



## Zain Rizvi

Partner

### Office

Toronto

### Tel

416.367.7472

### Email

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### Expertise

Mergers and Acquisitions  
Capital Markets and Securities  
Corporate  
Technology  
Venture Capital and Growth  
Companies

### Bar Admissions

Ontario, 2013

Zain brings a creative and pragmatic approach to his clients' most critical corporate, securities and technology matters.

Clients of all sizes trust Zain to provide responsive, incisive and business-oriented counsel on a broad range of commercial, regulatory and technology matters. Zain regularly assists U.S. and Canadian-based companies and investors in the technology sector and other growth industries in navigating a range of significant corporate transactions, including public and private mergers and acquisitions, venture capital financings and other transformative business transactions. He also advises emerging and growth stage companies throughout the business life cycle, from formation and governance matters through to strategic partnerships and exit opportunities. Zain is sought after for his broad expertise in areas of relevance for technology companies, including in privacy, cybersecurity, blockchain and financial regulatory matters.

### REPRESENTATIVE WORK

#### RAVL Inc.

Acted for the shareholders of RAVL Inc., a provider of advisory and engineering services for the financial services industry, in connection with the sale of 50% of its outstanding shares to MML Capital Partners.

#### Hellman & Friedman

Acted as Canadian counsel to Hellman & Friedman-backed AutoScout24, a European online automotive marketplace, in its acquisition of TRADER Corporation, a Canadian online marketplace also offering dealership and OEM software and lender services for the automotive sector, from Thoma Bravo.

#### Blue Wolf Capital Partners LLC

Acted for Blue Wolf Capital Partners LLC in its sale of a majority stake in The State Group, a diversified, multi-trade contractor providing construction, electrical, mechanical, maintenance and civil construction services.

#### Cookin Inc.

Acted for Cookin Inc. in its all-stock sale to CookUnity, a U.S.-based chef-made meal delivery startup.

#### Industrial and Financial Systems AB

Acted for Industrial and Financial Systems AB in its approximately C\$1-billion acquisition of Copperleaf Technologies Inc., a provider of enterprise decision analytics software to companies managing critical infrastructure.

#### Riot Platforms Inc.

Acted for Riot Platforms Inc., a Bitcoin mining and digital infrastructure company, in connection with its successful application to the Capital Markets Tribunal of Ontario to cease trade the 15% trigger poison pill adopted by Bitfarms Ltd., a Toronto-based bitcoin mining company, in response to Riot's unsolicited strategic pursuit of Bitfarms and shareholder meeting requisition. This decision

# DAVIES

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was named one of the top 10 business decisions of 2024 by *Law360 Canada*.

### Tegus, Inc.

Acted as Canadian counsel to Tegus, a leading research platform for investors, on its US\$930-million sale to AlphaSense, the leading market intelligence and search platform.

### Riot Platforms Inc.

Acted for Riot Platforms Inc. in connection with its strategic pursuit of change at Bitfarms Ltd., including its shareholder meeting requisition and successful challenge to Bitfarms' 15% trigger poison pill at the Ontario Capital Markets Tribunal, which culminated in the parties entering into a settlement agreement and Riot's director nominee being appointed to Bitfarms' board.

### Define Capital Inc.

Acted for Define Capital Inc. in its C\$20-million fundraising and subsequent acquisition of two Ontario-based software companies.

### RLH Equity Partners

Acted as Canadian counsel to RLH Equity Partners, in its acquisition of Red Clay Consulting, an Atlanta based business focused on providing software platforms using Oracle Utilities applications.

## RECOGNITIONS

*Chambers Canada: Canada's Leading Lawyers for Business—Startups & Emerging Companies*

*The Best Lawyers in Canada—Information Technology*

## INSIGHTS

*Technology M&A 2024*, Canada chapter, co-author  
Oct. 31, 2023

Filling the Gap: Scope of Canadian Anti-Money Laundering Laws Expanded  
June 07, 2022

Following the Money: *Emergencies Act* Invoked to Expand Anti-Money Laundering Rules  
Feb. 17, 2022

Canadian Securities Regulators Adopt Harmonized Crowdfunding Rules to Promote Access to Capital for Startups  
Sept. 21, 2021

Ignore at Your Own Risk: OSC Accuses Crypto Exchange Poloniex of Disregarding Securities Laws  
June 04, 2021

Modernizing Canada's Retail Payments Ecosystem: Draft *Retail Payments Activities Act* Introduced  
June 01, 2021

Time to Talk: CSA Threatens Enforcement Against Unregistered Crypto Trading

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Platforms

Apr. 15, 2021

Whose Liability Is It Anyway? CRTC Issues New Guidance Regarding Liability for Aiding or Inducing CASL Non-Compliance

Nov. 12, 2018

Obey or Pay: OSC Warns Off-Shore, Unregistered Trading Platforms Offering Securities to Ontario Investors

Oct. 15, 2018

CSA Offers Tips for Token Offerings: Direction or Deterrence?

June 28, 2018

## EDUCATION

Osgoode Hall Law School, JD, 2012

York University, BA (Hons) (Law & Society), 2009

## TEACHING ENGAGEMENTS

Zain was formerly an adjunct professor for the University of Toronto's Global Professional Master of Laws program in Innovation, Law and Technology, and is a frequent speaker on topics impacting technology companies.