DAVIES



Derek R.G. Vesey
Partner

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Expertise
Corporate
Banking and Finance
Capital Markets and Securities
Mergers and Acquisitions
Private Equity
Infrastructure
Energy

Bar Admissions
Ontario, 1998

Derek has “the ability to concentrate on the real issues” and is “very practical, hard-working, diligent and a pleasure to work with.”

Client – *Chambers Canada*

Derek advises clients on a broad range of corporate matters, including corporate finance, banking, private equity, public-private partnership transactions, corporate reorganizations and general corporate matters. He works in close partnership with his clients, advising banks, private equity firms, manufacturing and service businesses of all sizes – in Canada, the United States, Europe and Asia. Furthermore, Derek has significant expertise in advising clients on major syndicated credit facilities, acting for both borrowers and lenders. He regularly consults on public-private infrastructure projects.

Derek teaches the Advanced Business Law course at Osgoode Hall Law School and has also lectured at Western University and University of Toronto Faculty of Law.

Representative Work

Birch Hill Equity Partners and Brookfield Asset Management
Acted for **Birch Hill Equity Partners** and **Brookfield Asset Management** in their C$2.9-billion acquisition (and related financing) of First National Financial Corporation, one of Canada’s largest non-bank mortgage originators and underwriters.

Mastermind Toys
Acted for **Mastermind Toys**, the largest independent specialty toy and children's book retailer in Canada, in its proceedings under the *Companies’ Creditors Arrangement Act* and sale of substantially all of its assets.

Ironbridge Equity Partners
Acted for funds affiliated with **Ironbridge Equity Partners** in the acquisition and related financing of Gardner Glass Products, Inc., a North Carolina-based company that manufactures and distributes tempered, mirrored, backpainted, and laminated glass products.

Ironbridge Equity Partners
Acted for **Ironbridge Equity Partners** in its acquisition (and related financing) of the Gesco Group of Companies, a leading specialty distributor of floor covering solutions across Canada, pursuant to a sale proceeding conducted under the *Companies' Creditors Arrangement Act*.

Ironbridge Equity Partners Management Limited
Acted for **Ironbridge Equity Partners** in its acquisition and related financing of Walker Glass Company Ltd., a Montréal-based company that manufactures mirror and acid etch-glazing substrates.

Ironbridge Equity Partners
Acted for **Ironbridge Equity Partners** in its acquisition and related financing of North American Produce Buyers Limited, a leading importer and distributor of premium fruit.

Beringer Capital

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Acted for **Beringer Capital** in its acquisition (and related bank financing) of a majority stake in Dig Insights, a Canadian tech-enabled services company that delivers consumer insights and market research consulting, tools and solutions to leading brands across a range of sectors.

Birch Hill Equity Partners

Acted for **Birch Hill Equity Partners** in its joint acquisition (and related financing) with Investissement Québec of Polycor Inc., the largest quarrier of natural stone in the world.

Canadian Imperial Bank of Commerce

Acted for **Canadian Imperial Bank of Commerce** in the refinancing of a US$450-million senior secured revolving credit facility made available to HudBay Minerals Inc.

Northleaf Capital Partners

Acted for **Northleaf Capital Partners** in its joint acquisition with AVALT of a majority interest in AMAROK, LLC, a leading provider of contracted perimeter security infrastructure solutions in the United States.

TPG Real Estate Partners

Acted for **TPG Real Estate Partners**, the dedicated real estate equity investment platform of alternative asset firm TPG, in its acquisition (and related financing) of Cinespace Film Studios, North America's second-largest independent sound stage platform with best-in-class studio campuses in Toronto and Chicago.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** on the acquisition and related financing of Cendrex Industries, a leading manufacturer of high-quality standard and made-to-order access doors for the North American residential and non-residential construction market.

Woodbourne Canada Partners

Acted for **Woodbourne Canada Partners** in the refinancing of a five-story, 144-unit student residence for Queen's University in Kingston, Ontario.

