

SANDRA M. KNOWLER*



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Sandra Knowler is an experienced business law practitioner with a thriving practice focused on mergers and acquisitions. She works with clients from a range of industries, including the manufacturing, private equity, and food beverage and agribusiness sectors.

With extensive experience in corporate and commercial law, Sandra assists private businesses on acquisitions, venture capital / private equity, divestitures, business structuring and organization, restructurings and reorganizations, and business succession. She also provides guidance on the preparation and negotiation of contracts, agreements and corporate documents.

Sandra is recognized as a notable practitioner in M&A in the *IFLR1000 Financial and Corporate Guide*.

Email: sandra.knowler@mcmillan.ca

Expertise: Business Law, Food, Beverage & Agribusiness, Manufacturing, Mergers & Acquisitions, Private Equity & Venture Capital

Language Spoken: English, French

Location: Vancouver

Phone: 604.893.2334

Position/Title: Partner, Business Law | Mergers & Acquisitions

Directorships & Affiliations:

- Vancouver Bar Association
- Canadian Bar Association, British Columbia Branch
- Women's Executive Network
- Association of Women in Finance
- Science World Equity Giving Committee

Publications:

- "[Detailing genetic modification: With the pressure on to label bioengineered food, it's unclear who will lead the charge](#)", The Lawyers Weekly (September 2, 2016)
- "How to Make Acquisitions in a Down Economy", Business Week (April 2009)
- "Initiative announced by Competition Bureau puts self-regulated professions under the gun", The Lawyers Weekly (May 2007)
- "The Competition Act", Presented to Ernst & Young, Vancouver (2004)

Education & Admissions:

Degree: Called to the British Columbia bar

Year: 2001

Degree: LLB

University: University of British Columbia

Year: 2000

Degree: BBA

University: Simon Fraser University

Year: 1997

Media Mentions:

- "[How to Make Acquisitions in a Down Economy](#)" by Amy Choi, Business Week, April 2009

Rankings & Recognition:

- Recognized by *Best Lawyers in Canada (2023)* as a leading lawyer in the area of Mergers and Acquisitions Law
- Recognized in the 2022 Canadian Legal Lexpert Directory as a Repeatedly Recommended Lawyer in the area of Corporate Mid-Market
- Recognized by *IFLR1000 Financial and Corporate Guide 2022* as a Notable Practitioner in the area of M&A
- Recognized by *Best Lawyers in Canada (2022)* as a leading lawyer in the area of Mergers and Acquisitions Law
- Recognized in the 2021 Canadian Legal Lexpert Directory as a Repeatedly Recommended Lawyer in the area of Corporate Mid-Market
- Recognized by *IFLR1000 Financial and Corporate Guide 2020* as a Notable Practitioner in M&A
- Recognized by *IFLR1000 Financial and Corporate Guide 2019* as a Notable Practitioner in M&A

Speaking Engagements:

- Anatomy of a Deal Panel Presentation, Association of Women in Finance
- 2009

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- Amendments to *Investment Canada Act* Work Group seminars
 - 2009

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- M&A Issues Panel Presentation, Women Presidents' Organization
 - 2009
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- Indemnification of Directors and Officers: A Comparison of the repealed *Company Act* (BC), the *Business Corporations Act* (BC) and the *Canada Business Corporations Act* Solicitors Work Group seminars
- January 2007

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- Due Diligence François Tougas and Sandra Knowler, Associate Training seminars
 - 2004

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- Merger Review for Dummies François Tougas, Sandra Knowler and Sharon Wong, Solicitors Work Group seminars
 - 2003

Representative Matters: Sandra Knowler has been involved in the following representative transactions:

- Acted as Canadian counsel to HCI Equity Partners and AmerCareRoyal in the acquisition of McNairn Packaging, a leading provider of specialty paper packaging products for national food chains and distributors in North America
- Acted as Canadian counsel to Trimble Inc. in the acquisition of Can-Net, Cansel's RTK network correction service
- Acted as Canadian counsel to Trimble Inc. in the acquisition of 3LOG Systems, a leading supplier of timber management software solutions
- Acted for Great Canadian Gaming in the sale of its Washington casinos
- Acted for SmartPager Systems Inc. in its sale to a US financial investor
- Acted as Canadian counsel to Roseburg Forest Products in the acquisition of Pembroke MDF, Inc.'s medium density fiberboard (MDF) plant and molding production facility
- Acted as Canadian counsel to HCI Equity Partners and AmerCare in the acquisition of a Canadian supplier of private label and branded disposable products to Canadian foodservice, retail, institutional and industrial markets and distributors
- Acted for Bit Stew Systems in its US\$153 million sale to GE Digital
- Acted for RC Acquisitions in its acquisition of the Selkirk and Stanford Seniors Villages
- Acted for Ampco-Pittsburgh Corporation in its approximately \$13.3 million acquisition of ASW Steel, Inc. (including \$3.5 million in cash and assumption of approximately \$9.6 million of outstanding indebtedness)
- Acted as Canadian counsel to HCI Equity Partners in its merger of Royal Paper Products with its existing portfolio company AmerCare
- Acted for GFL (Green for Life) Environmental in a significant acquisition of BC-based Enviro-Smart

