

DAVIES



David Wilson

Partner

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Expertise

Capital Markets and Securities
Mergers and Acquisitions

Bar Admissions

Ontario, 2007

New York, 1999

“David Wilson is one of the best lawyers I have worked with and was critical in navigating a very complex case. David was very commercial in his positions and helped bridge the gap with our counterparty who thought much less commercially.”

Client – Chambers Canada 2023

David advises on a broad range of Canadian and cross-border securities transactions with a focus on capital markets. He has extensive experience representing public and private companies, investment banks and investors on a broad range of transactions, including debt and equity offerings (public and private), restructurings and liability-management transactions, private investments, public mergers and takeover bids. He also counsels public companies and investors on their Canadian securities law obligations. Combining his deep knowledge with a big-picture perspective, David provides his clients with both practical and innovative solutions. In addition, his extensive U.S. experience enables him to successfully bridge differences in securities law and practice between Canada and the U.S.

David joined Davies as a partner in 2006 after eight years practicing U.S. securities laws at a leading New York law firm.

REPRESENTATIVE WORK

Rogers Communications Inc.

Acted as Canadian counsel for Rogers Communications Inc. in a US\$2.1-billion U.S. public offering of two series of fixed-to-fixed rate subordinated notes registered via the multi-jurisdictional disclosure system.

Rogers Communications Inc.

Acted for Rogers Communications Inc. in a C\$1-billion Canadian private placement of fixed-to-fixed rate subordinated notes.

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.

Oxford Properties Group and Canada Pension Plan Investment Board

Acted for Oxford Properties Group and Canada Pension Plan Investment Board in the C\$325-million sale of Les Galeries de le Capitale, a super regional enclosed shopping centre located in Quebec City, to Primaris Real Estate Investment Trust. Primaris agreed to fund C\$155 million of the purchase price with equity, comprised of (1) 2.5 million Primaris units, subject to Primaris' right (which was exercised) to instead pay C\$34 million in cash, and (2) C\$100

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million aggregate face value of 6.25% preferred units exchangeable into Primaris units.

BofA Securities

Acted as Canadian counsel to the initial purchasers, led by BofA Securities, in the private placement of US\$200 million of high-yield notes of a Canadian private issuer.

National Bank Financial Markets, BMO Capital Markets and RBC Capital Markets

Acted as Canadian counsel for a syndicate of underwriters led by National Bank Financial Markets, BMO Capital Markets and RBC Capital Markets in connection with IAMGOLD Corporation's US\$300-million public offering of common shares, conducted concurrently in Canada (excluding Québec and Nunavut) pursuant to Canadian prospectus requirements and in the United States pursuant to the U.S. multijurisdictional disclosure system.

RBC Capital Markets and Scotiabank

Acted for the syndicate of agents, co-led by RBC Capital Markets and Scotiabank, in TMX Group Limited's Canadian private placement offering of \$300 million aggregate principal amount of senior unsecured debentures.

Rogers Communications Inc.

Acted for Rogers Communications Inc. to establish its shelf prospectus, qualifying an unspecified amount of future public offerings of debt securities and preferred shares in Canada.

BMO Capital Markets, National Bank Financial and TD Securities

Acted for the syndicate of agents, co-led by BMO Capital Markets, National Bank Financial and TD Securities, in TMX Group Limited's Canadian private placement of C\$1.1 billion aggregate principal amount of senior debentures issued across three series.

Rogers Communications Inc.

Acted as Canadian counsel for Rogers Communications Inc. in its US\$2.5-billion U.S. public offering of two series of senior notes registered via the multi-jurisdictional disclosure system.

RECOGNITIONS

Chambers Global: The World's Leading Lawyers for Business—Capital Markets: Debt and Equity

Chambers Canada: Canada's Leading Lawyers for Business—Capital Markets (Nationwide)

The Legal 500 Canada—Capital Markets (Leading Partner)

IFLR1000: The Guide to the World's Leading Financial Law Firms—Capital Markets: Debt; Mergers & Acquisitions

Lexpert Special Edition: Finance and M&A

The Canadian Legal Lexpert Directory—Corporate Finance and Securities

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The Best Lawyers in Canada—Mergers and Acquisitions Law

Who's Who Legal: Capital Markets—Debt and Equity; *Who's Who Legal: Canada*
—Capital Markets

The Canadian Law Awards—Capital Markets Deal of the Year (lead partner)
(2023)

The Canadian Law Awards—Capital Markets Deal of the Year (lead partner)
(2022)

INSIGHTS

Kraft (Re): Tips from Ontario's Capital Markets Tribunal—When Is Selective Disclosure in the “Necessary Course of Business”

Nov. 01, 2023

Acquisition Finance 2022: Canada Chapter, co-author, annual
May 26, 2022

If It Ain't Broke... Davies Comments on Draft Capital Markets Act

Feb. 25, 2022

Mind the GAAP: Don't Get Tripped Up by the New Financial Measure Disclosure Requirements

July 06, 2021

Davies Highlights Concerns with Proposals to Modernize Ontario's Capital Markets

Sept. 09, 2020

COVID-19: Canadian Public Disclosure Considerations During the Pandemic

Mar. 23, 2020

Keep It Between Us: Canadian Securities Regulators Adopt Confidential Prospectus Review Process

Mar. 06, 2020

You Say You Want Evolution? Well...Canadian Securities Regulators Are Now Reshaping Yesterday's Rules

Mar. 04, 2020

Canadian Securities Regulators Seek Feedback on “Access Equals Delivery” Model for Prospectuses and Other Documents

Jan. 13, 2020

OSC Announces Stakeholder Consultation on Burden Reduction

Jan. 16, 2019

EDUCATION

University of Toronto, LLB, 1998

University of Western Ontario, BA, 1995

COMMUNITY INVOLVEMENT

DAVIES

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