



**Catherine Pawluch**

**Partner**

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**Toronto**

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Catherine Pawluch is a partner in the firm's Toronto office. She is co-head of Canada's Transportation group and a member of the Anti-trust and Competition group.

Catherine is a regulatory lawyer. She is known for her "incredible ability to combine business acumen and exceptional legal knowledge," in the words of one client. Catherine advises some of the world's leading global airlines in all aspects of regulatory compliance, including passenger rights, all-inclusive price advertising regulations, airline operational and safety compliance, air cargo claims and international air law matters. Catherine also advises clients in the emergent unmanned aviation systems (UAS) and RPAS sectors.

Catherine also represents international transport and third party logistics companies and Fortune 500 manufacturers, producers and retailers in relation to their supply chain and distribution law matters, including compliance with trade, import and export controls.

Catherine's regulatory law practice also focuses on competition law and foreign investment law, including the national security provisions of Canada's *Investment Canada Act*. She has extensive experience in pre-merger approvals and has counselled U.S., Japanese, Asian and other foreign corporations across a range of industries, including the mining, energy and LNG industries, and the aviation, transportation, manufacturing, retailing and consumer products sectors.

Catherine has obtained *Competition Act* and *Investment Canada Act* clearances for numerous merger transactions. She also has experience advising foreign companies that are the subject of multinational conspiracy and bid-rigging investigations in seeking immunity and in their dealings with the Criminal Branch of the Competition Bureau and the Public prosecution Service of Canada.

Catherine is a much sought after speaker. She was invited to speak at the Third Chinese Enterprises Outbound Investment Conference in Beijing, sponsored by the CCPIT and the Canada China Business Council. More than 800 Chinese enterprises with a "Go Global" mandate attended the Conference. Catherine made a presentation on Canada's new foreign investment law at the "Invest in Canada" seminar. She also travelled to Beijing and presented a briefing on Canada's new SOE guidelines to various Chinese State-owned enterprises targeting investments in Canada.

Following the implementation of NAFTA, Catherine was invited as an expert in the field to participate on a tri-national committee to harmonize liability laws and to create a uniform bill of lading for surface transportation in the three NAFTA countries.

Catherine has written extensively on foreign ownership restriction in various industry sectors. She is an active member of the Canadian Bar Association's Competition Law Section and the Foreign Investment Review Committee and has assisted in preparing submissions

- Antitrust and Competition
- Regulatory and Government Affairs

English

to the Government of Canada in connection with amendments to Canada's foreign investment laws. Catherine is also actively involved in the American Bar Association (Antitrust, International, Air & Space Law) and the International Bar Association.

## LANGUAGES SPOKEN

- English

## EXPERIENCE

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- Advised Granite Oil Corp. regarding merger control and foreign investment law compliance in transaction with International Petroleum Corporation providing for the acquisition by IPC of the issued and outstanding shares of Granite Oil for cash consideration of \$0.95 per Share.
- Provided telecommunications and foreign investment law advice to Canadian independent bandwidth infrastructure provider Beanfield Technologies in its acquisition by Digital Colony Capital, Inc.
- Provided foreign investment law advice to Seequent Limited, an Accel-KKR portfolio company, in connection with Seequent's acquisition of GEOSLOPE International Ltd., a Canadian-based company that creates integrated, geotechnical analysis software.
- Provided foreign investment law advice to Seequent Limited, an Accel-KKR portfolio company, in connection with Seequent's acquisition of Geosoft, a Canadian-based software company.
- Acted as Canadian counsel to China National Gold Group Corporation in its subsidiary's purchase of the remaining 82 percent interest in the Jinfeng Mine located in China from Eldorado Gold Corporation, valued at approximately US\$300 Million.
- Acting for Rio Alto Mining Ltd. in its \$1.35 Billion Sale to Tahoe Resources Inc., in a Definitive Agreement to Combine Companies into a New Intermediate Precious Metals Producer.
- Acted for Apollo Investment Fund VIII, L.P. in the \$222 Million Acquisition of AGS Capital, LLC
- Acted for the shareholders of Thompsons Limited in connection with the sale of Thompsons Limited to The Andersons, Inc. and The Lansing Trade Group, LLC.
- Represented Questfire Energy Corp. on its \$94 million purchase of 5,600 boe/d of conventional Alberta producing assets from Advantage Oil & Gas Ltd. and related bank financing

## CREDENTIALS

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### Admissions

- Ontario, 1983

### Recognitions

- *Best Lawyers in Canada* (Aviation Law), 2006–2022; (International Trade and Finance Law), 2016-2022; (Transportation Law), 2006–2022
- *The Legal 500 Canada* (Competition and Antitrust), 2021-2022
- Leading Lawyer, *The Legal 500 Canada* (Transport: Aviation), 2017-2019, 2021
- *Who's Who Legal: Transport* (Aviation Regulatory), 2021; (Spaces & Satellites), 2021
- *Canadian Legal Expert® Directory* (Transportation - Road & Rail), 2010–2018, 2021-2022; Transportation (Aviation), 2019-2022
- *Chambers Canada* (Transportation: Aviation), 2016-2022
- Listed as Acritas Star™ Lawyer 2019-2020
- *Who's Who Legal: Foreign Investment Review Chapter* (M&A and Governance), 2019
- Lawyer of the Year, *Best Lawyers in Canada* (Aviation Law: Toronto), 2018-2019
- *Expert Guides: Guide to the World's Leading Aviation Lawyers*, 2010-2017
- *Expert Guides: Guide to Women in Business Law*, 2012–Present

- *Expert Guides: Guide to leading Practitioners: China-International / Competition and Antitrust*
- *Who's Who Legal: Aviation* (Aviation Regulatory), 2018, 2020
- *Who's Who Guide to the World's Leading Aviation Lawyers* (Canada and International), 2010–Present
- *Who's Who Legal: Canada* (Aviation), 2011–2016, 2019
- *Chambers Global* (Transportation), 2014–2017
- Lawyer of the Year, *Best Lawyers in Canada* (Transportation Law: Toronto), 2017
- Lawyer of the Year, *Best Lawyers in Canada* (Aviation Law: Toronto), 2016

## Education

- LL.B., Osgoode Hall Law School, 1981
- M.A., Economics, (Bronfman Fellowship), McGill University, 1979
- B.A., (Gold Medallist), Laurentian University, 1976

## INSIGHTS

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### Publications

- Catherine Pawluch has contributed the Canadian aviation and transportation law update to the *Year in Review 2014*, a publication of the American Bar Association's Section of International Law.

### Events

- Panelist, "The Business of Transport Undertakings: Issues for Corporate Lawyers", 2016 Annual Conference of the Canadian Transport Lawyers Association, Sep 24, 2016
- Speaker, "It's a bird! It's a plane! It's Superman®...No it's a Drone!", U.S. Transportation Lawyers Association Annual Conference, May 15, 2015
- Moderator, "Accessing EDC and Financial Support for the Mining Industry", Mining and International Risk Management Breakfast Seminar, Mar 2, 2015