

Brian M. Pukier

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Law Practice

Brian Pukier is a partner in Stikeman Elliott's Corporate Group in Toronto and the head of the Toronto office's Public Mergers & Acquisitions (M&A) Group. His practice is focused primarily on securities transactions with an emphasis on cross-border M&A, corporate finance transactions, complex corporate reorganizations and public policy. He has extensive experience in counselling senior management and the boards of directors of leading public and private corporations. Mr. Pukier has also advised on a large number of merchant banking and private equity investments. He has worked in both the Budapest and Hong Kong offices of Stikeman Elliott.

Mr. Pukier is listed and recognized in the following publications:

- IFLR1000's *The Guide to the World's Leading Financial Law Firms 2012* as a leading lawyer in M&A.
- *The Best Lawyers in Canada 2012* in the areas of Corporate, M&A, and Securities Law.
- The 2012 Lexpert/American Lawyer *Guide to the Leading 500 Lawyers in Canada* for Corporate Finance and M&A.
- The 2011 *Canadian Legal Lexpert Directory* in the areas of Corporate Commercial Law, Corporate Finance and Securities, M&A, and Private Equity. He was also recognized as one of the top "40 Corporate Lawyers to Watch" and as one of Canada's "Top 40 Lawyers Under Age 40".
- The 2011 Chambers Global's *The Guide to the World's Leading Lawyers for Business* as a recommended lawyer for Corporate/M&A and in 2006 was recognized as a "future superstar" in the Corporate/M&A field.
- The 2011 Lexpert *Guide to the Leading U.S./Canada Cross-border Corporate Lawyers in Canada* in the area of M&A.
- The 2011 Euromoney *Guide to the World's Leading Mergers & Acquisitions Lawyers*.
- The 2010 *PLC Which Lawyer?* as recommended in Corporate/M&A.
- *PLC's Cross-border Mergers & Acquisitions Handbook 2009/10*.
- The 2009 Legal Media Group's *Guide to the World's Leading M&A Lawyers*.

Professional Activities

Mr. Pukier is a frequent speaker and writer on M&A and securities regulatory topics. He is a member of the Ontario Bar, the Canadian Bar Association and the International Bar Association. Mr. Pukier is also on the board of directors of Computershare Trust Company of Canada.

Representative Work

Mr. Pukier's recent mandates include:

- Counsel to Ciena Corporation in the US\$521 million acquisition of substantially all of the optical networking and carrier Ethernet assets of Nortel Network Corporation's Metro Ethernet Networks business.
- Counsel to Eni S.p.A. in its \$923-million acquisition of First Calgary Petroleums Ltd.
- Counsel to Frank Stronach and Stronach Trust on the Plan of Arrangement with respect to the proposed strategic investment in Magna International Inc. by Russian Machines, a wholly-owned subsidiary of Basic Element.
- Counsel to CoolBrands International Inc. in its acquisition of Swisher International, Inc.
- Counsel to I3 Advisors Inc. in its sale to BNY Mellon Wealth Management.
- Counsel to Adastra Minerals Inc. in connection with its defence to the unsolicited take-over bid by First Quantum Minerals Inc.
- Counsel to the consortium that acquired O&Y Properties Corporation and O&Y Real Estate Investment Trust.
- Counsel to Air Canada in its historic restructuring and to Aeroplan in connection with its arrangements with CIBC and American Express.
- Counsel to Allstream Inc. in connection with its merger with Manitoba Telecom Services Inc.
- Counsel to R.R. Donnelley & Sons Company in connection with its merger with Moore Wallace Incorporated.
- Counsel to various private equity firms in connection with the formation of their limited partnership funds.
- Counsel to Harrowston Inc. in connection with its defense to an unsolicited take-over bid and its sale to TD Capital in a friendly transaction.
- Counsel to AMVESCAP PLC in connection with its acquisition of Trimark Financial Corporation.
- Counsel to issuers and underwriters in connection with numerous public offerings and private placements.
- Counsel to The Toronto Stock Exchange in connection with its demutualization.
- Counsel to Industry Canada in connection with amendments to the *Canada Business Corporations Act*.
- Counsel to Gordon Capital Corporation in connection with its acquisition by HSBC Securities (Canada) Inc.
- Counsel to British American Tobacco PLC in connection with its acquisition of Imasco Limited and its sale of CT Financial Services Inc. to The Toronto-Dominion Bank.

Education

University of Toronto (LL.B. 1992, B.Comm. 1989).

Bar Admission

Ontario, 1994