multinational clients with respect to corporate compliance and foreign subsidiary management.

Kelly has over 20 years' experience advising U.S. and global clients on mergers and acquisitions, joint ventures, strategic alliances, restructurings, post-merger integrations, corporate governance, and compliance in established and emerging markets throughout the world.

Kelly is extensively involved in civic and pro bono work, serving on the boards of Appleseed Mexico, the World Trade Center Institute, and SEED School of Maryland. She has been a visiting lecturer at several law schools in Mexico City.

Kelly has received the "Leadership in Law" award by The Daily Record, been named one of Maryland's Top 100 Women, been honored as an "Acritas Star" (2019), and ranked by Chambers USA (Corporate/M&A, Maryland, 2017-2019) and Legal 500 Latin America (Region-wide, 2014-2015).



Martha Harrison

Partner

Toronto

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Bar Admission

Ontario 2002

Law School

University of Toronto
University of Windsor

Industries

Consumer Products
Energy & Infrastructure
Food Beverage & Agribusiness
Global Metals & Mining
Retail
Retail & Consumer Markets
Technology
Cannabis

Practices

International Arbitration
International Trade & Investment
Public Law
Procurement
Supply Chain

In an increasingly integrated global market, Martha's hybrid practice in trade and product regulatory law allows her to provide advice to international clients looking to enter the Canadian market, as well as local clients seeking out-bound investment opportunities

Martha Harrison is a partner in the International Trade and Investment Law, and Retail and Consumer Markets Groups in Toronto. She is also the coordinator of the firm's Advertising and Marketing practice. With industry expertise spanning retail & consumer markets, power, mining, food / agriculture, oil & gas, and the technology sector, Martha acts as a trusted business advisor to clients, balancing international trade and regulatory law, from a Canadian perspective.

Martha offers a full suite of international trade and investment services, including customs law, anti-dumping and countervail issues, import/export controls, treaty compliance, public procurement, foreign investment, and investor-state disputes. She also routinely appears before regulators at all stages of trade disputes. As part of her advertising, marketing and regulatory practice, Martha provides proactive and pragmatic advice on product regulation in Canada, including standards, packaging and labelling, importing and exporting issues, transportation, and supply chain matters. Martha guides clients through the application of product standards along the supply chain, and advises on marketing rules surrounding regulated products, such as cosmetics, natural health products, medical devices, foods, and over-the-counter drugs.

An experienced and sought-after member of the trade bar, Martha is focused on results-based compliance and helps clients in regulated product markets navigate both trade and regulatory business hurdles, to optimize growth opportunities inside and outside of Canada.

Due to her unique expertise, Martha is also known in the Canadian cannabis industry as an expert on trade, advertising, marketing and regulatory issues for cannabis products, hemp, and related products.

Martha Harrison

Partner

Toronto

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A former adjunct professor of international arbitration at Queen's University and MBA sessional instructor at DeGroote School of Business, Martha regularly speaks on matters related to trade, consumer regulation and international arbitration. She was also selected by the Government of Canada to be listed on the roster of arbitrators to serve on panels established under Chapter 19 of the North American Free Trade Agreement (NAFTA). In 2013, she was named one of Lexpert's Rising Stars: Leading Lawyers Under 40 and is recognized as a leading Canadian international trade lawyer by a number of industry and peer-review directories.

Martha received her LLM from The University of Toronto in 2005, her LLB in 2001 from the University of Windsor, and her M.A. and her B.A. from York University in 1998 and 1997 respectively. She was called to the bar in Ontario in 2002.

Awards & Rankings

Chambers Global

Leading Lawyer: International Trade/WTO - Canada

Chambers Canada

Leading Lawyer: International Trade/WTO

The Canadian Legal Lexpert Directory

Repeatedly Recommended: International Trade Regulation

The Legal 500 - Canada

Next Generation Lawyer: International trade

Who's Who Legal

National Leader: Canada - Government Contracts, Canada - Trade & Customs

Best Lawyers in Canada

Leading lawyer in the areas of Advertising & Marketing Law and International Trade & Finance Law

Expert Guides

Leading Lawyer: International Trade

Martha Harrison

Partner

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Lexpert's Rising Stars: Leading Lawyers Under 40 - 2013

Rising Star

Recent Insights

- **Navigating the Shifting Trade Landscape - Key Take-Aways from McCarthy Tétrault's 9th Annual Retail and Consumer Markets Summit (Series Part One)**
March 28, 2019
- **World Health Organization Recommends Rescheduling Cannabis**
February 14, 2019
- **Influencer Marketing: Understanding Disclosure Best Practices**
November 08, 2018
- **Canada Imposes 25% Surtax on Imports of 7 Steel Products and Announces Inquiry to Determine whether Safeguards are Warranted**
October 19, 2018

Events

- **Brexit is happening on January 31, 2020!**
January 24, 2020



Christopher Hubbard

Partner

Toronto

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Bar Admission

Ontario 2002

Law School

University of Western Ontario

Practices

Disputes
Class Actions
Corporate Commercial Litigation
Insurance Litigation
Products Liability
Professional Liability

Industries

Global Metals & Mining
Retail & Consumer Markets
Retail
Insurance & Reinsurance
Consumer Products
Food Beverage & Agribusiness

Chris is a skilled advocate and litigation strategist who helps clients solve complex and high-stakes disputes.

Chris is a partner in our Litigation Group. He maintains a general litigation practice with a focus on complex commercial disputes and professional negligence. As a skilled advocate and litigation strategist, he is sought out by clients from diverse industries to solve complex and high stakes disputes.

Chris is the Consumer Products Sector Lead of our National Retail and Consumer Markets Group. He works closely with consumer products companies and retailers to provide practical and actionable advice, bringing a strategic approach to product liability matters, product recalls, and commercial contract disputes.

He is also a member of our National Class Actions Group, a past Vice-Chair of the Class and Derivative Actions sub-committee of the American Bar Association, and a past Co-Chair of our National Mining Litigation Group. He is the co-author of the Product Liability and Regulatory Compliance Chapters of our Retail and Consumer Products guides to doing business in Canada; a contributing author of *Defending Class Actions: A Guide for Defendants*; and a contributing author of the Class Actions Chapter of the ABA's Business and Corporate Litigation Committee's Annual Review.

Chris' commercial litigation practice includes assisting clients with a variety of litigation and regulatory issues, including product liability claims, class proceedings, product recalls, commercial contract disputes, and insurance coverage disputes on behalf of policy holders. His clients include food and consumer products companies, national and international retailers, automakers, mining companies, constructions companies, and consulting firms.