Northleaf Capital Partners

Acted for **Northleaf Capital Partners** in its strategic sale of a non-controlling interest to Mackenzie Financial Corporation, a subsidiary of IGM Financial Inc., and Great-West Lifeco Inc.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** in its acquisition (and related financing) of a controlling interest in GNI Management Group Inc., a leading provider of insulation services, from Mill Street & Co.

Artemis Growth Partners LLC

Acted for **Artemis Growth Partners LLC** in the $80-million acquisition (and related financing) of Bridge Farm Group from Sundial Growers.

DigitalBridge

Acted for **DigitalBridge** in connection with the additional $148.5 million of bank financing raised to recapitalize Beanfield Metroconnect and the related tuck-in acquisition by Beanfield of the fibre business of Aptum Technologies.

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Bank of Montreal

Acted for a syndicate of agents led by **Bank of Montreal** in establishing a $200-million revolving credit facility in favour of Sienna Senior Living Inc.

CMP Group Ltd.

Acted for **CMP Group Ltd.** in its acquisition and related financing of the operating assets of MarineTech Products, Inc.

Beanfield Metroconnect

Acted for **Beanfield Metroconnect**, a portfolio company of DigitalBridge, in its acquisition of Openface Inc., the largest independent enterprise fibre solutions provider in Montréal.

DigitalBridge

Acted for **DigitalBridge** in its acquisition (and related bank financing) of Beanfield Metroconnect, an independent bandwidth infrastructure provider serving the enterprise, carrier and multi-dwelling unit markets in Toronto and Montréal over its owned fibre network.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** on the acquisition and related financing of Alumni Classroom Furniture Inc., a leading manufacturer and distributor of educational furniture for the pre-school through grade twelve market.

Blackstone Property Partners

Acted for an affiliate of **Blackstone Property Partners** in its joint venture with Hudson Pacific Properties, Inc., to acquire the 1.45 million-square-foot Bentall Centre office and retail complex in Vancouver.

Birch Hill Equity Partners

Acted for **Birch Hill Equity Partners** in the $101.6-million acquisition and related financing of non-core midstream and power assets in Canada from AltaGas Ltd. and in the $63.4-million acquisition of a 13.3% interest in Tidewater Midstream and Infrastructure Ltd., a public company, from AltaGas.

Bank of Montreal

Acted for **Bank of Montreal**, the administrative agent for a syndicate of lenders, in the $91-million senior secured credit facility made available to Summit Industrial Income REIT under the credit agreement in connection with the acquisition of five industrial properties in Québec.

Sleep Country Canada Holdings Inc.

Acted for **Sleep Country Canada Holdings Inc.** in its $88.7-million acquisition of Endy, one of Canada's leading mattress-in-a-box e-commerce players, and the financing of this acquisition through an increase in and amendment to its $210-million senior secured syndicated credit facility.

National Bank of Canada

Acted for **National Bank of Canada** in a $80-million secured capital call loan made available to a fintech venture fund focused on investments in the global financial technology sector.

A Canadian private equity sponsor

Acted for **a major Canadian private equity sponsor** in the establishment by The Toronto-Dominion Bank of a $75,000,000 secured revolving credit facility to fund the

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working capital requirements of a private equity fund having capital commitments of $765,000,000.

Resource-based private credit fund

Acted for a resource-based private credit fund in the establishment by Royal Bank of Canada of US$50,000,000 secured revolving credit facility to fund its working capital requirements.

J.P. Morgan Securities Inc.

Acted as Canadian counsel to **J.P. Morgan Securities Inc.** in its capacity as dealer manager in the offer to exchange all of Lions Gate Entertainment Corp.'s US$520-million 5.875% senior notes for Lions Gate Capital Holdings LLC's 5.875% senior notes due 2024.

Birch Hill Equity Partners

Acted for **Birch Hill Equity Partners** and one of its portfolio companies, **Sigma Systems**, in the amendment and restatement of a US$55-million loan provided by The Bank of Nova Scotia and a syndicate of lenders.

Blue Wolf Capital Partners LLC

Acted as Canadian counsel to **Blue Wolf Capital Partners LLC** on the acquisition and related financing of a majority stake in The State Group Inc., a leading North American multi-trade industrial and specialty services contractor.

