

Keith R. Chatwin

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Law Practice

Keith Chatwin is a partner in Stikeman Elliott's Calgary office whose practice involves a broad array of securities and general corporate transactions, ranging from public and private debt and equity financing to mergers and acquisitions and corporate restructuring. Mr. Chatwin has acted in respect of a number of contested and uncontested take-over situations and a number of corporate and intercorporate arrangements, including trust conversions, spin-outs and asset acquisitions and divestitures. Mr. Chatwin also has extensive experience with the formation, listing and governance of investment funds.

Professional Activities

Mr. Chatwin is a member of the Law Society of Alberta, the Canadian Bar Association and the Calgary Bar Association.

Publications & Conferences

- Stikeman Elliott LLP, "M&A Trends", (January 2012).
- Stikeman Elliott LLP, "Current Trends in M&A: A Look into the Future", (March 2011).
- Stikeman Elliott LLP, "Income Trust Conversion Update", (October 2009).
- "From Guidance to Law – Amendments to NI 51-101 to Codify Prior Guidance and Supplement Existing Requirements", Ontario Bar Association, Natural Resources and Energy Section, Volume 12, No.1 (January 2010).
- "An Alternative Source of Liquidity and Capital for UK Listed Companies", TMX Group, (June 2009).
- "CSA Provide Guidance on Resource Disclosures, Possible Reserves, Corporate Finance and Securities", (March 2009).
- "Civil Liability of Directors and Officers: The Report of the TSE's Committee on Corporate Disclosure 18 Months Later", Corporate Liability (Vol.IV, No.4), p.254, 1998.

Representative Work

Mr. Chatwin has recently represented:

- The U.S. vendors of certain petroleum assets into Argent Energy Trust, an open-ended mutual fund trust in the process of completing an initial public offering on the TSX.
- Canexus Income Fund in the secondary offering by Nexen Inc. of its entire interest in Canexus for aggregate gross proceeds of \$477.1 million

- Canexus Income Fund in its \$60 million prospectus offering of convertible debentures.
- A syndicate of underwriters in connection with Rio Alto Mining Limited's \$57 million private placement of common shares.
- Sterling Resources Ltd. in successive prospectus offerings of common shares for aggregate \$120 million.
- AltaGas Ltd. in connection with the establishment of its \$1 billion debt and equity shelf program and subsequent issue of \$175 million medium term notes and \$200 million preferred shares.
- AltaGas Income Trust in its conversion to a corporate structure.
- PetroChina Company Limited in its acquisition of a 60% working interest in Athabasca Oil Sands Corp.'s MacKay River and Dover oil sands projects for \$1.9 billion.
- Canexus Income Fund in its \$86 million prospectus offering and concurrent private placement of convertible debentures.
- CNPC International Ltd. as its Canadian counsel in its proposed \$499 million acquisition of Verenex Energy Inc.
- AltaGas Income Trust in the establishment of its \$500-million debt and equity shelf program and its offering of \$110 million of trust units and \$200 million of medium term notes under a shelf prospectus supplement.
- The Citadel Group of Funds in their disposition of management and administration to Crown Hill Fund.
- AltaGas Income Trust in its \$590 million acquisition of Taylor NGL LP, \$75 million acquisition of AltaGas Utility Group Inc. and its \$22 million acquisition of Landis Energy Corporation.
- AltaGas Income Trust in its \$590 million acquisition of Taylor NGL LP.
- PrimeWest Energy Trust in its \$5 billion sale to Abu Dhabi National Energy Company PJSC.
- PrimeWest Energy Trust in its \$1.735 billion acquisition of Shiningbank Energy Income Fund.
- Harbinger Capital Partners in its successful \$882 million unsolicited bid for Calpine Power Income Fund.
- Dominion Resources Inc. in its US\$583 million sale of its Canadian oil and natural gas exploration and production operations to Paramount Energy Trust and Baytex Energy Trust.
- Citadel Multi-Sector Income Fund, Citadel Income & Growth Fund and MYDAS Fund in their \$750 million merger to create Citadel Premium Income Fund, a closed-end investment trust.
- PrimeWest Energy Trust in its \$334 million prospectus offering of convertible debentures and trust units.
- AltaGas Utility Group Inc.'s acquisition by way of spin-out of AltaGas Income Trust's natural gas distribution business, its initial public offering, a connected secondary offering of common shares and the distribution of common shares to AltaGas Income Trust unitholders.
- PrimeWest Energy Trust in the establishment of its \$750 million equity shelf program and prospectus supplement and subsequent at-the-market issue of \$18.5 million through the facilities of the NYSE.
- Sterling Resources Ltd. in its \$32 million prospectus offering of common shares, its \$27 million prospectus offering of units (each consisting of common shares and warrants) and its \$29 million prospectus offering of common shares.
- Jura Energy Corporation in its \$30 million prospectus offering.
- Caza Oil & Gas, Inc. in its \$11.6 million initial public offering and listing on the TSX and AIM.
- Citadel Premium Income Fund in its \$32 million rights offering prospectus and its \$90 million rights offering circular.
- Financial Preferred Securities Corporation in its \$29 million initial public offering and listing on the TSX.
- Equal Weight Plus Fund in its \$28.5 million initial public offering and listing on the TSX.
- Citadel Premium Income Fund in its \$15 million exchange offering prospectus.
- Energy Plus Income Trust in its \$16 million rights offering prospectus.

Education

University of British Columbia (LL.B. 1997, MBA 1997, B.Sc. Marine Biology 1993).

Bar Admission

Alberta, 1998