



Jeffrey Nadler

Partner

Office

New York

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Email

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Expertise

Mergers and Acquisitions
Capital Markets and Securities
Corporate
Private Equity

Bar Admissions

Israel, 2009
New York, 1998
Ontario, 1995

Clients trust Jeff to immerse himself in their business issues and develop creative solutions that get their deals done.

Public and private companies choose Jeff for their most complex mergers, acquisitions, going private transactions, capital markets transactions, private equity and venture capital investments, and joint venture transactions. He represents issuers and underwriters in initial public offerings, follow-on offerings and unregistered offerings. Jeff also represents private fund sponsors on fund formation, portfolio investments, operational activities, regulatory compliance, GP-led fund restructurings, and co-investment activities. Jeff's combination of M&A, capital markets and private funds experience uniquely qualifies him for work on fund-related transactional matters, including fund restructurings, which require both in-depth private funds industry knowledge and technical M&A skills. Clients value Jeff's excellent judgment and his pragmatic approach to the challenges of any complex transaction. They frequently call on him to advise on compliance with U.S. securities laws.

Before joining Davies, Jeff was a partner in the corporate department at Weil, Gotshal & Manges LLP in New York City, where he focused on M&A and capital markets transactions. Among other notable transactions, Jeff represented Molson in its \$6-billion merger with Adolph Coors; advised Vivendi Universal in the \$14-billion sale that created NBC Universal; and represented GE in various acquisition transactions.

In addition to being licensed in New York and Ontario, Jeff is also a qualified Israeli attorney with significant work experience with transactions in that country. From 2008 to 2010, Jeff was a partner at a leading Tel Aviv law firm, where he represented many Israeli and foreign clients, including Apax Partners in its acquisition of Psagot Investment House Ltd., Israel's largest investment house, and Thales S.A. in its "take private" acquisition of CMT Medical Technologies Ltd., which was listed on the Paris stock exchange. Jeff continues to represent Israeli-based clients.

Jeff has extensive transaction experience in the technology, telecommunications, manufacturing, chemical, healthtech and life sciences, media and entertainment industries.

REPRESENTATIVE WORK

Novacap Management Inc.

Acted for Novacap Management Inc. in the formation of US\$1-billion Novacap Digital Infrastructure Fund I, L.P., first fund dedicated to digital infrastructure.

Altus Capital Partners, Inc.

Acted for Altus Capital Partners, Inc., a private equity buyout fund based in Connecticut, in its new platform investment – a leveraged buyout of Air Innovations, LLC, a manufacturer of speciality environmental control units for demanding applications.

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ArcTern Partners Inc.

Acted for ArcTern Ventures in the formation of its third flagship fund, ArcTern Ventures Fund III, a US\$335 million venture capital fund focused on climate technology companies around the world.

Fortis Inc.

Acted for Fortis Inc. in establishing its at-the-market public offering of up to C\$500-million of common shares, which may be sold through the Toronto Stock Exchange, the New York Stock Exchange or on any other marketplace in Canada or the United States on which the common shares are traded.

BMO Capital Markets

Acted for the underwriters led by BMO Capital Markets in the offering of C\$500-million Ukraine Sovereignty Bonds by the Government of Canada to offer Canadians an opportunity to directly support Ukraine.

AutoCanada Inc.

Acted for AutoCanada Inc. in its C\$100-million substantial issuer bid by “modified Dutch auction” pursuant to which AutoCanada repurchased C\$32.5 million of its common shares.

The Pallinghurst Group

Acted for Pallinghurst Lithium Limited, a UK-based private investor in the global natural resources sector, in the exchange of its indirect 25% ownership interest in Québec-based Nemaska Lithium Inc. for shares of Livent Corporation.

Golden Ventures

Acted for Golden Ventures in the formation of Golden Ventures Opportunities Fund II, LP, its second opportunities fund.

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.

Geneve Holdings, Inc.

Acted for Geneve Holdings, Inc., the controlling stockholder of Independent Holding Company, in its going-private transaction with Independence Holding Company, an NYSE-listed holding company with subsidiaries that underwrite, administer and market health insurance options for individuals, families and employers across the United States.

RECOGNITIONS

IFLR1000: Guide to the World's Leading Financial Law Firms—Mergers and Acquisitions

The Legal 500 Canada—International Expertise (Leading Partner)

INSIGHTS

Canadian Dual-Listed Company Insiders Remain Exempt from U.S. Short-Swing

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Profit and Insider Reporting Rules

Dec. 15, 2023

Canadian Dual-Listed Company Insiders May Become Subject to U.S. Short-Swing Profit and Insider Reporting Rules

Oct. 31, 2023

The SEC Amends Beneficial Ownership Reporting Rules

Oct. 24, 2023

NYSE and Nasdaq Propose Listing Standards Requiring Issuers to Adopt Clawback Policies to Recover Erroneously Awarded Incentive-Based Executive Compensation

Mar. 17, 2023

SEC Adopts Amendments to Insider Trading Rules and Reporting Requirements

Jan. 20, 2023

SEC Adopts Final Rules for Recovery of Erroneously Awarded Compensation

Dec. 06, 2022

SEC Provides Temporary Relief for Filers Affected by COVID-19

Mar. 24, 2020

Davies Governance Insights 2019, contributor

Oct. 03, 2019

New SEC Rule Mandates Disclosure of Hedging Policies of SEC Registrants

Mar. 05, 2019

SEC Rulemaking Developments in 2017

Apr. 12, 2018

EDUCATION

Osgoode Hall Law School, LLB, 1993

University of Toronto, BA (Economics & Management), 1992