



Justin D. Vineberg

Partner

Office

Montréal

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Expertise

Mergers and Acquisitions
Corporate
Family Office
Retail
Life Sciences

Bar Admissions

Québec, 1998

Justin brings a creative, solution-oriented approach to his client's transactions.

Justin's clients – primarily venture capitalists, private equity funds, ambitious entrepreneurs and large Canadian, American and international enterprises – are from diverse sectors. They turn to him for his insightful advice and extensive expertise in structuring and negotiating mergers and acquisitions, divestitures, private placements, shareholders agreements and joint ventures in Canada and abroad.

He regularly advises foreign companies looking to do business in Canada as well as Canadian companies on issues such as product development, strategic alliances, distributions, collaborations and licensing. Justin has significant experience in advising Canadian and international retailers.

Justin is a member of the firm's Management Committee and for over 10 years was the Chair of the Montréal Student Committee. Justin is a director of Claridge Inc.

REPRESENTATIVE WORK

S.A. Jarislowsky Investments Inc.

Acted for Stephen A. Jarislowsky in the \$1 billion sale of Jarislowsky Fraser Limited, a leading independent investment firm, to Scotiabank.

Viking Global Investors LP

Acted for funds affiliated with Viking Global Investors LP in their acquisition of a minority stake in Valsoft Corporation Inc., whose business involves the acquisition and growth of vertical software businesses that provide mission-critical solutions to their clients.

Canopy Growth Corporation

Acted for Canopy Growth Corporation in its acquisition of a majority stake in BioSteel Sports Nutrition Inc., a leading producer of sports nutrition products.

Nelmar Group

Acted for the shareholders of Nelmar Security Packing Systems Inc., Plastixx Extrusion Technologies Inc. and Plastixx FFS Technologies Inc. in the sale of their 100% interest to Balcan Plastics Ltd., a subsidiary of BDT Capital Partners.

LiveBarn Inc.

Acted for LiveBarn Inc., a Canadian streaming service provider headquartered in Montréal, Québec, that specializes in Live and On Demand online broadcasts of amateur and youth sports from venue locations across the United States and Canada, in connection with its Series D round of equity financing.

CDW LLC

Acted as Canadian counsel for CDW LLC in its acquisition of Sirius Computer Solutions, Inc., for a purchase price of US\$2.5 billion.

Warner Media, LLC

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Acted for Warner Media, LLC in its indirect acquisition, by way of plan of arrangement, of all of the issued and outstanding shares of You i Labs Inc., a leading provider of cross-platform development tools for television and media companies.

National Tire Distributors

Acted for National Tire Distributors, the Canadian subsidiary of American Tire Distributors, in its sale to Groupe Touchette Inc.

Haven Interactive Studios Inc.

Acted as Canadian counsel for Haven Entertainment Studios Inc., Montréal-based video game studio, in its sale to a wholly owned subsidiary of Sony Interactive Entertainment LLC.

Potentia Renewables Inc.

Acted for Potentia Renewables Inc. in its sale of all of the issued and outstanding shares of Emerald Solar Energy SRL, owner of an operational solar project named Canoa 1 located in the Barahona Province, Dominican Republic, to Polaris Infrastructure Inc.

Thinking Capital Financial Corporation

Acted for the shareholders of Thinking Capital Financial Corporation, a leading financial technology company that provides financing to small and medium-size enterprises across Canada, in connection with the sale of an interest to Torquest Partners.

JAM Industries Ltd.

Acted for the shareholders of JAM Industries Ltd. in the sale of its majority interest to DCC Technology Holdings Canada Inc., a subsidiary of DCC plc.

ASEQ Studentcare

Acted for the shareholders of ASEQ Studentcare in the sale of a 100% interest to People Corporation.

Media Experts M.H.S. Inc.

Acted for the shareholders of Media Experts M.H.S. Inc. in connection with a sale of a majority interest to Interpublic Group of Companies Canada, Inc.

Power Energy Eagle Creek, LLP

Acted for a joint venture of Power Energy Corporation, a subsidiary of Power Corporation of Canada, and Claridge Inc. in the sale of their majority interest in Eagle Creek Renewable Energy, LLC, an operator of 63 hydropower facilities in the United States, representing 216 MW of capacity.

