

# Adam S. Goodman

## Partner



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## Overview

Adam S. Goodman is a litigator and partner in Dentons' Competition and Foreign Investment Review group.

Adam's practice focuses on class action defence, cartel defence, and merger clearance under the *Competition Act* and the *Investment Canada Act*. He has represented clients at all levels of Ontario and Federal courts. Adam's experience includes representing clients participating in Canada's Immunity and Leniency programs, leading internal investigations, and representing clients in contentious public inquiries.

Active in several bar associations, Adam holds leadership positions in the International Bar Association (IBA), the American Bar Association (ABA), and the Canadian Bar Association (CBA). Adam currently serves as Vice-Chair of the Distribution and Franchising Committee of the ABA Section of Antitrust Law and Vice-Chair of the Criminal Matters Committee of the CBA National Competition Law Section. Adam is also a part-time and visiting faculty member at the Schulich School of Law, Dalhousie University in Halifax, Nova Scotia, and regularly speaks, teaches and writes on competition law, foreign investment law and litigation topics.

## Experience

- **Teledyne Technologies Incorporated.** Canadian competition law counsel to Teledyne regarding its USD \$8.2 billion acquisition of FLIR Systems, Inc., a leading global provider of thermal imaging technologies.
- **Transport Canada.** Advising Transport Canada in the Government of Canada's public interest assessment process regarding the proposed acquisition of Air Transat by Air Canada.
- **Transelec Common Inc.** Advising Transelec, the leading energy and telecommunication infrastructure specialist in Québec, on its acquisition by VINCI Energies.
- **Take-Two Interactive Software, Inc.:** Advising Take-Two Interactive Software, Inc., a leading developer, publisher and marketer of interactive entertainment for consumers around the globe, in connection with its acquisition of Nova Scotia-based video game developer HB Studios Multimedia Limited.
- **Dow Inc.:** Advising in connection with the sale of Dow's rail infrastructure assets and related equipment at six major North American sites (including Fort Saskatchewan and Prentiss in Alberta) to Watco Companies, LLC

for US\$315 million.

- **Financial institution:** Acting as counsel to multi-national financial institution in proposed class proceedings related to allegations of manipulation in global foreign exchange markets.
- **Financial institution:** Acting as counsel to multi-national financial institution in proposed class proceedings related to allegations of manipulation in global gold markets.
- **Financial institution:** Acting as counsel to multi-national financial institution in proposed class proceedings related to allegations of manipulation in global silver markets.
- **Financial institution:** Acting as counsel to financial institution in proposed class proceedings brought in the Federal Court of Canada related to allegations of manipulation in the market for SSA Bonds.
- **Automobile manufacturer:** Acting as counsel in proposed competition class actions.
- **Saban Capital Acquisition Corp.:** Advising special purpose acquisition company affiliated with Saban Capital Group on Canadian regulatory aspects of proposed US \$622 million acquisition of Panavision Inc. and Sim Video International Inc.
- **Greystone:** Providing regulatory advice to Greystone administered fund and Canstone as its asset manager on the CA\$479 million dollar acquisition of the three-tower project known as Constitution Square, the largest office complex in the City of Ottawa.
- **Mercuria Energy Group Limited:** Advising on Canadian regulatory matters relating to Mercuria's acquisition of Noble Americas Gas & Power Corp., Noble Group Limited's North American gas and power trading business.
- **Harris Corporation/Harris Canada Systems Inc.:** Acting as Canadian regulatory counsel to this leader in tactical communications, geospatial systems and services, air traffic management, environmental solutions, avionics and electronic warfare, and space and intelligence, in connection with the sale of its government information technology services business to an affiliate of Veritas Capital for US\$690 million.
- **Confidential Client:** Advising a US special purpose vehicle in its acquisition of a Canadian tech firm.
- **Geo-Jade Petroleum Corporation:** Advising in connection with the purchase of all of the issued and outstanding shares of Bankers Petroleum Ltd. by way of statutory plan of arrangement with a transaction value of approximately CA\$725 million.
- **Lions Gate Entertainment Corp:** Advising in respect of its acquisition of all of the issued and outstanding shares of Starz, a NASDAQ listed company, for US\$4.4 billion.
- **SoundExchange, Inc.:** Acting as Canadian regulatory counsel to the United States rights management organization, in its acquisition of the Canadian Musical Reproduction Rights Agency Limited, a Canadian music licensing collective.
- **ZF TRW:** Acting as Canadian competition law counsel in connection with the divestiture of its linkage and suspension business to this primary developer and producer of active and passive safety systems, serving all major vehicle manufacturers worldwide with facilities in more than 20 countries.
- **Binder Capital Corporation / Avmax Holdings Inc.:** Advising this Calgary-based international aviation product and service company in respect of its sale of Avmax Group Inc. to Sunward Intelligent Equipment, a Shenzhen-listed Chinese construction equipment manufacturer. The transaction value has not been disclosed; however, Sunward has publicly announced that they will be raising CNY 2.2 billion (US\$347.24 million) to fund the acquisition.
- **Japanese manufacturer of electronic components:** Representing in relation to Canadian class actions concerning allegations of price fixing amongst suppliers of capacitors.
- **Cascades Inc.:** Representing as competition law counsel in relation to the sale of folding carton converting and paperboard mill assets of Norampac, a division of Cascades Canada ULC.

