



Jonathan Bilyk

Counsel

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Bar Admissions

Ontario, 2016

Jon provides advice to colleagues and clients on issues of substantive law.

Jon's areas of focus include contract law, corporate and securities laws, mergers and acquisitions and secured transactions. He is developing a practice of advising on third-party legal opinions for commercial transactions and overseeing the firm's resources, quality control and risk management for giving legal opinions. He is also involved in research into corporate and commercial legal issues that arise in the firm's transactional and litigation practices.

Jon is an active participant in external and internal thought leadership at the firm, writing and speaking on a variety of corporate and securities law topics. He is an editor of the firm's *Governance Insights* publication and frequently authors articles for the firm. He is also a principal author of Davies' annual Corporate/Securities Law Moot problem, which explores current issues in business law in the setting of a law school moot.

Jon is a member of the Toronto Research Lawyers Group.

REPRESENTATIVE WORK

Oaktree Capital Management, L.P. and Kartesia Securities IV S.A.

Acted as Canadian counsel to Oaktree Capital Management, L.P. and Kartesia Securities IV S.A. in the debt restructuring of TSX-listed Foraco International SA, a leading global provider of mineral drilling services incorporated in France, pursuant to which Oaktree and Kartesia received repayment of their senior secured notes, exchanged certain subordinated notes for an equity position in Foraco and entered into a related investor rights agreement.

Affiliates of Sherfam Inc.

Acting for affiliates of Sherfam Inc. in their indirect sale to Red Pine Exploration Inc. of their interest in the Wawa Gold Project in Ontario for consideration of \$12.6 million.

Cornerstone Capital Resources Inc.

Acted for Cornerstone Capital Resources Inc. in its successful defence of the hostile bid launched by SolGold plc for Cornerstone, including Cornerstone's proposed requisition of a meeting of SolGold to change the board of SolGold.

Blackstone Tactical Opportunities

Acted for Blackstone Tactical Opportunities in its US\$460-million sale with Orion Resource Partners of the gold prepay, stream facilities and an offtake agreement in respect of Lundin Gold Inc.'s Fruta del Norte mine to Newcrest Mining Limited.

Barrick Gold Corporation

Acted for Barrick Gold Corporation in its earn-in arrangement with Precipitate Gold Corp. (PGC), under which Barrick was granted the right to acquire a 70% interest in PGC's Pueblo Grande project in the Dominican Republic, and a related subscription for common shares of PGC.

Fortis Inc.

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Acted for Fortis Inc. with concurrent offerings of common shares for aggregate proceeds of approximately \$1.2 billion. The offerings included a \$690-million bought deal in Canada and the U.S. using the multijurisdictional disclosure system, including the exercise by the underwriters of their over-allotment option, and a concurrent \$500-million registered direct offering to an institutional investor. Each of the offerings was made pursuant to a prospectus supplement under Fortis' existing base shelf prospectus.

Berkshire Partners

Acted as Canadian counsel to Berkshire Partners in the \$800-million sale of Farm Boy, a fast-growing and successful Canadian food retailer, to Empire Company Limited.

Barrick Gold Corporation

Acted for Barrick Gold Corporation in connection with various strategic equity investments in, and negotiations of investor rights agreements with, Midas Gold Corp., Reunion Gold Corporation and Royal Road Minerals.

SmartREIT

Acted for SmartREIT in its \$1.1-billion acquisition with Strathallen Acquisitions Inc. of OneREIT.

Optiva Inc.

Acted for Optiva Inc., a digital monetization service provider, in its \$68-million rights offering of subordinate voting shares and subsequent \$28 million private placement with ESW Capital, LLC. The transaction is the result of a strategic review that was overseen by the Special Committee of Optiva's board of directors.

INSIGHTS

Law Society of Ontario, Buying or Selling a Business in 2025, "Mock Negotiation of an Earn-Out Provision"; Webinar

Mar. 19, 2025

Governance Insights: 10 Legal Updates GCs, Boards and Investors Need to Know

Jan. 28, 2025

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

Dec. 19, 2024

Governance Insights: Nominee Directors – Fiduciary Obligations and the Limits of Information Sharing

Oct. 08, 2024

Governance Insights: Protecting Information to Protect Process – When is it Appropriate to Restrict a Director's Access to Board Records?

June 20, 2024

Canada Is Now Party to the Apostille Convention – A Welcome Change to Facilitate the Use of Public Documents Abroad, co-author

Apr. 01, 2024

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In a Win for Shareholders, B.C. Securities Commission Provides Joint Actor Guidance for Proxy Contests

Jan. 26, 2024

“*Con Ed*” Damages in Canadian Public M&A: Revisiting *Cineplex v Cineworld* in Light of Recent Delaware Case Law

Jan. 10, 2024

Corporate Transparency Updates for CBCA Corporations: New Reporting and Public Access Rules Effective January 22, 2024

Dec. 20, 2023

Doing Business in Canada 2023, contributor

Nov. 14, 2023

EDUCATION

Osgoode Hall Law School, JD, 2015

Queen’s University, MA, 2011

University of Toronto, BA (Honours with Highest Distinction), 2010

TEACHING ENGAGEMENTS

Jon previously co-lectured the Advanced Business Law Workshop on Public M&A at Osgoode Hall Law School.