Locemia Solutions ULC

Acted for Locemia Solutions ULC in connection with the acquisition by Eli Lilly and Company of substantially all of Locemia's assets associated with the research and commercialization of the first needle-free rescue treatment of severe hypoglycemia.

XCommerce Inc.

Acted for XCommerce Inc., a software development and implementation company that specializes in retail-specific solutions, in its sale to Otimo Retail

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Inc.

C&C Packing Inc.

Acted for C&C Packing Inc. and its affiliate, Premier Meat Packers (2009) Inc., leaders in the supply of fresh and frozen meat products across central and eastern Canada, in connection with the sale of their business to a subsidiary of Premium Brands Holdings Corporation, a Canadian public company.

A.M.G. Medical Inc.

Acted for A.M.G. Medical Inc., a leading manufacturer and distributor of home healthcare and medical professional products, in connection with the sale of its DME brand portfolio of mobility and bathroom safety products to a subsidiary of Drive DeVilbiss Healthcare.

Power Energy Corporation

Acted for Power Energy Corporation, a subsidiary of Power Corporation of Canada, in its investment in the Lion Electric Company.

Cimpl Inc.

Acted on behalf of Cimpl Inc., a leading cloud-based telecom expense management platform, in its sale to Upland Software, Inc., a publicly traded company based in Austin, Texas.

Joseph Ribkoff Inc.

Acted for a principal shareholder in the sale of Joseph Ribkoff Inc. to a group of investors led by Novacap Industries and Fonds de solidarité des travailleurs du Québec (F.T.Q.).

Time Inc.

Acted as Canadian counsel for Time Inc. in its acquisition of QSP, Inc., in the United States, and Quality Service Products Inc., in Canada, from The Readers Digest Association Inc. in a transaction valued at US\$110 million.

Time Warner Inc.

Acted as counsel for Time Warner Inc. in connection with an equity financing of You i Labs Inc.

Brivia Group

Acted for Brivia Group in the development and financing of NEST Condos, an 11-storey building in downtown Montréal offering 97 residential condominiums and commercial spaces.

Mill Road Capital, L.P.

Acted for U.S.-based private equity firm Mill Road Capital, L.P. in its successful "white knight" bid for Cossette Inc. for approximately \$134 million.

Corob North America, Inc.

Acted for Corob North America, Inc. in its acquisition of all the shares of Novaflow Systems Inc., a world leader in the design and manufacturing of automated dispensing and batching systems.

Grafton-Fraser Inc.

Acted for Grafton-Fraser Inc., the owner and operator of Tip Top Tailors, in its

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acquisition, through a wholly owned subsidiary, of the Canadian retail assets of Jones Apparel (Canada) Ltd., a women's apparel retailer of the Jones New York brand.

Gordon Brothers Merchant Partners LLC

Acted for Gordon Brothers Merchant Partners LLC, a private equity fund, in its acquisition of a significant interest in Les Produits Aromatiques Clair de Lune Inc.

The Sherwin-Williams Company

Acted for The Sherwin-Williams Company, a global leader in the coatings industry, in its acquisition of AquaSurTech, which primarily manufactures and distributes industrial coatings and related products.

Recochem Group Inc.

Acted for the majority shareholders of Recochem Inc., a leading producer, formulator and marketer of specialty consumer and industrial chemical products in connection with the sale of their interest to Swander Pace Capital, a US based private equity firm.

G.I. Sportz Inc.

Acted for G.I. Sportz Inc. in connection with the acquisition of Tippmann Sports, LLC, a leading manufacturer and distributor of markers and goggles for the paintball, airsoft and laser tag industries.

Honeywell Limited

Acted for Honeywell Limited in connection with its acquisition of Iris Systems Inc., a world leader in flame monitoring systems.

Power Energy Corporation

Acted for Power Energy Corporation, a subsidiary of Power Corporation, in connection with its investment in Potentia Solar Inc., an independent power producer in Ontario generating electricity through solar-powered energy systems. The other shareholders of Potentia Solar Inc. are MKB Solar Rooftops Inc., an affiliate of MacKinnon, Bennett & Co. and Conundrum Capital Group.

The Aldo Group Inc.

