



David J. Wilson

David J. Wilson is a Partner of Beard Winter LLP and a member of its corporate commercial and finance group. Mr. Wilson counsels clients in a variety of corporate law matters.

Mr. Wilson has a broad-based corporate commercial practice in which he acts for a wide variety of businesses, advising them on mergers and acquisitions, debt and equity financing, securities, corporate governance, risk management, commercial contracts, financial, employment and other matters. Business sectors include construction, land development, hotel and hospitality, retirement residences and communities, mining, transport and manufacturing.

In regards to commercial finance, Mr. Wilson has broad experience in structuring, negotiating and documenting commercial loan transactions, including senior and mezzanine financings, asset-based and cash flow credit facilities, acquisition financing, cross-border transactions and commercial real estate transactions. Mr. Wilson also acts as local Canadian counsel for various United States and other foreign lenders and their counsel.

Mr. Wilson is both a Province of Ontario lawyer and New York State qualified attorney.

Selection of Representative Transactions

- ▶ Represented multinational transportation and heavy lift conglomerate in purchase of substantially all of the assets of a large crane service provider in Southwestern and Central Ontario. \$30M asset purchase transaction.
- ▶ Represented major European wind turbine maintenance and installation business in purchase of all shares in the capital stock of a wind turbine installation and maintenance company based in Ontario. \$15M transaction.
- ▶ Represented major European leisure and hospitality company in development of hotel and condominium project in Toronto. \$130M transaction.

Contact

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Call to Bar

2000 (Ont.) / 2003 (N.Y.)

Education

LL.B., 1998

Queen's University

B.A., 1994

University of Toronto

Practice Areas

- ▶ Debt and Equity Financings
- ▶ Employment Law
- ▶ Construction Litigation
- ▶ Business Acquisitions and Dispositions

Associations

- ▶ Canadian Bar Association
- ▶ Ontario Bar Association
- ▶ Canadian Tax Foundation
- ▶ New York State Bar Association
- ▶ Appellate Division of the Supreme Court of New York State



David J. Wilson (cont.)

- ▶ Represented Hong Kong public company in purchase and development of retirement residence in Ontario. Also represented client in financing transaction to develop construction of project.
- ▶ Represented shareholders in sale of large electrical utility and metering company in Ontario to private equity interests. \$20M transaction.
- ▶ Represented medical services company in asset sale to major U.S. medical services company. \$25M transaction.
- ▶ Represented major transportation and crane company in purchase and sale of assets from large equipment operator. \$15M transaction.
- ▶ Represented retirement home operator in sale of assets to major North American retirement home and elder care provider. \$35M transaction.
- ▶ Acted in the capacity of lead Canadian counsel for Cayman Island corporate lender in the provision of general finance in the amount of \$7M to TSX Venture mining company. Loan agreement structured to comply with non-resident interest withholding provisions under the Income Tax Act (Canada). Multi-national transaction involving parties located in Canada, Cayman Islands, Bermuda and Mexico. Secured by floating charge over assets of Canadian borrower (parent company) and Mexico subsidiary companies with share pledge agreements and corporate guarantees.
- ▶ Advised manufacturer of HVAC components based in Ontario in sale of business. Owners included Canadian resident discretionary family trusts. \$30M transaction
- ▶ Represented multi national media and printing business in purchase of all shares in the capital stock of a visual arts and branding and printing house based in Ontario. Multimillion dollar transaction. \$15M transaction.
- ▶ Represented Norwegian public company in purchase of major Canadian financial factoring business. \$20M transaction.
- ▶ Represented TSX Venture corporation in technology space as Province of Ontario counsel in \$15M share acquisition of market competitor and related concurrent financing transaction.



David J. Wilson (cont.)

- ▶ Acted in the capacity of Canadian counsel for Harris N.A. and BMO Capital Markets in the provision of project finance in the aggregate amount of US\$300M to a diversified manufacturing company in the industry segments of general consumer and commercial products.
- ▶ Acted in the capacity of Canadian counsel for Bank of America N.A. (as "Agent") in the provision of project finance in the aggregate amount of US\$136M to a diversified manufacturing company in the industry segments of general consumer and commercial products.
- ▶ Represented Ontario chemical manufacturer in asset purchase from court appointed receiver. Pre-vesting order operating agreement entered prior to vesting order obtained for sale of assets. \$7M transaction.
- ▶ Represented major U.S. oil services company in purchase and sale of assets of Canadian oil services company. \$20M transaction.
- ▶ Represented principals in sale of shares of Toronto-based international architecture, research and graphics design firm specializing in retail, leisure and mixed-use developments and interiors with offices in Toronto, London, U.K., Dallas, Texas and Hong Kong. \$15M transaction.
- ▶ Advised and represented an insurance broker in connection with its sale to an international insurance brokerage and consultancy. \$2M transaction.
- ▶ Advised and represented a marketing communications agency specializing in biotechnology presentation to a leading international biotechnology marketing company. \$85M transaction.
- ▶ Represented artificial intelligence software company in connection with its sale to a multi-national cloud data management company. \$60M transaction.
- ▶ Advised and represented a marketing cloud company in its purchase of competitors in Sweden and Australia. \$5M transaction and \$20M transaction, respectively.
- ▶ Advised and represented a glass engineering company in the sale of its business. \$3M transaction.