



Russel W. Drew

Partner

russel.drew@dlapiper.com

Toronto

T: +1 416 369 5260

F: +1 416 777 7425

Russel Drew has a corporate commercial practice focused on mergers and acquisitions, corporate finance, securities, private equity and venture capital matters, and both private and public company representation.

Russel has extensive experience advising domestic and international clients on mergers and acquisitions (including both hostile and friendly take-over bids and plans of arrangement), initial public offerings, cross-border acquisitions and divestitures and financings, high yield bond, secondary and private securities offerings, and private equity investments. He has also counselled private and public companies on securities, commercial and corporate governance matters.

Russel has represented many businesses, including investment banks, financial institutions and multi-national corporations, in a broad spectrum of industries including mining, oil and gas, gaming, entertainment, energy, telecommunications, technology, real estate, advertising, transportation, financial services, professional services, real estate and pharmaceuticals. Russel has advised clients on some of the largest and most complex transactions in Canada over the past several years, and he takes pride in providing accurate and timely legal advice that is tempered by strategic thinking and business acumen.

Russel is currently an adjunct professor at the University of Western Ontario Law School where since 2010 he has taught "The Art of the Deal," a course focused on the negotiation of complex private and public mergers and acquisitions.

Russel has prior experience in regulatory proceedings and negotiations with regulatory authorities and has been seconded to the Ontario Securities Commission Enforcement Branch.

LANGUAGES SPOKEN

- English

- Corporate
- Securities and Corporate Finance
- Capital Markets
- Private Equity
- Mergers and Acquisitions

- Financial Services
- Energy and Natural Resources
- Life Sciences
- Media, Sport and Entertainment
- Mining
- Real Estate
- Technology

English

- Acted for Société BIC (BB:PA) in connection with its acquisition of inkbox ink incorporated, a Canadian-based company producing the

leading global brand of semi-permanent tattoos.

- Acted for The Coca-Cola Company (NYSE: KO) as M&A counsel in the sale of its Canadian bottling and distribution subsidiary (ranked among the top 10 “Deals of the Year” in Canada by Lexpert magazine in 2018).
- Acted for Arlington Capital Partners in its acquisition of Ontario-based Everest Clinical Research Inc.
- Represented Aphria Inc. (TSX: APHA and NASDAQ: APHA) in its \$5 billion reverse takeover of Tilray, Inc. (NASDAQ: TLRY).
- Advised Canadian independent bandwidth infrastructure provider Beanfield Technologies in its acquisition by Digital Colony Capital, Inc.
- Acted for Jerry Jones, owner of the Dallas Cowboys, in connection with his sale of Complexity Gaming to GameSquare Esports (CSE: GSQ).
- Acted for Udata Partners in connection with its investment in Altus Assessments (“Altus”), a Toronto, Ontario-based applicant evaluation and student tracking platform for higher education.
- Represented Qualcomm Technologies, Inc., a subsidiary of Qualcomm Incorporated, in its US \$1.4 billion acquisition of NUVIA.
- Acted for Exelon Corporation (NASDAQ: EXC) in the sale of Steer, one of the fastest-growing specialized electric vehicle subscription businesses (according to proprietary research), to Facedrive Inc. (TSXV: FD).
- Acted for Assured Automotive Inc. in connection with its sale to Boyd Group Income Fund for total proceeds for approximately \$193.6 million, subject to closing and post-closing adjustments.
- Represented Acreage Holdings, Inc. (CSE: ACRG.U) in its USD\$3.4 billion arrangement with Canopy Growth.
- Acted for Charlotte's Web Holdings, Inc. (TSX:CWEB, OTCQX:CWBHF) in its acquisition of Abacus Health Products, Inc. (CSE:ABCS) by way of an arrangement.
- Acted for Pack4u in connection with its acquisition of Catalyst Healthcare.
- Acted for Wild Rose Brewery in connection with its sale to Sleeman.
- Represented Difference Capital Financial Inc. (TSX: DCF) in its \$110 Million business combination with Mogo Finance Technology Inc. (TSX: MOGO, NASDAQ: MOGO) by plan of arrangement.
- Acting for Trulieve Cannabis Corp. (CSE: TRUL) (OTC: TCNNF) in its proposed US\$2.1 billion acquisition of Harvest Health & Recreation Inc. (CSE: HARV, OTCQX: HRVSF).
- Acted for Freshii Inc. (TSX: FRII) in connection with its creation of a dual-class share structure, \$144 million initial public offering and TSX listing..
- Acted for MTY Foods (TSX:MTY) in its acquisition of Kahala Brands, the operator of 18 restaurant brands in 27 countries with approximately 2,800 locations, for approximately US\$310 million, including US\$240 million cash and the issuance of 2,253,930 shares of MTY.
- Acted for Maxwell Technologies, Inc. (NASDAQ: MXWL) in connection with its acquisition of substantially all of the assets and operations of Nesscap Energy Inc. (TSX VENTURE: NCE) by way of a court approved plan of arrangement.
- Acted for Tamaka Gold Corporation in connection with its acquisition by First Mining Finance Corp. (TSX VENTURE: FF) in exchange for the issuance of approximately 92.5 million shares of First Mining Finance.
- Acted for Bonnier Media Group in connection with its sale of Sago Sago Toys Inc. (Sago Mini), Toca Boca AB and Toca Boca Inc. from the Bonnier Group for an undisclosed price.