Organics and Instant Lawn Turf Farm

- Acted as Canadian counsel to The WhiteWave Foods Company in its US\$550 million acquisition of Sequel Naturals Ltd.
- Acted for Plentyoffish Media Inc. respecting its US\$575 million sale to The Match.com Group.
- Acted for Bunge Canada with respect to the formation of a limited partnership with SALIC Canada Limited, a wholly owned subsidiary of Saudi Agriculture and Livestock Investment Company, to pursue a joint venture with Western Stevedoring Company Limited, with the intention of examining the feasibility of building an export grain terminal at Lynnterm West Gate at Port Metro Vancouver.
- Acted for Ontario Gaming East Limited Partnership, in the \$51.3 million acquisition of Shorelines Casino Thousand Islands and Shorelines Slots at Kawartha Downs from Ontario Lottery and Gaming Corporation, including certain gaming assets and working capital, as well as acquiring a proposed gaming property. The transaction marks the first privatization of gaming assets/operations by OLG.
- Acted for a subsidiary of Lonza Group Ltd. in its acquisition of Diacon Technologies Ltd., a privately held anti-sapstain business based in British Columbia.
- Acted for West Fraser Timber Co. Ltd. in its acquisition of sawmill and related assets based in High Prairie, Alberta from Gordon Buchanan Enterprises Ltd.
- Acted for West Fraser Timber Co. Ltd. in its acquisition of sawmill and lumber manufacturing operations based in Mansfield, Arkansas from Travis Lumber Company.
- Acted as Canadian counsel to Koppers Inc. in its acquisition of Osmose Holdings, Inc.'s wood preservation and railroad services businesses.
- Acted as Canadian counsel to Koppers Inc. in its acquisition of the Ashcroft, BC treating division of Tolko Industries Inc.
- Acted for a BC-based health and fitness device maker in its \$4.5 million Series A venture financing, and its \$3 million Series A follow-on financing.
- Acted for CTF Technologies, Inc. (a leading global provider of fuel cards and specialized payment products to businesses) in its US\$180 million sale to FleetCor Technologies, Inc.
- Advised a BC-based online service company regarding its investment in a newly created private equity fund.
- Acted for China Silian Instruments Group Co., Ltd. in its acquisition of Honeywell's sapphire wafer business.
- Acted for Ainsworth Inc. in its acquisition of Hallmark Air Conditioning Ltd., a provider of heating, ventilation and air conditioning services in the Greater Vancouver Area and on Vancouver Island.
- Acted for CML HealthCare Inc. in its acquisition of Associated Diagnostic Radiologists (which owns three medical imaging clinics in the Greater Vancouver Area) and Laurel Radiology Inc. (with two medical

imaging clinics located in Vancouver), and its acquisition of the business and assets of five medical imaging clinics in the Greater Vancouver Area from General Medical Imaging Services Inc.

- Acted for Marubeni America Corporation in its acquisition of Train Trailer Rentals, Ltd., a Mississauga, Ontario based trailer rental, leasing and service company.
- Acted for West Fraser Timber Co. in its C\$1.23 billion acquisition of Weldwood of Canada Ltd. from International Paper Co.
- Acted for Great Canadian Gaming Corporation in its acquisition of Casino Nova Scotia Halifax and Casino Nova Scotia Sydney from a subsidiary of Caesars Entertainment, Inc.
- Acted for the special committee of the board of directors of Gemcom Software International Inc. in its July 2008 acquisition by a vehicle indirectly owned by affiliates of JMI Equity Fund VI, L.P., Carlyle Venture Partners III, L.P. and Pala Investments Holdings Limited for approximately C\$190 million.
- Acted for West Fraser Timber Co. Ltd. in its acquisition of Quesnel River Pulp Co.
- Acted for Fortis Inc. in its C\$1.47 billion acquisition of Aquila, Inc.'s Alberta and British Columbia utility assets.
- Acted for Fortis Inc. in its acquisition of Princeton Light and Power Company, Limited.
- Acted for Ballard Power Systems in its \$553 million acquisition of XCELLSIS and Ecostar Electric Drive Systems LLC from DaimlerChrysler and Ford Motor Company.
- Acted for Leavitt Machinery and Rentals Ltd. in its acquisition of Finning International's Western Canadian materials handling unit.
- Acted for West Fraser Timber Co., respecting the C\$220 million sale of its Revy Home Centres subsidiary.
- Acted for Crown Packaging Ltd. in its C\$165 million divestiture of its Canadian divisions and one US subsidiary to four separate purchasers.
- Acted for West Fraser Mills in its acquisition of the Chasm Division of Ainsworth Lumber.

Industries: Food, Beverage & Agribusiness, Manufacturing, Private Equity & Venture Capital

Practices: Business Law, Mergers & Acquisitions