Fulcrum Capital Partners

Acted for **Fulcrum Capital Partners** in its equity investment in and related financing of Accucam Machining, a Canada-based supplier of steel parts to heavy original equipment manufacturers in material handling, agricultural and construction industries around the world.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** on the acquisition and related financing of Midland Appliance, a leading seller of premium home appliances, based in Western Canada.

Birch Hill Equity Partners

Acted for **Birch Hill Equity Partners** in its acquisition of CCM Hockey from Adidas.

Canadian Imperial Bank of Commerce, The Bank of Nova Scotia, ING Capital and a syndicate of lenders

Acted for **Canadian Imperial Bank of Commerce**, **The Bank of Nova Scotia**, **ING Capital** and a syndicate of lenders in the US$550-million senior secured credit facilities made available to Hudbay Minerals Inc. and Hudbay Peru SAC.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** in connection with its acquisition and related financing of Avena Foods Limited, a leading supplier of gluten-free oats to the North American market.

Canada Pension Plan Investment Board

Acted for the **Canada Pension Plan Investment Board** in its $1.175-billion acquisition of a 50% interest in Canadian office portfolio from Oxford Properties Group.

Shaw Communications Inc.

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Acted for **Shaw Communications Inc.** in connection with its sale of Shaw Media Inc. to Corus Entertainment Inc. for $2.65 billion. Shaw Media is the owner of the Global Television Network and 19 specialty channels including HGTV Canada, Food Network Canada and Showcase. Davies acted for Shaw in 2010 on the purchase of these assets from CanWest Global Communications for $2 billion. The proceeds from this sale were used to finance Shaw's acquisition of WIND Mobile for $1.6 billion. Davies acted for WIND Mobile.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** in connection with its investment in Back in Motion Rehab Inc., a provider of employment, rehabilitation and physiotherapy services.

Birch Hill Equity Partners

Acted for **Birch Hill Equity Partners** and **Sleep Country Canada** in connection with the $300-million initial public offering of common shares of Sleep Country Canada Holdings Inc. and in connection with a new $175-million senior secured credit facility. The proceeds of the initial public offering were used to acquire Sleep Country Canada Inc.

Secured noteholders

Acted for the secured noteholders in connection with proceedings under the *Companies' Creditors Arrangement Act* relating to Cline Mining Corp. and its subsidiaries.

The Blackstone Group

Acted as Canadian counsel to **The Blackstone Group** in connection with the acquisition of GE Capital Real Estate's assets in a transaction valued at approximately US$23 billion.

Birch Hill Equity Partners

Acted for **Birch Hill Equity Partners** in connection with its investment in Sigma Systems, a Toronto-based communications software company.

Burger King Worldwide, Inc.

Acted for **Burger King Worldwide, Inc.** in connection with its acquisition of Tim Hortons Inc. for approximately US$12.5 billion, the related financing, which involved a US$3-billion preferred equity investment from Berkshire Hathaway Inc., a secured US$7.25-billion credit facility and a private placement of US$2.25 billion of second lien secured notes, and an associated tender offer for Tim Hortons' outstanding US$1.2 billion of debt securities. This transaction resulted in the creation of Restaurant Brands International, a new global company headquartered in Canada, and the third-largest quick service restaurant in the world with approximately US$23 billion in system sales and over 18,000 restaurants in 100 countries. The transaction was recognized as Global M&A Deal of the Year: Canada by*The American Lawyer*'s 2015 Global Legal Awards.

BofA Merrill Lynch, Scotiabank, ING, Societe Generale, SEB, BMO Capital Markets and GMP Securities

Securities as co-managers in connection with the private placement of US$1-billion aggregate principal amount of senior secured notes by Lundin Mining Corporation. Proceeds were used to partially fund Lundin's US$1.8-billion acquisition of an 80% ownership stake in the Candelaria/Ojos del Salado copper mining operations and

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supporting infrastructure from Freeport-McMoRan Inc.

