DAVIES



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Expertise
Commercial Real Estate
Corporate

Bar Admissions
Ontario, 1995

"Impressive experience representing institutional investors and public utilities in a range of transactional matters."

Client – *Chambers Canada*

Gabriella uses her understanding of the complexities of commercial real estate transactions to provide results-oriented solutions for clients, who rely on her clear and practical advice. They appreciate her "exceptional" service, along with her "focus and strength of character." (*Chambers Canada 2017*)

Clients – including pension funds, private equity and public companies – turn to Gabriella for thorough and methodical advice. They regularly consult her on a broad range of major commercial real estate transactions, including acquisitions, dispositions, developments, joint ventures, financings and commercial leasing. Gabriella advises clients in diverse industries, including in the hospitality sector where she advises primarily on hotel properties and renewable energy projects such as development and financing.

Gabriella has a keen interest in emerging issues in commercial real estate and writes on topics related to new developments in the sector.

REPRESENTATIVE WORK

Woodbourne Canada Partners III (CA) LP
Acting for Woodbourne Canada Partners III (CA) LP with its $180-million acquisition with Tridel Builders Inc. of the residential component of The Well from RioCan REIT, Allied Properties REIT and Diamondcorp.

Alimentation Couche-Tard Inc.
Acting for Alimentation Couche-Tard Inc. in the strategic disposition of its operating gas station sites operating under the banners Circle K and Couche-Tard in prime locations in Ontario and Québec.

StorageMart
Acted for StorageMart in the $566-million refinancing of its Canadian portfolio of 63 self-storage facilities in British Columbia, Alberta, Saskatchewan, Ontario and Quebec.

Axium Infrastructure Inc. and The Manufacturers Life Insurance Company
Acted for Axium Infrastructure Inc. and The Manufacturers Life Insurance Company in their joint $1.4-billion acquisition of AltaGas Ltd.'s remaining 55% interest in three hydroelectric projects in northwest British Columbia: the 195 MW Forrest Kerr Hydroelectric Facility, the 66 MW McLymont Creek Hydroelectric Facility and the 16 MW Volcano Creek Hydroelectric Facility.

United Steelworkers Local 8782
Acted for United Steelworkers Local 8782, a limited partner of Legacy Lands Limited Partnership (the Partnership), with respect to the sale of approximately

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3,000 acres of land beneficially owned by the Partnership in Hamilton and Nanticoke, Ontario on which Stelco Inc. conducts its manufacturing operations. Stelco granted a $114 million vendor take back mortgage to the Limited Partnership for the purchase price to be used to fund pension and other post-employment benefits to retirees of Stelco.

Alimentation Couche-Tard Inc.
Acted for Alimentation Couche-Tard Inc., the leader in the Canadian convenience store industry, in connection with its $1.68-billion acquisition of 279 Esso-branded fuel and convenience sites; 229 of these sites are located in Ontario and 50 are located in Québec. The acquisition also includes land banks and dealer-operated sites, as well as a long-term supply agreement with Imperial Oil.

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.

Fortis Inc.
Acted for Fortis Inc. (Fortis) and Fortis Properties Corporation (FPC) in connection with the sale by FPC of its commercial real estate portfolio to Slate Office REIT for $430 million. The portfolio comprises 2.8 million square feet of leasable space located in Newfoundland, New Brunswick and Nova Scotia and includes the Delta Brunswick hotel in Saint John. Davies also acted for Fortis in connection with its related $35 million investment in trust units of Slate Office REIT.

Fortis Inc.
Acted for Fortis Inc. and Fortis Properties Corporation (FPC) in connection with the sale by FPC of its hotel portfolio to a private investor group for $365 million. The hotel portfolio is comprised of 22 hotels located in seven Canadian provinces.

Fortis Inc.
Acted for Fortis Inc. in connection with its sale to Energy Ottawa Inc. of 10 run-of-river hydroelectric facilities located in Ontario and New York State representing 31 megawatts of installed operating capacity.

Axium Infrastructure Inc.
Acted for Axium Infrastructure Inc. in its $540-million acquisition of TransCanada's Ontario solar portfolio, consisting of eight facilities totalling approximately 105 MW of installed capacity.

