DAVIES



Elliot A. Greenstone
Partner

Office
Montréal

Tel
514.841.6581

Email
egreenstone@dwpv.com

Expertise
Corporate
Mergers and Acquisitions
Private Equity
Technology
Life Sciences

Bar Admissions
Québec, 2003

Clients turn to Elliot for his keen business sense and his ability to find novel solutions to complex problems.

Elliot represents Canadian and international private equity firms, as well as market-leading companies – both public and private – in their mergers and acquisitions, financings, private equity and venture capital deals, and licensing transactions. A strategic and experienced adviser, Elliot is regularly called upon by clients to act on their business-critical transactions. Elliot's graduate degrees in both business and science give him a unique perspective on corporate matters, including intellectual property and information technology. As a result, he is frequently asked to provide counsel on complex business and legal issues for high tech, life science and retail companies.

Elliot is the coordinator of the Corporate practice in our Montréal office and is also a member of our Technology, Talent Management and Professional Development committees.

REPRESENTATIVE WORK

ROBIC, LLP
Acting as counsel to partners of ROBIC, LLP, one of Canada's preeminent intellectual property firms, in connection with ROBIC's business combination with IPH Limited.

Ecometrica Limited
Acted for the shareholders of Ecometrica Limited, a leading EHS and ESG software provider, in the sale of their 100% interest to EcoOnline UK Limited.

Numerix LLC
Acted as Canadian counsel to Genstar Capital-backed Numerix LLC, a leader in capital markets risk management technology, in its acquisition of all the issued and outstanding shares of FinancialCAD Corporation.

Smile CDR Inc.
Acted for Smile CDR Inc. (doing business as Smile Digital Health), a leading FHIR® health data fabric (HDF) and exchange solutions provider, in its approximately $30-million Series B funding round led by existing investors.

Trinity Industries, Inc.
Acted for Trinity Industries, Inc., in its acquisition of Holden America, a manufacturer of market-leading multilevel vehicle securement and protection systems, gravity-outlet gates and gate accessories for freight rail in North America, for an initial purchase price of US$70 million and an additional minimum of US$5 million per year for the next two years

Coriel Capital Inc.
Acting for Coriel Capital Inc., a women-owned ultra-high-net-worth wealth management firm based in Montreal, in its sale to CI Financial Group.

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Ingeniarts Technologies Inc.
Acted for Ingeniarts Technologie Inc., operating as UgoWork, in its C$22.8-million series B financing from investors such as Fonds de solidarité des travailleurs du Québec (F.T.Q.), Export Development Canada, Capital Régional et Coopératif Desjardins and Investissement Québec.

IDEXX Laboratories, Inc.
Acted for IDEXX Laboratories, Inc., a leader in the design, development and marketing of diagnostic test instruments to monitor animal health and analyze dairy products and water, in its acquisition of the assets of Pathogen Detection Systems, Inc.

KKR
Acted as Canadian counsel to KKR, a leading global investment firm, in its equity investment in connection with the strategic merger of 123Dentist with Altima Dental and Lapointe Group. The merger creates one of the largest dental support organizations in Canada, with nearly 350 supported dental practices.

Logiciels Metrio Inc.
Acted for Logiciels Metrio Inc., a Montréal-based ESG reporting and analytics firm, in its sale to Nasdaq, Inc., a global technology company.

Claridge Inc.
Acted for Claridge Food Group in its C$40-million investment in WeCook Meals, the leading ready-to-eat food processor in Québec and Ontario.

Resolute Forest Products
Acted for affiliates of Resolute Forest Products Inc. in their sale of the international bridge linking Fort Frances, Ontario and International Falls, Minnesota to Aazhogan Limited Partnership, a joint venture between Rainy River First Nations and the BMI Group.

Explorance Inc.
Acted for Explorance Inc. in connection with the investment by Investissement Québec.

Bentley Systems, Incorporated
Acted for Bentley Systems, Incorporated in its acquisition of Canadian software company Minalytix Inc., the developer of the MX Deposit mining software.

Smile CDR Inc.
Acted for Smile CDR Inc. in a Series A financing round, raising US$20 million to further develop Smile CDR's health data storage and integration platform.

Bentley Systems, Incorporated
Acted for Bentley Systems, Incorporated, in its acquisition of Seequent Holdings Limited, a global leader in 3D modelling software for the geosciences, for US$1.05 billion.

New Look Vision Group Inc.
Acted for New Look Vision Group Inc. in its $800-million sale to NL1 AcquireCo Inc., an entity created by funds managed by FFL Partners, LLC, a San Francisco-based private equity firm, Caisse de dépôt et placement du Québec and the Dr.

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H. Doug Barnes Family.

Fody Food Co. Inc.
Acted for Fody Food Co. Inc., a Montreal-based company specializing in the production of food products that promote digestive health, in an equity investment round led by District Ventures Capital, Export Development Canada and New Acres Capital.

