



PUBLIC M&A QUARTERLY REPORT – Q1 2017 REPORT

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OVERVIEW

The **Public M&A Quarterly Report – Q1 2017 Report** is a review of select acquisition agreements filed on SEDAR during each quarter. Please refer to the *Public M&A Quarterly Report™ – Q1 2017 Report with Key Provisions* to view the arrangement agreements, key provisions and related documents.

Most negotiated or “friendly” public M&A transactions in Canada between an acquiror and a target are structured as a statutory arrangement, also known as a plan of arrangement, effected under the corporate statute applicable to the target of the acquisition. Statutory arrangements require target shareholder and court approval and are a powerful M&A tool as they permit an acquiror to acquire all of the outstanding securities of a target in a single transaction. This acquisition mechanism differs from a take-over bid, which is an offer made by an acquiror directly to the target securityholders. Unsolicited or “hostile” M&A transactions are typically structured as a take-over bid under applicable securities laws.

Transactions for the report are selected and reported on by Lexis Practice Advisor Canada’s internal team of lawyers and external advisors, and include a review of curated arrangement agreements entered into during each prior quarter. In all transactions described in the report, the target of the acquisition is a reporting issuer in Canada and is listed on either the Toronto Stock Exchange (TSX) or the TSX Venture Exchange (TSXV).

All summaries included in the report contain links to the underlying arrangement agreement and related documents as filed on SEDAR.



TRANSACTIONS INCLUDED IN THIS ISSUE OF THE LEXISNEXIS PUBLIC M&A QUARTERLY REPORT

The following agreements, filed during the first quarter of 2017, have been included in this report:

- Arrangement Agreement, dated February 1, 2017, between JDL Gold Corp. and Luna Gold Corp.
- Arrangement Agreement, dated February 13, 2017, between Lexam VG Gold Inc. and McEwan Mining Inc.
- Arrangement Agreement, dated February 13, 2017, among Wausau Financial Systems, Inc., 10087220 Canada Corp. and RDM Corporation.
- Arrangement Agreement, dated March 2, 2017, between Anaconda Mining Inc. and Orex Exploration Inc.
- Arrangement Agreement, dated March 8, 2017, between Western Energy Services Corp. and Savanna Energy Services Corp., as amended by amending agreement dated March 14, 2017.
- Arrangement Agreement, dated March 13, 2017, among Tahoe Topco Ltd., Tahoe Canada Bidco, Inc., DH Corporation and Misys Limited, as amended by amending agreement dated April 3, 2017.
- Arrangement Agreement, dated March 21, 2017, between Trican Well Service Ltd. and Canyon Services Group Inc.
- Arrangement Agreement, dated March 24, 2017, among Hytera Communications Co., Ltd., Hytera Project Corp. and Norsat International Inc., as amended by an amending agreement dated May 30, 2017.
- Arrangement Agreement, dated March 28, 2017, between Goldcorp Inc. and Exeter Resource Corporation.



HELLEN SIWANOWICZ

Hellen spent over 25 years practicing business law with McMillan LLP and its predecessor, Lang Michener LLP, with an emphasis on securities law. She has significant experience and expertise in advising public companies on corporate finance, mergers and acquisitions and corporate governance matters. In addition to advising public company clients, Hellen has also represented investment dealers in both public and private financings. Hellen was recently recognized in The Best Lawyers in Canada 2017 for Mining Law.

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