Manulife Financial Corporation
Acted for the Manufacturers Life Insurance Company in connection with the establishment of credit facilities to finance the construction and long-term operations of the Aria Solar Project, a 9-MW ground-mount solar project located in Springwater, Ontario, which had been awarded a 20-year power purchase contract under Ontario's Feed-in Tariff Program.

Manulife Financial Corporation

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Acted for The Manufacturers Life Insurance Company in the financing of a $42.5-million equity investment in the Suncor Energy Adelaide Wind Power Project in Ontario.

Manulife Financial Corporation
Acted for The Manufacturers Life Insurance Company in connection with the establishment of credit facilities to finance the construction and long-term operations of the RayLight Solar Project, a 10 MW ground-mount solar project located in Wyebridge, Ontario, which had been awarded a 20-year power purchase contract under Ontario's Feed-in Tariff Program.

Manulife Financial Corporation
Acted for The Manufacturers Life Insurance Company in connection with the establishment of credit facilities to finance the construction and long-term operations of the Val Caron Solar Project, a 10 MW ground-mount solar project near the City of Greater Sudbury, Ontario, which had been awarded a 20-year power purchase contract under Ontario's Feed-in Tariff Program.

Stonebridge Financial Corporation
Acted for Stonebridge Financial Corporation in connection with the establishment of a credit facility for Affinity Wind LP to finance the construction and long-term operation of a 13.2-MW wind farm to be located near Truro, Nova Scotia.

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.

Aeroterm
Acted for Aeroterm, a subsidiary of the Realterm private equity fund, in a $82-million secured financing of its airport logistics and support facilities in Alberta, Ontario and Quebec.

Manulife Financial Corporation
Acted for The Manufacturers Life Insurance Company in connection with a $125.8 million project financing of the construction of the 18.9-MW hydroelectric generating facilities located near White River, Ontario.

Manulife Financial Corporation and Sun Life Assurance Company of Canada
Acted for a group of lenders, comprising The Manufacturers Life Insurance Company and Sun Life Assurance Company of Canada, in connection with the $135.2 million non-recourse construction and term project finance for the 60 MW nameplate capacity wind generation project located on McLean's Mountain, Manitoulin Island, Ontario.

CIBC World Markets Inc., TD Securities Inc. and Scotia Capital Inc.
Acted for a syndicate of underwriters co-led by CIBC World Markets Inc., TD Securities Inc. and Scotia Capital Inc. in connection with Crombie Real Estate Investment Trust's public offering of $225 million of subscription receipts and $75 million of extendible convertible debentures. The proceeds of the offering will be used to partially finance Crombie's $990 million purchase of a portfolio of

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68 retail properties anchored by Safeway grocery stores in a sale-leaseback transaction with Sobeys Inc. in connection with Sobeys' $5.8 billion acquisition of the assets of Canada Safeway Limited.

Plazacorp Retail Properties Ltd.
Acted for Plazacorp Retail Properties Ltd. in connection with the credit facility provided by Royal Bank of Canada with respect to its negotiated takeover bid of KEYreit for approximately $119 million.

Stonebridge Financial Corporation
Acted for Stonebridge Financial Corporation in connection with project financing for the Alderville Solar Project in Central Ontario.

Hydroméga Services Inc.
Acted for Hydroméga Services Inc., as sponsor in partnership with the Dokis First Nation, and Okikendawt Hydro L.P., as borrower, in connection with the project financing of a 10-MW hydroelectric generating facility on the French River in the district of Parry Sound, Ontario.

Najafi Companies
Acted as Canadian counsel for Najafi Companies in its acquisition of C International Income Fund (formerly Cinram International Income Fund). The transaction was implemented as a sale proceeding under the *Companies' Creditors Arrangement Act* (with recognition proceedings commenced under Chapter 15 of the United States Bankruptcy Code).

