

Larry Nevsky

Partner



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Toronto

D +1 416 863 4612

larry.nevsky@dentons.com

Overview

Partner in Dentons' national Tax group, Larry Nevsky's practice focuses on corporate tax advisory, tax planning, business structuring and tax dispute resolution.

Larry regularly advises both domestic and international clients with respect to income and indirect tax matters arising from mergers and acquisitions, corporate reorganizations, corporate finance transactions, cross-border transactions and from carrying on business in Canada. He also advises on matters relating to tax compliance and tax dispute matters, including provincial and federal tax audits, objections and appeals, as well as voluntary disclosures.

Larry is also a Chartered Accountant, having received his CPA, CA designation from the Institute of Chartered Accountants of Ontario, and he is a member of the Chartered Professional Accountants of Canada.

Experience

- **Cormark Securities Inc.:** Advising a syndicate of underwriters led by Cormark Securities Inc. and including PI Financial Corp., Canaccord Genuity Corp. and Desjardins Capital Markets in connection with a C\$17.3 million bought deal public offering of units of Heritage Cannabis Holdings Corp.
- **AIM2 Ventures Inc.:** Advising in relation to the completion of its qualifying transaction with Canopy Rivers Corporation.
- **Eight Capital:** Advising a syndicate of agents in connection with a US\$50 million brokered private placement of unsecured convertible debentures of LPF JV, LLC (dba Loudpack Farms).
- **Lions Gate Capital Holdings LLC:** Advising in connection with its US\$550 million offering of 6.375% senior notes due 2024.
- **Rokstad Power Corporation & Affiliates:** Advising the corporation and affiliates in re-acquiring from the Carillion Group full ownership of the businesses and undertakings of the Rokstad Power Group of Companies, enabling the business to continue as a recognized leader in the industry who provides full suite of power line construction and maintenance services, using a pre-packaged CCAA proceeding to effect a

complex transaction.

- **AIM1 Venture Inc.:** Advising in respect to the completion of its qualifying transaction with James E. Wagner Cultivation Ltd.
- **Horizon Plastics International Inc.:** Advising in connection with the sale of substantially all of the company's assets to Core Molding Technologies, Inc. for gross proceeds of approximately US\$63 million.
- **Emblem Corp:** Advising in respect of a combined offering of debt and equity by way of a bought deal short form prospectus for aggregate gross proceeds of approximately CA\$53 million.
- **Harris Corporation/Harris Canada Systems Inc.:** Acting as Canadian corporate and 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.
- **Rio Tinto Alcan Inc. v. the Queen, 2016 TCC 172:** Acting as counsel to the Appellant before the Tax Court of Canada.
- **RHB Pre-IPO & Special Situation Fund III:** Advising in connection with its equity investment in Blue Ant Media Inc.
- **Cormark Securities Inc.:** Advising a syndicate of underwriters in connection with a bought deal public offering of common shares of TECSYS Inc.
- **Confidential Client:** Advising on bought deal short form prospectus offering of units and debentures for gross proceeds of approximately CA\$29 million.
- **Excellon Resources Inc.:** Advising the issuer on a bought deal prospectus offering.
- **Global TIP Holdings Two B.V.:** Advising in connection with the financing of its acquisition of Train Trailer Rentals, the second largest semi-trailer rental, lease and storage company in Canada.
- **Jemi Fibre Corp.:** Advising in connection with the acquisition of all of its issued and outstanding common shares by CanWel Building Materials Group Ltd. by way of a court-approved plan of arrangement.
- **ole Media Management LP:** Advising on the acquisition of London-based Compact Media, a global manager of Audio-Visual Secondary Rights with offices in England, the United States and Australia.
- **ole Media Management LP:** Advising on the acquisition of Jingle Punks Music, LLC, a leading, full-service music company has creative studios in New York, Los Angeles, Nashville, London and Toronto.
- **Premier Aviation Overhaul Centre Inc.:** Advising on the sale of aircraft maintenance, repair and overhaul facilities in Ontario and Quebec.
- **Sandvine Corporation:** Advising the TSX-listed corporation and the special committee of its board of directors on the acquisition of the company by an affiliate of Francisco Partners and Procera Networks, Inc. for CA\$562 million by way of a plan of arrangement. The acquisition followed a successful auction under a go-shop process.
- **Shopify Inc. Management Team:** Advising management in connection with their participation in the US\$330 million underwritten combined treasury and secondary public offering of Shopify Class A Subordinate Voting Shares.
- **SoundExchange, Inc.:** Acting as Canadian counsel to the United States rights management organization, in its acquisition of the Canadian Musical Reproduction Rights Agency Limited, a Canadian music licensing collective.
- **Teledyne Technologies Incorporated:** Advising on its acquisition of the CARIS business, a leading developer of marine mapping software, in Canada and its international affiliates.

