

# Nicole Bacsalmasi

## Partner



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Calgary

D +1 403 268 6854

nicole.bacsalmasi@dentons.com

## Overview

Nicole Bacsalmasi is a partner in the Securities and Corporate Finance group, where she provides direction to companies at all stages of development by offering full-cycle support to mid-market operators, family-owned businesses, and private companies. From navigating initial growth stages, realizing untapped value, through to exit and liquidity strategies, Nicole's clients view her as a trusted advisor who will walk them through options and solutions to help them solve complex business challenges that align to their goals.

She advises public and private companies, as well as investment dealers, on corporate/commercial transactions, public and private financings, acquisitions, mergers and reorganizations, stock exchange listing matters and other regulatory compliance matters.

Nicole's innovative approach to deal structuring, combined with her experience in private equity and reverse takeovers (RTOs), is an asset for companies seeking to take their business to the next level.

Nicole represents a diverse portfolio of businesses, with clients in the oil and gas, energy transformation/innovation, cannabis and real estate sectors, among others.

Her notable deals include creating one of the first REITs from a CPC structure, advising health sector clients on initial public listings, and acting as counsel on numerous M&A deals for clients in the energy sector, including multijurisdictional transactions. Nicole has been recognized by *The Best Lawyers in Canada* for her work in securities law and has appeared in the media for her international work.

## Experience

- **Confidential client:** Advising a health care service provider on a partial sale to enter into a partnership with Axium Infrastructure Inc.
- **Calian Group Ltd.:** Advising Calian Group Ltd. in connection with its bought deal public offering of 1,568,600 common shares at a price of CA\$44.00 per common share for aggregate gross proceeds of over CA\$69 million.
- **Slang Worldwide Inc. (formerly Fire Cannabis Inc.):** Advising the corporation in connection with its long

form qualifying prospectus and CSE listing and related acquisitions.

- **Avicanna Inc.:** Advising Avicanna Inc. (TSX: AVCN) (OTCQX: AVCNF) (FSE: 0NN) in connection with a special warrant financing of 2,228,328 special warrants at a price of CA\$8.00 per special warrant for aggregate gross proceeds of CA\$22.1 million.
- **Avicanna Inc.:** Advising Avicanna Inc. (TSX: AVCN) (OTCQX: AVCNF) (FSE: 0NN) in connection with its long form qualifying prospectus and TSX listing.
- **International Petroleum Corp.:** Advising the corporation in connection with its all-cash acquisition of Granite Oil Corp. by way of plan of arrangement, with an enterprise deal value of approximately CA\$77 million.
- **Slang Worldwide Inc. (formerly Fire Cannabis Inc.):** Advising the corporation in connection with an acquisition of all the common stock and Class A Preferred Stock of National Concessions Group, Inc.
- **CIBC World Markets Inc.:** Advising the underwriters, co-led by CIBC World Markets Inc. and Peters & Co. Limited., in connection with a CA\$56.3 million offering of subscription receipts by STEP Energy Services Ltd. to partially fund its acquisition of Tucker Energy Services Holdings, Inc.
- **BMO Nesbitt Burns Inc. on behalf of a syndicate of underwriters:** Advising the underwriters with respect to the CA\$575 million secondary offering of common shares of Enbridge Income Fund Holdings Inc. by Enbridge Inc.
- **Mohawk Medical Properties Real Estate Investment Trust:** Advising the trust in respect of its sale to Invesque Inc. (TSX: IVQ.U) by way of plan of arrangement for enterprise deal value of approximately CA\$177 million.
- **Axis Auto Finance Inc.:** Advising in connection with its CA\$19 million brokered private placement offering of subscription receipts to fund its acquisition of Cars on Credit Financial Inc.
- **Baytex Energy Corp.:** Advising as counsel in connection with the CA\$115 million public offering of common shares.
- **BMO Capital Markets:** Advising BMO Capital Markets as exclusive financial advisor to Lundin Petroleum AB in connection with the cross-border spin-off of its wholly-owned Canadian subsidiary International Petroleum Corporation and listing of International Petroleum on the Toronto Stock Exchange.
- **Bonavista Energy Corporation.:** Advising as counsel in connection with the CA\$115 million public offering of common shares.
- **Bonavista Energy Corporation.:** Advising as counsel in connection with the CA\$201 million public offering of common shares.
- **Capital Power Corporation:** Advising on a CA\$183 million public offering of subscription receipts to finance the acquisition of a US power plant.
- **Cardinal Energy Ltd.:** Advising in connection with the CA\$162.8 million follow-on public offering of common shares of Cardinal Energy Ltd.
- **Cardinal Energy Ltd.:** Advising in connection with the CA\$247.5 million initial public offering of common shares by Cardinal Energy Ltd.
- **Mohawk Medical Properties Real Estate Investment Trust:** Advising Mohawk entities in connection with the arrangement of various Mohawk Limited Partnerships to create Mohawk Medical Properties Real Estate Investment Trust.
- **National Bank:** Advising the underwriters, co-led by National Bank Financial Markets and TD Securities, on a CA\$300 million offering by Crew Energy of high yield notes.
- **NuVista Energy Ltd.:** Advising as counsel in connection with the CA\$103.5 million public offering of common shares.