Chris also has extensive experience assisting clients with professional liability claims. Chris acts for physicians on behalf of the Canadian Medical Protective Association. He also acts for professional accounting and consulting firms. Chris defends professionals at civil trials and appeals, and administrative proceedings.

Chris received his BA (Hons.) from the University of Toronto in 1997, and his LLB from the University of Western Ontario in 2000.

REPRESENTATIVE CASES – COMMERCIAL

- *Carillion v. City of Toronto et al.* – Counsel for plaintiff in complex dispute involving 44 legal actions related to a \$170 million claim against the City of Toronto and its consultant arising from the Union Station revitalization

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project.

- *Alzu et al. v. Smucker Foods of Canada Corp. et al.* – Counsel for defendant in putative national product liability class action seeking \$25 million for alleged *E. coli* contamination of flour. Counsel for defendant regarding related Health Canada regulatory proceeding, national product recall, and commercial contract, indemnification and insurance disputes.
- *Central Sun Mining Inc. v. Vector Engineering Inc.* – Trial counsel to successful plaintiff mining company in action against various engineering firms for damages arising from the cessation of operations following a landslide at a gold mine in Costa Rica. Successful opposition to defence motions to stay or dismiss action on jurisdictional grounds, and to bifurcate and direct early adjudication of successor liability issue. Successful motion requiring the defendant's corporate representative to re-attend for continued examination, and awarding substantial indemnity costs as a result of the defendant's "reprehensible misconduct" in the litigation.
- *CGI Information Systems and Management Consultants Inc. v. eHealth Ontario* – Counsel for successful IT company in multi-million dollar, high profile contract dispute.
- *Inforica Inc. v. CGI Information Systems and Management Consultants Inc.* – Counsel to defendant in \$14.4 million arbitration claim for breach of contract. Successful motion for security for costs in the amount of \$750,000. Successful appeal to Court of Appeal confirming arbitrator's order for security for costs. Leading Court of Appeal decision regarding the primacy of arbitration and jurisdiction of the Court to review arbitral awards.
- *Johnson et al. v. BMW of North America, BMW Canada Inc. et al.* – Counsel for defendant automakers in putative national product liability class action seeking \$120 million for alleged product defect, Competition Act and conspiracy claims regarding the use of "defeat devices" in high performance automobiles.
- *Lilleyman v. Starkist Company et al.* – Counsel for defendant in putative national price fixing class action seeking \$275 million for alleged conspiracy and breach of the Competition Act.
- *Incorporated Broadcasters Limited et al. v. CanWest Global Communications Corp. et al.* – Successful summary judgment motion dismissing plaintiffs' claim for breach of fiduciary duty, and plaintiffs' oppression claim against a director and officer of the corporate defendants.
- *Celanese Canada Inc. v. Canadian National Railway Co.* – Trial and appellate counsel for plaintiff in successful claim for property damage and business interruption loss arising from negligence in relation to the

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siding of rail cars.

- **Smith v. National Money Mart Company** – Counsel to defendants in class actions commenced in multiple provinces for damages allegedly arising from fees charged in connection with “pay-day loans”. Trial counsel during one of Canada’s first common law common issues trials. Successful settlement of claims and implementation and administration of settlements in Ontario, British Columbia, Newfoundland and Labrador, Nova Scotia and New Brunswick.
- **Banerjee v. Shire Biochem Inc. et al.** – Counsel for defendant in product liability class action against manufacturer and distributor of Parkinson’s drug Permax.
- **McCann v. CP Ships** – Counsel for defendant in cross-border securities class action. Successful opposition to plaintiff’s motion to assert jurisdiction over non-resident/non-U.S. claims of Canadian class members.

REPRESENTATIVE CASES – PROFESSIONAL NEGLIGENCE

- **Salter v. Hirst** – Trial and appellate counsel for defendant physician in multi-million dollar claim for damages related to medical complications arising from aortic dissection. Successful defence of all allegations following long jury trial. Successful defence of trial decision at Court of Appeal. Leading decision regarding jurisdiction of trial judge to overturn jury verdict.
- **Hirschberg v. Doherty et al.** – Counsel for defendant physicians in medical malpractice claim for damages allegedly arising from the use of Dexamethasone. Successful motion for summary judgment dismissing all allegations, and defence of dismissal at Court of Appeal.
- **Salisbury v. Kraft** – Counsel for defendant physician in medical malpractice claim for damages allegedly arising from strabismus repair surgery. Successful motion for summary judgment dismissing all allegations.
- **Achneepineskum v. Laine** – Trial and appellate counsel for defendant physician in multi-million dollar claim for damages related to medical complications arising from in utero hypoxic-ischemic event. Successful defence of all allegations following long trial. Successful defence of trial decision at Court of Appeal.
- **Whiteman v. Iamkhong et al.** – Counsel for defendant physician in multi-million dollar claim for damages related to HIV infection. Successful defence of all allegations following three day summary judgment motion. Leading decision regarding duty of care owed by physician to third parties. Successful defence of summary judgment decision at Court of Appeal.

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- *Surujdeo v. Melady et al.* – Counsel for defendants at trial and in Court of Appeal decision confirming the appropriate form of causation question to be put to a jury in a negligence action, and the jurisdiction of a trial judge to poll a jury in a civil action.
- *Rose v. Pettie et al.* – Counsel to defendant physician/medical director in class action alleging negligent supervision in relation to outbreak of mycobacterium abscessus. Successful defence and settlement of action without payment on behalf of client.
- *Castle et al. v. Dawson* – Trial counsel for defendant physician in claim for damages related to HIV infection. Successful defence of all allegations at trial.
- *Ryabikhina et al. v. Leong et al.* – Successful defence at Court of Appeal of summary judgment motions dismissing negligence claims against defendant physicians. Successful application declaring plaintiffs vexatious litigants and prohibiting plaintiffs from commencing or continuing further litigation without leave of the Court.
- *Ramnanan v. Drake* – Counsel for defendant physicians in multi-million dollar claim for damages related to medical complications arising from pediatric neuro-surgery. Successful motion for summary judgment dismissing all allegations.

Awards & Rankings

The Canadian Legal Lexpert Directory

Repeatedly Recommended: Medical Negligence - Represents Defendants

Best Lawyers in Canada

Leading lawyer in the area of Medical Negligence

Acritas Stars - 2019

"Stand-Out Lawyer"

Christopher Hubbard

Partner

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Recent Experience

- **National Money Mart settles class action lawsuits**
December 31, 2017

Recent Insights

- **Defending Class Actions in Canada: A Guide for Defendants, 5th Edition, Available Now**
February 10, 2020
- **McCarthy Tétrault releases its ninth edition of Mining in the Courts**
March 06, 2019
- **Mining in the Courts Vol IX – March 2019**
March 01, 2019
- **McCarthy Tétrault's eighth edition of Mining in the Courts is now available**
March 06, 2018

Events

- **5th Edition Defending Class Actions in Canada Book Launch**
February 07, 2020

Shachi Kurl

Guest Speaker Profile

Angus Reid Institute

Executive Director

As Executive Director of the Angus Reid Institute, Shachi Kurl can be found offering analysis on CBC's "At Issue," Canada's most-watched political panel, in the Wall Street Journal, the New York times, the Globe and Mail, and on the editorial pages of the Ottawa Citizen, among other places.

