



Tom Theodorakis*

Co-Chair, B.C., Business Law, Co-Chair, Forest Products
Vancouver

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*Law Corporation

education and year of call

- Called to the British Columbia bar - 1997
- Called to the Washington bar - 1994
- University of British Columbia, LLM (Taxation) - 1996

practice areas

business law

mergers and acquisitions

corporate finance

corporate governance

capital markets

negotiated transactions

acquisitions and divestitures

private m&a

industries

forest products

mining

renewables

cleantech

alternatives

profile

- Office Management Partner in the firm's Vancouver office
- Member, Board of Partners
- Member, Partner Allocation Committee

Tom is a business lawyer and provides practical advice to assist clients in achieving their business goals.

Tom assists public and private clients on transactional matters and business and commercial matters. He also provides ongoing advice on corporate governance, corporate finance, and regulatory compliance matters.

Tom has substantial experience advising clients in the forest products industry and has been lead counsel for clients in a number of merger & acquisition transactions and related financings.

directorships and professional associations

- Vancouver Bar Association
- Washington State Bar Association
- Canadian Bar Association

representative matters

Tom has represented clients in the following matters:

- Lead counsel for West Fraser Timber Co. Ltd. in its acquisition of six lumber manufacturing operations based in Florida and Georgia owned by Gilman Lumber.
- Acted as Canadian counsel to HCI Equity Partners in its merger of Royal Paper Products with its existing portfolio

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company AmerCare.

- Lead counsel for Great Panther Silver Limited in the completion of a cross-border public offering units.
- Lead counsel for Plentyoffish Media Inc. ("POF") and its founder Markus Frind in POF's acquisition by The Match.com Group for US\$575 million in cash.
- Lead counsel for Great Panther Silver Limited in the acquisition of Cangold Limited.
- Lead counsel for Great Panther Silver Limited in the acquisition of Coricancha Mine.
- Lead counsel for West Fraser Timber Co. Ltd. in its US\$300 million Senior Unsecured Notes offering.
- Lead counsel for West Fraser Timber Co. Ltd. in its acquisition of sawmill and lumber manufacturing operations based in Russellville, Arkansas from Bibler Brothers Lumber.
- Lead counsel for West Fraser Timber Co. Ltd. in its acquisition of sawmill and related assets based in High Prairie, Alberta from Gordon Buchanan Enterprises Ltd.
- Lead counsel for West Fraser Timber Co. Ltd. in its acquisition of sawmill and lumber manufacturing operations based in Mansfield, Arkansas from Travis Lumber Company.
- Lead counsel for West Fraser Timber Co. Ltd. in its acquisition of the Sundance sawmill and remanufacturing facilities and related timber tenure rights.
- Acted for Primero Mining Corp. (formerly, Mala Noche Resources Corp.) in its proposed merger with Northgate Minerals Corporation.
- Lead counsel for West Fraser Timber Co. Ltd. in its sale of Eurocan pulp and paper mill to KM LNG Operating General Partnership.
- Lead counsel for West Fraser Timber Co. Ltd. in its sale of its Skeena sawmills division to Roc Holdings Ltd.
- Lead counsel for West Fraser Timber Co. Ltd. in its sale of its Eurocan terminal to Rio Tinto Alcan Inc.
- Acted for Primero Mining Corp. in its acquisition of the San Dimas gold-silver mine and associated assets in Mexico from subsidiaries of Goldcorp Inc. for US\$510 million and related subscription receipt offering and secured vendor take-back financing with Goldcorp and the settlement of silver streaming agreements with Silver Wheaton.
- Acted for Terrane Metals Corp. in its acquisition by Thompson Creek Metals Company Inc. for approximately \$650 million by way of a plan of arrangement.
- Acted for Georgia-Pacific LLC in its purchase of Grant Forest

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Products Inc.'s oriented strand board facilities at Englehart and Earlton, Ontario and Allendale and Clarendon, South Carolina for approximately US\$400 million.

- Lead counsel for West Fraser Timber Co. Ltd. in its acquisition of certain woodland assets from Weyerhaeuser.
- Lead counsel for West Fraser Timber Co. Ltd. in the amendment to its \$600 million credit agreement and the related securitization of its Canadian and U.S. assets.
- Acted for Teck Cominco Limited when it completed the acquisition of Global Copper Corp. by way of a plan of arrangement for aggregate proceeds of approximately \$415 million.
- Acted for a private developer in its acquisition of a large portfolio of development land in the Greater Vancouver area and the related acquisition financings.
- Acted for West Fraser Timber Co. Ltd. in its acquisition of International Paper Company's U.S. lumber business for US\$325 million and new \$600 million credit agreement.
- Acted for West Fraser Timber Co. Ltd. in its sale of two BC sawmills to a U.S. acquiror.
- Acted for Mercer International in its acquisition of the Celgar pulp mill in Castlegar, British Columbia for U.S.\$225 million and its related cross-border offering of equity securities and U.S. senior notes.
- Acted for Pacifica Papers in its merger with Norske Skog Canada by way of a plan of arrangement to form Catalyst Paper and the related proxy contest.
- Acted for TimberWest Timber Trust to form TimberWest Forest Corporation and the creation and listing of the TimberWest stapled units.
- Acted for BC Tel in its merger with Telus by way of a plan of arrangement to form Telus.

awards and rankings

- Recognized by *Chambers Canada (2020)* as a leading lawyer in the area of Agribusiness: Forestry
- Recognized in the *2019 Canadian Legal Expert Directory* as a Repeatedly Recommended lawyer in the area Forestry Law
- Listed in *The Best Lawyers in Canada 2011 - 2020* as a leader in Natural Resources Law