



Mark C. Katz

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Expertise

Competition, Antitrust & Foreign
Investment

Investigations & White Collar
Defence

Advertising, Marketing & Distribution

Retail

Bar Admissions

Ontario, 1989

“An extremely good competition lawyer.”

Chambers Global 2015

Mark counsels clients – in Canada and internationally – on mergers and acquisitions, criminal cartel investigations, joint ventures, abuse of dominance, distribution and pricing practices, misleading advertising and compliance. He also advises clients on the regulation of foreign investments and ownership in Canada, including under the *Investment Canada Act*.

Clients appreciate Mark’s calm demeanour, his straightforward and personable approach and his common-sense advice on competition and foreign investment matters.

Mark is actively involved in the Canadian and American Bar Associations and writes and speaks frequently on Canadian competition and foreign investment review laws.

REPRESENTATIVE WORK

Michelin Group

Acted for the Michelin Group in its acquisition of Camsco Inc., one of the global leaders in the design, manufacturing and distribution of off-road tires, wheels, tracks and conveyer belts, for a purchase price of US\$1.7 billion. Camsco has facilities in more than 25 jurisdictions world-wide.

Prysmian SpA

Acted for Prysmian SpA on competition and regulatory matters in its \$1.5 billion acquisition of General Cable Corporation.

Agnico Eagle Mines Limited

Acted for Agnico Eagle Mines Limited in its acquisition of all of the exploration assets of Canadian Malartic Corporation, including the Kirkland Lake and Hammond Reef projects, for an aggregate purchase price of US\$325 million.

Brio Gold Inc.

Acted for Brio Gold Inc. in the US\$264-million unsolicited takeover bid by Leagold Mining Corporation for all of the issued and outstanding shares of Brio Gold.

Safran SA

Acted for Safran SA on competition matters in its \$8.7 billion takeover of Zodiac Aerospace.

CVC Capital Partners

Acted for CVC Capital Partners on competition and regulatory matters in its \$3.9 billion co-acquisition with Blackstone of Paysafe Group.

WestRock Company

Acted for WestRock Company on competition and regulatory matters in its \$1.39 billion acquisition of Multipackaging Solutions International Ltd.

Whole Foods Market Inc.

Acted for Whole Foods Market Inc. on competition and regulatory matters in its

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\$13.7-billion acquisition by Amazon.com Inc.

Airbus SE

Acted as co-counsel to Airbus SE, a European leader providing tanker, combat and transport aircraft, as well as a global leader in aeronautic, space and related services, in its divestiture of Vector Aerospace Holding SAS to StandardAero Aviation Holdings, Inc.

Xplornet Communications Inc.

Acted for Xplornet Communications Inc. in its acquisition of the fixed wireless Internet access business of I-Netlink Incorporated and Manitoba Netset Ltd., operating in the provinces of Manitoba and Saskatchewan as NetSet Communications.

Medtronic plc

Acted as Canadian counsel to Medtronic plc on competition and regulatory matters in the US\$6.1-billion acquisition of its patient care, deep vein thrombosis and nutritional insufficiency business by Cardinal Health.

Claridge Inc.

Acted for Claridge Inc. in connection with its sale to C.H. Guenther & Son, Inc. of Les Plats du Chef, a Canada-based frozen meal and snack business.

KIK Custom Products Inc.

Acted for KIK Custom Products Inc. in its acquisition of Lavo Inc., a leading manufacturer and marketer of laundry detergent, household cleaners, fabric softeners and bleach in Canada.

Reckitt Benckiser

Acted as Canadian counsel to Reckitt Benckiser, a global consumer health and hygiene company, on competition and regulatory matters in connection with its US\$17.9-billion acquisition of U.S.-listed Mead Johnson Nutrition Company, a global leader in pediatric nutrition.

TIO Networks Corp.

Acted for the Special Committee of the board of directors of TIO Networks Corp., in connection with its \$304-million acquisition by PayPal Holdings, Inc. TIO is a North American cloud-based multi-channel bill payment processing and receivables management company.