New Look Vision Group Inc.
Acting for New Look Vision Group Inc. and New Look (Delaware) Corporation in the acquisition of Luxury Optical Holdings, one of the largest retailers of ultra-luxury glass frames, sunglasses and other eyewear throughout the United States.

Foundation Building Materials, Inc. and Lone Star Funds
Acted for Foundation Building Materials, Inc. (FBM) and Lone Star Funds (LSF) in the US$1.37-billion acquisition of all outstanding FBM shares by an affiliate of American Securities LLC.

Equinoxe Virtual Clinic Corp.
Acted for Equinoxe Virtual Clinic Corp., a leading Canadian virtual care provider, in the sale of all of its issued and outstanding shares to Right-Health Inc., a subsidiary of TELUS Corporation and the owner and operator of the Akira virtual care platform.

Esarbee Investments Canada Ltd.
Acted for Esarbee Investments Canada Ltd. in a private placement transaction involving Califia Farms, LLC.

iNovia Capital Inc.
Acted for iNovia Capital Inc., WestCap, BDC Capital Inc., Investissement Québec and CDP Investissements Inc. in connection with Hopper Inc.'s Series E-1 financing round of an aggregate value of US$65 million with iNovia Growth Fund, L.P. and iNovia Growth Fund-A, L.P., WestCap Hopper, LLC, BDC Capital Inc., Investissement Québec, CDP Investissements Inc., OMERS Ventures III, LP and Accomplice Fund II, L.P.

PSP Investments
Acted for PSP Investments in its strategic investment in SitusAMC, the leading provider of services and technology supporting the real estate finance industry.

Knight Therapeutics Inc.
Acted for Knight Therapeutics Inc. in the negotiation of a supply and marketing agreement with Debiopharm Research & Manufacturing SA for the relaunch and commercialization of Trelstar in Canada.

Knight Therapeutics Inc.
Acted for Knight Therapeutics Inc. (licensor) in establishing with Onconova Therapeutics, Inc. a distribution, licensing and supply agreement for the exclusive rights to commercialize rigosertib in Canada.

Honeywell Venture Capital LLC
Acted for Honeywell Venture Capital LLC, one of the lead investors in a $25-

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million series B funding round by Attabotics, a robotics supply chain company based in Calgary.

Resolute FP Canada Inc.
Acted for Resolute FP Canada Inc., a subsidiary of Resolute Forest Products Inc., in the sale of its non-operational pulp and paper mill in Fort Frances, Ontario, to 2670568 Ontario Limited, a subsidiary of Riversedge Developments Inc.

Iris, Le Groupe Visuel (1990) Inc.
Acted for Iris, Le Groupe Visuel (1990) Inc., the optometric division of New Look Vision Group Inc., in its acquisition of substantially all of the assets of the Darryl Sher group, which operates six retail optical clinics in Southern Ontario: Toronto, Owen Sound, Midland, Alliston, Angus and Bracebridge.

Knight Therapeutics Inc.
Acted for Knight Therapeutics Inc. in its US$5-million secured bridge loan to Triumvira Immunologics Inc. (Triumvira) to accelerate product development and the negotiation of an exclusive licence to commercialize Triumvira's future approved products for Canada, Israel, Mexico and Colombia.

New Look Vision Group
Acting for New Look Vision Group in its acquisition of substantially all of the assets of Miami-based Coco Lunette Holding, LLC, which carries on business principally under the Edward Beiner banner, a retailer known for its unique and original designer eyewear, with a strong presence in key premium markets across 12 locations in Florida.

Claridge Inc.
Acted for Claridge Inc. in its strategic partnership with Champlain Financial Corporation to support the acquisition of Captain Dan's Seafood by The Champlain Seafood platform.

Claridge Inc.
Acted for Claridge Inc. in its strategic partnership with 49th Parallel Roasters Inc., a British Columbia based specialty grade coffee company.

Bentley Systems, Incorporated
Acted for Bentley Systems, Incorporated, a leading global provider of comprehensive infrastructure software solutions, in its acquisition of AIworx Inc., a Québec City based provider of machine learning and Internet of Things technologies and services.

Resolute Forest Products
Acted for Fibrek Recycling US Inc., a subsidiary of Resolute Forest Products Inc., in the sale of its recycled bleached kraft pulp mill in Fairmont, West Virginia to ND Fairmont LLC, a subsidiary of Nine Dragons Paper (Holdings) Limited.

Altus Formulation Inc.
Acted for Altus Formulation Inc., in various matters, including pertaining to the exclusive licensing and commercialization of the Flexitab Product Portfolio by Searchlight Pharma Inc.

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Foundation Building Materials, LLC
Acted as Canadian counsel for Foundation Building Materials, LLC (FBM) in the sale of its mechanical insulation segment to Dunes Point Capital.

PelicanCorp Pty Ltd.
Acted as counsel to Australia-based PelicanCorp in its acquisition of TelDig Inc., a Québec-based provider of damage-prevention software solutions doing business across Canada and the United States.

