



Bennett Jones

## Biotech, Pharma & Lifesciences

Biotechnology relies on continuous innovation, an ability to obtain and sustain funding for research and development, and having the intellectual property protection in place to exploit and market new inventions and processes. Bennett Jones is an active, committed advisor to the biotechnology industry, serving the medical, energy and consumer products sectors.

Our team of lawyers, patent agents and trademark agents brings extensive technical knowledge and advanced degrees in the life sciences to the wide range of issues affecting the sector. We provide support on intellectual property protection and enforcement, commercialization of new products and processes, venture capitalization and financing, and government regulation. Possessing excellent relationships with regulatory, contracting and grant-making authorities as well as leading academic institutions and angel and venture capital networks, our goal is to provide industry participants with clear, concise legal counsel that advances mutual interests and maximizes the value of clients' tangible and intangible assets.

Our clients are located in thriving research centres across Canada and around the world, and include start-ups, incubators, Centres for Excellence, clinical and diagnostic research laboratories and private and public companies involved in the development and production of biomedical products and devices. On their behalf, we have negotiated a variety of funding arrangements, drafted joint venture, development, licensing and transfer agreements, prepared and prosecuted patent applications, managed domestic and international patent portfolio applications and handled various enforcement proceedings both domestically and internationally relating to patent infringement, anti-counterfeiting and protection of trade secrets.

### Select Experience

- **Skandinaviska Enskilda Banken AB (publ)**, as joint lead arranger and joint bookrunner in term loan facilities totalling \$385 million and \$125 million revolving credit facility made to a corporation in the medical technology industry.
- **United Active Living Inc.**, in matters related to ownership and operations of assisting living housing projects.
- **Kensington Capital Partners** and **Kensington Private Equity Fund** in the \$35-million acquisition and related financing through its portfolio company, Clearpoint Health Network Inc., of the surgical and medical centres business of Centric Health Corporation, a TSX listed company, and subsequent reorganization of Clearpoint. [Kensington Capital Advisors Inc. is a leading independent investor in alternative assets with over \$1.5 billion invested in private equity and alternative assets.]
- **Emerald Health** acquires Québec-based Licensed Producer Agro-Biotech.
- **48North Cannabis Corp.**, in its go-public transaction with Kramer Capital Corp.
- **FV Pharma Inc.**, in its amalgamation with Century Financial Capital Group.
- Canadian counsel to **Baker Technologies, Inc.**, a Colorado-based provider of cannabis-specific customer relationship management software, in its business combination with Santé Veritas Holdings Inc., Brideside Holdings, LLC and Sea Hunter Therapeutics, LLC.
- **Fluorinov Pharma Inc.**, a privately-held oncology company, in its \$10-million acquisition by Trillium Therapeutics Inc.
- **Indiva Limited**, in its completed \$60-million reverse takeover transaction, resulting in the company's listing on the TSX Venture Exchange which was supported by a \$23-million financing.
- Lead counsel to **Harvest One Cannabis**, a global cannabis company servicing both the medical and recreational cannabis markets, in Canada and



internationally, in their \$60 million Canadian listing which was supported by a \$25 million financing, and in \$65 million of subsequent bought deal financings.

- **Wheaton Income (formerly Cannabis Wheaton Income Corp.)**, in its purchase of all of the issued and outstanding shares of RockGarden Medicinals (2014) Inc.
- **Teva Pharmaceutical Ltd.**, as Canadian counsel, in its acquisition of ratiopharm Group for approximately \$4.85 billion (€3.625 billion).
- **NUCRYST Pharmaceuticals Corp.**, in the possible sale of all or substantially all of the assets of NUCRYST and the consideration of an amalgamation of the NUCRYST with 1499642 Alberta Ltd., a wholly-owned subsidiary of The Westaim Corporation.
- **Oncolytics Biotech Inc.**, in \$13.8-million cross-border public offering of common shares.
- **Inyx Inc.**, in the acquisition of certain assets and business of Aventis Pharmaceuticals Puerto Rico Inc.
- **Protana Inc.** (biotechnology), counsel to debtor, in its \$40-million debt in the *Companies' Creditors Arrangement Act* proceedings.
- **Takeda Chemical Industries Limited**, in a class action proceeding and individual claim litigation relating to an alleged agreement to fix prices of vitamins throughout Canada.
- **Matco Investments Limited**, in the reorganization of Synsorb Biotech Inc. into an energy company - Hawker Energy Inc., acquisition of assets into Southward Energy Limited and related financings, valued at \$170 million.
- **MDS Proteomics Inc.**, (biotechnology), counsel to debtor, in its \$100-million debt, in the *Companies' Creditors Arrangement Act* proceedings.
- **NUCRYST Pharmaceuticals Corporation and The Westaim Corporation**, in NUCRYST's US\$45 million cross-border initial public offering, which was concurrently offered in Canada and the United States.
- **Valens Pharma Ltd.**, (formerly known as CardioMetabolics Inc.), in a brokered private placement offering of common shares for proceeds of \$2.78 million led by Canaccord Capital Corporation.
- **Valens Pharma Ltd.**, (formerly known as CardioMetabolics Inc.), in a brokered private placement offering of common shares for proceeds of \$4.1 million led by Canaccord Capital Corporation.

## Key Contacts

**Ian M. Goldberg**

416.777.6087

goldbergi@bennettjones.com

**Dominique T. Hussey**

416.777.6230

husseyd@bennettjones.com