



Jeffrey Read

Associate Counsel | Vancouver

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Biography

Jeff Read is Associate Counsel in the Vancouver Corporate/M&A group. He practises corporate and securities law, with a focus on advising local, national and international companies and securities dealers on their Canadian activities. Jeff acts for several of the larger BC based public companies and private equity groups, and has been involved with a number of friendly and hostile M&A transactions and proxy fights.

He also provides advice to boards of directors on matters including corporate governance and directors' and officers' liability.

Jeff completed a secondment with the BC Securities Commission in 1987. He worked in the areas of corporate finance and policy and legislation, and was a member of the commission's Securities Law Advisory Committee.

Between 2000 and 2015, Jeff was an Adjunct Professor (Securities Regulation) at the University of British Columbia Faculty of Law.

Professional achievements & leadership

- *Best Lawyers in Canada*, Corporate Law; Leveraged Buyouts and Private Equity Law; Mergers & Acquisitions; Securities Law
- *Canadian Legal Expert Directory*, Corporate Finance; Private Equity; Corporate Mid-Market
- *Expert Special Edition 2016*: Leading US/Canada Cross-Border Corporate Lawyers in Canada (Corporate Finance and Securities)
- *Expert Special Edition 2014 & 2015*: Leading Canadian Lawyers in Energy
- *Martindale-Hubbell*® Peer Review rated

Notable matters

- Canadian counsel to Soleus Capital Management and RA Capital Management in their equity offering for ESSA Pharma Inc. for aggregate proceeds of US\$36 million
- Counsel to the founder of Athabasca Potash Inc. in her successful proxy fight to remove the board of directors, elect a new board and oversee its subsequent sale for \$341 million to BHP Billiton by way of a plan of arrangement.
- Counsel to Inspectorate and parent companies Inspicio and 3i, a London based private equity firm, on the \$25-million acquisition of PRA Labs.
- Counsel for CHC Helicopters in the acquisition of over 100 helicopters (since 2007), in the establishment of their repair and maintenance business, Heli-One and in their US \$310 million initial public offering on the New York Stock Exchange.
- Counsel to numerous electrical power producers (including Trans Canada Power, NaiKun Wind Development, Furry Creek Power, Northland Power, Synex Energy and Calpine Corporation), in respect of wood waste, run-of-river, wind, and gas-fired power projects.
- CHIP REIT \$1.2-billion acquisition by British Columbia Investment Management Corporation.
- Acting as outside legal counsel for NaiKun Wind Development in the negotiation and structuring of a proposed 320 MW-offshore wind farm located in the waters of Hecate Strait.

- Canadian Hotel Income Properties Real Estate Investment Trust creation, initial public offering and listing on the TSX: subsequent public equity and debt offerings: defence of hostile take-over bid; acquisition of portfolio of hotel properties: securities and corporate governance matters.
- Sun-Rype Products Ltd.: initial public offering and listing on the TSX, defence of hostile take-over bid, securities and corporate governance matters.
- Banyan Capital Partners Limited Partnership and Banyan Capital Partners II Limited Partnership: organization, funding, investments and dispositions.
- Corporate and securities counsel to co-operatives on their conversion to corporations.
- Represented a number of American, Asian and European investors on their investments into Canada in sectors, including computer components, consumer packaging, food products, transportation, infrastructure, oil, gas and electricity.

Thought leadership

- National Editor, *eSecurities.pro* Newsletter (Carswell), 2008 – present
- Contributing Editor, *Corporate Governance Journal* (Federated Press), 2005 – present
- Author, Securities and Stock Exchanges, *The Canadian Encyclopedic Digest*, Western and Ontario Editions (Thomson Reuters), 2002 – present
- Author, *British Columbia Securities Act and Rules, Annotated* (Carswell), 1992 – present

Community involvement

- Pro bono work for University of British Columbia's Andrew's Hall
- Instructor on various subjects, including private placements, venture capital, shareholders' meetings, continuous disclosure and securities practice

Corporate directorships

- Past-Chair, Canadian Bar Association, Securities Section (BC Branch)
- Past Vice-Chair, International Private Equity Committee of the American Bar Association
- Past Vice-Chair, Canada Committee of the American Bar Association

Professional memberships

- Canadian Bar Association, Securities Section (BC Branch)
- International Bar Association
- Vancouver Chapter of Association of Corporate Growth
- Life Fellow, American Bar Foundation

Bar admissions & education

- British Columbia Bar, 1986
- LL.B., Queen's University, 1985
- B.A. *magna cum laude*, Queen's University, 1982