At the Institute—Canada's non-profit foundation committed to independent research —she works with public opinion data to further public knowledge and enhance the national understanding of issues that matter to Canada and the world. She spent the first part of her career as political reporter and holds a degree in Journalism and Political Science from Carleton University.

Kurl is a recipient of the prestigious Jack Webster Award for Best TV Reporting. Along with former Australian and UK Prime Ministers Julia Gillard and Margaret Thatcher, she is an Alumnus of the US State Department's International Visitor Leadership Program. Her expertise has been sought by policymakers who have invited her to testify before parliamentary committees at the House of Commons.



Miranda Lam

Partner

Vancouver

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Bar Admission

British Columbia 2004

Law School

University of British Columbia

Practices

Disputes
Class Actions
Corporate Commercial Litigation
Securities Litigation
White Collar Defence and
Investigations
Alternative Dispute Resolution

Industries

Global Metals & Mining
Retail & Consumer Markets
Retail
Insurance & Reinsurance
Life Sciences
Technology

US and International Markets

China
US Markets
Japan

With a range of successes across sectors that shape the economy, Miranda's impeccable instincts for advocacy change outcomes.

Miranda resolves complex disputes and is a highly regarded trusted business advisor to private and public enterprises. A partner in our Litigation Group, she is also the retail sector lead in the firm's national Retail and Consumer Markets Group, and a core member of our Mining Litigation, Technology, and Financial Services Groups. A skilled litigator, she is recognized for her strategic thinking and business-oriented problem-solving approach to all disputes. Miranda is also the chair of the firm's national gender action group, as part of our Inclusion Now priority.

Practical and pragmatic

Across industries, Miranda combines her business acumen with finely honed advocacy experience to achieve courtroom success for our clients. She has appeared as counsel in the Supreme Court of Canada as well as the superior and appeal courts of British Columbia and Ontario, and the Yukon Supreme Court. She has also represented clients in various commercial arbitration proceedings and class action proceedings.

Miranda immersed herself in, and absorbed immense amounts of information about, our business, operations and people. She then used that insight to help us design and execute on an extremely effective, and ultimately very successful, litigation strategy.

— GC OF A CANADIAN TECHNOLOGY COMPANY

Miranda's practice focuses on contractual claims, economic torts, securities litigation, shareholder remedies, corporate governance, internal investigations, as well as internet and e-commerce issues and defamation. Miranda also has extensive experience working with family businesses, and regularly advises retailers and consumer-facing businesses on consumer protection and related issues. Miranda looks at problems holistically, creating custom teams within the firm to address not only the dispute and but also, where possible, the underlying issues. Some of her recent notable work includes:

- successfully enforcing a shareholder buy-out of a multi-million dollar enterprise and defeating claims of tortious interference in a multi-party arbitration;
- successfully defending Silvercorp Metals through to the Ontario Court of Appeal in a proposed securities class action arising out of the losses

Miranda Lam

Partner

Vancouver

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allegedly sustained by shareholders following the posting of an anonymous blog by a short seller about the Company, establishing an important precedent in this area;

- representing various companies, issuers, shareholders and directors in a variety of shareholder proceedings, including dissent proceedings, plans of arrangement, and oppression;
- successfully resolving a claim for breach of confidence and misappropriation of trade secrets between leading pharmaceutical companies and their former employees;
- successfully intervening before the BC Court of Appeal and in the Supreme Court of Canada on behalf of the music industry and other rights holders in *Google v. Equustek*, the world's first case ordering a search engine to de-index certain websites selling counterfeit products from its search results globally;
- obtaining injunctive relief against the perpetrator of major disruption to one of the world's largest online streaming platforms;
- concluding an internal investigation involving director misconduct and assisting in improving board effectiveness for a major organization; and
- advising several major retailers on a variety of strategic and operational issues, ranging from consumer protection to loss prevention.

Miranda is recognized as a Leading Lawyer in the area of General Commercial Litigation in independent publications such as *Chambers Canada*, *The Best Lawyers in Canada*, and *Benchmark Canada: The Definitive Guide to Canada's Leading Litigation Firms & Attorneys*. She is also ranked in *Chambers Canada* as a noted practitioner in retail. In 2019, market research firm Acritas identified Miranda as a "Stand-out Lawyer". In 2018, she was named to *Vancouver Magazine's* Power 50 List of the City's Most Influential People. She has been identified as a Leading Lawyer under 40 by *Lexpert* (2017), "Best 40 Under 40" Lawyer by the National Asian Pacific American Bar Association (2015), and the recipient of the Association of Women in Finance 2014 PEAK Women in Finance "Rising Star" Award. In 2013, she was recognized as one of *Business in Vancouver's* "Forty Under 40".

Miranda is a frequent speaker on shareholder disputes, investigations, securities class action issues, and dispute resolution processes, as well as diversity and inclusion. She has served as faculty for the Continuing Legal Education Society of British Columbia, The Directors' College and for The Advocates Society, and as an adjunct professor on corporate law topics at the University of British Columbia Allard School of Law.

Miranda obtained her LLB from the University of British Columbia in 2002, and served as a judicial law clerk for five justices of the British

Miranda Lam

Partner

Vancouver

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Columbia Supreme Court following graduation. On graduation, Miranda received the Honourable Ray Herbert Award as the All-round Graduating Student and the Alumni Association Achievement Award as Outstanding Student of the Year. In 2007, she received the University of British Columbia's Faculty of Law's Outstanding Young Alumna Award, and in 2001, she was named YWCA Young Woman of Distinction.

Outside of the courtroom, Miranda is the Chair of the Board of Directors at the Vancouver Foundation, the largest community foundation in Canada.