- **Central GoldTrust:** Advising in connection with Sprott Asset Management's CA\$1 billion hostile take-over bid for all the outstanding units.
- **Lions Gate Entertainment Corp:** Advising on the US\$132.6 million registered underwritten secondary public offering of Lions Gate common shares by Bank of America, N.A. in connection with certain derivative transactions entered into between Bank of America, N.A., Liberty Global Incorporated Limited and Discovery Lightning Investments Ltd.
- **Nokia Solutions and Networks:** Advising in relation to the acquisition of the business and assets of Nakina Systems Inc. and Nakina Systems USA, Inc.
- **Rookie Blue Two Inc. v. Her Majesty the Queen:** 2015 ONSC 1618 (CanLII).
- **Mercuria Energy Group Limited:** Acting as Canadian tax counsel to this leading integrated energy and commodity trading company in connection with its US\$3.5 billion acquisition of JP Morgan's physical energy commodities trading business
- **Vendorlink.ca Ltd.:** Advising on the sale of certain assets and liabilities to Intellicentrics Solutions Inc.
- **Rogers Communications Inc.:** Advising on the CA\$155 million acquisition of Pivot DataCentres.
- **UK based television and movie production company:** Advising on various aspects of Canadian tax with respect to Canadian operations.

Recognition

- Recognized in *The Legal 500 Canada* in the area of Tax (2019)

Insights

- "Proposed limitations on benefits for stock options", *Dentons Client Alert*, June 18, 2019
- "Background on cannabis duties in Canada", *Dentons Client Alert*, September 25, 2018
- "Corporate Law Considerations for the Tax Practitioner", 2016 Ontario Tax Conference, Canadian Tax Foundation, October 2016
- "Automatic Exchange of Tax Information between Canada and Switzerland", *CCH Tax Topics*, 2292, February 11, 2016
- "Update on the Exemption for Non-Residents from Payroll Withholding", *Tax Notes* Number 637, February 2016
- Co-authored by Tony Schweitzer, Larry Nevsky and Jesse S. Brodlieb, "Canada - U.S. Tax Treaty: A Practical Interpretation, 4th Edition", *Wolters Kluwer*, December 2015
- "Taxpayers Obligated To Provide Tax Accrual Working Papers During an Audit", *CCH Tax Topics*, Number 2262, July 15, 2015
- "BP Canada: CRA Entitled to Tax Accrual Working Papers", *Tax Litigation Blog*, June 9, 2015
- "2014 Canadian Tax Foundation Annual Conference," *CCH Tax Notes*, Number 624, January 2015
- "Directors' liability," *Canadian Tax Highlights*, Volume 22, Number 10, October 2014
- "When are the parties to a civil tax dispute bound by agreed facts from a criminal proceeding?", *Tax Topics*, Number 2201, May 15, 2014
- "Transfer pricing — What Does the GlaxoSmithKline Decision Mean?", *Tax Topics*, Number 2130, January

03, 2013

- "Trust Attribution Rule does not apply to fair market value sales," Deadbeat: Ontario Bar Association Newsletter, October 2012
- Regular contributor to CCH Windows Commentary and Canadian Tax Litigation Blog (<http://www.canadiantaxlitigation.com/>)

Activities and Affiliations

- Chair of executive committee, Taxation section, Ontario Bar Association (executive committee member 2014-present)
- Canadian Bar Association
- Ontario Bar Association
- The Law Society of Upper Canada (Ontario)
- Chartered Professional Accountants of Canada
- Canadian Tax Foundation
- Chair, Dentons Toronto United Way campaign

Presentations

- Presenter, "Corporate Law Considerations for the Tax Practitioner", 2016 Ontario Tax Conference
- Presenter, "The Canada – U.S. Tax Treaty – Interpretive Update and FATCA", Expert Edge Webinars by Wolters Kluwer, 2016
- Presenter, "The short course on partnerships, limited partnerships and joint ventures," Osgoode Hall Law School Professional Development, October 2014 (Toronto), October 2015 (Toronto)
- Presenter, "Managing aggressive tax audits," Dentons' Client Boot Camp, November 12, 2014 (Toronto)
- Presenter, "Doing business in Canada," June 2012, Canada Pakistan Investment Workshop (Canada Pakistan Chamber of Commerce and Ontario Ministry of Economic Development and Trade)

Areas of focus

Practices

- Tax
- Tax Litigation and Dispute Resolution

Education

- York University, 2008, LLB
- Institute of Chartered Accountants of Ontario, 2006, C.A
- McGill University, 2003, B.Comm. (Accounting)

Admissions and qualifications

- Ontario, 2009

Languages

- English