



Sébastien Roy

Partner

Office

Montréal

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Expertise

Capital Markets and Securities
Mergers and Acquisitions
Corporate Governance
Shareholder Activism

Bar Admissions

Québec, 2003

Clients trust Sébastien to advise on high-stakes transactions and situations.

Sébastien focuses on complex public and private M&A as well as public offerings and private placements in Canada and abroad. He has extensive experience working with sophisticated clients in capital-intensive industries, including REITs, financial institutions and financial technology and life science companies. While accompanying his clients, he has developed significant expertise and experience advising in securities regulations, strategic governance and shareholder activism matters.

Sébastien has also taught securities regulations at McGill University as a sessional lecturer.

REPRESENTATIVE WORK

Gelpac Inc. and Namakor Holdings

Acted for Namakor Holdings and its portfolio company Gelpac Inc., a Canadian leader of high-performance packaging solutions, in the strategic acquisition of WBC Extrusion Products, Inc., a U.S. specialty manufacturer of single-use blown polymer films.

Cominar REIT

Acted for Cominar REIT, one of Canada's largest diversified real estate investment trusts and the largest commercial property owner in Québec, in its C\$5.7-billion sale to Iris Acquisition II LP, which is an entity created by a consortium led by Candere! Real Estate Property Inc., one of Canada's largest privately held real estate companies.

BELLUS Health Inc.

Acted for BELLUS Health Inc. in its US\$2-billion sale to GSK plc, a British-based pharmaceutical company.

Rogers Sugar Inc.

Acted for Rogers Sugar Inc. in its C\$117.9-million equity offering, comprised of a C\$57.5-million public offering and C\$60.4-million concurrent non-brokered private placements to Fonds de solidarité des travailleurs du Québec (F.T.Q.) and Belkorp Industries Inc., the net proceeds of which will be used to fund a portion of its C\$200-million sugar capacity expansion project.

Slate Asset Management

Acted for Slate Asset Management, the manager and a unitholder of Slate Office REIT, in connection with G2S2 Capital's activist campaign for board seats at the 2024 annual meeting of unitholders of Slate Office REIT.

IOU Financial Inc.

Acted for IOU Financial Inc., a fintech company listed on the TSX-V, in its sale to 9494-3677 Québec Inc., a corporation created by a group composed of funds managed by Neuberger Berman, Palos Capital and Fintech Ventures, for an all-cash consideration.

DAVIES

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Caisse de dépôt et placement du Québec

Acted for Caisse de dépôt et placement du Québec (Caisse) and CDP Financial Inc. in CDP Financial's establishment and launch of a US\$20-billion senior notes program guaranteed by Caisse, including four subsequent offerings by CDP Financial totalling US\$8.5 billion in senior notes under the program.

Searchlight Pharma Inc.

Acted for the shareholders of Searchlight Pharma Inc., a top-growth Canadian specialty and innovative branded pharmaceutical company, in connection with the sale of their 100% interest to Apotex Inc.

Odace Investment Consortium Inc.

Acted for Odace Investment Consortium Inc., an alternative asset manager specialized in the transportation industry, with its acquisition of Boisjoli Transport Inc.

Scotia Capital Inc.

Acted for Scotia Capital Inc., BMO Nesbitt Burns Inc., TD Securities Inc. and a syndicate of agents in Videotron Ltd.'s inaugural C\$1-billion offering of investment grade bonds, comprised of C\$600 million of 4.65% Series 1 Senior Notes due July 15, 2029, and C\$400 million of 5% Series 2 Senior Notes due July 15, 2034.

RECOGNITIONS

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

*IFLR1000: The Guide to the World's Leading Financial Law Firms—*Capital
Markets: Debt; Capital Markets: Equity

Lexpert Special Edition: Finance and M&A

Lexpert Special Edition: Technology and Health Sciences

*The Canadian Legal Lexpert Directory—*Corporate Commercial Law; Corporate
Finance and Securities; Corporate Mid-Market; Investment Funds & Asset
Management; Mergers and Acquisitions

*The Best Lawyers in Canada—*Corporate Governance Practice (Lawyer of the
Year 2023, Montréal); Corporate Law; Mergers and Acquisitions Law; Securities
Law

INSIGHTS

Bill S-285: A Canadian Contribution to the Stakeholder Governance Debate
June 11, 2024

Doing Business in Canada 2023, contributor
Nov. 14, 2023

Business Roundtable Issues Expanded "Corporate Purpose" Statement, with
Commitment to All Stakeholder Interests
Aug. 27, 2019

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Multijurisdictional Disclosure System: Offering Securities and Reporting in the United States Using MJDS

Sept. 21, 2015

Let's Meet Halfway: CSA Adopts Amendments to Streamline Venture Issuers' Disclosure

Apr. 15, 2015

Public Offering: Prospectus Regime

Sept. 30, 2012

EDUCATION

Harvard Law School, Executive Education: Accelerated Leadership Program, 2016

McGill University, BCL/LLB (with Great Distinction), 2002

McGill University, BA Philosophy (with Distinction), 1999

TEACHING ENGAGEMENTS

Sébastien has also taught securities regulations at McGill University as a sessional lecturer.