Awards & Rankings

Chambers Canada

Leading Lawyer: Litigation - General Commercial - British Columbia

Chambers Canada

Recognized Practitioner: Retail

The Best Lawyers in Canada

Leading Lawyer - Corporate and Commercial Litigation

The Canadian Legal Lexpert Directory

Repeatedly Recommended - Litigation - Corporate Commercial

Benchmark Canada

A Litigation Star (British Columbia) - General Commercial Litigation

Acritas Stars - 2019

"Stand-out lawyer"

Vancouver Magazine's Power 50 - 2018

Annual Ranking of the City's Most Influential People

Lexpert - 2017

"Leading Lawyers Under 40" Award - 2017

The National Asian Pacific American Bar Association - 2015

"Best Lawyers Under 40" Award

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Association of Women in Finance - 2014

PEAK Women in Finance "Rising Star" Award

Business in Vancouver - 2013

"Forty Under 40" Award

The Legal 500 - Canada

Next Generation Lawyer: Dispute resolution

Recent Experience

- **Nestlé closes perpetual global license deal with Starbucks**
August 28, 2018
- **SCC confirms that Internet intermediaries can be ordered to deindex illegal sites worldwide: Google Inc. v. Equustek Solutions Inc., 2017 SCC 34**
June 28, 2017
- **Cortland Partners, LLC to acquire Pure Multi-Family REIT LP for US\$1.2B**
- **CM (Canada) Asset Management completes sale of Grouse Mountain Resort to Northland Properties**

Miranda Lam

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Recent Insights

- **Five Tips for Compliance with New Privacy Consent Guidelines**
October 25, 2018
- **Targeting the “Middle-Man”: Intermediaries Face \$250,000 in Penalties for Aiding “Malvertising” under CASL**
July 13, 2018
- **“Bid At Your Own Risk”: Yukon Court of Appeal in Mega Reporting upholds waiver of liability in government procurement process**
July 12, 2018
- **Wade-ing into the Limits on Post-Contractual Conduct: B.C. Court of Appeal Confirms Post-Contractual Conduct May Be Considered Only if Contract Contains Ambiguity**
May 31, 2018



Trevor Lawson

Partner

Toronto

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t. +1 416-601-8227

Bar Admission

Ontario 2000

Law School

Dalhousie University

Practices

Labour
Employment
Human Rights

Industries

Retail & Consumer Markets
Retail
Hospitality
Private Equity & Investments
Automotive

US and International Markets

China

Trevor Lawson is a partner in our Labour & Employment Group in Toronto.

Trevor's broad practice encompasses all aspects of labour and employment-related litigation, labour relations, corporate transactions, executive compensation and privacy. He has represented employers in proceedings before the Ontario Superior Court of Justice, Court of Appeal for Ontario, Ontario Labour Relations Board, Human Rights Tribunal of Ontario, boards of arbitration, coroner's inquests and other administrative tribunals. His clients carry on business in a wide range of sectors, including hospitality, retail, consumer goods, gaming, manufacturing, property management, banking and finance. Trevor is the Hospitality sector lead as part of the firm's National Retail and Consumer Markets group.

Trevor regularly makes presentations to employers on a wide range of employment-related subjects and is regularly interviewed and quoted as a labour and employment law expert for radio, television, newspapers and magazines.

Trevor received his BA (Hons.) in Political Science from McMaster University in 1995, and his LL.B from Dalhousie University in 1998. Trevor is a member of the Canadian Bar Association, American Bar Association and the Canadian Association of Counsel to Employers.

Awards & Rankings

The Canadian Legal Lexpert Directory

Repeatedly Recommended: Workplace Human Rights

The Legal 500 - Canada

Next Generation Lawyer: Labour and employment

Lexpert Magazine - 2011

"Rising Star" - Top Lawyers in Canada under 40

Trevor Lawson

Partner

Toronto

tlawson@mccarthy.ca

t. +1 416-601-8227

Recent Experience

- **Brookfield Infrastructure and GIC to acquire Genesee & Wyoming Inc. for US\$8.4B**
December 30, 2019
- **Novacap acquires Spectrum Health Care**
July 11, 2019
- **CCMP Capital Advisors enters into approx. US\$1B agreement to acquire BGIS**
May 31, 2019
- **Brookfield Infrastructure acquires Enercare Inc. for C\$4.3B**
October 16, 2018



Charles S. Morgan

Partner

Montréal

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Bar Admission

Québec 1998

Law School

McGill University

Practices

Mergers & Acquisitions
Intellectual Property
Outsourcing
Procurement
Cybersecurity, Privacy & Data
Management

Industries

Fintech
Technology
Communications
Clean Technology

A nationally recognized leader in technology law, Charles brings deep understanding of disruptive technologies, providing practical advice to help clients fully exploit the promise of innovative solutions while managing risk.

Charles is the co-leader of McCarthy Tétrault's Information Technology Law Group, which was selected as "Technology Law Firm of the Year" by Chamber's Canada in 2019. He is also co-leader of the firm's national Cybersecurity, Privacy and Data Protection Group and a member of the Financial Technology (Fintech) group. Charles' practice is focused on advising many of our firm's largest clients on their most complex commercial transactions involving IT outsourcing, systems integration, cloud, financial technologies, data security, data monetization, privacy, licensing, e-commerce and telecommunications.

Charles has extensive international experience. As President of the International Technology Lawyers Association (iTechLaw), he has developed a network of trusted correspondent counsel that allow him to provide seamless client service around the globe, alerting clients to new developments and helping them to manage risks worldwide.

A recognized thought-leader, Charles provides practical advice and protects clients against a broad range of risks in a manner that allows them to continue to innovate and meet the needs of their customer base. Clients say:

He has an excellent sense of tech, especially in a commercial context." He is "a great negotiator who knows everything about the market." ... "He is an exceptional lawyer.

— CHAMBERS & PARTNERS

Some of his recent experience includes:

Technology Transactions

- advising Bombardier Aerospace and Bombardier Transportation in a \$700 million global outsourcing project, involving implementation in 47 countries worldwide;
- advising a global engineering company in an outsourcing project implemented in over 20 countries worldwide;
- advising National Bank of Canada in relation to their \$150 million debt issuance (with JP Morgan), with a parallel simulation of issuance using blockchain technology;

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Partner

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- advising a participant in the \$250 million SCALE.AI supercluster initiative to bring artificial intelligence enhanced solutions to help solve complex supply chain management challenges;
- advising a leading financial institution in relation to procuring AI-powered cloud solutions from market leading global service providers, helping to mitigate the associated privacy and IT security risks;
- advising a leading Canadian financial institution in negotiating a joint venture related to a digital wallet and mobile payment solution;
- advising telecommunications regulation authorities in over 10 countries worldwide on issues such as market liberalisation for mobile telephony, universal service and net neutrality;
- advising a leading national retailer in relation to the development of a new, AI-enhanced, integrated e-commerce platform, warehousing (automated pick and pack) and logistics platform to serve third-party retailers;
- representing a financial institution during the negotiation of a fibre network build and telecommunications services outsourcing agreement;
- assisting a leading digital and print media company negotiate an IT outsourcing agreement;
- assisting Salesforce with their \$326 million acquisition of Radian6, a social media monitoring company;
- negotiating an offshore call centre outsourcing agreement with a leading Québec-based broadcasting and telecommunications company on behalf of an Egypt-based service-provider; and
- assisting Desjardins in relation to their acquisition of the State Farm Canada insurance business.

