

Corporate Governance

Corporate boards want seasoned counsel to help optimize their performance, and in special situations to stand with them. Our experts provide insight into your unique issues and equip you to make critical decisions with confidence.

Boards and their committees, as well as management and other stakeholders of leading public and private Canadian and U.S. corporations, turn to us for advice on the full spectrum of governance issues. From ongoing governance strategies and responsibilities to navigating the regulatory landscape, we provide the counsel you need to minimize risk, meet legal obligations and exercise sound judgment at pivotal moments.

When you're confronted with serious governance issues, we support and advise you on your responsibilities. Whether you're dealing with activist shareholders, a complex M&A transaction or a litigation challenge, you can rely on our most experienced practitioners to untangle the challenges and create a path to resolution with clarity and speed.

Always at the forefront of evolving legal and policy standards, we publish our take on the latest developments annually in *Davies Governance Insights*. Our lawyers use their industry-leading knowledge to tailor best practices precisely to the needs of your organization.

REPRESENTATIVE WORK

IAMGold Corporation

Acted for IAMGold Corporation in its engagement with Resource Capital Fund and subsequent entry into a Collaboration Agreement to appoint additional independent directors to the board.

Mantle Ridge LP

Acted for Mantle Ridge LP in its accumulation of a material equity stake in Dollar Tree and subsequent engagement with Dollar Tree culminating in an agreement to appoint seven new directors, including Richard Dreiling, as executive chair, and Paul Hilal, founder and CEO of Mantle Ridge LP, as vice chair.

Aleafia Health Inc.

Advised the board of directors of Aleafia Health Inc., a Canadian cannabis company, in connection with an agreement between Aleafia and shareholders representing 15.6% of the shares to appoint two directors and enter into customary standstill and voting covenants.

Certain shareholders of Mason Graphite

Acted for Mr. Fahad Al-Tamimi and other concerned shareholders of Mason Graphite Inc. in their successful efforts to replace the board of Mason with a new slate of directors to maximize the company's opportunities and enhance shareholder value.

Bonterra Energy Corp.

Acted for the special committee of the board of directors of Bonterra Energy Corp. in its response to Obsidian Energy Ltd.'s unsolicited takeover bid to acquire Bonterra.

DAVIES

RECOGNITION

Chambers Global: The World's Leading Lawyers for Business—Corporate/M&A (Band 1 firm)

Chambers Canada: Canada's Leading Lawyers for Business

- Corporate/Commercial: The Elite: Ontario (Band 1 firm)
- Corporate/Commercial: The Elite: Québec (Band 1 firm)
- Corporate/M&A (Band 1 firm)

The Canadian Legal Lexpert Directory

- Corporate Commercial Law: Toronto and Montréal (Most Frequently Recommended firm)
- Litigation – Corporate Commercial: Toronto and Montréal (Most Frequently Recommended firm)

Expert Guides' *Guide to the World's Leading Banking, Finance and Transaction Lawyers*—Corporate Governance