Deutsche Bank Securities Inc., RBC Capital Markets, LLC, CIBC World Markets Corp. and Imperial Capital, LLC

Acted as Canadian counsel for the initial purchasers, **Deutsche Bank Securities Inc.**, **RBC Capital Markets, LLC**, **CIBC World Markets Corp.** and **Imperial Capital, LLC**, in a US$375-million private placement of senior secured notes due 2019 issued by Tembec Industries Inc., a wholly-owned subsidiary of Tembec Inc.

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).

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** in connection with its investment in M&M Resources Inc., a leading energy services business focused on the oil and gas industry in northeast British Columbia and northwest Alberta.

Bank of America Merrill Lynch

Acted for **Bank of America Merrill Lynch** as arranger, lender and financial advisor with respect to a $5.1-billion financing to Loblaw Companies Limited on its $12.4-billion acquisition of Shoppers Drug Mart Corporation.

Northleaf Mid-Market Infrastructure Partners

Acted for **Northleaf Mid-Market Infrastructure Partners** in connection with a series of subordinated loans made available to the consortium on the Colorado US 36 Express Lanes Project. The subordinated debt proceeds complement a US$60-million TIFIA loan from the U.S. Department of Transportation; a US$20-million tax-exempt private activity bond ("PABs") issue; US$2 million in net construction revenues; and a US$41-million capital contribution from the State of Colorado.

Sandspring Resources Ltd.

Acted for **Sandspring Resources Ltd.** in its early deposit gold stream transaction pursuant to which Sandspring agreed to sell 10% of the life-of-mine gold production from its Toroparu project located in Guyana, South America, to a subsidiary of Silver Wheaton Corp. in exchange for an up-front US$148.5-million cash deposit plus an ongoing production payment of the lesser of the market price and US$400 per payable ounce of gold.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** in its investment in Frischkorn Audio-Visual Corp., Canada's leading independent provider of audio-visual services to corporate clients.

Canadian Imperial Bank of Commerce and The Bank of Nova Scotia

Acted for **Canadian Imperial Bank of Commerce**, **The Bank of Nova Scotia** and a syndicate of lenders in connection with a US$100-million senior secured credit facility made available to Hudbay Minerals Inc. and Hudson Bay Mining and Smelting Co., Limited.

Northleaf Capital Partners

Acted for **Northleaf Capital Partners** in connection with its acquisition of Sierra Yoyo

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Desan Road in British Columbia.

U.S. Silver & Gold Inc.

Acted for **U.S. Silver & Gold Inc.** in connection with both a senior secured credit facility provided by Royal Capital Management and certain lenders and the issuance of certain warrants to purchase common shares issued to Royal Capital Management.

Stonebridge Financial Corporation and Stonebridge Infrastructure Debt Fund Limited Partnership

Acted for **Stonebridge Financial Corporation**, **Stonebridge Infrastructure Debt Fund Limited Partnership** and other lenders in connection with a multi-tranche term credit facility in favour of Firelight Solar L.P. to finance a portfolio of approximately 65 photovoltaic rooftop solar projects.

Bank of Montreal and Royal Bank of Canada

Acted for **Bank of Montreal** and **Royal Bank of Canada** in connection with a $190,000,000 secured term credit facility made available to Pure Industrial Real Estate Trust.

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.

The Energy and Minerals Group

Acted as Canadian counsel to **The Energy and Minerals Group** in connection with The Energy and Minerals Group increasing their interest in Baffinland's Mary River Iron Ore Project from 30% to 50% and the negotiation of definitive joint venture and related agreements between The Energy and Minerals Group and ArcelorMittal with respect to the development and operation of the Mary River Iron Ore Project.

Bank of Montreal

Acted for **Bank of Montreal** and a syndicate of Canadian and U.S. lenders in connection with a $250 million senior non-revolving credit facility made available to Hudson's Bay Company.

Bank of Montreal

Acted for **Bank of Montreal** as agent and lender in connection to the $32 million secured revolving term credit facility made available to Proventure Income Fund, the proceeds of the financing will be used, in part, towards the purchase of industrial properties in Canada and acquisitions of real estate investments.

Bank of Montreal

Acted for **Bank of Montreal** in connection with a senior credit facility made available to Galway Resources Ltd., a mining company which is primarily focused on the exploration of gold in Colombia.