- **Mercuria Energy Group Limited:** Acting as Canadian competition law and foreign investment counsel on the acquisition of JP Morgan's physical energy commodities business.
- **Berkshire Hathaway Energy:** Acting as competition law and foreign investment counsel in connection with its CA\$3.2 billion acquisition of AltaLink, a subsidiary of SNC-Lavalin Group Inc. that owns and operates extensive electric transmission assets in Alberta, Canada.
- **Defendant:** Representing a defendant in the Canadian air cargo class action.
- **ARRIS Group, Inc.:** Advising on the acquisition of Motorola Home from Google, Inc.
- **Danaher Corporation:** Advising on the acquisition of Beckman Coulter, Inc.
- **Lions Gate Entertainment Inc.:** Advising as competition law counsel on the sale of Maple Pictures to Alliance Atlantis.
- **Abu Dhabi National Energy Company, PJSC (TAQA):** Advising on the acquisition of PrimeWest Energy Trust and Northrock Resources Ltd.
- **Public inquiries:** Representing parties in the Ipperwash, Air India and Mississauga public inquiries.

## Recognition

First recognized in 2015, Adam has been commended for his extensive knowledge and experience in a variety of respected publications, including:

- *Who's Who Legal: Canada – Competition*
- *Chambers Canada: Competition Antitrust: Litigators*
- GCR Global Competition Review *Who's Who Legal: Competition Future Leader*
- *Acritas: Acritas Star <sup>TM</sup>*
- *The Legal 500 Canada: Competition and Antitrust*
- *The Best Lawyers in Canada: Competition/Antitrust Law*

## In the Media

- Co-authored, "Opinion: Exemptions for national emergencies should be included in Competition Act reform," *The Globe and Mail*, April 28, 2021

## Insights

- Co-author, "Canada announces heightened scrutiny of foreign investment during the COVID-19 crisis," *Dentons Insights*, April 20, 2020
- Co-author, "The *Godfrey* Decision: The Supreme Court of Canada weighs in on umbrellas, discoverability, complete codes, and certification methodologies," *Dentons Insights*, October 10, 2019
- "Government of Canada approves airline merger following Competition Bureau objection" *Dentons Insights*, June 26, 2019
- "Canadian Competition Bureau's very busy March: Updated guidance regarding enforcement in three key areas" *Dentons Insights*, April 1, 2019
- "Canada" *2017 Antitrust Year in Review*, ABA Section of International Law, 2018

