



Samantha Gordon

Toronto

416.865.7251

samantha.gordon@mcmillan.ca

education and year of call

- Called to the Ontario bar - 2015
- University of Windsor, J.D. - 2014
- Queen's University, B.A.H. - 2011

practice areas

litigation
administrative law
fraud law
anti-corruption and fraud
appellate advocacy
business litigation
corporate governance
securities litigation
arbitration
class actions
competition and antitrust
white collar defence and government investigations

industries

banking, finance and insurance
energy
manufacturing, distribution and retail
automotive manufacturers and distributors

profile

Samantha is an associate in the Litigation and Dispute Resolution group in the firm's Toronto office. She has a complex commercial, corporate and securities litigation practice. Samantha has experience in M&A litigation, shareholder disputes, governance issues, proxy contests, complex contract disputes, antitrust class action defence and commercial arbitration.

Samantha has appeared as counsel before the Supreme Court of Canada and all levels of court in Ontario, including the Ontario Court of Appeal and the Commercial List. She has also appeared before domestic and international arbitration tribunals.

In 2019, Samantha completed a secondment with the Office of Mergers and Acquisitions at the Ontario Securities Commission. She was involved in the oversight of M&A transactions, a hearing relating to a proxy contest, and a number of policy projects.

Samantha is an active member of the Advocates' Society, is a member of the Defense Research Institute Young Lawyers Steering Committee and volunteers as Duty Counsel for Pro Bono Law Ontario.

Samantha received her Bachelor of Arts Honours from Queen's University and earned her Juris Doctor from the University of Windsor. Samantha studied international law at Monash University in Prato, Italy in 2012. During her studies, Samantha was the recipient of awards for academic excellence and contributions to the community. She also volunteered as a litigator with Community Legal Aid, and acted as Chair of the Speakers Committee and Vice President of Women and the

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Law.

directorships and professional associations

- Law Society of Upper Canada
- The Advocates' Society
- Defense Research Institute

representative matters

Class Actions

- Counsel to an electronics manufacturer defending civil cartel/conspiracy class action proceedings relating to Optical Disk Drives.
- Counsel to a financial institution defending class action proceedings relating to alleged breaches of consumer protection laws.
- Counsel to global auto-parts manufacturers defending multijurisdictional class action proceedings involving civil cartel/conspiracy allegations.
- Counsel to a global banking client in multijurisdictional class proceedings involving competition allegations.

Arbitrations

- Represented a ground lease tenant in a complex rental reset arbitration.
- Defended a mining company in an international arbitration (LCIA) regarding a claim for a 50% interest in a mining project in Africa arising from an Earn-in agreement.
- Represented a global telecommunications company in an arbitration dealing with a breach of contract dispute.
- Represented a ground lease tenant in an arbitration dealing with a breach of contract dispute.
- Represented a global investment company in an arbitration dealing with a purchase price adjustment contract dispute.

Corporate, Commercial and Securities

- Represented an intervener before the Supreme Court of Canada in *R. v. Comeau*, the leading case concerning free trade in Canada under s.121 of the Constitution Act.
- Represented a technology company in litigation related to a hostile proxy contest.
- Represented a manufacturing company in litigation related to a hostile proxy contest.
- Represented a European banking client in an appeal before the Ontario Court of Appeal in a complex 12-year, multi-transfer fraudulent conveyance action.

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- Represented an international telecommunications company in defending an interlocutory and permanent injunction based on allegedly misleading advertising statements, which involved questions on the sufficiency of disclaimer language on Internet advertisements.
- Represented a ground lease tenant in successfully responding to a leave to appeal application to the Supreme Court of Canada in a dispute regarding a rent reset provision.
- Represented a lender in related bankruptcy and receivership proceedings.
- Canadian counsel for SABMiller plc regarding Canadian Competition Bureau clearance of its US \$107 billion take-over by Anheuser Busch InBev SA/NV

Selected Court Decisions:

- *R. v. Comeau*, 2018 SCC 15
- *Friends of Toronto Public Cemeteries Inc. v. Mount Pleasant Group of Cemeteries*, 2018 ONSC 771
- *Omega General Insurance Company v. Tsianos*, 2017 ONSC 5179
- *In the matter of the court-appointed receivership of Casselman Plywood Hardware Building Centre Ltd.*, 2017 ONSC 4107
- *Samuels v. Canada (Attorney General)*, 2016 ONSC 7937
- *Fontanilla v. Thermo Cool Mechanical*, 2016 ONSC 7023
- *Bayerische Landesbank Girozentrale v. Sieber Estate (Trustee of)*, 2016 ONCA 399, 2016 ONCA 400
- *Yim v. Rogers Communications Partnership*, 2016 ONSC 2105

awards and rankings

- J.W. Whiteside Award, for contribution to the law school, the legal profession and the community at large
- Torkin Manes LLP Award, for combined academic achievement and service to the community
- Honourable Walter S. Tarnopolsky Award, for respect for and commitment to equality and human rights, service to the community, civility and generosity of spirit
- Igor Kaplan Memorial Award, for exemplifying the traditions of the law in scholarship, commitment and integrity

publications

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July 2019

New Requirements for CBCA Corporations: June 2019
Amendments
Corporate Governance Bulletin


November 2018

Cooperating to Create a National Securities Regulator in
Canada
Capital Markets Bulletin

May 2018

Guide to Tracing Assets Around the World 2018
TerraLex

2017

Guide to Managing Whistleblowers Insight into Canada's first
paid whistleblower program by a securities regulator 

June 2017

The New Frontier of Jurisdiction: Supreme Court of Canada
Upholds Worldwide Injunction Against Google
Litigation Bulletin

June 2017

Supreme Court of Canada Turns the Other Cheek: Facebook's
"Terms and Conditions" – Forum Selection Clause
Unenforceable
Litigation and Privacy Bulletin

February 2016

Issues in the Preparation and Presentation of Expert Evidence:
An Update
The Advocates' Quarterly
Volume 45, Number 1

February 2016

Carrying the Tune: OSC Whistleblower Program Coming Soon
Securities and Employment and Labour Bulletin

May 2015

British Columbia Securities Commission Seeks to Limit Exercise
of Public Interest Power in the Enforcement Context
Securities Bulletin

April 2015

Issues in the Preparation and Presentation of Expert Evidence
The Advocates' Quarterly
Volume 44, Number 1

February 2015

Upcoming Changes to Saskatchewan Insurance Legislation
Insurance Bulletin



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presentations

September 2019

Shareholder Activism

Ninth Annual Securities Symposium – The Advocates' Society

January 2019

Contested Transactions

Guest Lecturer – Queen's University

February 22, 2017

Class Actions: Case Law Update and Strategic Implications

Canadian Defence Lawyers – Defending Products Claims