Cybersecurity, Privacy and Data Governance

- assisting a retail innovation foundry with the implementation of privacy by design principles in relation to a consumer behavioural analysis project involving anonymous video analytics (AVA);
- assisting a multinational railway company in relation to data governance, IT security for critical infrastructure, risk disclosures re positive train control (PTC), drone and satellite regulation;
- advising a leading Canadian financial institution on data monetisation strategy;
- advising a leading Canadian insurance company on big data, artificial intelligence and recent developments on insurtech regulation;

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- advising a rapid growth fintech start-ups regarding constraints on the use of personal information, including the management of risks related to screen-scraping and the use of APIs;
- assisting a multinational retailer implement a novel program to facilitate direct communication between sales representatives and customers via social media;
- assisting over 30 companies with their CASL (anti-spam law) compliance efforts, including constitutional and substantive defence of CompuFinder (currently before the Federal Court of Appeal), the first Canadian company to receive a notice of violation under CASL; and
- assisting over a dozen Canadian companies assess the applicability of GDPR to their business operations and implement compliance programs.
- advising clients on implementation of cyber-security response readiness policies and procedures;
- negotiating dozens of IT security and data processing agreements to protect client data while hosted or processed (including in the context of complex cloud hosting or service agreements);
- assisting a financial institution with managing a major data privacy breach incident;
- assisting a leading telecommunications company respond to a privacy breach incident;
- assisting a leading North American retailer with managing a major cyber breach incident; and
- assisting a broad range of clients (online travel services company, automobile purchase finance company, retailers) with breach notification efforts.

Charles is a regular conference speaker regarding novel and innovative marketplace trends, tying recent developments in the law and his direct experience navigating these issues to provide practical insights to clients and conference participants. He has recently been an invited speaker at technology law industry conferences in Hong Kong, Stockholm, Austin and Bangalore. He has also co-authored several books including *Information Technology Law — E-mail* (LexisNexis Canada, 2008), *Halsbury's Laws of Canada — Communications* (LexisNexis Canada, reissue 2019) and *Responsible AI: A Global Policy Framework* (ITechLaw, 2019).

Charles is currently President of the International Technology Lawyers Association (iTechLaw). Charles is a member of the Quebec Autorité des marchés financiers's Technological Innovation Advisory Committee. He is also the President of board of directors of the contemporary dance company RUBBERBAND. Charles received his BCL/LLB in 1997 from

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McGill University and was admitted to the Québec Bar in 1998.

Awards & Rankings

Chambers Global

Leading Lawyer: Technology - Canada

Chambers Canada

Leading Lawyer: Information Technology

The Canadian Legal Lexpert Directory

Leading Lawyer: Computer & IT law, Telecommunications and Technology Transactions

The Legal 500 - Canada

Recommended: Technology

Who's Who Legal Canada

Leading Lawyer: Telecommunication, Media and Technology

Who's Who Legal: Thought Leaders Global Elite

Data

Best Lawyers in Canada - 2014, 2018 and 2020

"Lawyer of the Year" in the area of Information Technology Law (Montréal)

Best Lawyers in Canada

Leading lawyer in the areas of Technology and Information Technology Law

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Recent Experience

- **Le Groupe Maurice to partner with Ventas through sale of 85% interest in its Canadian senior housing portfolio**
July 03, 2019
- **National Bank of Canada completes US\$150M Debt Issuance and Blockchain Test in the US Financial Markets**
April 20, 2018
- **Bombardier signs C\$700M agreement with IBM to accelerate IT Business Transformation**
May 10, 2017

Recent Insights

- **Introducing TechLex – your resource for technology law news from McCarthy Tétrault**
October 17, 2019
- **Onward and Upward: GDPR a year later**
July 15, 2019
- **Record Your Breaches: Prepare for Breach Record Inspections from Federal Privacy Commissioner**
June 19, 2019
- **All Breaches Must Be Recorded: Prepare for Breach Record Inspections from Federal Privacy Commissioner**
June 19, 2019

Events

- **Technology Law Innovation**
December 11, 2018
- **8th Annual Technology Summit**
December 06, 2018
- **AI 2.0 – Mapping the Opportunities and Risks with AI Integration**
December 06, 2018
- **The Application of GDPR to Canadian businesses: Are you ready?**
April 24, 2018



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Admission au barreau

Québec 1998

Faculté de droit

McGill University

Secteurs de pratique

Fusions et acquisitions
Propriété intellectuelle
Impartition
Marchés publics
Cybersécurité, confidentialité et
gestion des données

Expertise sectorielle

Technologie financière
Technologie
Communications
Technologie propre

Leader en droit des technologies reconnu à l'échelle nationale, Charles utilise ses connaissances étendues des technologies perturbatrices au profit des clients. Le résultat? Des conseils pratiques qui leur permettent d'exploiter pleinement le potentiel des solutions innovantes et de gérer les risques.

Charles Morgan est coleader du groupe du droit des technologies de l'information de McCarthy Tétrault, qui a été désigné « cabinet d'avocats de l'année en technologie » par Chambers Canada en 2019. Il est également coleader du groupe national Cybersécurité, confidentialité et gestion des données du cabinet et membre du groupe Technologie financière (Fintech). Sa pratique est axée sur l'offre de services-conseils à de nombreux clients importants de notre cabinet dans le cadre de leurs opérations commerciales les plus complexes comportant un volet sur l'impartition des TI, l'intégration des systèmes, l'infonuagique, les technologies financières, la sécurité des données, la monétisation des données, la protection des renseignements personnels, les licences, le commerce électronique ou les télécommunications.

Charles possède une vaste expérience internationale. En tant que président de l'International Technology Lawyers Association (iTechLaw), il s'est entouré d'un réseau de conseillers juridiques de confiance pour fournir un service à la clientèle sans faille partout dans le monde, en informant les clients des nouveaux développements et en les aidant à gérer leurs risques à l'échelle mondiale.

