

## PAUL BARBEAU\*



**Categories:** [People](#), [Lawyers](#)

Paul Barbeau has extensive experience in capital markets law and securities offerings, public and private mergers and acquisitions (M&A), asset dispositions, and complex joint venture and other co-ownership vehicles. He also advises on matters relating to corporate governance, shareholder activism and general regulatory compliance.

Acting for a diverse range of clients, Paul represents public and private issuers, investment funds, private equity funds and underwriters located in Canada and abroad. Paul has significant experience advising clients in the technology, energy, oil field services, utilities, construction, mining, health-care and manufacturing sectors.

Paul's experience includes acting for issuers and underwriters in Canada and the United States. He has a strong track record in initial public offerings (IPOs), bought deal short form offerings, subscription receipt offerings and convertible debt offerings for clients ranging from small technology startups to large multi-billion-dollar

international energy companies.

In his M&A practice, Paul advises buyers and targets on hostile and friendly takeover bids, plans of arrangement, reverse takeovers, management buy-outs, going private transactions and all other forms of corporate mergers. He also acts as legal counsel to special committees in connection with strategic review processes.

Paul is a published author on topics that include corporate sales, public offerings, takeover bids, shareholder rights plans and proxy access. He has also acted as corporate secretary for private oil and gas companies.

**Email:** paul.barbeau@mcmillan.ca

**Expertise:** Business Law, Capital Markets & Securities, Mergers & Acquisitions, Startups & Emerging Companies, Technology

**lawyer\_profile\_international:** 12226

**LinkedIn:** <https://www.linkedin.com/in/paul-barbeau-b418aa25/>

**Location:** Calgary

**Phone:** 403.351.8304

**Position/Title:** Partner, Capital Markets & Securities

**Community Involvement:**

- Youth basketball coach
- Volunteer, Heart and Stroke Foundation
- Volunteer, Calgary Food Bank

**Directorships & Affiliations:**

- Law Society of Alberta
- Canadian Bar Association
- J. Reuben Clark Law Society
- N. Eldon Tanner Management Society

**Publications:**

- "[Annotated Alberta Business Corporations Act, 2020 Edition](#)," Author, Book, published by LexisNexis (July 2019)

#### **Education & Admissions:**

**Degree:** Called to the Alberta bar

**Year:** 2004

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**Degree:** JD

**University:** University of Toronto

**Year:** 2003

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**Degree:** B.Sc., Management

**University:** Brigham Young University

**Year:** 2000

#### **Rankings & Recognition:**

- Recognized in the 2023 Canadian Legal Lexpert Directory as a Repeatedly Recommended Lawyer in the area of Corporate Commercial Law
- Recognized by *Best Lawyers in Canada (2023)* as a leading lawyer in the area of Mergers and Acquisitions Law
- Recognized by *Best Lawyers in Canada (2022)* as a leading lawyer in the area of Mergers and Acquisitions Law

#### **Speaking Engagements:**

- Business Transitions Forum Edmonton: Entrepreneur Masterclass Workshop

- May 2022

- <https://www.buzzsprout.com/episodes/8707679>

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- Speaker: "Laying the legal foundation when starting a business", Alberta Innovates Podcast

- June 15, 2021

- <https://www.buzzsprout.com/episodes/8707679>

#### **Representative Matters:**

- Qube Technologies Inc., in connection with its issuance of Series A Preferred Shares to SCF Ventures and National Energy Services Reunited. Qube is a Calgary-based technology company that has developed a low-cost environmental surveillance technology.
- Eat Well Investment Group Inc., in connection with its majority investment, through a preferred equity position, in Amara Organic Food, one of the fastest-growing baby food brands in the United States. Eat Well is a public-traded investment company primarily focused on high-growth companies in the agribusiness, food tech, plant-based and ESG sectors.
- Pureform Diagnostic Imaging Clinics Inc., in connection with its acquisition by Synthesis Health Inc.
- Eat Well Investment Group Inc., in connection with its acquisition of all of the equity securities of Belle Pulses Ltd., one of the largest processors of plant-based ingredients in Canada, and the concurrent acquisition of all of the equity securities of Sapientia Technology LLC, a consumer-packaged goods platform that owns vegan snacks & intellectual property-related plant-based offerings.
- Eat Well Investment Group Inc., in connection with its \$33,500,000 revolving debt facility with a leading Canadian lender, the proceeds of which were utilized to complete the acquisition of Belle Pulses Ltd. and Sapientia Technology LLC.
- Green Impact Partners Inc. (formerly Blackheath Resources Inc.) in connection with its acquisition of clean energy assets from Wolverine Energy and Infrastructure Inc., the completion of a \$100 million brokered offering of subscription receipts and its listing on the TSX Venture Exchange through a reverse take-over (RTO) structure.
- Great Canadian Gaming Corporation, a leading Canadian gaming, entertainment and hospitality company, in connection with its \$3.3 billion acquisition by Apollo Global Management Inc
- West Fraser Timber Co. Ltd. in its \$4 billion acquisition of Norbord Inc. by way of a plan of arrangement.
- A Canadian public company, operating in the United States, in its acquisition, by way of plan of arrangement, of another Canadian public company, for equity consideration valued at approximately \$835 million.
- Great Panther Mining Limited, in its acquisition, by way of scheme of arrangement (under Australian law), of Beadell Resources Limited, for equity consideration valued at approximately \$135 million.
- Total Capital S.A. and Total Capital Canada Ltd., in connection with obtaining exemptive relief in Alberta for the offering of securities under an F-3 registration statement with the United States Securities and Exchange Commission
- Hillcore Group/Abacus Private Equity, in connection with secured lending transactions involving Trenchant Capital and certain portfolio companies of Hillcore, including Waiward Steel and Omni Health Group.
- Founders Advantage Capital Corp., in a \$24.7 million acquisition of a 60% interest in Astley Gilbert