The Sherwin-Williams Company

Acted as Canadian counsel to The Sherwin-Williams Company on competition and regulatory matters in connection with its US\$11.3-billion acquisition of The Valspar Corporation.

Joy Global Inc.

Acted for Joy Global Inc. on competition and regulatory matters in its proposed acquisition by Komatsu Ltd. in a transaction valued at approximately \$3.7 billion.

Vista Equity Partners III, LLC

Acted for Vista Equity Partners portfolio companies in connection with (i) an acquisition by Apteon, Inc., a leading provider of enterprise software solutions and a Vista Equity portfolio company, of the Government & Enterprise

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Management Solutions Division from StarDyne Technologies Inc.; and (ii) an acquisition by PowerSchool Group LLC, the leading education technology platform for K-12 and another Vista Equity portfolio company, of the SRB Education Solutions Division of StarDyne Technologies Inc.

PPG Canada Inc.

Acted for PPG Industries in connection with its agreement to sell the assets of its flat glass manufacturing and glass coating operations to Vitro S.A.B. de C.V., a leading producer of flat glass and specialty products, for approximately US\$750 million in gross cash proceeds.

DAK Americas LLC

Acted for DAK Americas LLC, a producer of PET (polyethylene terephthalate) resins, in connection with its acquisition of a controlling interest in Selenis Canada from IMG Group. Selenis Canada operates a PET plant in Montréal.

Amcor Rigid Plastics USA, Inc.

Acted for Amcor Rigid Plastics USA, Inc. in connection with its US\$280-million acquisition of the North American rigid plastics blow molding operations of Sonoco Products Company, a global packaging company based in the United States.

Canada Pension Plan Investment Board

Acted for the Canada Pension Plan Investment Board (CPPIB) in its \$1.175-billion acquisition of a 50% interest in Canadian office portfolio from Oxford Properties Group (Oxford). Oxford will continue to manage the properties on behalf of the partnership. The transaction brings the total size of the jointly owned Oxford-CPPIB office portfolio to over 12 million square feet.

Communauto Inc.

Acted for Communauto Inc., one of the largest car-sharing services in the world, in connection with an investment by Automobiles Peugeot and MKB Partners Fund.

Peds Legwear Inc.

Acted for Peds Legwear Inc. in connection with its acquisition by Gildan Activewear Inc., for an acquisition cost of US\$55 million.

Export-Import Bank of China

Acting for the Export-Import Bank of China in connection with the financing of the acquisition of Alter NRG Corp. by Harvest International New Energy, Co., Ltd.

New Look Vision Group Inc.

Acted for New Look Vision Group Inc. in connection with its acquisition of retail optical outlets.

Amcor Limited

Acted for Amcor Limited in connection with its acquisition of Alusa, a leading flexible packaging business in South America, with operations in Chile, Argentina, Peru and Colombia.

La Coop fédérée

Acted for La Coop fédérée in connection with the combination of its Sonic

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division with Groupe Filgo for the purpose of merging their energy products distribution activities and their service stations operations.

WIND Mobile Corp. and its shareholders

Acted for WIND Mobile Corp. (WIND) and its shareholders, including West Face Capital, in connection with the sale of WIND to Shaw Communications Inc. for approximately \$1.6 billion.

Royal Greenland Seafood A/S

Acted for Royal Greenland Seafood A/S in connection with its investment in Canadian seafood producer Quin-Sea Fisheries Limited.

Media Experts M.H.S. Inc.

Acted for the shareholders of Media Experts M.H.S. Inc. in connection with a sale of a majority interest to Interpublic Group of Companies Canada, Inc.

Locemia Solutions ULC

Acted for Locemia Solutions ULC in connection with the acquisition by Eli Lilly and Company of substantially all of Locemia's assets associated with the research and commercialization of the first needle-free rescue treatment of severe hypoglycemia.

