



**Brooke Jamison**  
Partner

**Office**  
Toronto

**Tel**  
416.367.7477

**Email**  
bjamison@dwpv.com

**Expertise**  
Fund Formation  
Mergers and Acquisitions  
Corporate  
Capital Markets and Securities  
Private Equity

**Bar Admissions**  
Ontario, 2002

“Brooke is pragmatic, responsive and very knowledgeable in the area of fund structure and management. I have tremendous respect for her judgement and experience.”

*Client – Chambers Canada 2021*

Brooke partners with her clients to provide comprehensive solutions to complex matters. Clients appreciate her creative and practical approach.

Brooke has significant expertise in fund formation and acts for sponsors of and investors in private equity, venture capital, infrastructure and debt funds. Established and startup funds turn to Brooke for practical advice for, and efficient execution of, their investments, fundraising activities, secondary transactions, compensation and governance arrangements, and restructurings.

Brooke regularly advises clients on acquisitions and dispositions of private companies, including transactions that involve a significant structuring component to achieve specific tax or commercial objectives. She is a member of our Management Committee.

## REPRESENTATIVE WORK

### Hydrostor Inc.

Acted for Hydrostor Inc., a leading developer and operator of long duration energy storage systems, in securing a US\$150 million convertible note financing commitment from Canada Growth Fund Inc. ("CGF"), Goldman Sachs Alternatives, and Canada Pension Plan Investment Board and an additional US\$50 million convertible development expenditure loan facility from CGF.

### Phoenix Partners Management Inc.

Acted for Phoenix Partners Management Inc. in its acquisition of Launchlife International Inc., a leading franchisor of education platforms and brands, with franchisees located in Canada, the United States and the United Kingdom.

### A&W Revenue Royalties Income Fund

Acted for A&W Revenue Royalties Income Fund in its strategic combination with A&W Food Services of Canada to create a leading publicly-traded quick-service restaurant company.

### AFC Toronto

Acted for AFC Toronto, Toronto's first professional women's soccer club, in its brand launch of the Northern Super League, a new Canadian women's pro soccer league that will kick off a 25-game season in April 2025 with franchises in Ottawa, Montreal, Vancouver, Toronto, Halifax and Calgary. By providing expertise and time pro bono, Davies laid a strong foundation for the club and took the lead in negotiating and documenting the deal to form the league. This work is one of several pro bono mandates that we have taken on relating to women in sports.

### Mastermind Toys

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### Email

[bjamison@dwpv.com](mailto:bjamison@dwpv.com)

Acted for Mastermind Toys in its proceedings under the *Companies' Creditors Arrangement Act*, which included liquidating 18 stores and the sale of majority of its locations to Mastermind Toys Inc., a subsidiary of Unity Acquisitions Inc.

### Sprott Inc.

Acted for Sprott Inc. in the formation of Sprott Private Resource Streaming and Royalty Annex Fund, a US\$310-million annex fund that invests alongside Sprott's first streaming fund, which brings the combined total assets under management of Sprott Resource Streaming and Royalty Corp. in both funds to US\$1.1 billion.

### Plaza Ventures

Acted for Plaza Ventures in the formation of its PV Special Opportunity Fund II, which focuses on investments in high growth technology or technology-enabled companies pursuant to secondary transactions or treasury offerings.

### Kensington Private Equity Fund

Acted for Kensington Private Equity Fund in its US\$50-million Series C investment in TheGuarantors, a North American fintech company building smart financial and insurance solutions for renters and landlords.

### Sprott Inc.

Acted for Sprott Inc. in the formation of Sprott Private Resource Streaming and Royalty Fund, which focuses on investments in commodity streams and royalties in the global natural resource sector. The fund raised US\$701 million, which included syndication capital raised from a large institutional asset manager.

### Hydrostor Inc.

Acted for Hydrostor Inc., a developer of Advanced Compressed Air Energy Storage (A-CAES) projects, in securing a US\$250-million preferred equity financing commitment from Goldman Sachs Asset Management - one of the largest investments in the emerging long-duration energy storage sector.

## RECOGNITIONS

*The Lexpert/American Lawyer Guide to the Leading 500 Lawyers in Canada*—Private Equity

*Chambers Canada: Canada's Leading Lawyers for Business*—Investment Funds: Fund Formation (Band 1)

*IFLR1000: Guide to the World's Leading Financial Law Firms*—Investment Funds; Private Equity

*Lexpert Special Edition: Energy and Mining*

*Lexpert Special Edition: Finance and M&A*

*Lexpert Special Edition: Infrastructure*

*The Canadian Legal Lexpert Directory*—Corporate Commercial Law; Corporate Finance and Securities; Investment Funds and Asset Management: Investment Funds; Mergers & Acquisitions; Private Equity

*The Best Lawyers in Canada*—Corporate Law; Mergers and Acquisitions Law; Securities Law; Private Funds Law; Leveraged Buyouts and Private Equity Law

# DAVIES

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*PLC Which Lawyer?—Private Equity: Fund Formation*

## INSIGHTS

It Ain't Easy Being Green: Raising Funds in the Age of Decarbonization and Electrification

June 23, 2022

Interview, Canadian Lawyer Magazine, "Major financing gives boost to long-term energy storage company, renewable energy transition: lawyer"

Jan. 21, 2022

American Bar Association, "The Impact of ESG on Private Equity Deals: Where are We Now and Where Will we be in a Year?"; Webinar

Nov. 23, 2020

ESG in the Time of COVID: Key Considerations for Investment Fund Managers

Sept. 18, 2020

Supporting Canadian Startups: BDC Launches \$150-Million Bridge Financing Program

Apr. 23, 2020

COVID-19: Considerations for Investment Funds

Mar. 24, 2020

COVID-19: What Private Fund Managers Need to Know Now

Mar. 24, 2020

ILPA Model LPA: ILPA 3.0 Was Only the Beginning

Nov. 13, 2019

Go North, Young Fund! Marketing Private Funds in Canada, co-author

Oct. 31, 2019

ILPA Principles 3.0: Back to the Future?

Sept. 16, 2019

## EDUCATION

Peter A. Allard School of Law, University of British Columbia, LLB, 2001

Queen's University, MA (English), 1995

University of Alberta, BA (Hons) (English), 1994

## PROFESSIONAL AFFILIATIONS

Canadian Venture Capital & Private Equity Association, Canadian Women in Private Equity Committee

## BOARD MEMBERSHIPS

Shakespeareance Performing Arts, former member

## TEACHING ENGAGEMENTS

# DAVIES

**Brooke Jamison**

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Brooke previously taught in the Global Professional Master of Laws program in Innovation, Law and Technology at the University of Toronto Faculty of Law.

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