

Overview

The financial services sector remains in a period of flux. In this ever-changing environment, you need a partner with global insight and local know-how to help you structure and execute the most optimal lending transactions, access debt capital markets and successfully navigate the financial services regulatory environment.

Dentons has a long history of providing precisely these types of financial services. We count many of Canada's chartered banks among our clients, as well as trust companies, non-Canadian banks and other financial institutions.

Tap into one of the largest banking and finance departments in the country for responsive, practical, on-the-ground advice on all aspects of your financing transaction, from simple domestic loans to the most complex cross-border financings. We offer innovative and practical solutions and approaches that reflect your objectives and the realities of the market.

Whether you are an issuer, arranger, or underwriter, you can rely on the seasoned global team at Dentons for sophisticated advice along the full spectrum of international and domestic debt offerings.

Benefit from our longstanding relationship with the Office of the Superintendent of Financial Institutions and authoritative advice regarding regulatory compliance, at both the provincial and federal levels. From mergers and acquisitions to the establishment of new entities, branches or bank products, we help you achieve your goals smoothly and completely.

As your partner, Dentons goes beyond traditional banking and finance work. Gain the broad, interdisciplinary insight from our full range of commercial legal services and sectors, including real estate, energy, mining, media and telecom and technology.

Our clients come to us because they know we can work through complex transactions and problems to accomplish their goals in a practical way. They stay with us because we provide unparalleled service tailored to their needs.

Key service areas

- Aboriginal lending
- Acquisition finance
- Asset-based lending
- Aviation finance
- Bankruptcy and liquidation
- Commercial and syndicated lending
- Cross-border lending
- Debt capital markets
- Equipment leasing and finance
- Financial institution regulation

- Media and entertainment finance
- Public-private partnerships (P3) and project finance
- Real estate finance
- Restructurings, workouts and arrangements
- Structured finance
- Trade finance

Areas of focus include:

- FinTech in Canada

Representative Experience

- **Multinational financial institution:** Dentons and Nextlaw In-House Solutions, including a team of former GCs, supported the board and audit committee in their oversight of regulatory compliance programs to fulfill prudential regulator expectations. The client's audit committee praised our team for the novelty and substantive value of our methodology and findings, which surpassed the capabilities of traditional strategic consultancies while also offering the protection of attorney-client privilege. Our report was provided to and comprehensively reviewed by the regulator. www.nextlawinhouse.com
- **Arci Ltd.:** Advising in the financing of the Suncor Energy Centre in Calgary by way of the issuance of CA\$550 million senior secured series 1 bonds. The bonds, assigned an "A" rating by DBRS Limited., have a term of twenty years. The Suncor Energy Centre is a Class "AA" office property in the core of Calgary's central business district; it is comprised of two towers, containing approximately 1.71 million square feet of rentable office space and 24,157 square feet of retail space.
- **Bank of Montreal:** Advising, as administrative agent for a syndicate of lenders to Element Financial Corporation and Element Financial (US) Corp in a US\$8.5 billion amended and restated senior secured credit facility to finance the acquisition of fleet assets in the United States, Australia and New Zealand from General Electric Capital Corporation.
- **Bank of Montreal:** Advising the Bank as administrative agent and lender in the US\$150 million senior secured financing to Pivotal Payments Direct Corp., Pivotal Holdings Ltd. and Pivotal Payments Corporation (Pivotal). Pivotal is a leading provider of global payment processing solutions. The facilities, secured in Canada, US and Ireland, were used in part to finance Pivotal's acquisition of Intuit Inc.'s pool of approximately 20,000 non-Quickbooks merchants of record.
- **Bayerische Landesbank, New York Branch:** Advising the bank as sole lead arranger, administrative agent, and lender, on its US\$55 million project financing for the 21.15 MW Le Plateau 2 wind farm in the MRC d'Avignon, Quebec, the first community partnership wind power generation project between Invenergy Wind LLC and Le Plateau Wind Community Power LP.
- **Canadian Chartered Bank:** Acting as counsel to the administrative agent and the lenders in connection with the CA\$215 million project financing for the development, construction, ownership and operation of the 58.32 MW Bow Lake wind power project. The Bow Lake wind power project is owned by a limited partnership with the Batchewana First Nation and BluEarth Renewables as limited partners and currently represents the largest economic partnership between a First Nation and a wind energy developer in Canada.
- **Confidential client:** Advising on Air Canada's US\$714,534,000 Pass-Through Certificates Series 2013-1 - the first financing in Canada using Enhanced Equipment Trust Certificates (EETCs) under the Cape Town Convention following its enactment by Parliament (which became effective April 1, 2013). The financing consisted of three classes of pass-through certificates issued by Air Canada for the financings of five new Boeing 777-300ER aircraft.
- **Confidential client:** Counsel to the Agent and lenders on a syndicated leveraged credit facility for North American Tillage Tools' acquisition of Corporación Patricio Echeverría, S.A.; with assets in Canada, US, Spain, Brazil, Columbia and Mexico.
- **Confidential client:** Acting as counsel to the administrative agent and the syndicate of lenders with respect to a CA\$122 million secured credit facility for the financing of the River Cree Resort and Casino, a casino, hotel and

sports complex located in Edmonton, Alberta and subsequent refinancing that included CA\$45 million senior debt term facility and CA\$200 million high-yield cross-border bonds; this deal marks the first time a Canadian First Nation-owned company issued cross-border bonds.

- **Confidential client:** Advising the Agent and a syndicate of lenders to a Canadian oil company in connection with a CA\$1.27 billion syndicated facility, which was structured to incorporate loan guarantees from Export Development Corporation.
- **Corus Entertainment Inc.:** Counsel to one of Canada's largest media companies in respect of the amendment and restatement of their existing credit facilities. The new syndicated CA\$650 million facility includes both term and revolving loans, the guarantees for which are drawn against Corus operating subsidiaries. The proceeds are to be used for operating purposes including the acquisition of all the third party interests in YTV Canada.
- **HOOPP Realty Inc.:** Advising on their joint venture arrangement with Menkes Developments Ltd. and construction financing for a new landmark office tower in downtown Toronto called One York Street. The CA\$375 million senior syndicated financing was drawn in two tranches: Tranche A (CA\$364 million) is to finance budgeted project costs for the development, construction and leasing of the Project and Tranche B (CA\$11 million) is for the issuance of Letters of Credit in favour of Governmental Authorities to secure the performance of the Borrower's obligations in connection with the Project.
- **HSBC Bank Canada:** Advising HSBC as administrative agent and the lenders on a US\$280 million syndicated financing to Spin Master Ltd. and its subsidiaries in France, Hong Kong, Luxembourg, Mexico, United Kingdom and the United States.
- **Jemi Fibre Corp.:** Acting as counsel to a British Columbia-based forest products company on a CA\$30 million asset-based loan used in part to fund the acquisition of 31,800 hectares of private timberland.
- **Royal Bank of Canada:** Advising the bank, as lender, in connection to CA\$40 million revolving credit facilities to Fort McKay First Nation and Fort McKay Group of Companies Limited Partnership, as borrowers.
- **United Farmers of Alberta Co-operative Limited:** Acting as counsel on the CA\$350 million refinancing of their asset-based credit facility. United Farmers of Alberta Co-operative Limited is one of Canada's largest co-operatives with an extensive network of more than 110 petroleum outlets, 35 retail stores, and four fertilizer plants.

Your Key Contacts

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