



Asia Pacific

We help companies do business with and in Canada.

We have long-standing relationships with clients throughout the Asia Pacific region, leading many of Canada's most notable cross-border transactions with the region in recent years. We work with, among others, some of the most prominent companies in Hong Kong, Australia and New Zealand and significant companies and state-owned entities in China, South Korea, Japan, India, Thailand, Indonesia, and Malaysia. Our strong relationships with local law firms and regulatory bodies, combined with our understanding of the commercial and cultural expectations in the region, allow us to provide seamless transaction support for Canadian ventures.

Our lawyers provide a full spectrum of legal advice on everything from mergers and acquisitions to litigation, and advice on the nuances of Canadian laws relating to co-ventures, foreign investment, competition, employment, tax, and other areas that are important to entities with an interest in Canada.

Our Expertise

- Acquisitions and divestitures
- Asset purchases and sales
- Commodity taxation
- Cross-border transactions
- Customs
- Debt and equity offerings
- Government relations
- Infrastructure projects
- *Investment Canada Act* and *Competition Act*
- Joint ventures and other commercial arrangements
- Lending and financing
- Regulatory compliance
- Stock exchange listings

Recent Work

- Cheung Kong Infrastructure Holdings Limited and Power Assets Holdings Limited in their C\$1.7B acquisition of a 65% indirect ownership interest in select heavy oil pipeline and storage assets from Husky Energy in Alberta and Saskatchewan, and related joint venture, financing and commercial arrangements.
- Korea Resources Corporation in Capstone Mining's C\$700M acquisition of Far West Mining, including a C\$200M acquisition of a 30% interest in Far West Mining and its related C\$175M purchase of an 11% interest in Capstone Mining.
- Tata Steel Minerals Canada in its agreements with the Government of Québec's investment entities, Ressources Québec and Investissement Québec, for investments of a total of C\$175M, C\$125M as equity and C\$50M as debt, in connection with Tata Steel Minerals Canada's direct shipping ore project in Quebec and Newfoundland and Labrador costing more than C\$1B.

- PTTEP Canada Limited in its acquisition of the remaining 60% ownership interest in the Thornbury, Hangingstone and South Leismer oil sands areas from Statoil Canada Ltd., in exchange for its 40% stake in the Leismer and Corner projects and C\$200M in cash.
- The Special Committee of the board of directors of TransAlta Renewables Inc. in the acquisition of an economic interest in C\$1.7B of Australian power generation assets from TransAlta Corporation.
- PT Elang Mahkota Teknologi Tbk. (Emtek), an Indonesian media conglomerate, in connection with its strategic partnership with Blackberry Ltd. pursuant to which Emtek has secured a perpetual exclusive license to Blackberry's consumer Blackberry Messenger technology.
- UNCITRAL (AMAC Rules) ad hoc arbitration matter as co-arbitrator - the parties were a US based seller of minerals and a Malaysian based purchaser. The matter related to the purchase and shipment of iron ore cargoes from Sept Iles.
- Cheung Kong Property Holdings in its C\$2.8B acquisition of Reliance Home Comfort from Alinda Capital Partners.
- American Industrial Partners, as Canadian counsel, in the signing of an agreement to acquire the entities comprising Australia-based Arrium Mining Consumables Division (Moly-Cop) from Arrium for US\$1.23B.
- Export Development Canada in its US\$50M financing, denominated in rupees, to Infrastructure Leasing & Financial Services, a major infrastructure developer based in Mumbai, India. This is the first ever "Masala Loan", an arrangement that allows a financial institution outside India to make an Indian rupee loan to a borrower in India.
- Shanghai Giant Network Technology Co. in connection with Canadian legal matters relating to its US\$4.5B acquisition of Playtika Ltd.
- A consortium consisting of CK Infrastructure Holdings Limited, CK Property Holdings Limited and PAH Holdings Limited in the acquisition of 100% of the securities of the ASX listed DUET Group for the equity value of A\$7.5B.
- Green Cross Corporation in the design, construction, financing, operation and maintenance of Canada's first plasma-fractionation facility.
- China Oceanwide in its C\$3.8B acquisition of Genworth Financial Inc., including acquisition of control of Genworth Canada Financial Mortgage Insurance Company Canada.
- InterOil Corporation in its successful defense of a proxy contest involving former CEO, Phil Mulacek, who ran a short slate of directors and sought to implement various governance reforms.
- China National Offshore Oil Company in its US\$19.5B cash acquisition of Calgary-based Nexen Inc., including the assumption of debt.
- Kaizen Discovery Inc. in its acquisition by plan of arrangement of West Cirque Resources Ltd., and the subsequent financing arrangements by which one of Japan's largest trading houses, ITOCHU Corporation, funded the exploration of the key Aspen Grove Project that Kaizen acquired through the acquisition of West Cirque.
- A major Korean manufacturer in a significant arbitration over the termination of its American distributor.

- PetroChina International Investment Company Limited, directly and indirectly through its subsidiary Phoenix Energy Holdings Limited, in its C\$1.9B acquisition of a 60% working interest in Athabasca Oil Corp.'s MacKay River and Dover oil sands projects, and in its subsequent acquisitions of the remaining 40% interest in the MacKay River project for C\$680M and the remaining 40% interest in the Dover project for C\$1.2B.
- Hokuetsu Kishu Paper Co., Ltd., as Canadian counsel, in its C\$75M acquisition of Alpac Forest Products Incorporated and Alpac Pulp Sales Inc. from Mitsubishi Corporation and Oji Holdings Corporation.
- Indian Oil Corporation Limited in its agreement with Progress Energy Canada Ltd., Pacific NorthWest LNG Ltd. and Petroliam Nasional Berhad (PETRONAS) to acquire a 10% interest in Progress Energy's natural gas reserves in northeastern British Columbia and in the proposed Pacific NorthWest LNG export facility on Canada's West Coast, and related joint venture arrangements.
- China Guangdong Nuclear Power Holding Co. Ltd. in its A\$2.2B acquisition of ASX/TSX listed Extract Resources Ltd.
- Hitachi Systems, Ltd., as Canadian counsel, in its acquisition of all of the issued and outstanding shares of Above Security Inc.
- Korea Panama Mining Corporation in its US\$199M acquisition of a 20% interest in Minera Panama SA from Inmet Mining Corporation.
- A syndicate of underwriters, led by RBC Capital Markets, in the US\$500M IPO of Fairfax India Holdings Corporation, one of the largest corporate IPOs in Canadian history. The IPO, together with concurrent private placement investments by Fairfax Financial and cornerstone investors, created a US\$1B issuer. The offering is a Canadian first—a novel TSX-listed, blind pool offering for a hybrid issuer combining elements of an investment fund and a corporate issuer.
- AltaGas Ltd. in the formation of a joint venture limited partnership with Idemitsu Kosan Co. Ltd. to pursue opportunities involving exports of liquefied petroleum gas and liquefied natural gas from Canada to Asia, and in the subsequent C\$880M acquisition by AltaGas Idemitsu Joint Venture Limited Partnership of a two-thirds ownership interest in Petrogas Energy Corp.
- Bright Food Group Co. in its US\$1.9B acquisition of a 60% controlling interest in Weetabix Ltd. from private equity owner Lion Capital LLP.
- Korea Deposit Insurance Corporation in its recovery of over C\$29M in the receivership of 3 Eau Claire Developments Inc.
- A Hong Kong based metal dealer in a matter involving several purchase agreements before the Singapore International Arbitration Centre.