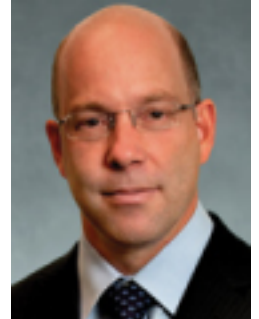


## Joel E. Binder

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### Law Practice

Joel Binder is a partner in the Toronto Corporate Group of Stikeman Elliott with significant experience in complex corporate finance, mergers and acquisitions (M&A) and transactional matters. He frequently represents issuers and investment dealers in connection with public offerings, private placements, takeover bids, business combinations and restructurings and is often retained for his expertise in income funds, investment income trusts and other structured products. In addition, Joel advises private companies on M&A and corporate finance. He is a member of the Toronto Management Committee and the firm's Audit Committee.

Joel is listed and recognized by the following independent sources:

- *The Best Lawyers in Canada 2012* in the area of Corporate Law.
- The 2012 Lexpert/American Lawyer Media *Guide to the Leading 500 Lawyers in Canada* for Corporate Finance & Securities.
- *The Canadian Legal Lexpert Directory 2011* as a leading practitioner in the areas of Corporate Commercial Law, Corporate Finance & Securities, Income Funds, Investment Funds & Asset Management and Private Equity.
- The 2011 Lexpert *Guide to the Leading U.S./Canada Cross-Border Corporate Lawyers in Canada* in the area of Corporate Finance & Securities.
- The 2011 Legal Media Group's *Guide to the World's Leading Capital Markets Lawyers*.
- The 2010 *PLC Which Lawyer?* as highly recommended in *Capital Markets: Debt and Equity*.
- *PLC Cross-border Capital Markets Handbook 2009*.
- *Lexpert* magazine, as one of Canada's "Top 40 Under 40" when that list was first published in 2002.

### Professional Activities

Joel is a member of the Canadian Bar Association and the Law Society of Upper Canada. He is a director and member of the audit committee of High Income Preferred Shares Corporation.

### Publications & Conferences

Joel has frequently spoken at conferences on securities law and is the author of articles on a variety of securities law topics.

## **Representative Work**

Recent transactions in which Joel played a key role include:

- Acting for the bidding consortium led by Clearwater Fine Foods Inc. in the proposed acquisition of Clearwater Seafoods Income Fund.
- Acting for Harbinger Capital Inc. in the \$900-million hostile takeover bid for Calpine Power Income Fund.
- Acting for the underwriters in connection with the \$1.1-billion subscription receipt offering by Fortis Inc. to be used for the acquisition of Terasen Inc. as well as offerings of bonds, preferred shares and common shares of Fortis Inc. and its subsidiaries.
- Acting for Apax Partners in the US\$7.8-billion acquisition of Thomson Learning and Nelson Canada from The Thompson Corporation.
- Acting for the bidding consortium led by Brookfield Properties Corp. in connection with the \$2-billion acquisition of O&Y Properties Corporation and O&Y Real Estate Investment Trust pursuant to a contemporaneous plan of arrangement and takeover bid.
- Acting for Sentinel Capital Partners in the going private acquisition of Spinrite Income Fund.
- Acting for the bidding consortium in the going private transaction of FPI Limited.
- Acting for Brompton Group in connection with closed end TSX listed investment fund offerings it manages totalling over \$2 billion.
- Acting for the issuer and the underwriters in numerous income trust offerings including Macquarie Power Income Fund, Wajax Income Fund, Stephenson's Rental Services Income Fund, Second Cup Royalty Income Fund and Clearwater Seafoods Income Fund.

## **Education**

University of Toronto (LL.B. 1989).

## **Bar Admission**

Ontario, 1991