- **PI Financial Corp. and Lightyear Capital Inc.:** Advising the co-lead agents in connection with a CA\$12 million private placement of common shares by Hyduke Energy Services Inc.
- **Range Royalty Limited Partnership:** Advising as counsel in the 2014 CA\$699 million acquisition by a large public royalty corporation.
- **Whitecap Resources Inc.:** Advising as counsel in the 2016 CA\$95 million public offering of common shares.
- **Whitecap Resources Inc.:** Advising as counsel in the 2014 CA\$500 million public offering of subscription receipts.
- **Whitecap Resources Inc.:** Advising as counsel in the 2014 CA\$125 million public offering of subscription receipts
- **Whitecap Resources Inc.:** Advising as counsel in connection with the takeover bid for Forge Petroleum Corporation.
- **Whitecap Resources Inc.:** Advising as counsel in the 2015 CA\$587.5 million acquisition of Beaumont Energy Inc.
- **Whitecap Resources Inc.:** Advising in connection with its CA\$595 million acquisition of premium oil assets in southwest Saskatchewan from Husky Energy Inc.
- **Whitecap Resources Inc.:** Advising as counsel in the 2016 \$470 million public offering of 51,087,000 subscription receipts.
- **Whitecap Resources Inc.:** Advising as counsel in the 2015 CA\$110 million public offering of subscription receipts.

## Recognition

First recognized in 2020, Nicole has been commended for her extensive knowledge and experience in the following respected publications:

- *The Canadian Legal Lexpert Directory: Corporate Finance & Securities*
- *The Legal 500 Canada: Cannabis*
- *The Best Lawyers in Canada: Securities Law*

## In the Media

- Featured in “Calgary companies boast international presence”, *Calgary Herald*, July 31, 2018

## Insights

- Co-author, “Securities regulators propose to reduce regulatory burden for investment fund issuers”, *Dentons Client Alert*, October 7, 2019

## Activities and Affiliations

### Presentations

- Co-presenter, "How to participate in a distressed M&A environment," Dentons webinar, May 7, 2020

### Memberships

- Member, Canadian Bar Association
- Member, Calgary Bar Association
- Member, Law Society of Alberta

## Prior and Present Employment

- Senior Associate, Burnet, Duckworth & Palmer LLP (2010 - 2017)

## Areas of focus

### Practices

- Securities and Corporate Finance
- Corporate Governance
- Mergers and Acquisitions
- Capital Markets

### Industry sectors

- Oil and Gas
- Real Estate
- Technology
- Private Equity
- Investment Banks and Broker Dealers
- Cannabis

### Issues and opportunities

- Cannabis in Canada

## Education

- University of Alberta, 2007, LLB
- University of Calgary, 2003, BA, Communications

## Admissions and qualifications

- Alberta, 2008

## Languages

- English
- French