



Michael P. Whitcombe

National Co-Chair, Private Equity
Chair - Board of Partners
Toronto

416.865.7126
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education and year of call

- Called to the Ontario bar - 1987
- Osgoode Hall Law School, LLM (Business Law) - 2008
- Queen's University, LLB - 1985
- University of New Brunswick, BBA (*with Distinction*) - 1982

practice areas

acquisitions and divestitures
private equity
business formation
corporate governance
negotiated transactions
venture capital
e-commerce
franchise and distribution
franchising and distribution disputes

industries

food, beverage and agribusiness
private equity - buyouts & venture
capital investment
automotive
cleantech
franchising and distribution
manufacturing, distribution and retail

profile

Michael Whitcombe is a Senior Partner and Co-Chair of the Private Equity Practice and Chair of the Board of Partners of McMillan. He principally practises in the areas of negotiated merger and acquisition transactions (domestic and cross-border), private equity investments, strategic alliances, complex commercial arrangements and corporate governance. Michael regularly advises medium and large corporations (both domestic and international) and their boards of directors in connection with their operations throughout Canada. He has significant industry experience in pharmaceutical, automotive, manufacturing, distribution, service, entertainment, hospitality and tourism sectors.

Michael is Director of a number of Canadian corporations and has served as the Honorary Solicitor for The Arthritis Society since 1996. He is a member of the OBCA and CBCA Advisory Sub-Committees to the Business Law Executive of the Canadian Bar Association (Ontario). Michael holds a degree in Business Administration in addition to his LLB and LLM and was called to the Ontario Bar in 1987.

Since 2006, Michael has been recognized as one of Canada's leading Business Lawyers in the *Lexpert / ALM Guide to the Leading 500 Lawyers in Canada*.

directorships and professional associations

- Ontario Bar Association
- Canadian Bar Association
- Advisory Sub-Committees to the Business Law Executive of

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the Canadian Bar Association (Ontario)

- Oakville Community Foundation
- MLSE Launch Pad
- Porsche Cars Canada Ltd.

representative matters

- Represented Porsche in Connection with the establishment of Bentley Financial Services Canada and Lamborghini Financial Services Canada
- Represented Taylor Wimpey plc in the Canadian aspects of its divestiture of the North American real estate operations to Oaktree Capital, TPG Capital and JH Investments
- Represented Sun Capital Partners in the Canadian aspects of its acquisitions of the North American Bath & Kitchen Division of American Standard; acquisition and subsequent divestiture of the Ontario Pork Processing Operations of Maple Leaf Foods Inc.; acquisition of the Beauty Packaging Operations of Rio Tinto Alcan; acquisition of Arch Aluminum Products; acquisition of Berkline Benchcraft and its acquisition of Wind-Up Entertainment
- Represented Wind Point Partners in the Canadian aspects of its acquisition of ThinAddictives Inc.
- Represented Oaktree Capital in connection with its investments in Cyanco Canada and in Streamtheworld
- Represented ICV Partners in the Canadian aspects of its acquisition of Cargo Airport Services
- Represented Arlon Capital in the Canadian aspects of its acquisition of Pasta Kitchen
- Represented Genstar Capital in the acquisitions by its portfolio entity Granite Global Solutions Holdings Inc. of Financial Horizons Inc., Total Rehabilitation Management and Mercer Myers & Associates Insurance Adjusters Ltd.
- Represented ARAMARK Corp. in connection with the Canadian aspects of the cross-border US\$3.8 billion privatization by Goldman Sachs and JP Morgan
- Represented JP Morgan, Citibank and Goldman Sachs in connection with the Canadian aspects of the cross-border US\$23.4 billion secured financing of the Ford Motor Company
- Represented the Sandoz Division of Novartis in its cross-border acquisition of generic drug manufacturer Sabex Inc. from Roundtable Health Partners

awards and rankings

- Recognized in the 2020 Canadian Legal Lexpert Directory

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as a Repeatedly Recommended lawyer in the areas of Corporate Commercial Law, Corporate Mid-Market and Mergers & Acquisitions

- Recognized in the *2020 Lexpert Special Edition on Finance and M&A* as one of Canada's Leading Finance and M&A Lawyers
- Recognized by *Best Lawyers in Canada (2020)* as a leading lawyer in the areas of Corporate Law and Leveraged Buyouts & Private Equity Law
- Recognized by the *2019 Lexpert Guide to the US/Canada Cross-Border Lawyers in Canada* as a leading Canadian lawyer in cross-border practices
- Recognized in the *2019 Canadian Legal Lexpert Directory* as a Repeatedly Recommended lawyer in the areas Corporate Commercial Law, Corporate Mid-Market and Mergers & Acquisitions
- Recognized in the *Lexpert Report on Business on Corporate 2019 – Special Edition*, as one of Canada's Leading Corporate Lawyers
- Recognized in *Best Lawyers in Canada (2019)* as a leading lawyer in the areas of Corporate Law and Leveraged Buyouts & Private Equity Law
- Recognized in the 2018 Canadian Legal Lexpert Directory as a Repeatedly Recommended lawyer in the areas Corporate Mid-Market and Mergers & Acquisitions
- Recognized in *Lexpert Guide (2018)* as a leading US/Canada Cross-Border Lawyer in Canada
- Recognized in *Lexpert/Report on Business Special Edition 2018* as one of Canada's leading corporate lawyers
- Recognized in *Best Lawyers in Canada (2018)* as a leading lawyer in the areas of Corporate Law and Leveraged Buyouts & Private Equity Law
- Recognized in *Canadian Legal Lexpert Directory 2017* as repeatedly recommended in the area of Corporate Mid-Market

teaching engagements

- Sessional Lecturer - Private Equity Law, Queen's University Law School

community involvement

- Honorary Solicitor to The Arthritis Society since 1996
- Chair of the Board of the Oakville Community Foundation
- Director of MLSE Launch Pad



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publications

November 2019

Advisory Council Recommends that Ontario Government
Modernize the Ontario *Business Corporations Act* (OBCA)
Business Law Bulletin

September 2015

Representation and Warranties Insurance
Mergers & Acquisitions Bulletin

presentations

November 2017

The Characteristics and Uses of Limited Partnerships
Osgoode Professional Development: The Short Course on
Partnerships, Limited Partnerships and Joint Ventures, Toronto,
Ontario

June 2017

The Six Minute Business Lawyer
Program Chair, Law Society of Upper Canada