CREDENTIALS

Admissions

- Ontario, 2009

Recognitions

- *Chambers Canada* (Corporate/Commercial - Ontario), 2022
- Lexpert Rising Stars: Leading Lawyers Under 40 in Canada, 2019
- *Canadian Legal Lexpert® Directory* (Corporate Mid-Market), 2021-2022

- *Canadian Legal Lexpert® Directory* (Mergers and Acquisitions), Lawyers to Watch, 2019-2020

Education

- LL.B., University of Western Ontario, 2008
- B.A. (Hons.), Dean's honours list, York University, 2004

Memberships

- Member, Law Society of Ontario
- Member, Canadian Bar Association
- Member, Ontario Bar Association

INSIGHTS

Publications

Canadian Securities Administrators provide new guidance on cryptocurrency offerings and approve exemptive relief for Canadian ICO

1 SEP 2017

On August 24, 2017, Staff of the Canadian Securities Administrators (the "CSA") released CSA Staff Notice 46-307 - *Cryptocurrency Offerings* ("Staff Notice 46-307"). Staff Notice 46-307 follows the report of the Securities Exchange Commission in the United States regarding tokens as securities.

NEWS

DLA Piper advises Société BIC SA on its acquisition of inkbox ink incorporated, making BIC a leader in the "do-it-yourself" skin creative industry

March 15, 2022

On February 1, 2022, Société Bic SA, a world leader in stationery, lighters and shavers, announced the completion of its acquisition of inkbox ink incorporated, a top of the market brand of high quality semi-permanent tatoos.

DLA Piper Canada lawyers recognized in 2022 *Canadian Legal Lexpert Directory*

March 4, 2022

DLA Piper (Canada) LLP is pleased to announce our lawyers have been ranked as leading practitioners in the 2022 edition of the *Canadian Legal Lexpert Directory*.

DLA Piper Canada recommended in 2022 edition of *Chambers Canada*

10 September 2021

DLA Piper (Canada) LLP and its lawyers have been recognized across 15 practice areas in the 2022 edition of *Chambers Canada*.

DLA Piper Canada acting for Trulieve in US\$2.1 billion acquisition of Harvest Health & Recreation

11 May 2021

On May 10, 2021 Trulieve Cannabis Corp. and Harvest Health & Recreation Inc. announced they have entered into a definitive arrangement agreement pursuant to which Trulieve will acquire all of the issued and outstanding shares of Harvest in an all-stock transaction valued at approximately \$2.1 billion.

DLA Piper represented Aphria in its US\$8.2 billion business combination with Tilray

11 May 2021

DLA Piper represented Aphria Inc. in its recently completed reverse takeover of Tilray, Inc. The combination of Aphria and Tilray brings together two highly complementary businesses to create the leading cannabis-focused CPG company with the largest global geographic footprint in the industry.

DLA Piper Canada advises Ascend Wellness Holdings in its US\$92 million initial public offering

7 May 2021

DLA Piper Canada represented Ascend Wellness Holdings, Inc. in its recent cross-border initial public offering of 11,500,000 shares of its Class A common stock at a price per share of US\$8.00 for total gross proceeds of US\$92,000,000, including the exercise, in full, of the over-allotment option. The shares commenced trading on May 4, 2021 on the Canadian Securities Exchange under the ticker symbol "AAWH.U".

DLA Piper Canada has strong showing in 2021 *Canadian Legal Lexpert Directory*

22 April 2021

DLA Piper (Canada) LLP has increased their rankings in the Canadian Legal Lexpert Directory for the third consecutive year.

DLA Piper advises Arlington Capital Partners in majority investment in Everest Clinical Research Corporation

21 December 2020

DLA Piper represented Washington, DC-based private equity firm Arlington Capital Partners in its investment in Everest Clinical Research Corporation, a leading contract research organization providing a comprehensive suite of mission-critical clinical research services to the worldwide pharmaceutical, biotechnology and medical device industries across Phase I-IV trials.

DLA Piper represented Acreage Holdings in implementation of amended arrangement with Canopy Growth

6 October 2020

On September 23, 2020, Canopy Growth Corporation and Acreage Holdings, Inc. announced the implementation of Acreage's previously-announced amended arrangement under section 288 of the *Business Corporations Act*.

DLA Piper acted for Charlotte's Web in its acquisition of Abacus Health

11 JUN 2020

On June 11, 2020, Charlotte's Web Holdings, Inc. and Abacus Health Products, Inc. announced the completion of their previously-announced arrangement. Under the terms of the Arrangement, Charlotte's Web acquired all of the issued and outstanding shares of Abacus. DLA Piper was pleased to have acted for Charlotte's Web on this transaction.

MEDIA MENTIONS

Quoted, "On the Deal: The Mineral Bank," *Lexpert Magazine*, October 2016