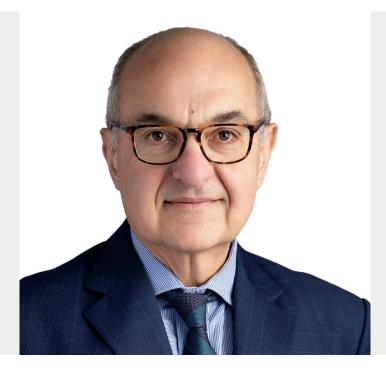
mcmillan

CARL DE VUONO*



Categories: <u>People</u>, <u>Lawyers</u>

Carl De Vuono is recognized as a leading business lawyer with acknowledged expertise in the areas of corporate mid-market transactional work and energy law. He has extensive experience advising public and private companies on mergers and acquisitions, corporate reorganizations, strategic alliances and joint ventures.

Serving clients from a range of industries, Carl has gained significant experience in the cable, broadcasting, media, and telecommunications spaces, and is a leader of the firm's Media, Communications & Entertainment Group. He acts as lead counsel on purchase, sale, joint venture and other transactions involving cable television and wireless telecommunications systems, radio and television operations, print publications and internet businesses.

Carl plays a central role in structuring and implementing sophisticated tax and corporate reorganizations for



Canadian, US and other foreign clients. He is known for his clear, concise communication style, and for crafting creative financing and governance strategies that help corporate and lending clients make the most of opportunities presented by business reorganizations. Carl also advises on cross-border transactions and commercial operations, including licensing and strategic alliances with partners and suppliers.

Email: carl.devuono@mcmillan.ca

Expertise: Business Law, Mergers & Acquisitions, Energy, Media, Communications & Entertainment, Transportation

Location: Toronto Phone: 416.307.4055 Position/Title: General Counsel & Chief Risk Officer Directorships & Affiliations:

- Canadian Bar Association
- American Bar Association
- Carl serves as a director and officer of various corporations and other organizations

Publications:

- "Issues Concerning the Assignment of Crown Debts," Lang Michener Business Law Brief (Spring 2005)
- "Cheques and Drafts No Longer Available for Large Payments," Lang Michener In Brief (2003)
- "Electronic Payment Rules," 19:2 Canadian Treasurer, Treasury Management Association of Canada (2003)

Education & Admissions:

Degree: Called to the Ontario bar **Year:** 1987

Degree: BA University: University of Toronto Year: 1982

mcmillan

Degree: LLB University: Osgoode Hall Law School Year: 1985 Media Mentions:

• "Wireless auction to boost rural communities" by Michael McKiernan, Law Times, April 22, 2013

Rankings & Recognition:

- Recognized in the 2024 Canadian Legal Lexpert Directory as a Repeatedly Recommended Lawyer in the area of Corporate Mid-Market
- Recognized by Best Lawyers in Canada (2024) as a leading lawyer in the area of Corporate Law
- Recognized in the 2023 Canadian Legal Lexpert Directory as a Repeatedly Recommended Lawyer in the area of Corporate Mid-Market
- Recognized by Best Lawyers in Canada (2023) as a leading lawyer in the area of Corporate Law
- Recognized in the 2022 Canadian Legal Lexpert Directory as a Repeatedly Recommended Lawyer in the areas of Corporate Mid-Market
- Recognized by Best Lawyers in Canada (2022) as a leading lawyer in the area of Corporate Law
- Recognized in the 2021 Canadian Legal Lexpert Directory as a Repeatedly Recommended Lawyer in the areas of Corporate Mid-Market and Mergers & Acquisitions
- Recognized in the 2021 Lexpert Special Edition on Canada's Leading Technology Lawyers as a Leading Technology Lawyer
- Recognized in the 2020 Canadian Legal Lexpert Directory as a Repeatedly Recommended lawyer in the area of Corporate Mid-Market
- Recognized in the 2019 Lexpert/ROB Energy Special Edition as one of Canada's Leading Energy lawyers
- Recognized in the 2019 *Canadian Legal Lexpert Directory* as a Repeatedly Recommended lawyer in the area of Corporate Mid-Market
- Recognized in the 2018 Canadian Legal Lexpert Directory as a Repeatedly Recommended lawyer in the area of Corporate Mid-Market
- Repeatedly recommended in the area of Corporate Mid-Market in the 2017 Canadian Legal Lexpert Directory
- Received a "BV" Peer Review Rating from Martindale–Hubbell
- Listed in the *Canadian Legal Lexpert Directory* 2016 as a leading practitioner in the area of Corporate Mid-Market Law



• Recognized by the Lexpert Report on Business Magazine 2015 as a "Leading Energy Lawyer"

Representative Matters: Some examples of Carl De Vuono's representative work include:

- Represented a publicly listed Canadian company in connection with the auction and subsequent sale of its US based R&D and API subsidiary to a publicly listed multinational pharmaceutical company for \$150 million.
- Represented Medicure Inc (TSXV) in connection with the exercise of its option rights and acquisition of a US based pharmaceutical company, including arrangements for required debt financing
- Continuing representation of pharmaceutical companies in connection with their supply, distribution and sales arrangements throughout the world
- Acted for St Andrew Goldfields Ltd. (TSX) in connection with its acquisition by Kirkland Lake Gold Inc. for \$178 million by means of a plan of arrangement
- Acted for Rogers Communications in connection with its acquisition of Mobilicity (Data & Audio-Visual Enterprises Wireless Inc.) for a purchase price of \$465 million
- Acted for Rogers Communications in connection with its purchase of an option to acquire and subsequent acquisition of certain AWS Wireless Spectrum from Shaw Telecom Inc. for a purchase price of \$350 million
- Acted for Strategic Outdoor Media in connection with the sale of its outdoor murals and related advertising business to Astral Out-of-Home, a division of Bell Media
- Acted for Rogers Communications Partnership in connection with its acquisition of Source Cable Limited for a purchase price of \$160 million
- Acted for GHD in connection with its merger with Conestoga-Rovers & Associates creating one of the world's leading professional services companies in the global markets of water, energy and resources, environment, property and buildings, and transportation
- Acted for Greenfield South Power Corporation and Eastern Power Limited in connection with arrangements relating to the relocation of the Green Electron natural gas-fired electrical generating plant from Mississauga, Ontario to Sarnia, Ontario
- Acted for Vitran Corporation Inc. (TSX/NASDAQ) in connection with its acquisition by TransForce Inc. (TSX) by way of plan of arrangement
- Acted for Rogers Communications Inc. in connection with its acquisition of Mountain Cablevision Limited from Shaw Communications Inc. for a purchase price of \$400 million
- Acted for Vitran Corporation Inc. (TSX/NASDAQ) in connection with the sale of its Supply Chain

mcmillan

Operations for a price of \$97 million

- Acted for K-G Packaging and Spray-Pak Industries in connection with the sale of their custom aerosol, tube and liquid manufacturing and packaging business to PLZ Aeroscience Corporation, a leading manufacturer and marketer of specialty aerosol products in North America
- Acted for Detour Gold Corporation (TSX) in connection with a \$500 million private placement financing of convertible notes
- Acted for Verisk Analytics, Inc. (NASDAQ) in Canada in connection with its acquisition of 3E Company
- Acted for Accubid Systems Inc. in connection with its acquisition by Trimble Navigation Systems Ltd. (NASDAQ)
- Acted for Rogers Communications Partnership in connection with its acquisition of the assets of Kincardine Cable TV Ltd.
- Acted for Allen-Vanguard Corporation (TSX) in its recapitalization and acquisition by Versa Capital Management, Inc.
- Acted for DDi Corp. (NASDAQ) in its acquisition of Coretec Inc. (TSX), both leading providers of technologically advanced printed circuit board (PCB) engineering and manufacturing services
- Acted as Canadian counsel for DDi Corp. in connection with its acquisition by Viasystems Group, Inc. for US238 million
- Acted for Teck Resources Limited (TSX) in the Gleichen Resources Ltd. (TSX) acquisition of 78.8% of the Morelos Gold Project from Teck Resources Limited through the acquisition of Oroteck Mexico S.A. C.V. for a purchase price of US\$150 million
- Acted for Teck Resources Limited (TSX) in the acquisition of then TSX listed Global Copper Corp. by way of a plan of arrangement for approximately C\$415 million
- Acted for Rogers Communications Inc. (TSX) in connection with its acquisition of Aurora Cable TV Limited
- Acted for Bioscrypt Inc. (TSX) in connection with its acquisition by L–1 Identity Solutions, Inc. (NYSE)
- Acted on behalf of Allen-Vanguard Corporation (TSX) in the C\$650 million dollar acquisition of Med-Eng Systems Inc.
- Acted for Rogers Media in the acquisition of five Citytv conventional television stations across Canada from CTVglobemedia Inc. for a purchase price in excess of C\$375 million
- Acted on behalf of Rogers Media in its acquisition of Futureway Communications Inc.
- Acted for Rogers Stadium Limited Partnership, part of the Rogers Communications group of companies, in its purchase of the Toronto SkyDome from Sportsco International, L.P.
- Acted on behalf of Scott's Restaurants Inc. in connection with the establishment of Priszm Brandz LP, a limited partnership with a subsidiary of Tricon Global Restaurants Inc. (franchisor of KFC, Pizza Hut and Taco Bell). The C\$450 million transaction involved 650 restaurants



- Acted for Rogers Communications Inc. in connection with the acquisition of an option from Shaw Communications Inc. for Rogers to purchase Shaw's spectrum licenses for advanced wireless service (AWS)
- Acted for Rogers Communications Inc. in connection with its joint venture/strategic alliance with MTS Allstream for the construction and operation of a 4G HSPA and LTE wireless network across the MTS Allstream regional wireless footprint in Manitoba

Industries: Energy, Media, Communications & Entertainment, Transportation

Practices: Business Law, Mergers & Acquisitions