Explorance Inc.
Acted for Explorance in its acquisition, as well as the financing of the acquisition, from Gartner, Inc., of Metrics That Matter, a leading provider of learning and development data and analytics solutions for the corporate market.

CHAMP Private Equity Pty. Limited
Acted as Canadian counsel for CHAMP Private Equity Pty. Limited in its acquisition of Cell Care and its subsidiary Insception Biosciences Inc., a consumer health company with operations across Australia and Canada that collects, processes and stores umbilical cord stem cells.

Knight Therapeutics Inc.
Acted for Knight Therapeutics Inc. (Knight) in a Distribution, License and Supply Agreement with Jaguar Health, Inc.

GAEA Grand Holdings Limited
Acted for GAEA Grand Holdings Limited, a leading global interactive entertainment company, in its investment in Behaviour Interactive Inc.

eStruxture Holdings Inc.
Acted for eStruxture Data Centers in its acquisition of Backbone Datavault, a Vancouver-based colocation provider, by way of an asset purchase.

Knight Therapeutics Inc.
Acting regularly for Knight Therapeutics Inc. in connection with distribution, license and supply agreements.

Plusgrade L.P.
Acting regularly for Plusgrade L.P., an innovative travel technology company providing ancillary revenue opportunities to the travel industry, in connection with its SaaS and other agreements with the travel industry, including with multiple airlines.

New Look Vision Group Inc.
Acted for New Look Vision Group Inc. in its $120-million acquisition, by way of plan of arrangement, of Iris, le groupe visuel (1990) Inc., which has a network of 147 retail locations across Québec, British Columbia, Alberta, Ontario and New Brunswick. The purchase was financed through various arrangements, including an increase of New Look's senior secured term facility with its bank syndicate, a new junior unsecured debt facility and an equity private placement.

Claridge Inc.
Acted for Claridge Inc. in connection with its sale to C.H. Guenther & Son, Inc. of

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Les Plats du Chef, a Canada-based frozen meal and snack business.

Alstom Transport Canada Inc.
Acted for Alstom Transport Canada Inc. in connection with the supply of light rail vehicles for the Greater Toronto and Hamilton Area, to Metrolinx, an agency of the Government of Ontario, for a value of $529 million.

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

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

RECOGNITIONS

Chambers Canada: Canada's Leading Lawyers for Business—Corporate/Commercial: Québec; Life Sciences: Corporate/Commercial

The Legal 500 Canada—Corporate and M&A (Leading Individual)

Lexpert Special Edition: Finance and M&A

Lexpert Special Edition: Technology and Health Sciences

The Canadian Legal Lexpert Directory—Corporate Commercial Law; Mergers and Acquisitions; Private Equity; Technology Transactions

The Best Lawyers in Canada—Corporate Law; FinTech Practice; Information Technology; Leveraged Buyouts and Private Equity Law; Mergers and Acquisitions; Technology Law; Venture Capital Law (Lawyer of the Year 2022 and 2024, Montréal)

INSIGHTS

Technology M&A 2024, Canada chapter, co-author
Oct. 31, 2023

American Bar Association, Business Law Fall Meeting, "Private Equity and ESG – Practical Considerations for Cross-Border Transactions"; September 7-9, 2023; Chicago, IL
Sept. 08, 2023

Moderator, American Bar Association, 2023 ABA Business Law Section Hybrid Spring Meeting, "ESG Considerations for PE Investments"; Seattle, WA
Apr. 27, 2023

Technology M&A 2023, Canada chapter, co-author
Feb. 21, 2023

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American Bar Association, Business Law Hybrid Spring Meeting, “The Changing Landscape of the Controls Being Sought by PE and VC Investors”; March 31-April 2, 2022; Atlanta, GA
Mar. 31, 2022

Chair, American Bar Association, Business Law Virtual Spring Meeting, “2021 State of the Trends in the Private Equity and Venture Capital Market: How Things Changed in 2020 and an Outlook”; April 19-23, 2021; Webinar
Apr. 21, 2021

2021 Global Venture Capital Guide – Canada Chapter, co-author
Jan. 21, 2021

American Bar Association, Business Law Section 2020 Virtual Annual Meeting, “M&A for the Venture Capital–Backed Life Science Company”; Webinar
Sept. 23, 2020

The Times They Are A Changin’ Canadian Privacy Law in the Private Sector
Sept. 18, 2020

American Bar Association, Business Law Section, “Distressed Private Equity and Other Opportunistic Transactions”; Webinar
June 03, 2020

EDUCATION

Université de Montréal, LLB (Excellence in Intellectual Property Award), 2002
John Molson School of Business, Concordia University, MBA, 2002
McGill University, MSc (Physiology), 1999
McGill University, BSc (Physiology) (with Distinction), 1997

PROFESSIONAL AFFILIATIONS

American Bar Association

COMMUNITY INVOLVEMENT

American Bar Association, International Private Equity and Venture Capital Committee of the Business Law Section, co-chair
American Bar Association, Private Equity M&A Subcommittee