Felda Global Ventures Holdings Sdn. Bhd.

Acted for Malaysia's Felda Global Ventures Holdings Sdn. Bhd., one of the largest palm plantation operators in the world, in its sale of eastern Canada's largest oilseed processing plant to Viterra Inc. for \$190 million.

The MANN+HUMMEL Group

Acted as Canadian counsel to The MANN+HUMMEL Group of Ludwigsburg, Germany, in connection with its acquisition of the global filtration operations (excluding the South American operations) of Affinia Group for a purchase price of approximately US\$1.335 billion (US\$513 million for the equity and the assumption of US\$822 million of debt).

PSP Investments

Acted for the Public Sector Pension Investment Board (PSP Investments) in connection with the sale of a portfolio of real estate assets by joint ventures between affiliates of PSP Investments and affiliates of Starlight Investments to Northern Property Real Estate Investment Trust (NPR) concurrently with NPR's acquisition of True North Apartment Real Estate Investment Trust by way of plan of arrangement to form Northview Apartment Real Estate Investment Trust, which has an enterprise value in excess of \$3 billion and is the third-largest publicly-traded multi-family REIT in Canada.

Grafton-Fraser Inc.

Acted for Grafton-Fraser Inc., the owner and operator of Tip Top Tailors, in its acquisition, through a wholly owned subsidiary, of the Canadian retail assets of Jones Apparel (Canada) Ltd., a women's apparel retailer of the Jones New York brand.

United Technologies Corporation (UTC)

Acted as Canadian counsel to United Technologies Corporation (UTC) on competition and regulatory matters in connection with the US\$9-billion sale of

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Sikorsky Aircraft Corporation to Lockheed Martin Corporation.

Tippmann US Holdco, Inc. (part of the G.I. Sportz Group)

Acted for G.I. Sportz Inc. in connection with the acquisition of Kee Action Sports, a leading manufacturer and distributor of paintball sporting goods, equipment and apparel, based in New Jersey with distribution facilities located across the United States, Canada and the United Kingdom.

Stericycle Inc.

Acted as Canadian counsel for Stericycle, Inc. in its acquisition of Shred-it International, a global secure information destruction services provider, for US\$2.3 billion in cash.

Canada Pension Plan Investment Board (CPPIB)

Acted for the Canada Pension Plan Investment Board (CPPIB) in the \$105-million acquisition from Minto Properties Inc. of an undivided 60% ownership interest in Minto High Park Village, a multifamily rental property comprising three apartment buildings and approximately 750 rental units. Minto will continue to own an undivided 40% interest in the property and will continue to oversee management and leasing on behalf of the co-owners. This transaction marks CPPIB's first direct investment in the Canadian multifamily real estate market.

Zoom Media Group Inc.

Acted for Zoom Media Group Inc. in the sale of its non-fitness indoor advertising business (consisting of campus, fashion, business, medical and golf networks) to Newad Media Inc. and in the acquisition of Newad Media Inc.'s fitness indoor advertising business.

Frutarom Industries Ltd.

Acted for Frutarom Industries Ltd., one of the world's 10 largest companies operating in the global flavours and fine ingredients markets, in connection with its acquisition of substantially all of the shares of Investissements BSA Inc., a developer, manufacturer and distributor of spices and seasoning blends, with a particular focus on the areas of processed meats and convenience foods, for \$42,750,000.

H.J. Heinz Company

Acted for H.J. Heinz Company with respect to Canadian regulatory matters in connection with its acquisition of Kraft Foods Group, Inc., to create one of the world's largest food and beverage companies with combined sales of approximately US\$28 billion.

Endo International plc

Acted for Endo International plc in connection with its US\$2.6 billion acquisition of Auxilium Pharmaceuticals Inc.

Vision 7 International ULC

Acted for Vision 7 International ULC, a fully integrated marketing communications company, whose two major brands include Canadian marketing communication agency leader Cossette and the international PR firm Citizen Relations, in connection with its acquisition by BlueFocus Communication Group Co., Ltd., the No. 1 integrated communication and marketing services group in China.

