

## Overview

Environmental and related natural resource issues are truly global in nature, transcending borders and requiring multinational responses. Environmental regimes are constantly evolving, as both developed and developing countries seek to meet the impacts of a global economy on their air, land, water and public health. Companies operating in multiple jurisdictions need the help of lawyers with broad experience across regions and continents to navigate this changing landscape.

Dentons' lawyers have broad experience with environmental laws across the globe.

Companies face increasing regulatory and public pressure to address the environmental impact of their business operations, often in multiple jurisdictions. We deal with environmental issues, including project development, impact assessment, permitting, climate change, product life cycle analysis, due diligence and risk management. Dentons is ready to listen and respond to all your environmental needs wherever and whatever they may be.

Our lawyers will work with you to plan for compliance with changing regulations and standards around the world. Dentons will guide you in seeking resolution of enforcement actions, defending permits and pursuing legal remedies where necessary. Rely on our help and advice to take a proactive stance in assessing and managing liability from production to disposal, for products you manufacture, or assets you acquire or sell. When major incidents do occur, look to our lawyers for strategic management counsel and representation.

Areas of focus include:

- Environmental Litigation
- Environmental Permitting
- Environmental Regulation
- Environmental Transactional

## Representative Experience

- **Argonaut Gold:** Advising in connection with its proposed CA\$341 million business combination with Prodigy Gold Incorporated. The transaction values Prodigy's equity at approximately CA\$341 million on a fully diluted in-the-money basis and implies an enterprise value of approximately CA\$277 million.
- **BP Canada:** Advising on the sale of Natural Gas Liquids (NGL) business to Plains Midstream Canada ULC, a wholly owned subsidiary, for CA\$1.67 billion. This is the most recent of several billion-dollar-plus transactions where Dentons has partnered with BP. The NGL business owns, operates and has contractual rights to a wide range of assets from both production and distribution functions, from extraction through to wholesale distribution of NGL products across Canada and in the Midwest United States.
- **EDF EN Canada Inc.:** Advising on the sale to Enbridge Inc. of a 50 percent undivided interest in the 300 MW Lac Alfred wind project. The project, which will entail investments of approximately CA\$700 million by both co-owners, is located 400 kilometers north east of Québec City in Québec's Bas-Saint-Laurent region and will consist of 150 wind turbines supplied by REpower Systems SE. EDF EN Canada Development Inc. will lead and manage the

construction phase under a fixed price, turnkey engineering, procurement and construction (EPC) agreement. EDF EN Canada Inc.'s operation and maintenance affiliate, enXco Service Canada Inc., will provide long-term operations and maintenance (O&M) services to the project. Hydro-Québec will buy the power under a 20-year power purchase agreement (PPA) and construct the 30 km transmission line to connect the project to the grid under an interconnection agreement.

- **Honolulu Rail:** Representing a coalition of government, business, environmental and historic preservation groups (including the former governor of Hawaii) in litigation over a \$5.5 billion heavy rail line in Honolulu. The case involves several issues arising for the first time under new federal regulations implementing Section 4(f) of the Department of Transportation Act, including requirements for properly evaluating the prudence of alternatives and the role of Traditional Cultural Properties under the act.
- **National Trust for Historic Preservation and the Guam Preservation Trust:** Assisting in litigation to prevent the Department of Defense from building a complex of firing ranges on the site of an 800-year-old village, considered sacred by the native Chamorro population on the island of Guam. We are currently advising our clients on efforts to help the Department of Defense identify other locations for the firing ranges. The National Environmental Policy Act (NEPA) is an area of particular strength for the Firm: The head of our US Environmental practice was the lead draftsman for the NEPA's implementing regulations (which apply to all federal agencies), and no NEPA document on which we have advised has ever been found inadequate in court.
- **Patheon Inc.:** Acting as counsel on the Canadian aspects of Patheon's October 2012, CA\$255 million deal with Netherlands-based VION N.V. to purchase its specialty pharmaceutical division, Banner Pharmacaps. This included the handling of the environmental and regulatory due diligence associated with the Canadian assets and operations.
- **Pogo Producing Co.:** Advising with respect to conducting environmental due diligence on the CA\$2 billion sale of Calgary-based Northrock Resources Ltd. to Abu Dhabi National Energy Co. (TAQA). Previous representation of Pogo in its CA\$1.8 billion acquisition of Northrock from Unocal Corp meant that extensive environmental reviews of Northrock's oil and gas properties in western Canada were conducted as part of both transactions.
- **Sasol Petroleum International:** Advising on the CA\$1.05 billion acquisition of a 50 percent working interest in Talisman Energy Inc.'s (Talisman) Farrell Creek shale gas assets in the Montney Basin area of northeastern British Columbia, a subsequent transaction with Talisman for similar consideration of CA\$1.05 billion, which expanded Sasol's gas reserves in the area, with a view to the further development of a gas-to-liquids plant to be located in Canada and to serve the North American liquid fuels markets.
- **Teledyne Technologies:** Conducting environmental and regulatory due diligence associated with Teledyne's acquisition of DALSA Corporation for \$337 million. This involved review of all environmental matters relating to the design, development, manufacture and marketing of high performance digital imaging products and semiconductors.
- **Teledyne Technologies Inc.:** Advising on its \$337 million acquisition of publicly traded DALSA Corporation (TSX: DSA) (DALSA) by plan of arrangement. Teledyne is a leading provider of sophisticated instrumentation, digital imaging products and software, aerospace and defense electronics, and engineered systems with operations primarily located in the United States, Canada, the United Kingdom and Mexico. DALSA, now Teledyne DALSA, Inc., is an international leader in high performance digital imaging and semiconductors. The company designs, develops, manufactures and markets digital imaging products and solutions, in addition to providing specialized semiconductor foundry services, with core competencies in advanced integrated circuit and electronics technology, software, and highly engineered semiconductor wafer processing.