

## life sciences

Our Life Sciences Group assists public and private companies and investors in the life sciences and pharmaceutical sectors. These include:

- Drug manufacturers
- Drug wholesalers and delivery companies
- Retail drug stores
- Biotechnology companies
- Medical device companies
- Pre-clinical and clinical research organizations
- Nutraceutical manufacturers
- Veterinary product manufacturers and distributors
- Cosmetics manufacturers and distributors
- Portfolio managers and venture capital investors

Life science and pharmaceutical companies confidently rely on us to provide legal expertise on all aspects of their business affairs from pre-clinical trials to clinical testing of products through to manufacturing, marketing and distribution. Our expertise is derived from a wealth of experience in research, protocol development, licensing, manufacturing, supply and commercialization agreements together with our commitment to deliver pragmatic solutions to our clients with speed and efficiency, backed by an effective use of technology.

Members of our Group also have extensive experience in all of the principal areas of equity investment including venture capital, IPOs, reverse takeover bids, mezzanine debt and equity capital. We advise on regulatory compliance, investments in funds and portfolio company acquisitions, including due diligence and acquisition, shareholder, financing and management agreements as well as the disposition, restructuring and reorganization of life science portfolio companies. We also provide specialized assistance dealing with competition and litigation issues such as assisting life sciences industry clients in their defense of product liability claims and class action litigation.

### representative transactions

- Advising drug manufacturers and wholesalers in connection with the distribution of pharmaceutical and over-the-counter (OTC) products, including negotiations with hospital buying groups and compliance with provincial marketing laws
- Advising the promoter of a retail pharmaceutical banner store system on all legal and regulatory issues relevant to its operations and the operation of its banner program

- Advising a global pharmaceutical company with respect to its clinical trial program
- Advising on a reverse takeover of a TSX-listed biotechnology company
- Advising TSX and TSXV-listed life sciences corporations on equity issuances and other financing and merger and acquisition transactions
- Advising a global company with respect to the acquisition of a genetic marker business
- Advising on the operation of a home health care business and high-end prescription drug support services
- Advising on the operation of retail pharmacies and private label brand pharmaceutical products
- Advising innovative pharmaceutical companies with respect to the acquisition, sale and outsourcing of their businesses
- Negotiating “in” and “out” license and distribution agreements for prescription and OTC products
- Advising on start-up financing and licensing transactions with options to purchase technology relating to biodiesel fuel
- Advising on the purchase of patents and related transactions for multi-fund purchase of convertible debenture and warrants
- Advising a consortium of funds on its multimillion dollar subscription for shares of a biotech corporation
- Advising on the purchase of a genetics/feed business from a research facility
- Advising a hospital in connection with the negotiation and development of a license agreement for biological response modifier technology to a newly-formed research and development corporation
- Advising on the proposed acquisition of a proteomics research and development company, including the negotiation and development of acquisition, consulting, option and escrow agreements
- Advising non-profit health care organizations in connection with the negotiation of licensing agreements for the development and commercialization of research originated inventions
- Developing an updated inventions policy for a non-profit health care organization, dealing with rights and obligations regarding researcher originated inventions

For more information, contact any of the lawyers listed below:

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