Limited.

- Ambyint Inc., USD\$11.5 million series A preferred shares funding round, led by early stage venture capital firm Mercury Fund with participation by GE Ventures, Statoil Technology Invest, and Cottonwood Venture Partners.
- Founders Advantage Capital Corp., in its \$12 million acquisition of a 52% majority interest in Cape Communications International Inc.
- Founders Advantage Capital Corp., in its \$20.5 million acquisition of a 60% majority interest in eight Club 16 and five She's FIT! health clubs.
- Kissner Holdings LP, in a \$400,000,000 offering of notes and related refinancing transactions.
- Founders Advantage Capital, in its \$74 million acquisition of a 60% Interest in the Dominion Lending Centre group of companies.
- Eagle Energy Inc., in its conversion from an income trust to a dividend-paying corporation and its acquisition of Maple Leaf Royalties Corp.
- The Special Committee of the Board of Directors of Intermap Technologies Inc., in connection with a review of strategic alternatives and subsequent funding of the company.
- Mavenir Systems, Inc., as Canadian counsel in its proposed acquisition by Mitel Networks Corporation in a stock and cash exchange offer valued at approximately US\$560 million.
- Crossroads Systems, Inc. as Canadian counsel in a public offering of US\$12 million of cumulative perpetual preferred stock.
- The Special Committee of the Board of Directors of Sino Vanadium Inc., in connection with a take-private transaction.
- Acumen Capital Finance Partners Ltd., in two underwritten private placements of common shares by Sylogist Ltd. for aggregate proceeds of \$45 million.
- Northern Frontier Corp., in its \$27 million acquisition of Central Water & Equipment Services Ltd., a concurrent \$21 million bought deal offering of common shares and warrants and the establishment of new senior credit facilities.
- Zedi Inc., in the proposed acquisition by a management-led group in a transaction valued at \$125 million.
- Argent Energy Trust, in its \$244.1 million initial public offering of trust units.
- Compass Petroleum Ltd., in its \$98 million acquisition, by way of Plan of Arrangement, by Whitecap Resources Inc.
- Technicoil Corporation, in its business combination with Essential Energy Services Ltd., by way of Plan of Arrangement, with a total transaction value of approximately \$275 million.
- Compass Petroleum Ltd., in its \$12 million public offering of common shares and "flow-through" shares.
- Whitecap Resources Inc., in its \$223 million acquisition of Spry Energy Ltd. by way of Plan of



Arrangement.

- FirstEnergy Capital Corp., as lead underwriter, in the \$80 million IPO of common shares of Condor Petroleum Inc. on the Toronto Stock Exchange.
- Acumen Capital Finance Partners Limited and AltaCorp Capital Inc., as co-lead underwriters, in the \$22 million public offering of common shares of IROC Energy Services Corp.
- Total Capital Canada Ltd. and Total Capital S.A., in the implementation of a \$4 billion Canadian medium term note program guaranteed by Total S.A.
- Pengrowth Energy Trust, in the \$350 million acquisition, by way of plan of arrangement, of all of the issued and outstanding common shares of Monterey Exploration Ltd.
- Secure Energy Services Inc., in its \$66 million IPO of common shares and the initial listing of the Secure common shares on the Toronto Stock Exchange.
- RBC Dominion Securities Inc., as lead underwriter, in the Churchill Corporation's prospectus offering of \$100,500,000 of Subscription Receipts and \$75 million of convertible debentures.
- EnQuest Energy Services Corp., in the sale of assets to TransForce Inc. and the concurrent plan of arrangement to restructure EnQuest's share capital.
- Western Prospector Group Ltd., in the acquisition, by way of takeover bid, of the company by CNNC International Limited through its wholly owned subsidiary, First Development Holdings Corporation, for \$31 million.

**Teaching Engagements:**

- Sessional Instructor, University of Calgary, Faculty of Law (Mergers & Acquisitions and Entrepreneurial Law)

**Industries:** Startups & Emerging Companies, Technology

**Practices:** Business Law, Capital Markets & Securities, Mergers & Acquisitions