Maple Group Acquisition Corporation

Acted for **Maple Group Acquisition Corporation** (renamed TMX Group Limited), an entity whose shareholders consisted of five of Canada's largest pension funds, four Canadian bank-owned investment dealers, a leading independent broker dealer, Canada's largest financial co-operative group and a leading Canadian-based financial services group, in connection with its $3.8-billion acquisition of each of TMX Group

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Inc., The Canadian Depository for Securities Limited, Alpha Trading Systems Inc. and Alpha Trading Systems Limited Partnership, resulting in the creation of a new integrated clearing and exchange group. This deal was awarded Deal of the Year in 2012 by *Lexpert* magazine.

Westerkirk Capital Inc. and Ironbridge Equity Partners

Acted for **Westerkirk Capital Inc.** and **Ironbridge Equity Partners** in the acquisition of Demers' Ambulance Manufacturer Inc., a Canadian leader in ambulance design, manufacture and distribution.

Bank of Montreal

Acted for **Bank of Montreal** in connection with two secured credit term credit facilities in an aggregate amount of a $52.1-million made available to Leisureworld Senior Care Corporation for the acquisition of two luxury retirement residences.

Marret Asset Management Inc.

Acted for **Marret Asset Management Inc.** and certain bondholders in connection with the issuance by Cline Mining Corporation of common share warrants and the entry into a trust indenture by Cline Mining Corporation for the issuance of up to US$65 million of secured bonds.

Bank of Montreal

Acted for **Bank of Montreal** and a syndicate of lenders in connection with a $300-million secured credit facility in favour of a major Canadian retailer.

Hale Capital Partners, LP

Acted for **Hale Capital Partners, LP** and their wholly owned subsidiary **HUSC, LLC** in connection with the PIPE Investment by HUSC, LLC in secured convertible notes and warrants issued by United Silver Corp.

Meridiam Infrastructure, PCL Constructors Canada Inc. and Honeywell Limited (Access Justice St. Thomas)

Acted for **Access Justice St. Thomas**, a short-listed consortium of Meridiam Infrastructure, PCL Constructors Canada Inc. and Honeywell Limited, in relation to the design, construction, finance and operations of the St. Thomas Consolidated Courthouse project.

Agnico Eagle Mines Limited

Acted for **Agnico Eagle Mines Limited** in connection with the acquisition of Grayd Resource Corporation by way of takeover bid for $275 million.

RX Exploration Inc.

Acted for **RX Exploration Inc.** and its wholly owned subsidiary **Drumlummon Ltd.**, in connection with a senior secured credit facility provided by an affiliate of Hale Capital Partners, L.P.

Sleep Country Canada LP

Acted for **Sleep Country Canada LP** in connection with a $105-million senior secured credit facility provided by The Toronto-Dominion Bank and a syndicate of Canadian and international lenders.

Bank of America, N.A.

Acted as Canadian counsel for **Bank of America, N.A.** and a syndicate of lenders in connection with a US$500-million senior credit facility provided to Research In Motion.

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Credit Suisse Securities AG

Acted as Canadian counsel to **Credit Suisse Securities AG** in connection with a US$355-million 7-year first lien term loan, a US$100-million 7.5-year second lien term loan and a US$20-million 5-year revolving credit facility made available to Mood Media Corporation in connection with its acquisition of Muzak Holdings LLC.

Bank of Montreal

Acted for **Bank of Montreal** in connection with a $55-million secured credit facility made available to Leisureworld Senior Care Corporation for the acquisition of two luxury retirement residences.

Canadian Imperial Bank of Commerce (CIBC)

Acted for a syndicate of lenders led by **Canadian Imperial Bank of Commerce** in connection with a US$50-million revolving credit facility of Aurizon Mines Ltd.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** in the purchase by Ironbridge of all of the assets of Industrial Commercial Equipment Manufacturing Ltd. associated with its Frost Fighter business.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** in the purchase by Ironbridge of all of the issued and outstanding shares of Hank's Maintenance and Service Co.

Ironbridge Equity Partners

Acted for **Ironbridge Equity Partners** in the purchase by Ironbridge of all of the issued and outstanding shares of Lafrentz & Christenson Trucking Ltd.