Leader influent reconnu, Charles fournit des conseils pratiques aux clients et les protège contre une large gamme de risques de manière à leur permettre de continuer à innover et de répondre aux besoins de leur propre clientèle. Ce que disent nos clients :

Il a un excellent sens de la technologie, surtout dans un contexte commercial. » Charles est un grand négociateur qui connaît tout sur le marché »... « Il est un avocat exceptionnel

— CHAMBERS & PARTNERS

Voici certains de ses mandats récents :

Opérations – Technologie

- Conseiller juridique de Bombardier Aéronautique et Bombardier Transport dans le cadre d'un projet d'impartition de 700 millions de dollars mis en place dans 47 pays;

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- Conseiller juridique d'une société d'ingénierie mondiale dans le cadre d'un projet d'impartition mis en place dans plus de 20 pays;
- Conseiller juridique de la Banque Nationale du Canada dans le cadre d'une émission de titres d'emprunt de 150 millions de dollars (avec JP Morgan), accompagnée d'une simulation parallèle de l'émission utilisant la technologie de la chaîne de blocs;
- Conseiller juridique d'un participant à l'initiative de supergrappe SCALE.AI de 250 millions de dollars visant à utiliser des solutions avancées d'intelligence artificielle pour résoudre des défis complexes de gestion de la chaîne d'approvisionnement;
- Conseiller juridique d'une institution financière phare dans le cadre de son acquisition de solutions en nuage utilisant l'IA auprès de fournisseurs de services chefs de file à l'échelle mondiale, en veillant à réduire les risques connexes liés à la protection des renseignements personnels et à la sécurité des TI;
- Conseiller juridique d'une importante institution financière canadienne dans le cadre de la négociation d'une coentreprise relativement à une solution de porte-monnaie électronique et de paiement mobile;
- Conseiller juridique auprès des autorités de réglementation des télécommunications dans plus de dix pays sur des questions comme la libéralisation du marché pour la téléphonie mobile, le service universel et la neutralité d'Internet;
- Conseiller juridique d'un détaillant national de premier plan dans le cadre de la création d'une plateforme de commerce électronique intégrée assistée par l'IA et d'une plateforme d'entrepôt (prélèvement et emballage automatisés) et de logistique afin de servir des détaillants tiers;
- Représentant d'une institution financière dans le cadre de la négociation d'une convention d'impartition visant la construction d'un réseau optique et la prestation de services de télécommunications par fibre;
- Conseiller d'une entreprise de premier plan des médias numériques et imprimés dans le cadre de la négociation d'une convention d'impartition des technologies de l'information;
- Conseiller de Salesforce dans le cadre de l'acquisition de l'entreprise de surveillance de médias sociaux Radian6 pour 326 millions de dollars;
- Négociation, pour le compte d'un fournisseur de services situé en Égypte, d'une entente d'impartition extraterritoriale d'un centre d'appels avec une importante entreprise de télécommunications et de diffusion dont le siège social est situé au Québec;
- Conseiller du Mouvement Desjardins relativement à son acquisition des

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activités d'assurance de State Farm Canada.

Cybersécurité, confidentialité et gestion des données

- Conseiller d'une structure d'innovation spécialisée dans le commerce de détail dans le cadre de la mise en œuvre des principes de la « protection des données dès la conception » pour un projet d'analyse comportementale des consommateurs notamment au moyen de l'analyse de vidéos anonymes;
- Conseiller d'une société de chemin de fer multinationale sur les enjeux suivants : gouvernance des données, sécurité des TI pour les infrastructures essentielles, communication d'informations sur les risques concernant la commande intégrale des trains (CIT), les drones et les satellites;
- Conseiller juridique d'une importante institution financière canadienne pour sa stratégie de monétisation des données;
- Conseiller juridique d'une importante société d'assurance canadienne sur les données massives, l'intelligence artificielle et les récents développements de la réglementation des entreprises technologiques exerçant dans le domaine de l'assurance (insurtech);
- Conseiller juridique d'une jeune société financière technologique (fintech) à croissance rapide concernant les contraintes en matière d'utilisation des informations personnelles, y compris la gestion des risques liés aux captures de données d'écran et à l'utilisation des API;
- Conseiller d'un détaillant multinational dans la mise en place d'un nouveau programme afin de faciliter les communications directes entre les représentants et les clients grâce aux médias sociaux;
- Conseiller de plus de 30 entreprises dans le cadre de leurs initiatives de conformité à la LCAP (loi canadienne anti-pourriel), y compris la défense sur le fond, avec contestation constitutionnelle, de CompuFinder (cause actuellement devant la Cour d'appel fédérale), première entreprise canadienne à avoir reçu un procès-verbal de violation en vertu de la LCAP;
- Conseiller de plus d'une dizaine de sociétés canadiennes pour l'évaluation de l'applicabilité du RGPD à leurs activités et la mise en place de programmes de conformité.
- Conseiller juridique de clients pour la mise en œuvre de politiques et de procédures d'intervention et de réaction en cas d'incident de cybersécurité;
- Négociation d'une dizaine d'ententes relatives à la sécurité des TI et au traitement des données pour protéger les informations des clients qui sont hébergées ou traitées (notamment dans le contexte d'ententes de

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services ou d'hébergement en nuage complexes);

- Conseiller d'une institution financière pour aider cette dernière à gérer un incident majeur concernant la violation de la confidentialité des données;
- Conseiller d'une entreprise de télécommunications chef de file pour résoudre un incident d'atteinte à la vie privée;
- Conseiller d'un détaillant nord-américain de premier plan dans le cadre de la gestion d'un incident de cybersécurité majeur;
- Conseiller de clients diversifiés (entreprise de services de voyage en ligne, entreprise de financement d'achat d'automobiles, détaillants) concernant les déclarations d'atteinte à la sécurité.

Charles donne régulièrement des conférences sur les dernières tendances et les innovations du marché. Il associe les derniers développements du droit et son expérience directe des enjeux technologiques afin de donner des conseils pratiques autant aux clients qu'aux participants à ses conférences. Il a récemment été conférencier à des événements de l'industrie portant sur le droit des technologies à Hong Kong, Stockholm, Austin et Bangalore. Il est également coauteur de plusieurs ouvrages, dont *Information Technology Law — E-mail* (LexisNexis Canada, 2008), *Halsbury's Laws of Canada — Communications* (LexisNexis Canada, réédition de 2019) et *Responsible AI: A Global Policy Framework* (ITechLaw, 2019).

Charles est président de l'International Technology Lawyers Association (iTechLaw) et membre du Comité consultatif sur l'innovation technologique de l'Autorité des marchés financiers (Québec). Il est aussi président du conseil d'administration de la compagnie de danse contemporaine RUBBERBAND. Il a obtenu son B.C.L./LL. B. de l'Université McGill en 1997 et été admis au Barreau du Québec en 1998.

