

Overview

In the complex world of tax, our role is simple: to serve as an extension of your business. At Dentons, our value comes from seeing your business as you do and collaborating with you every step of the way. Together, we will develop and implement a plan based on your needs and aspirations—one that proactively identifies creative, integrated commercial tax-saving solutions.

When you engage Dentons for tax services, you're getting an interdisciplinary team that understands how tax law meshes with other areas of the law—corporate, real estate and litigation, to name a few. You are drawing from a focused team with years of experience in your industry. It's a cross-border, multi-jurisdictional group that seamlessly mixes local knowledge with the right resources in order for your business to stay nimble and robust.

Whether excise or extra-jurisdictional, taxes will always impact your business. As regulations and issues shift and evolve, Dentons will work with you to ensure you stay ahead—with your goals as our guide.

Dentons' comprehensive tax services include experience in worldwide jurisdictions, as well as in matters relating to individuals and private companies, multinational companies, listed companies, blue-chips, partnerships and other transparent entities, tax-advantaged investing and more.

Areas of focus include:

- Banking and Finance Taxation
- Business Structures and Tax Planning
- Charities and Nonprofit Taxation
- Corporate Taxation
- Employee Benefits and Retirement Funds
- Entertainment Taxation
- Individual Taxation
- International Taxation
- Partnerships and Other Pass-Through Entity Taxation
- Real Estate Taxation
- Resource Taxation
- Restructurings and Bankruptcy Tax Planning
- Sales Taxes (including VAT, GST, and PST)
- Subnational Taxation
- Tax Credits and Tax-Advantaged Investing
- Tax Litigation and Dispute Resolution
- Taxation in Mergers and Acquisitions
- Transfer Pricing

Representative Experience

- **Bridgewater Systems Corporation:** Advising on its CA\$211 million acquisition by Amdocs Limited by way of plan of arrangement.
- **Capital Power Income L.P.:** Advising on its CA\$1.1 billion acquisition by Atlantic Power Corporation.

- **Global healthcare leader:** Advising in respect to structuring a promotion arrangement with one of the largest Russian distributors of its products, development of respective contracts between the parties; various antitrust aspects of promotion and distribution of its products in Russia, including development of its commercial policy; clinical trial agreements; product registration; combined marketing and promotion of complimentary products produced by the client and a third party; exclusion of a product from the Register of Vital and Essential Drugs; use of personal data by medical representatives; due diligence criteria for a selection of distributors; and inaccurate and misleading marketing and promotional materials of a competing product.
- **Grant Forest Products Inc.:** Acting as counsel on the CCAA and US Bankruptcy Court approved acquisition of its oriented strand board facilities in Ontario and South Carolina, US by Georgia-Pacific LLC for US\$400 million.
- **Polish, Luxembourg and Dutch tax:** Advising on the Polish, Luxembourgian and Dutch tax aspects of setting up investment funds to operate on the Polish real estate market. International tax structuring allowing for tax-efficient conversion of tax into the target structure and obtaining relevant tax rulings in Poland and the Netherlands. The advice on the transaction addressed tax, legal and business goals of the client, taking into consideration the old structure and potential future changes to applicable laws.
- **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.
- **Spanish engineering consortium operating:** Advising on a joint venture project related to the development of a nuclear power reactor located in France. Our tax teams in Spain and France advised the client on the tax treatment of the joint venture, on the establishment of a branch in France, and on the tax implications for the seconded employees. We successfully dealt with complex CIT liability, VAT, PIT, a double tax treaty between France and Spain, and sophisticated permanent establishment issues. We helped the client to reduce tax burdens by avoiding paying double taxation in France and Spain. We also helped the client organize the arrangements between the members of the consortium.
- **US Gold Corporation:** Advising on its acquisition of Minera Andes Inc. by plan of arrangement with a transaction value at the time of closing of approximately CA\$1.4 billion for the combined company, which was renamed McEwen Mining Inc. This transaction was highlighted as a "Big Deal" in LEXPERT's April 2012 issue.
- **WestLB:** Advising a major German bank on a spin-off transaction concerning a bank with €40 billion in assets and 400 employees and involving a €1 billion share capital increase half-contributed by a bank which we advised on tax and corporate structuring aspects. The spin-off will act as a service unit for the savings banks (Sparkassen) located in the state of Nordrhein-Westfalen. Hessische Landesbank will take over the shares in the spin-off. In order to fund the transaction, Hessische Landesbank went through an increase in share capital amounting to €1 billion. Part of the capital increase (€500 million) was contributed by Deutscher Sparkassen und Giroverband (DSGV), who we advised on the tax and corporate structuring of the transaction.