BMO Capital Markets

Acted for **BMO Capital Markets** in connection with a $60-million bought deal private placement of subscription receipts of Fluid Music Canada, Inc. and for Bank of Montreal in connection with a US$100-million senior secured credit facility. The proceeds of the private placement and the bank financing will be used by Fluid Music to complete the EUR 160-million acquisition of Mood Media Group SA.

Fiera Axium Infrastructure and Meridiam Infrastructure Finance S.A.R.L.

Acted as lenders' counsel to **Fiera Axium Infrastructure** and **Meridiam Infrastructure Finance S.A.R.L.** in their bid for the Centre hospitalier de l'Université de Montréal (CHUM) Research Centre project.

The Molson Brothers

Acted as counsel to the **Molson brothers, Geoff, Andrew and Justin**, in connection with the acquisition of the Montréal Canadiens Hockey Club by the investment group led by the Molson brothers. This transaction is considered to be one of the most significant acquisitions ever completed in professional sports in North America. The transaction also included the purchase of the Montréal Bell Centre and the Gillett Entertainment Group.

Meridiam Infrastructure, Bouygues Travaux Publics and Transfield Services Ltd.

Acted for the Miami Access Tunnel consortium, comprised of **Meridiam Infrastructure, Bouygues Travaux Publics** and **Transfield Services Ltd.** for the design, build, finance, operation and maintenance of the US$1.3 billion greenfield

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Port of Miami Tunnel project. Davies also acted as lead counsel for the consortium on the financing of the Project, with the senior debt financing of US$340 million being provided through a club of 10 international banks and the subordinated debt financing of US$341 million being provided as a 35-year fixed rate loan by the United States Department of Transportation under the federal TIFIA (*Transportation Infrastructure Finance and Innovation Act of 1998*) program. This project was awarded the 2009 Global PPP Deal of the Year by*Project Finance* magazine and the 2009 Americas PPP Deal of the Year by each of*Project Finance International* and *Project Finance* magazine.

Sankaty Advisors, LLC

Acted for **Sankaty Advisors**, the fixed income affiliate of Bain Capital, LLC, in the restructuring of Gienow Group, a leading Canadian manufacturer of windows and doors.

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.

Fulcrum Group

Acted as Canadian counsel to **Fulcrum Group** on the merger with Butterfield Fund Services to create Butterfield Fulcrum Group.

Audley European Opportunities Master Fund Limited

Acted for **Audley European Opportunities Master Fund Limited** in connection with its US$30-million credit facility provided to Western Canadian Coal Corp.

Access Justice Durham

Acted for **Access Justice Durham** (sponsored by Babcock & Brown, and including PCL Constructors and Johnson Controls), the successful consortium which entered into an agreement to design, build, finance and maintain the Durham Consolidated Courthouse, the first availability payment PPP relating to courthouses in North America and the first project to be completed by Infrastructure Ontario. This project received the 2007 CCPPP Award of Merit for Project Financing.

Birch Hill Equity Partners

Acted for private equity firm **Birch Hill Equity Partners** and its portfolio company **Emerging Information Systems Inc.** in the acquisition of Financial Profiles Inc., a financial planning software company based in San Diego, California.

Birch Hill Equity Partners

Acted for private equity firm **Birch Hill Equity Partners** in the acquisition by Birch Hill Equity Partners III, LP of the assets of Bio Agri Mix LP.

Man Financial Inc.

Acted as Canadian counsel for **Man Financial Inc.** (now MF Global Ltd.), a global broker for exchange-traded futures and options, in its negotiated acquisition of the Canadian operations of Refco Group Ltd.

BMO Nesbitt Burns Inc.

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Acted for **BMO Nesbitt Burns Inc.** and a syndicate of lenders in connection with its $756-million financing of the Canaport liquefied natural gas (LNG) receiving and regasification terminal in New Brunswick. The facility is the first LNG regasification plant in Canada.

