

# Dan Thomson

Partner

## Toronto

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## Practice Areas

Banking & Financial Services

Corporate & Commercial

Directors' Duties

Employment & Labour

Franchising

International/Cross Border

Mergers & Acquisitions

Private Equity

Start-Ups

Venture Capital

Dan Thomson is a partner in the Corporate Group at WeirFoulds with a transaction-based practice that focuses on banking and financial services, mergers and acquisitions, private equity and corporate/commercial matters.

Dan has more than 20 years of legal and business experience, including nearly 10 years at an international law firm, two years running a commercial business unit for the Canadian subsidiary of a multi-national Fortune 300 insurance company, five years running his own legal practice, and five years at a well-known mid-size Toronto firm.

Dan has acted for bank and non-bank lenders, borrowers and guarantors as well as for investors and issuers and also for buyers and sellers in domestic and cross-border secured lending, equity and debt financing, joint venture and mergers & acquisition transactions across a broad spectrum of industries. Dan also practised in London, England for a year where he focused primarily on foreign investment into Canada and M&A transactions involving Canadian entities. Over the years, Dan has gained extensive experience representing start-up, growing mid-size, large established businesses as well as multi-national conglomerates.

Since 2006, Dan has been invited annually to teach an upper-year undergraduate business law course at The Schulich School of Business at York University in Toronto. Dan has been nominated by the school's students for the school's annual Teaching Excellence Award.

## WeirFoulds LLP

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<b>Called to the Bar</b> <ul style="list-style-type: none"> <li>• Ontario (1997)</li> </ul>	<b>Education</b> <ul style="list-style-type: none"> <li>• Bar Admission Course, Law Society of Ontario, 1996</li> <li>• L'Université Laval, (Law School exchange – final semester), 1995</li> <li>• LL.B., University of Western Ontario, 1995</li> <li>• B.A. (Hons.), University of Western Ontario, 1992</li> </ul>	<b>Affiliations</b> <ul style="list-style-type: none"> <li>• Law Society of Ontario</li> <li>• Canadian Bar Association</li> <li>• Ontario Bar Association</li> </ul>
<b>Languages</b> <ul style="list-style-type: none"> <li>• English</li> <li>• French (conversational)</li> </ul>		

## Significant Transactions

Counsel to a syndicate of Canadian banks in connection with C\$500,000,000 secured acquisition and post-acquisition operating facilities to a borrower in the entertainment industry.

Counsel to a Canadian borrower in the power generation industry in connection with C\$10,000,000 tranching secured operating facilities.

Counsel to the purchaser/borrower in connection with a series of secured acquisition and post-acquisition operating credit facilities obtained from multiple, non-syndicated, lenders to facilitate a management leveraged buy-out and post-closing operating facilities.

Counsel to a borrower and its subsidiary guarantors in connection with bridge loan and asset-based operating loan facilities made available to a travel technology company.

Counsel to the lender in connection with C\$7,000,000 cross-border secured and guaranteed operating facilities to a borrower in the stadium-events industry.

Counsel to a purchaser/borrower in connection with C\$28,000,000 senior secured acquisition and operating credit facilities in the media industry.

Counsel to the borrower in connection with a secured C\$35,000,000 revolving financing line of credit to be used to finance loans originated through consumer goods retailers.

Counsel to the borrower in connection with senior secured acquisition and operating credit facilities in the engineering consulting industry.

Counsel to the lender in connection with C\$50,000,000 secured asset-based film and television guaranteed production facilities.

Counsel to the security agent and lead lender in connection with a cross-border syndicated loan to an equipment rental company.

Counsel to the lender to reorganize guaranteed and senior secured operating credit facilities to a borrower in the beverage industry.

Counsel to the purchaser/borrower in connection with a multi-lender, split-collateral leveraged management buy-out of a large staffing business.

Counsel to the sellers in a \$30,000,000 sale of an auto industry technology business to a large US private equity firm.

Counsel to the sellers in connection with a US\$50,000,000 share sale transaction and pre-closing reorganization to a large US-based firm in the management consulting industry.

Counsel to the buyer of a local franchise of a national food and beverage franchisee.

Counsel to the buyer in a \$20,000,000 leveraged acquisition of a printing business.

Counsel to the sellers in a series of asset and share sale transactions involving the disposition of subsidiary business lines for a national insurance brokerage.

Counsel to the seller in connection with the sale of shares of a large-scale glass manufacturer.

Counsel to the purchaser in connection with a leveraged management buyout of an international energy services business.

Counsel to the sellers in connection with a \$10,000,000 share sale of an electrical parts distributor to a US-based operator.

Counsel to the seller of a management consulting business to one of the large multinational consulting firms.

Counsel to the buyer in connection with the acquisition of a large Canadian workforce management solutions provider.

Counsel to the issuer in a US\$50,000,000 private placement and secondary offering of common shares in the mobile app development industry.

Counsel to the issuer in connection with a \$60,000,000 private placement of common shares in the software development industry.

Counsel to the issuer in connection with multiple rounds of exempt preference share and convertible debenture financing transactions in the video game development industry.

Counsel to the issuer in connection with multiple rounds of exempt common share, preference share and convertible debt financing transactions in the 3-D modeling tools development industry.

Counsel to the issuer in connection with multiple rounds of exempt convertible debt transactions in the energy flywheel manufacturing industry.

Counsel to the issuer in connection with the private placement of common shares in the online self-publishing and community of authors industry.

Counsel to the issuer in connection with the private placement of preference shares in the auto-buying online application industry.

Counsel to the issuer in connection with a series of private placement transactions of convertible debentures in the travel agency software solutions industry.

Counsel to the issuer in connection with the private placement of common shares in the large-scale, industrial rechargeable battery industry.

Counsel to labour-sponsored investment funds in connection with multiple private placement subscription transactions.

Counsel to private equity funds and angel investors in connection with multiple exempt investments in various issuers operating in several industries.

## Awards

Teaching Excellence Award nominee, The Schulich School of Business, York University, 2012-2013

## Professional Activities

Instructor, The Schulich School of Business, York University (2006 – Present)

Instructor, The Atkinson School of Administrative Studies, York University (2008 – 2010)

## Community Involvement

Camp Oochigeas

Tour For Kids

The Toronto Mendelssohn Choir (Tenor)

The Ride to Conquer Cancer

The Leaside Girls Hockey League (Coach – House League, DS and Rep)

## Corporate Directorship

Director, The Child Development Institute

Former Member, Board of Directors, The Toronto Children's Breakfast Club

Former Member, Board of Directors, The Toronto Mendelssohn Choir

## Speaking Engagements

- Guest Lecturer, Western University Law School
- Speaker, "Finding Fantastic Synergies", MNP LLP Tax Group, May 2019