Prix et distinctions

Chambers Global

Leading Lawyer: Technology - Canada

Chambers Canada

Leading Lawyer: Information Technology

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The Canadian Legal Lexpert Directory

Leading Lawyer: Computer & IT law, Telecommunications and Technology Transactions

The Legal 500 - Canada

Recommended: Technology

Who's Who Legal Canada

Leading Lawyer: Telecommunication, Media and Technology

Who's Who Legal: Thought Leaders Global Elite

Data

Best Lawyers in Canada - 2014, 2018 and 2020

"Lawyer of the Year" in the area of Information Technology Law (Montréal)

Best Lawyers in Canada

Leading lawyer in the areas of Technology and Information Technology Law

Mandats récents

- **Le Groupe Maurice établira un partenariat avec Ventas par la vente d'une participation de 85 % dans son portefeuille canadien de résidences pour personnes âgées**
03 juillet 2019
- **La Banque Nationale du Canada teste la technologie des chaînes de blocs dans le cadre d'une émission de titres de dette d'une valeur de 150 M\$ US destinée aux marchés financiers des États-Unis**
20 avril 2018
- **Bombardier signe une entente de 700 M\$ CA avec IBM pour accélérer la transformation de son organisation de technologies de l'information**
10 mai 2017

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Publications récentes

- **TechLex de McCarthy Tétrault : source incontournable pour les nouvelles en droit de la technologie au Canada**
17 octobre 2019
- **Boîte à outils antipourriel**
21 mars 2018
- **Initiatives des Autorités canadiennes en valeurs mobilières sur les Fintech : bac à sable réglementaire et coopération**
02 mars 2017
- **Parliamentary Committee Recommends Substantial Revisions to PIPEDA – Part 3 – Online Reputation / “Right to be Forgotten”**
30 mars 2018

Événements à venir

- **l’innovation en droit de la technologie**
10 décembre 2018
- **8e Sommet annuel sur le droit de la technologie**
10 décembre 2018
- **IA 2.0 – Aperçu des occasions et des risques associés à l’intégration de l’intelligence artificielle**
10 décembre 2018
- **Application du RGPD aux entreprises canadiennes : êtes-vous prêt?**
24 avril 2018

Dr. Samira Mubareka

Guest Speaker Profile

Sunnybrook Health Sciences Centre

Clinician-Scientist, Medical Microbiologist and Infections Disease Consultant

Dr. Samira Mubareka is currently a Clinician-Scientist, Medical Microbiologist and Infectious Disease consultant at Sunnybrook Health Sciences Centre in Toronto, Ontario, Canada. She is also Assistant Professor in Laboratory Medicine and Pathobiology at the University of Toronto, and the Infectious Diseases Lead at the Centre for Research Expertise in Occupational Diseases. Samira has strong collaborations with colleagues in aerobiology, fluid dynamics, chemical engineering, public and animal health and veterinary sciences.

Samira completed her MD at Dalhousie University in 1999 and Internal Medicine training in 2002 at McGill University in Canada. She specialized in Infectious Diseases and Medical Microbiology at the University of Manitoba (2005). She went on to a research fellowship at the Mount Sinai School of Medicine, New York City, in the laboratory of Dr. Peter Palese, Department of Microbiology (2009). Samira focused on the development of a novel model for the transmission of influenza virus, developing an interest around the aerobiology of virus transmission, which remains a focus of her work.



Shauvik Shah

Associate

Toronto

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Bar Admission

Ontario 2016

Law School

University of Toronto

Industries

Technology
Insurance & Reinsurance

Practices

Securities Regulation and Investment
Products

Shauvik graduated from the University of Toronto Faculty of Law (JD '15) after attending the Queen's School of Business at Queen's University, where he specialized in accounting and finance. While studying business, Shauvik also completed a semester abroad at ESCP Europe School of Management in Paris, France.

Prior to studying law, Shauvik audited with a Big Four accounting firm. Before joining McCarthy Tétrault, Shauvik worked with the legal team of a leading wealth management firm in downtown Toronto. His previous experience working on the initial public offering (IPO) for a large Canadian CPG manufacturer contributed to his desire to practice corporate law.

During his legal studies, Shauvik served as the coordinator for the PBSC-McCarthy Tétrault Public Interest Internship, after completing the internship himself the previous year. Outside of work, Shauvik actively follows North American financial markets while managing both personal and competitive trading accounts. He enjoys snowboarding, politics and keeping up to date on current affairs.

Recent Experience

- **Bank of Montreal completes C\$1B issuance of NVCC Medium-Term Notes**
September 16, 2019
- **CCMP Capital Advisors enters into approx. US\$1B agreement to acquire BGIS**
May 31, 2019
- **Bank of Montreal closes domestic public offering of preferred shares**
April 17, 2019
- **Brookfield Infrastructure acquires Enercare Inc. for C\$4.3B**
October 16, 2018

Shauvik Shah

Associate

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Recent Insights

- **Fintech Regulatory Developments: 2019 Year in Review**
January 07, 2020
- **FINTRAC Updates Guidance on Verifying the Identity of Individuals and Other Entities**
November 22, 2019
- **SEC Issues “No-Action” Letter in Connection with the Sale of Digital Tokens by Pocketful of Quarters**
August 22, 2019
- **SEC/FINRA Joint Statement on Broker-Dealer Custody of Digital Asset Securities**
July 29, 2019



Véronique Wattiez Larose

Partner

Montréal

vwlarose@mccarthy.ca

t. +1 514-397-4249

Bar Admission

Québec 1999

Law School

Université de Montréal

Practices

Mergers & Acquisitions
Intellectual Property
Procurement

Industries

Private Equity & Investments
Franchise & Distribution
Life Sciences
Technology
Retail & Consumer Markets

US and International Markets

US Markets

With unparalleled experience and a recognized record of success, Véronique provides value-added advice for clients' most sophisticated projects and transactions.

Véronique is a partner in our Business Law Group in Montréal. Her practice focuses on mergers and acquisitions, private equity (including venture capital) and licensing matters, primarily for technology clients. She is also a Canadian Registered Trade-mark Agent and runs the firm's Trademark practice in Quebec. Clients trust her pragmatic approach and breadth of experience to successfully guide them through complex transactions.

Véronique represents clients in a wide range of industries, including biotechnology, video games and computer software, automotive, and retail. Her broad scope of industry expertise and well-honed ability to understand our clients' pain points and appetite for risk allow her to provide a seamless experience while consistently delivering results.

Véronique provides creative, workable advice on all commercial aspects of intellectual property law, including the drafting and negotiation of technology transfer agreements, intellectual property due diligence and strategic intellectual property portfolio management. Véronique was assigned to a secondment with two of the firm's biggest clients, a venture capital institutional investor and a contract manufacturing and pharmaceuticals company. She translates this experience into a deep understanding of clients' realities, which allows her to get deals done swiftly and effectively.