Acted for the Aldo Group Inc. in connection with a multi-year development and service agreement whereby Aldo Group will design and produce exclusive footwear products to be sold at Kohl's under select private labels.

The Aldo Group Inc.

Acted for the Aldo Group Inc. in connection with its exclusive relationship with JC Penney to create the "Call It Spring" shops within shops at JC Penney locations.

BELLUS Health Inc.

Acted for BELLUS Health Inc. in the negotiation of agreements pursuant to which a subsidiary of Celtic Therapeutics will acquire and license worldwide rights related to the Phase III investigational product candidate KIACTA (for the treatment of AA Amyloidosis).

Double-Take Software Canada Inc.

Acted as Canadian counsel for Double-Take Software Inc. in its acquisition of

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emBoot Inc.

Cordis-X

Acted for Cordis-X, the lead investor in the C\$34-million Series A funding round by Puzzle Medical Devices Inc., a medical device company specializing in the development of a minimally invasive long-term hemodynamic transcatheter pump.

Thread Collective

Acted for 12625164 Canada Inc., an affiliate of Thread Collective Inc. in connection with a transaction whereby Thread Collective Inc. transferred to 12625164 Canada Inc. all of its assets relating to its Psycho Bunny business and the subsequent investment by The BB Family International Trust in 12625164 Canada Inc.

Basic Resources, Inc.

Acted for Basic Resources, Inc. in its US\$160-million acquisition of the Warners, Olga and True & Co businesses from the fashion conglomerate PVH Corp.

RelationShop Inc.

Acted as Canadian counsel for RelationShop Inc. in its acquisition of all of the issued and outstanding shares of Mercatus Technologies, a leading provider of eCommerce solutions for regional grocers and independents.

Viking Global Investors LP

Acted for funds affiliated with Viking Global Investors LP in connection with Valsoft Corporation Inc.'s note issuance in an initial aggregate amount of US\$170-million to Coatue Management and funds affiliated with Viking Global Investors LP.

Thread Collective Inc.

Acted for Thread Collective Inc. in their acquisition of all issued and outstanding shares of 9167200 Canada Inc. (dba Kanuk), from the founder and Champlain Financial Corporation. Kanuk is a Montreal-based manufacturer and retail brand known for cold-weather apparel and winter coats, boasting an international reputation.

RECOGNITIONS

Chambers Canada: Canada's Leading Lawyers for Business—
Corporate/Commercial: Québec

The Lexpert/American Lawyer Guide to the Leading 500 Lawyers in Canada—
Corporate Mid-Market

Lexpert Special Edition: Finance and M&A

Lexpert Special Edition: Technology and Health Sciences

*The Canadian Legal Lexpert Directory—*Corporate Mid-Market (Most Frequently Recommended); Corporate Commercial Law; Mergers and Acquisitions

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

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Lexpert Rising Stars: Leading Lawyers Under 40

Who's Who Legal: Canada—Life Sciences

Federation CJA, Gertrude & Henry Plotnick Young Leadership award—Winner

INSIGHTS

Overhaul of Québec Legislation Concerning Publicity Contests
Nov. 28, 2023

Rewards Programs May Be Covered by Québec Consumer Protection
Legislation
Mar. 06, 2017

EDUCATION

McGill University, BCL/LLB (Gold Medallist), 1997
McGill University, BComm, 1993

PROFESSIONAL AFFILIATIONS

International Bar Association

BOARD MEMBERSHIPS

Juvenile Diabetes Research Foundation (Canada), National Board Member
Sir Mortimer B. Davis Jewish General Hospital Foundation, trustee

COMMUNITY INVOLVEMENT

American Bar Association, Mergers & Acquisitions Committee, former vice-chair
American Bar Association, Private Equity Committee, former chair
Federation CJA, former Board member, secretary and Governance Committee
chair
Federation CJA, Lead Gifts and Major Gifts Committees
Jewish Chamber of Commerce, former chair
Juvenile Diabetes Research Foundation, Board Member, Lead Gifts Committee,
DIA-BEAT-IT Gala Committee
Sir Mortimer B. Davis Jewish General Hospital Foundation, Governance
Committee

TEACHING ENGAGEMENTS

Justin has lectured on venture capital at McGill University Faculty of Law.