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Covidien Plc

Acted as Canadian counsel to Covidien plc on competition and other regulatory matters in its acquisition by Medtronic, Inc. for approximately US\$49.9 billion.

Selex Sistemi Integrati S.P.A.

Acted for Selex ES Ltd in connection with its acquisition of TTI Tactical Technologies Inc., a developer and service provider of electronic warfare simulation software for the international electronic warfare market.

West Face Capital Inc.

Acted for West Face Capital Inc. in its acquisition, together with a consortium of investors including Globalive Capital, Tennenbaum Capital Partners and LG Capital Investors, of the interests of VimpelCom Ltd. in Globalive Wireless Management Corp. (doing business as WIND Mobile).

Fortress Investment Group, LLC and Holiday Retirement

Acted for Fortress Investment Group, LLC and Holiday Retirement in connection with the sale of 29 Canadian senior living communities to Ventas, Inc.

Cominar Real Estate Investment Trust

Acted for Cominar Real Estate Investment Trust in connection with the \$1.527-billion acquisition of a portfolio of 11 shopping centres, three office properties and one industrial property from Ivanhoé Cambridge, the real estate subsidiary of the Caisse de dépôt et placement du Québec. The firm also represented Cominar in financing the acquisition, through the issuance of \$250 million of trust units to Ivanhoé Cambridge by way of private placement, the issuance of \$250 million of trust units to the public by way of a bought deal, the establishment of new unsecured bridge facilities of up to \$850 million, a \$100-million unsecured credit facility, and mortgage financings of \$250 million.

RECOGNITIONS

Chambers Global: The World's Leading Lawyers for Business—
Competition/Antitrust

Chambers Canada: Canada's Leading Lawyers for Business—
Competition/Antitrust

GCR 100 Canada: A Guide to the World's Leading Competition Law and
*Economics Practices—*Competition and Foreign Investment Review

*The Legal 500 Canada—*Competition and Antitrust (Recommended)

*The Canadian Legal Lexpert Directory—*Competition Law

*The Best Lawyers in Canada—*Competition/Antitrust Law

*Who's Who Legal: Canada—*Competition; *Who's Who Legal: Competition; Who's*
*Who Legal Thought Leaders—*Competition

Expert Guides—Competition and Antitrust

INSIGHTS

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Investment Canada Act: Guide for Foreign Investors in Canada, 2018 Edition
Mar. 23, 2018

The Cartels and Leniency Review: Canada
Jan. 31, 2017

Compliance Alert: Competition Law Issues for HR Professionals in Canada
Dec. 21, 2016

What Does CETA Mean for EU and Canadian Competition Policy?
Dec. 13, 2016

Canada Removes Another Brick in the Wall: Government Consents to Revisit
Negative National Security Ruling
Dec. 01, 2016

Canada Lowers the Wall to Foreign Investment
Nov. 11, 2016

Competition Law Considerations for the Franchise Industry in Canada
Oct. 22, 2016

Chemical Reaction: Canada and United States Differ on Industrial Review
Aug. 03, 2016

International Cartel Enforcement
July 12, 2016

Canada's Integrity Regime
July 05, 2016

EDUCATION

Osgoode Hall Law School, LLB, 1987
McGill University, BA, 1984

PROFESSIONAL AFFILIATIONS

American Bar Association
Canadian Bar Association

COMMUNITY INVOLVEMENT

American Bar Association, Section of Antitrust Law, Trade, Sports and
Professional Associations Committee, former vice-chair
American Bar Association, Section of International Law, International Antitrust law
Committee, former co-chair
Avenue Road Hockey Association
Camp Massad of Québec
Israel Guide Dog Centre for the Blind

TEACHING ENGAGEMENTS

Mark was a co-lecturer for Federated Press's 5th Negotiating and Drafting
International Business Agreements course and the Conducting Regulatory

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Investigations course.

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