



P. Jason Kroft

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Biography

Jason Kroft is a senior corporate lawyer with over two decades of experience assisting his Canadian and international business clients.

Jason is Co-Leader of Miller Thomson's national Structured Finance and Securitization practice. He provides clients with practical, timely and effective counsel and support, bringing over 25 years of experience and a unique perspective in innovative and specialized finance transactions to facilitate complex and cutting edge deals.

His structured and specialized finance practice covers a broad spectrum of advisory and transactional matters including:

- public and private asset securitization
- creation and structuring of investment funds including social finance and social enterprise funds and private debt funds
- financial products including the structuring and documentation of derivatives products and instruments,
- structured, alternative and specialized finance transactions for originators and borrowers, banks and other lenders, financial intermediaries, trustees and agents, liquidity providers, debt rating agencies, governments and crown agencies,
- energy, commodity and mining products and transactions,
- banking and secured finance including project finance and carbon finance (as discussed in detail below) and private debt funds.

Jason is recognized among Canada's leading derivatives and financial products lawyers, ranked in highly regarded industry directories including *Best Lawyers in Canada* and the *Canadian Legal Lexpert Directory*. He works with banks and investment banks, companies of all sizes, investment and pension funds, governments, and high net worth individuals and regularly advises boards of directors on governance and strategic decisions and deals.

Jason is also a leader at the firm in emerging business areas such as carbon finance, ESG, sustainable and green finance and development. He is the Co-Chair of Miller Thomson's national, multi-disciplinary ESG and Carbon Finance practice. He leads efforts in emissions trading, carbon finance, green bonds, sustainable-linked notes and climate change work. Jason routinely acts for a diverse range of carbon markets participants

RELATED SERVICES

Capital Markets & Securities
Corporate
Structured Finance and
Securitization

RELATED INDUSTRIES

Cannabis
Construction and Infrastructure
Energy & Natural Resources
Mining

RELATED FOCUS AREAS

ESG and Carbon Finance

including project developers and sponsors, lenders and other financial institutions, carbon brokers and traders. Jason advises boards of directors, C-Suite executives, executive leadership teams, chief legal officers, general counsels, chief sustainability officers, risk management teams and business managers in developing and implementing strategies to consider, manage, and report on challenges and opportunities related to ESG and Carbon Finance and sustainability in general, to address the increasing risks of 'greenwashing' or 'climate-washing' and to identify and consummate opportunities inspired by the emerging ESG and carbon markets.

His ESG and Carbon Finance practice covers a broad spectrum of advisory and transactional matters including:

- Green or sustainable finance
- Carbon credits purchase, sale, trading, finance and other monetization strategies,
- Legal and regulatory advice on voluntary and compliance markets,
- ESG advice relating to investment funds, private equity transactions, M&A, capital markets and other investments,
- Corporate governance advice to boards, stakeholders and shareholder on ESG, carbon, sustainability and emerging topics. Review and advise on public disclosure, investment policies, governance policies, stakeholder engagement, response to activist, claims of greenwashing in each such case, to a range of Canadian and international clients

Jason is a prolific author and speaker, having published and presented on such subjects as negotiation and mediation theory, responsible investing, green and sustainable finance, structured products and finance, securitization and derivatives. As a former Adjunct Professor at Osgoode Hall Law School, he lectured and taught courses in business and legal topics and chaired the Osgoode Hall Law School pro bono business law clinic while at his former law firm, the longest running pro bono law clinic in Canada.

Active in his community, Jason is involved in a number of philanthropic pursuits and currently serves on the board of Save A Child's Heart, where he chairs the Governance Committee.

Prior to joining Miller Thomson, Jason was a senior lawyer and partner at another national law firm in Canada for over 20 years.

Professional achievements & leadership

- Lawyer of the Year, The Best Lawyers in Canada, Derivatives Law, 2024
- The Canadian Legal Lexpert Directory – Asset Securitization, 2023-2024; Derivative Instruments, 2023-2024; Corporate Commercial Law, 2024; Environmental, Social & Governance (ESG), 2024
- *The Best Lawyers in Canada* 2023-2024 in Banking & Finance, Corporate, Derivatives, Energy, Project Finance, and Structured Finance
- *The Canadian Legal Lexpert* Directory 2022 as a leading lawyer in Asset Securitization and Derivative Instruments
- *The Best Lawyers in Canada* 2022 as "Lawyer of the Year" in Derivatives
- *The 2021 Lexpert/American Lawyer Guide* to the Leading 500 Lawyers in Canada in Derivative Instruments
- *The Canadian Legal Lexpert Directory* 2020 as a leading lawyer in

Asset Securitization and Derivative Instruments

- The 2017 *Lexpert/American Lawyer Guide to the Leading 500 Lawyers in Canada* in Derivative Instruments
- *The Best Lawyers in Canada* 2021 in Banking & Finance, Corporate, Derivatives, Energy, Project Finance, and Structured Finance
- Lexpert's Leading Canadian Lawyers in Global Mining 2015
- Lexpert 2012 Guide to the Leading US/Canada Cross-border Corporate Lawyers in Canada as a "Corporate Lawyer to Watch"
- *Lexpert's Rising Stars: Leading Lawyers Under 40*, 2011
- *Lexpert Special Edition: Infrastructure*, September 2020, as a leading lawyer
- *Lexpert Special Edition: Technology*, May 2020, as a leading lawyer
- *Lexpert/ROB Special Edition: Canada's Leading Energy Lawyers*, October 2017

Thought leadership

- Panelist, "ESG in the Boardroom: Governance & Legal Aspects that counsel should advise on", ESG Summit Canada, October 13, 2022

Bar admissions & education

- Ontario, 1999
- New York, 2000
- LL.M, Osgoode Hall Law School, 2003
- LL.B (with distinction), University of Western Ontario, 1997
- B.A. (magna cum laude), Tufts University, 1994
- Jason completed his articles as a law clerk to the Justices of the Court of Appeal for Ontario.
- Jason completed a six-month secondment with a multi-national business firm focusing on cross-border business transactions and a four-month secondment at a Canadian Schedule I bank.