Financement des sociétés et valeurs mobilières

DLA Piper's Securities and Corporate Finance practice consists of individuals with a diverse mix of skills and experience. We skillfully handle a wide range of sophisticated and multi-faceted transactions in a complex and evolving legal environment.

We have extensive experience in all aspects of securities law and corporate finance including public offerings, private placements, venture capital financing, takeover bids, issuer bids, mergers and acquisitions and the day-to-day servicing of public companies.

Our experience includes:

Offerings

- Engaging in prospectus offerings for national and local issuers, initial public offerings, capital pool company offerings, income fund and trust offerings, bought deals and special warrant financings
- Undertaking short form prospectus system offerings, MJDS offerings, shelf offerings and rights offerings
- Facilitating the establishment of national mid-term note programs, Canadian, US, UK and other stock exchange listings and US offerings

Financings

- Facilitating institutional and private venture capital financing, debt and equity financing and structuring sound investment and exit strategies; we act for most major institutional venture capital firms, as well as numerous private venture capital firms and merchant banks
- Advising on numerous specialized transactions, including capital pool company IPO's and qualifying transactions, a variety of tax advantaged structures, joint venture exploration and development, flow-through share financing and other mining transactions
- Conducting institutional exempt offerings, "seed capital" financings, offering memoranda, cross-border and offshore financings, including Regulation S Rule 144A placements and 10B financings

Mergers and Acquisitions

- Preparing and handling takeover and reverse takeover bids, issuer bids, proxy contests and the information circulars issued in connection with those transactions.
- Advising on amalgamations, plans of arrangement, divestitures and a variety of other corporate reorganizations and restructuring transactions.

SERVICES RELIÉS

- Litiges, arbitrage et enquêtes
- Public Private Partnerships and PFI
- Financial Services
- Droit minier

Corporate Governance

- Offering corporate governance advice to directors and officers of public companies, including director, officer and audit committee duties and liabilities
- Advising on continuous disclosure obligations such as the preparation of MD&A, executive compensation disclosure and SHAIF, SEDAR / EDGAR filings, annual and special meetings, proxy information circulars, related party transactions, proxy fights and the drafting of shareholder rights plans
- Establishing reinvestment plans for stock options, SAR plans, employee benefits and dividend reinvestment plans and other employee purchase and option plans

Securities Industry

- Advising securities dealers on the underwriting of a variety of offerings, registration of Canadian and foreign dealers, portfolio managers and advisors, representation at broker-dealer disciplinary hearings and with OSC Rule 61-501 compliance (Insider Bids, Issuer Bids, Going Private Transactions and Related Party Transactions)
- Representing local and national issuers, securities dealers, investors and venture capitalists as well as foreign issuers and investors in the Canadian and US financial markets. Our lawyers are qualified to practice in British Columbia, Alberta, Saskatchewan, Québec and Ontario

Taxation

- Advising on tax planning, drawing upon the experience of our Tax group.

EXPERIENCE

- 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 Canfrac Sands Ltd. in Closing the Sale of all of its Frac Sands Business to a Private Alberta Corporation
- Acted for Western Forest Products Inc. in the completion of its $230 million secondary offering
- Represented Pattern Renewable Holdings Canada ULC in its purchase of the Meikle and Tumbler Ridge wind power projects in northern British Columbia
- Acted for Cortex Business Solutions Inc. in a short form prospectus offering of common shares for aggregate gross proceeds of $10 million
- Acted for Sundance Energy Corporation in its $22 million Amalgamation with Ceno Energy Limited
- Acted for Eaglewood Energy Inc. in its $33 million acquisition by Transform Exploration Pty Ltd.
- Acted for Rio Alto Mining Limited in the acquisition of Sulliden Gold Corporation Ltd.
- Acted for Rubicon Minerals Corporation on its $12 Million Bought Deal Flow-Through Financing
- Acted for DeeThree Exploration Ltd. on its $73 million equity financing
- Acted for Canacol Energy Ltd. on its CAD$125 Million equity financing
- Acted for Canacol Energy Ltd. on its $220 Million Second Amended and Restated Credit Facility
- Acted for Rubicon Minerals Corporation on its $115 Million Bought Deal Financing
- Acted for Western Forest Products on its $91 Million Secondary Offering by Brookfield Special Situations
- Acted for Gtech International Resources Limited in its Acquisition of Simavita Holdings Limited
- Acted for Western Forest Products on its $66.7 Million Secondary Offering by Brookfield Special Situations
- Acted for Western Forest Products on its $100 million Issuer Bid.
- Acted for Western Forest Products on its conversion of non-voting shares
- 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

- Acted for Western Forest Products on its $100 million Issuer Bid and Initiation of regular dividend
- Represents ITG Canada Corp. in its backing of a new Canadian stock exchange
- Acted for Mizuho Corporate Bank, Ltd. in connection with a unique structured financing transaction
- Act for TD Securities Inc. in connection with securitization transactions relating to a portfolio of auto and sign leases
- Acted for PNG Gold Corporation in connection with its reverse takeover of International Silver Ridge Resources Inc. and its subsequent $38 million private placement
- Acted as securities counsel to Yukon Development Corporation in connection with its $100 million bond offering
- Acted for DXP Enterprises, Inc. in connection with its $23.5 million acquisition of Industrial Paramedic Services Ltd.
- Acted for Canacol Energy Ltd. on its $140 million acquisition of Shona Energy Company, Inc. by way of a statutory plan of arrangement