OPSEU Pension Plan Trust Fund
Acted for OPSEU Pension Plan Trust Fund in connection with its acquisition of a 50% interest in the office building at 777 Bay Street, Toronto and a 90% interest in the office building at 1075 Bay Street, Toronto from Canderel for a total purchase price of $288 million, and the joint ventures in respect of those properties.

Holiday Canada ULC and Fortress Investment Group
Acted for Holiday Canada ULC and funds managed by Fortress Investment Group in connection with the refinancing of $620-million of indebtedness secured on real estate assets located across Canada.

CIBC World Markets Inc. and Scotia Capital Inc.
Acted for a syndicate of underwriters co-led by CIBC World Markets inc. and Scotia Capital Inc. in a $67.1-million bought deal public offering of trust units of Crombie Real Estate Investment Trust.

Canaccord Genuity & National Bank Financial
Acted for a syndicate of underwriters led by Canaccord Genuity and National Bank Financial in connection with the $121-million initial public offering of HealthLease Properties Real Estate Investment Trust.

Canada Pension Plan Investment Board
Acted for the Canada Pension Plan Investment Board in connection with its joint venture with the Westfield Group. CPPIB's equity investment is US$1.8 billion, representing a 45% interest in the joint venture.

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Norddeutsche Landesbank Girozentrale, New York Branch
Acted for Norddeutsche Landesbank Girozentrale, New York Branch in the establishment of credit facilities for the acquisition, construction and operation by Starwood SSM3 Canada L.P., of a 10 MW solar power facility in Sault Ste. Marie, Ontario.

AbitibiBowater Inc.
Acted for AbitibiBowater Inc. (now known as Resolute Forest Products) in connection with the sale of its 75% indirect interest in ACH Limited Partnership, which owns 8 hydroelectric generating facilities in Ontario, in a transaction valued at $640 million.

George Weston Limited
Acted for George Weston Limited in connection with the acquisition of ACE Bakery Limited in a deal valued at $110 million.

Norddeutsche Landesbank Girozentrale, New York Branch
Acted for Norddeutsche Landesbank Girozentrale, New York Branch, and KfW IPEX-Bank GmbH in connection with the establishment of credit facilities to finance the acquisition, construction and operation by Starwood SSM2 Canada Incorporated of 33.581 MW DC solar power facilities located in Sault Ste. Marie, Ontario.

CIBC World Markets Inc.
Acted for a syndicate of underwriters co-led by CIBC World Markets Inc. and TD Securities Inc. with respect to a bought deal offering of units of Crombie Real Estate Investment Trust.

Ontario Lottery and Gaming Corporation
Acted for Ontario Lottery and Gaming Corporation in connection to various property agreements with entities controlled by the Chippewas of Mnjikaning First Nation relating to Casino Rama.

Norddeutsche Landesbank Girozentrale, New York Branch
Acted for Norddeutsche Landesbank Girozentrale, New York Branch in the establishment of credit facilities for the acquisition, construction and operation by Starwood SSM1 Canada Incorporated of 22.352 MW DC solar power facilities in Sault Ste. Marie, Ontario.

Barzel Industries Canada Inc.
Acted for Barzel Industries Canada Inc. (formerly Novamerican Steel) in its cross-border restructuring proceedings involving independent proceedings under the *Companies' Creditors Arrangement Act* run in parallel concert with U.S. Chapter 11 proceedings for the U.S. parent company and U.S. subsidiaries and implementing a cross-border "stalking horse" sale agreement, cross-border bidding and auction process and closing of such sale within 65 days of the initial filing.

Nemak of Canada Corporation
Acted as Canadian counsel to Tenedora Nemak, S.A. de C.V. (Nemak) with respect to its US$1.2 billion refinancing of existing debt in a transaction involving its creditors around the world.

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Canadian Storage Partners, ULC
Acted for Canadian Storage Partners, ULC, a member of the TKG-StorageMart group of companies, in connection with its acquisition of InStorage REIT in a deal valued at $416 million. InStorage REIT owned and operated 57 self-storage facilities in Ontario, Québec, Alberta and Saskatchewan and is a joint-venture partner with respect to four additional self-storage facilities. The acquisition required the consent of lenders holding in excess of $275-million of loans.