Some of Véronique's notable work includes:

Véronique Wattiez Larose

Partner

Montréal

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- acted for Tandem Expansion Fund in both the financing and exit from Solace Systems Inc., Acquisio Inc. and Coveo Solutions Inc.;
- acted for Barco Inc. in its acquisition of X20 Media Inc.;
- acted for LeddarTech in its \$130 million dollar financing from various strategic and institutional sources;
- acted for Audiokinetic in its sale to Sony Interactive;
- acted for Exelerence Holdings in its sale to Cologix;
- acted for various large government and financial institutions in the negotiations of material IT outsourcing projects;
- acted as Canadian counsel to Intellicentrics for its Hong Kong IPO;
- acted for Cofomo in its purchase of Emerion; and
- acted for Rayonier in its financing of Anomera;

Playing an active role in the legal community Véronique is a regular speaker at industry events, namely on comparative law issues in commercial agreements. She is a member of the Intellectual Property Institute of Canada and sits on the board of directors and ex communication of Réseau Capital and on the management committee of the Université de Montréal L.R. Wilson Chair in Information Technologies and E-Commerce Law. She is also the firm's representative for the Justicia project of the Québec Bar for the retention of women in private practice.

Véronique obtained her LLB in 1996 from the Université de Montréal and later pursued graduate studies with the Institute for Comparative Law at McGill University.

Awards & Rankings

The Canadian Legal Lexpert Directory

Leading lawyer consistently recommended in technology transactions and repeatedly recommended in biotechnology, computer & IT law and private equity

Véronique Wattiez Larose

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Recent Experience

- **Innergex and Hydro-Québec enter a Strategic Alliance and Private Placement**
February 06, 2020
- **Stradigi AI closes \$53 million Series A financing**
November 07, 2019
- **Walter Capital Partners Inc. acquires a substantial stake in Athos Services Commémoratifs Inc.**
October 28, 2019
- **Gestion MAC sells majority stake in operating businesses to Groupe BMR**
September 01, 2019

Recent Insights

- **New Canadian Trademarks Law – Avoid Government Fee Increases by Filing or Renewing Now**
June 06, 2019

Events

- **Technology Law Innovation**
December 11, 2018



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Admission au barreau

Québec 1999

Faculté de droit

Université de Montréal

Secteurs de pratique

Fusions et acquisitions

Propriété intellectuelle

Marchés publics

Expertise sectorielle

Capital d'investissement et investissements

Franchises et distribution

Sciences de la vie

Technologie

Commerce de détail et biens de consommation

Marchés américains et internationaux

Marchés américains

Forte d'une expérience inégalée et reconnue pour ses nombreuses réussites, Véronique fournit aux clients des conseils à valeur ajoutée pour leurs projets et leurs opérations les plus complexes.

Véronique est associée au sein du groupe du droit des affaires à Montréal. Sa pratique est axée sur les fusions et acquisitions, le capital d'investissement privé (incluant le capital de risque) et les questions relatives à la concession de licences, principalement pour des clients du secteur de la technologie. Également agente de marques de commerce agréée au Canada, Véronique dirige le groupe de pratique des marques de commerce du cabinet au Québec. Les clients font confiance à son approche pragmatique et à son expérience étendue pour les guider avec succès dans des opérations complexes.

Véronique représente des clients dans un large éventail de secteurs, dont la biotechnologie, les jeux vidéo et les logiciels, l'automobile et le commerce de détail. Sa vaste expertise sectorielle et sa capacité à comprendre les principales difficultés des clients et leur appétit pour le risque lui permettent de leur offrir une expérience agréable tout en obtenant des résultats de façon systématique.

Véronique fournit des conseils créatifs et pratiques sur tous les aspects commerciaux du droit de la propriété intellectuelle, notamment la rédaction et la négociation d'ententes de transfert de technologie, les contrôles préalables en propriété intellectuelle et la gestion stratégique de portefeuilles de propriété intellectuelle. Elle a été détachée dans le cadre d'une affectation provisoire auprès de deux des plus importants clients du cabinet, un investisseur institutionnel de capital de risque et une société de fabrication pharmaceutique en sous-traitance. Elle a tiré de cette expérience une compréhension approfondie de la réalité des clients, ce qui lui permet de mener à bien leurs opérations rapidement et efficacement.

Voici certains des mandats les plus importants de Véronique :

- Représentation de Tandem Fonds d'Expansion relativement au financement et à la sortie de Solace Systems Inc., d'Acquisio Inc. et de Coveo Solutions Inc.;
- Représentation de Barco Inc. dans le cadre de son acquisition de X20 Media Inc.;
- Représentation de LeddarTech dans le cadre de son financement de 130 M\$ provenant de diverses sources stratégiques et institutionnelles;
- Représentation d'Audiokinetic dans le cadre de sa vente à Sony

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Interactive;

- Représentation d'Exelerence Holdings dans le cadre de sa vente à Cologix;
- Représentation de différentes grandes institutions gouvernementales et financières relativement à la négociation d'importants projets d'impartition des TI;
- Conseillère juridique canadienne d'Intellicentrics dans le cadre de son PAPE à Hong Kong;
- Représentation de Cofomo dans le cadre de son acquisition d'Emerion;
- Représentation de Rayonier dans le cadre de son financement d'Anomera.

Véronique joue un rôle actif au sein de la communauté juridique et donne régulièrement des conférences lors d'événements sectoriels, notamment sur les questions de droit comparé concernant les ententes commerciales. En plus d'être membre de l'Institut canadien de la propriété intellectuelle, elle siège au conseil d'administration et au comité exécutif de Réseau Capital, ainsi qu'au comité de gestion de la Chaire L.R. Wilson sur le droit des technologies de l'information et du commerce électronique de l'Université de Montréal. Elle représente également le cabinet dans le cadre du projet Justicia du Barreau du Québec visant le maintien en poste des avocates en pratique privée.

Après avoir obtenu un baccalauréat en droit de l'Université de Montréal en 1996, Véronique a poursuivi des études supérieures à l'Institut de droit comparé de l'Université McGill.

Prix et distinctions

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Leading lawyer consistently recommended in technology transactions and repeatedly recommended in biotechnology, computer & IT law and private equity

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06 février 2020
- **Stradigi AI conclut une ronde de financement par actions de série A de 53 M\$**
07 novembre 2019
- **Walter Capital Partners Inc. acquiert une participation importante dans Athos Services Commémoratifs Inc.**
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- **l'innovation en droit de la technologie**
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