



Ghaith S. Sibai

Partner

Office

Toronto

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Expertise

Mergers and Acquisitions
Shareholder Activism
Corporate Governance
Private Equity

Bar Admissions

Ontario, 2017

Clients value Ghaith's unwavering commitment to client service and rely on him to provide bespoke, strategic solutions to resolve their complex legal matters.

Ghaith's practice encompasses public and private mergers and acquisitions, capital markets and securities and corporate governance matters. He has experience working on both sides of high-profile shareholder activism matters, domestic and cross-border transactional matters, as well as complex governance issues and internal investigations.

Through his unique blend of creativity, unparalleled work ethic and business-focused perspective, Ghaith has become a trusted adviser for clients faced with intricate legal challenges. He has advised acquirers, targets, boards and special committees, hedge funds, private equity funds, financial institutions and Crown corporations on transactional and other corporate matters.

Ghaith frequently acts as an informal and formal mentor to younger associates, students-at-law and aspiring lawyers.

REPRESENTATIVE WORK

Mantle Ridge LP

Acted for Mantle Ridge LP in its successful proxy contest against Air Products and Chemicals Inc., resulting in the election of three new directors to the board and the appointment of a new CEO.

Engine Capital LP

Acted for U.S. activist shareholder Engine Capital LP in connection with its successful proxy contest at Dye & Durham Limited, a TSX-listed global provider of legal software and technology solutions, resulting in the election of Engine's entire slate of six directors to the seven-person board and the resignation of the incumbent CEO.

Ironbridge Equity Partners

Acted for Ironbridge Equity Partners in its sale of Midland Appliance, a leading seller of premium home appliances, based in Western Canada.

Ironbridge Equity Partners

Acted for Ironbridge Equity Partners in its sale of Alumni Educational Solutions, a leading manufacturer and distributor of educational furniture, to an equity consortium led by Castle Harlan.

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.

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Blackstone Inc.

Acted for Blackstone in its US\$3.5-billion take-private acquisition of Tricon Residential Inc., an owner, operator and developer of a portfolio of approximately 38,000 single-family rental homes in the U.S. Sun Belt and multi-family apartments in Toronto.

Camac Partners, LLC

Acted for Camac Partners, LLC in connection with its shareholder engagement with Rocky Mountain Liquor Inc. regarding board composition, governance and strategic matters, which culminated in an agreement to appoint two of Camac's nominees to the Rocky Mountain board.

Mastermind Toys

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.

Stonehouse Capital Management Inc.

Acting for Stonehouse Capital Management in connection with Stonehouse's successful engagement with D-Box Technologies Inc. for board change.

Aecon Group Inc.

Acted for Aecon Group Inc. in the C\$150-million strategic preferred equity investment in Aecon Utilities Group Inc. by funds managed by the Power Opportunities strategy of Oaktree Capital Management, L.P.

INSIGHTS

Governance Insights: A Review of Shareholder Activism in Canada for 2024: Key Decisions and Trends to Watch for in 2025
Dec. 19, 2024

In Depth Feature: Shareholder Activism & Engagement 2024, Canada
Jan. 25, 2024

Guide to Shareholder Activism and Proxy Contests in Canada
Nov. 16, 2023

As the Pandemic Abates, Activists Advance: Shareholder Activism Rebounds in Canada
Oct. 20, 2023

Davies Governance Insights 2020, contributor
Oct. 05, 2020

Davies Governance Insights 2019, contributor
Oct. 03, 2019

The (Not So) Long Arm of the OSC: Commission Declines Jurisdiction in Public Interest Dispute
June 07, 2019

CSA Offers Tips for Token Offerings: Direction or Deterrence?
June 28, 2018

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EDUCATION

Osgoode Hall Law School, JD, 2016

York University, BA (Hons) (Magna Cum Laude), 2012

COMMUNITY INVOLVEMENT

Member-at-Large, Ontario Bar Association (Business Law Section)

TEACHING ENGAGEMENTS

Ghaith teaches a graduate course in Corporate Remedies for LLM students at Osgoode Hall Law School with an emphasis on shareholder activism, public M&A and take-private transactions.