- "Canada" 2016 Antitrust Year in Review, ABA Section of International Law, 2017
- "Canada" 2015 Antitrust Year in Review, ABA Section of International Law, 2016
- "Canada" 2014 Antitrust Year in Review, ABA Section of International Law, 2015
- "Do Downward Pricing Conspiracies Exist in Canada? A Critical Assessment of *Dirstein Towing Inc v Streamline Auto Body Ltd*", *Canadian Competition Review*, October 2013
- "Summary of Spring Meeting Program on Bundling Discounters", *The Price Point: Newsletter of the ABA Section of Antitrust Law Pricing Conduct Committee*, Summer 2013 (with Deena Jo Schneider)
- "Private Remedies for Anti-Competitive Conduct in Canada", *American Bar Association Section of Antitrust Law Business Torts & RICO News* (Fall 2012 ed.) (with Gregory McLean)
- "The More Things Change, The More they Stay the Same? Merger Review, The Canadian Oil and Gas Industry and the Year of Change", *Oil, Gas & Energy Law Intelligence* 8:1 (2010)
- "Policing the Grey Market Through Copyright: A Look at *Euro Excellence Inc. v. Kraft Canada Inc.*" (2006) 13:1 *Intellectual Property* 778
- "The Origins of the Modern Patent in the Doctrine of Restraint of Trade" (2006) 19 *Intellectual Property Journal* 297
- "The Increasing Infallibility of NAFTA Chapter 11 Awards: A Contextual Look at the *Feldman* Judicial Review" 16:19 (2005) *World Arbitration and Mediation Report* 288 (with Rajeev Sharma)

## Activities and Affiliations

- American Bar Association
- Canadian Bar Association
- International Bar Association
- Ontario Bar Association
- The Advocates' Society
- The Law Society of Upper Canada (Ontario)

## Presentations

- "Opening Plenary: Lessons for 2020 from the Year in Review", CBA Competition Law Fall Conference, Ottawa, October 17, 2019
- "Abuse of dominance and intellectual property", IBA Annual Conference, Seoul, Korea, September 24, 2019
- "Criminal Aspect of Canadian Mergers Practice: The Intersection of M&A and Cartels", CBA National Competition Law Section program, November 26, 2018
- "Antitrust after cartels: next generation enforcement", IBA Annual Conference, Sydney, Australia, October 12, 2017
- "Merger Review and the Proposed Airline Antitrust Immunity Process under the *Canada Transportation Act*", CBA National Competition Law Section program, August 8, 2017
- "Effective Antitrust Compliance Programs", IBA Annual Conference, Washington, DC, September 20, 2016
- "Merger Due Diligence – Cross-Border Compliance Considerations", ABA Section of Antitrust and CBA National Competition Law Section joint program, January 27, 2016

- "Conducting Internal Investigations", IBA Annual Conference, Vienna, Austria, October 7, 2015
- "Mergers Panel" Looking Backward and Forward: A Five-Year Retrospective on the Competition Act Amendments", CBA Conference, Toronto, February 4, 2015
- "Back to School: Notifications 101", CBA CPD, Toronto, September 30, 2014
- "The Power of Relationships and their Importance to Business Development", IBA Conference: Generating Increased Revenues Through the Power of Relationships, Vienna, Austria, February 28, 2014
- "The 10 Cases of 2013 that General Counsel Should Know About", CPD Program, January 29, 2014
- "Public Inquiries and Commissions", IBA Annual Conference, Boston, Mass., October 7, 2013
- "Class Action Developments", CPD Program, November 20, 2012
- "Controlling Discovery in Commercial Litigation", IBA Annual Conference, Dublin, Ireland, October 2, 2012
- "Cartels, Conspiracies and Restrictive Practices", CPD Program, February 18, 2012
- "Advocacy in Commercial Motions and Appeals", IBA Annual Conference, Dubai, United Arab Emirates, November 1, 2011
- "Pro-bono: Service for Nothing and Experience for Free", IBA Annual Conference, Vancouver, British Columbia, October 5, 2010
- "Establishing National Young Lawyers' Associations", IBA Annual Conference, Madrid, Spain, October 7, 2009

## Areas of focus

### Practices

- Litigation and Dispute Resolution
- Competition and Antitrust
- Foreign Direct Investment
- Employment Disputes
- Class Action Defense
- White Collar and Government Investigations
- Appellate Advocacy
- Commercial Litigation
- Public inquiries and coroners' inquests in Canada

### Industry sectors

- HealthTech

## Education

- McGill University, 2004, BCL

- McGill University, 2004, LLB
- Carleton University, 2001, MA
- McGill University, 2000, BA

## Admissions and qualifications

- Ontario, 2005

## Languages

- English
- French