CIBC World Markets Inc. and TD Securities Inc.
Acted for a syndicate of underwriters co-led by CIBC World Markets Inc. and TD Securities Inc. in a $93-million bought deal public offering of subscription receipts and 7.0% extendible convertible unsecured subordinated debentures of Crombie Real Estate Investment Trust. The net proceeds from the offering were used by Crombie to satisfy a portion of the purchase price of its acquisition of a portfolio of 61 retail properties from subsidiaries of Empire Company Limited.

Norddeutsche Landesbank Girozentrale
Acted for Norddeutsche Landesbank Girozentrale, New York Branch in its financing on 9 MW of a combined 19 MW of solar power projects being developed via a joint venture between SunEdison, North America's largest solar energy services provider and SkyPower Corp., a major Canadian renewable energy developer. The project, known as First Light, was the first project under the Ontario Renewable Energy Standard Offer Program to be project financed.

Glencore International AG
Acted for Glencore International AG in connection with the formation of its strategic partnership with Polymet Mining Corp., including a convertible loan to Polymet.

Morgan Stanley Real Estate
Acted for Morgan Stanley Real Estate in connection with its acquisition of Three Sisters Mountain Village Ltd.

Barzel Industries Inc.
Acted for Barzel Industries Inc. (formerly Symmetry Holdings Inc.) in its acquisition of Novamerican Steel Inc. for a purchase price of US$585 million.

Abitibi-Consolidated Inc.
Acted for Abitibi-Consolidated Inc. (now known as Resolute Forest Products) which with the Caisse de dépôt et placement du Québec completed a joint venture for the Company's hydroelectric generation facilities in Ontario. The joint venture, ACH Limited Partnership, was 75% owned by Abitibi-Consolidated and 25% owned by the Caisse.

CIBC World Markets Inc. and Scotia Capital Inc.
Acted for a syndicate of underwriters co-led by CIBC World Markets Inc. and Scotia Capital Inc. in the $205-million initial public offering of Crombie Real Estate Investment Trust.

The Rose Corporation
Acted for The Rose Corporation and other investors in connection with a private placement of $25 million of convertible subordinate debentures by Clearford Industries Inc. The proceeds from the private placement were used by Clearford

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to finance the acquisition of Brooklin Concrete Inc. from Return on Innovation Fund Inc. for approximately $24.1 million pursuant to a share purchase agreement. The debentureholders included ROI Fund, which, as part of this complicated divestiture, agreed to subscribe for debentures in an aggregate amount of $3.75 million. The acquisition was also financed through a bank financing from HSBC Bank Canada.

Decision Resources, Inc.
Acted for Decision Resources, Inc. in its acquisition of Millennium Research Group Inc.

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.

Mountaingate Capital
Acted for Mountaingate Capital Management II, L.P. in its strategic investment in Bond Brand Loyalty Group, a leading marketing, customer experience and loyalty software management group.

Mondi plc
Acted for Mondi plc, a global leader in the production of sustainable packaging and paper, in its acquisition of the Hinton Pulp mill from West Fraser Timber Co. Ltd. (West Fraser) and its long-term partnership with West Fraser to access local, high-quality fibre from well-established wood basket, as well as with Mondi plc's plans to invest €400 million in the expansion of Hinton.

RECOGNITIONS

Chambers Canada: Canada's Leading Lawyers for Business—Real Estate: Ontario

The Canadian Legal Lexpert Directory—Corporate Commercial Law; Property Development; Property Leasing

The Best Lawyers in Canada—Corporate Law; Real Estate Law

Who's Who Legal: Real Estate; *Who's Who Legal: Canada*—Real Estate

Expert Guides—Real Estate

INSIGHTS

Upcoming Changes to Ontario Land Transfer Tax Rates
Nov. 25, 2016

New Record-Keeping Obligations for Ontario Corporations Are Coming
Nov. 04, 2016

Recent Developments in Ontario Real Estate
Feb. 26, 2016

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EDUCATION

University of Western Ontario, LLB, 1993
University of Toronto, BA (Hons) (with Distinction), 1990