

CHARLOTTE CONLIN



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Charlotte Conlin is an accomplished business lawyer and litigator with extensive experience in shareholder disputes, proxy fights, directors' liability, corporate risk management, mergers and acquisitions, and corporate reorganizations. Her broad and proven expertise includes corporate commercial litigation and product liability class action litigation.

Assisting clients in a range of industries including the cannabis sector, Charlotte delivers strategic advice, in-depth legal analysis, and sophisticated yet practical business solutions.

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Expertise: Business Law, Corporate Commercial Litigation, Corporate Governance, Product Liability & Regulation, Cannabis

Location: Toronto

Phone: 416.865.7239

Position/Title: Counsel, Corporate Governance

Publications:

- ["Has the Music Stopped? – Public Access to Construction Arbitration Decisions in Canada,"](#) Journal of the Canadian College of Construction Lawyers, Thomson Reuters (2022)
- ["The Uncertain Consequences of Waiving Consequential Damages,"](#) 63 C.B.L.J. 178. (June 2020)
- ["To Warn or Not to Warn - Obligations, Risks and Considerations in Product Improvements,"](#) In-House Defense Quarterly, V.11 number 4 (Fall 2017)

Education & Admissions:

Degree: Called to the Ontario bar

Year: 1997

Degree: LLB (cum laude)

University: University of Ottawa, LLB

Year: 1995

Degree: BA (Honours), Double major in History and Philosophy

University: University of Toronto

Year: 1989

Representative Matters: Recent and Significant Commercial Disputes:

- **Shefsky v. California Gold Mining Inc.** Representing corporation in an oppression application before the Alberta Court of Queen's Bench.
- **Concept Capital Management Ltd. v. Oremex Silver Inc.**(December, 2013) Successfully represented shareholders in connection with contested AGM. Justice Brown held that the court could set a new record date to prevent improperly issued private placement shares to prevent these shares from being voted at the annual meeting of shareholders.
- **Larsen v. Royal Standard Minerals** (2012) Successfully defended challenge by former Chief Executive

Officer regarding disclosure obligations in management information circular.

- **BCE v. 1976 Debentureholders** (2008) Research, legal analysis and drafting legal arguments on behalf of BCE before the Supreme Court of Canada.

Board Advice and Governance Issues:

- **YM Biosciences Inc.** (2013) Advice to special committee in connection with acquisition by Gilead Sciences Inc.
- **IAMGold** (2004) Advice to special committee. Legal analysis and litigation support in connection with hostile take-over bid by Golden Star Resources and combination with Gold Fields Ltd.
- **BCE Emergis Inc.** (2004) Legal advice in connection with sale of United States assets.
- **Bell Canada International Inc.** (2001) Research, legal analysis, and strategic advice to BCI board in connection with 2001 recapitalization and subsequent plan of arrangement. Ontario Court of Appeal later concluded recapitalization was not oppressive to BCI shareholders.

Restructuring and Class Actions

- **Andersen v. St. Jude Medical Inc.** (2008-2013) Research, strategic analysis and preparation of submissions before Ontario Superior Court and Ontario Court of Appeal in first medical product liability class action to proceed to trial on the merits.
- **Wilson v. Servier Canada Inc.** Research, legal analysis, strategic advice and litigation support in national product liability class proceedings.
- **Quebecor World Inc.** (2008) Legal analysis and preparation of legal argument in initial filing for creditor protection under CCAA and in obtaining court approval what was at the time the largest Debtor In Possession financing in a CCAA proceeding.

Industries: Cannabis

Practices: Business Law, Corporate Commercial Litigation, Corporate Governance, Product Liability & Regulation