



Paul D. Barbeau

Calgary

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education and year of call

- Called to the Alberta bar - 2004
- University of Toronto, J.D - 2003
- Brigham Young University, BSc (Management with a minor in Korean) - 2000

practice areas

business law
capital markets
South Korea
corporate finance
corporate governance
IPOs and alternative IPOs
mergers and acquisitions
stock exchange listings
venture capital

industries

construction
energy
oil and gas
private equity - buyouts & venture
capital investment
venture capital

profile

Paul Barbeau is partner in our Capital Markets Group in Calgary.

Paul has extensive experience in capital market offerings, public and private mergers and acquisitions, asset dispositions and complex joint venture and other co-ownership vehicles. Paul also advises clients on matters of corporate governance, shareholder activism and general regulatory compliance.

Paul has acted for a diverse range of clients, including public and private issuers, investment funds, private equity funds and underwriters located both in Canada and abroad. These clients operate in all manner of industries, including technology, energy, oil field services, utilities, construction, mining, healthcare and manufacturing.

Paul's corporate finance experience includes acting for both issuers and underwriters located across Canada and in the United States on initial public offerings, bought deal short form offerings, subscription receipt offerings and convertible debt offerings. His clients have ranged from small start-up technology companies to large multi-billion dollar international energy companies.

His M&A practice has seen him advise buyers and targets in respect of takeover bids (both hostile and friendly), plans of arrangement, reverse takeovers, management buy-outs, going private transactions and all other forms of corporate mergers. He has also acted as legal counsel to special committees in connection with strategic review processes.

He has published articles addressing various topics, including corporate sales, public offerings, takeover bids, shareholder

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rights plans and proxy access. He has also acted as corporate secretary for private oil and gas companies.

Paul has lived in Busan, South Korea and can read and write Korean.

directorships and professional associations

- Law Society of Alberta
- Canadian Bar Association
- J.Reuben Clark Law Society
- N.Eldon Tanner Management Society

representative matters

- A Canadian public company, operating in the United States, in its acquisition, by way of plan of arrangement, of another Canadian public company, for equity consideration valued at approximately \$835 million.
- Great Panther Mining Limited, in its acquisition, by way of scheme of arrangement (under Australian law), of Beadell Resources Limited, for equity consideration valued at approximately \$135 million.
- Total Capital S.A. and Total Capital Canada Ltd., in connection with obtaining exemptive relief in Alberta for the offering of securities under an F-3 registration statement with the United States Securities and Exchange Commission
- Hillcore Group/Abacus Private Equity, in connection with secured lending transactions involving Trenchant Capital and certain portfolio companies of Hillcore, including Waiward Steel and Omni Health Group.
- Founders Advantage Capital Corp., in a \$24.7 million acquisition of a 60% interest in Astley Gilbert Limited.
- Ambyint Inc., USD\$11.5 million series A preferred shares funding round, led by early stage venture capital firm Mercury Fund with participation by GE Ventures, Statoil Technology Invest, and Cottonwood Venture Partners.
- Founders Advantage Capital Corp., in its \$12 million acquisition of a 52% majority interest in Cape Communications International Inc.
- Founders Advantage Capital Corp., in its \$20.5 million acquisition of a 60% majority interest in eight Club 16 and five She's FIT! health clubs.
- Kissner Holdings LP, in a \$400,000,000 offering of notes and related refinancing transactions.
- Founders Advantage Capital, in its \$74 million acquisition of a 60% Interest in the Dominion Lending Centre group of companies.

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- Eagle Energy Inc., in its conversion from an income trust to a dividend-paying corporation and its acquisition of Maple Leaf Royalties Corp.
- The Special Committee of the Board of Directors of Intermap Technologies Inc., in connection with a review of strategic alternatives and subsequent funding of the company.
- Mavenir Systems, Inc., as Canadian counsel in its proposed acquisition by Mitel Networks Corporation in a stock and cash exchange offer valued at approximately US\$560 million.
- Crossroads Systems, Inc. as Canadian counsel in a public offering of US\$12 million of cumulative perpetual preferred stock.
- The Special Committee of the Board of Directors of Sino Vanadium Inc., in connection with a take-private transaction.
- Acumen Capital Finance Partners Ltd., in two underwritten private placements of common shares by Sylogist Ltd. for aggregate proceeds of \$45 million.
- Northern Frontier Corp., in its \$27 million acquisition of Central Water & Equipment Services Ltd., a concurrent \$21 million bought deal offering of common shares and warrants and the establishment of new senior credit facilities.
- Zedi Inc., in the proposed acquisition by a management-led group in a transaction valued at \$125 million.
- Argent Energy Trust, in its \$244.1 million initial public offering of trust units.
- Compass Petroleum Ltd., in its \$98 million acquisition, by way of Plan of Arrangement, by Whitecap Resources Inc.
- Technicoil Corporation, in its business combination with Essential Energy Services Ltd., by way of Plan of Arrangement, with a total transaction value of approximately \$275 million.
- Compass Petroleum Ltd., in its \$12 million public offering of common shares and "flow-through" shares.
- Whitecap Resources Inc., in its \$223 million acquisition of Spry Energy Ltd. by way of Plan of Arrangement.
- FirstEnergy Capital Corp., as lead underwriter, in the \$80 million IPO of common shares of Condor Petroleum Inc. on the Toronto Stock Exchange.
- Acumen Capital Finance Partners Limited and AltaCorp Capital Inc., as co-lead underwriters, in the \$22 million public offering of common shares of IROC Energy Services Corp.
- Total Capital Canada Ltd. and Total Capital S.A., in the implementation of a \$4 billion Canadian medium term note

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program guaranteed by Total S.A.

- Pengrowth Energy Trust, in the \$350 million acquisition, by way of plan of arrangement, of all of the issued and outstanding common shares of Monterey Exploration Ltd.
- Secure Energy Services Inc., in its \$66 million IPO of common shares and the initial listing of the Secure common shares on the Toronto Stock Exchange.
- RBC Dominion Securities Inc., as lead underwriter, in the Churchill Corporation's prospectus offering of \$100,500,000 of Subscription Receipts and \$75 million of convertible debentures.
- EnQuest Energy Services Corp., in the sale of assets to TransForce Inc. and the concurrent plan of arrangement to restructure EnQuest's share capital.
- Western Prospector Group Ltd., in the acquisition, by way of takeover bid, of the company by CNNC International Limited through its wholly owned subsidiary, First Development Holdings Corporation, for \$31 million.

teaching engagements

- Sessional Instructor, University of Calgary, Faculty of Law (Mergers & Acquisitions and Entrepreneurial Law)

community involvement

- Youth Basketball Coach
- Volunteer, Heart and Stroke Foundation
- Volunteer, Calgary Food Bank

publications

July 2019

Annotated Alberta Business Corporations Act, 2020 Edition
Author, Book, published by LexisNexis

December 2018

Alberta Securities Commission Introduces New Whistleblower Policy
Capital Markets Bulletin

August 2018

The Alberta Securities Commission Expands Prospectus Exemptions for Distributions Outside Alberta
Capital Markets Bulletin