EdgeStone Capital Equity Fund III LP

Acted for private equity fund **EdgeStone Capital Equity Fund III LP** in its acquisition, along with its co-investors including Canada Pension Plan Investment Board, of a 50% interest in Continental Alloys & Services, a Houston-based global manufacturer and distributor of bar and tubular products for the oilfield service industry.

Patheon Inc.

Acted for **Patheon Inc.**, a leading independent provider of pharmaceutical manufacturing and development services, in its new North American credit facilities in the amount of US$290 million with Royal Bank of Canada as sole Administrative Agent and RBC Capital Markets as Lead Arranger and sole Book Runner.

Genus PLC

Acted as Canadian counsel to **Genus PLC**, a world leader in bovine genetics, in connection with the financing of its all-cash acquisition of 63.2% of Sygen International for £187 million.

Ontario Teachers' Pension Plan

Acted for **Ontario Teachers' Pension Plan**, which held an interest in Algorithmics Inc., as Algorithmics was acquired by Fitch Group, Inc. in a transaction valued at US$175 million.

Access Roads Edmonton Ltd.

Acted for the successful consortium for the design, finance, build and operation of the Anthony Henday Drive Southeast Leg Ring Road in Edmonton, Alberta. The roadway will include eight interchanges, five flyovers, and two rail crossings, for a total of 29 bridge structures.

Citibank International Plc, Citibank N.A. and General Electric Capital Corporation

Acted for **Citibank International Plc**, **Citibank N.A.** and **General Electric Capital Corporation** as agents and a syndicate of lenders in the US$6.7 billion term credit facility made available to SABIC Innovative Plastics Holding B.V., SABIC Innovative Plastics Holding US LP and SABIC Innovative Plastics GP B.V., supporting the acquisition of General Electric Company's plastics division by Saudi Basic Industries Corporation (SABIC).

Recognitions

Chambers Global
Banking and Finance

Chambers Canada
Banking and Finance

IFLR1000
Banking; Project Development

Lexpert 500 Cross Border
Banking & Financial Institutions

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Legal 500 Canada
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Lexpert Special Edition
Finance; M&A; Infrastructure

Lexpert (CLLD)
Banking and Financial Institutions
Most Frequently Recommended

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Corporate Commercial Law; Corporate Finance and Securities

Lexpert (CLLD)
Corporate Mid-Market; Private Equity; Project Finance

Best Lawyers Canada
Banking and Finance Law; Corporate Law; Leveraged Buyouts and Private Equity Law

Best Lawyers Canada
Mergers and Acquisitions Law; Project Finance Law; Structured Finance Law

Expert Guides
Banking; Banking, Finance and Transactional

Insights

Davies Lawyers Recognized by *Best Lawyers*
Sep 3, 2026

Lexpert Recognizes Davies' Infrastructure Expertise
May 6, 2026

Lexpert Recognizes Davies' Finance Expertise
Apr 15, 2026

Lexpert Recognizes Davies' M&A Expertise
Apr 15, 2026

Lexpert Affirms Davies' Position as a Leading Firm
Mar 17, 2026

Lexpert 500 Guide Recognizes Davies
Jan 14, 2026

Lexpert Special Edition Recognizes Davies' Expertise in Infrastructure
Apr 30, 2025

Lexpert Special Edition Recognizes Davies' Expertise in Finance
Apr 16, 2025

Lexpert Special Edition Recognizes Davies' Expertise in M&A
Apr 16, 2025

Doing Business in Canada
Nov 14, 2023

TPG Real Estate Acquires Cinespace Film Studios
Nov 22, 2021

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Fourteen Davies Lawyers Named Energy Leaders
Oct 1, 2021

Twelve Davies Lawyers Recognized as Leaders in Infrastructure
Aug 6, 2021

Electronic Signatures: A Guide for Ontario Businesses
Mar 4, 2021

Education

Osgoode Hall Law School, LLB (Silver Medallist), 1996
Queen's University, BComm (Honours), 1993

Bar Admissions

Ontario, 1998

Community Involvement

Practical Law Canada, Finance Advisory Board

Teaching Engagements

Derek has taught the corporate law component of the Bar Admission Course and is involved in teaching the Advanced Business Law Workshop at Osgoode Hall Law School. He has also lectured at Western Law.