

Valerie C. Mann

Valerie carries on a transactional (mergers and acquisitions / corporate finance) and advisory practice. She is also the Chair of the firm's Technology and Competition Law groups and Co-Chair of the firm's Mergers and Acquisitions practice group. After obtaining an honours bachelor of commerce degree, Valerie worked in marketing management with a large US based consumer packaged goods company, prior to obtaining her law degree.

She has been involved in transactions for private and public companies including mergers and acquisitions, financings and corporate reorganizations as well as licensing, strategic alliances and joint ventures.

Valerie's practice includes acting for entrepreneurs and early-stage companies through to public companies as well as for those who finance technology ventures including venture capital companies. Clients in the technology sector include hardware manufacturers, software developers, e-commerce companies, new media ventures and biotechnology companies as well as venture capital companies.

As part of her mergers and acquisitions practice Valerie has significant expertise in competition law matters, particularly with respect to pre-merger requirements, including negotiations and agreements with regulatory authorities.

Recognition And Ranking

- *Practical Law Company Which Lawyer*: recommended for corporate law and mergers & acquisitions
- *Best Lawyers in Canada*: recognized for technology law
- Named by the Women's Executive Network as one of *Canada's Most Powerful Women: Top 100™*

Professional Activities

- Association for Corporate Growth, Director
- CanWIT, BC Chapter, Director - Finance
- Canadian IT Law Association, Director (2004-2008) and Co-Chair Private Equity Sub-Committee
- Vancouver Board of Trade, Member – Economic Development Committee
- B.C. Law Society's Bar Admission Program, regular guest lecturer on corporate and commercial law
- Wired Woman Society, Director and Secretary
- Institute of Corporate Directors, Member
- Clean Energy and Technology Blog, Contributor

Bar Admissions

- British Columbia (1992)



Valerie C. Mann

Partner

Vancouver

P: 604.631.9173

F: 604.641.2811

E: vcmann@lawsonlundell.com

Amanda Jamieson

Legal Assistant

604.408.5447

Practices

- Commercial Law
- Competition
- Mergers and Acquisitions
- Public Private Partnerships and Infrastructure
- Financial Recovery
- Private Equity and Venture Capital

Valerie C. Mann (Cont.)

Education

- Queen's University (B.Comm (Hons)., 1986)
- Osgoode Hall Law School (J.D., 1991)
- Registered Trade Mark Agent (1996)

Experience

In addition to acting as counsel to clients engaged in the technology, manufacturing, forestry, and financial management industries, Valerie's recent experience includes advising:

- Ballast Nedam N.V., a publicly traded Dutch infrastructure and construction company in its sale of Kicking Horse Mountain Resort to Resorts of the Canadian Rockies Inc.
- Management, in a buy-out of a collection services business backed by a BC based private equity firm
- Temenos Group AP in its acquisition of Primisyn, a business intelligence software company
- Institutional investors in a joint takeover of a publicly traded timberlands company
- Dialogic Corporation in its acquisition of Veraz Networks, Inc.
- Taleo Corporation in its acquisition of Cytiva Software Inc.
- An institutional investor in a \$100 million private placement in a forestry company
- An alternative energy company in its financing and acquisition activities
- A US based public clean energy company in a strategic acquisition in Western Canada
- A resort company in its financing activities in Canada and the United States and its operational activities in Canada
- A private equity fund in acquisitions of manufacturing businesses in Western Canada
- A large publicly traded European construction company in its BC-based activities in the resort industry
- A food products manufacturer and brand company in its strategic acquisitions in North America and internationally
- Institutional investors in a \$1.0 billion forestry acquisition
- A newsprint and directory company in its acquisition of a recycled paper facility
- A pension fund in a series of acquisitions in the hotel industry
- A BC public company in its \$1.2 billion acquisition of a newsprint and directory manufacturing business
- A venture capital fund in the formation of a new \$235 million venture capital fund which invests in technology companies
- Numerous investments by venture capital investors in early-stage technology companies
- A large forestry company in the outsourcing of information systems and other non-core functions

In addition, Valerie's experience includes:

- Private placement financings for non-reporting technology companies
- Numerous licensing agreements on behalf of technology developers and customers of technology
- Corporate and technology law advice including clinical trial agreements and material transfer agreements to a publicly-traded biotechnology company
- Business formation, structuring and early-stage financings for several technology companies involved in wireless applications, software development and new media



- Numerous pre-merger notification applications and other competition advice in respect of transactions in the forestry, mining, manufacturing and real estate sectors

Conferences

Speaking engagements include:

- "General Counsel's role in M&A Transactions", (March 13, 2012)
- "Making Waves in Technology and Law", Circle of Wisdom, (January 26, 2012)
- "The Annotated Purchase and Sale Agreement - Essential Clauses for Acquisitions" and "M&A Trend Watch Panel", (September 20-21, 2011)
- "The General Counsel and Corporate Acquisitions", (April 13-14, 2011)
- "Investment Canada Act Under Examination - A Review of Recent Events", (December 6, 2010)
- Association of Corporate Growth (ACG) Dealmaker of the Year Awards, (December 1, 2010)
- "The Annotated Purchase and Sale Agreement - Essential Clauses for Asset, Stock and Merger Deals", (September 27-28, 2010)
- 10th Annual Negotiating & Drafting Major Business Agreements Conference, (November 2-3, 2009)
- "Looking Out for Your Own: Tips for Directors and Officers in Tough Economic Times", (May 20, 2009)
- 3rd Edition Negotiating and Drafting Major Business Agreements, (March 2-3, 2009)
- Canadian Financing Forum, (2008 and 2009)
- 2007 IT Can Annual Conference on Technology Law in Canada
- "Buying and Selling a Business"

News / Publications

- Team of Lawson Lundell lawyers recognized in Lexpert Magazine's Big Deals for their role in the Keyera acquisition of Alberta EnviroFuels, (May 11, 2012)
- Valerie Mann named one of Canada's Most Powerful Women: Top 100™ by Women's Executive Network, (December 5, 2011)
- "Reverse Break Fees - Breaking up is hard (and expensive) to do", (November 22, 2011), Author
- The Launch of the .xxx Top Level Domain Name - Protecting Your Brand's Reputation, (September 6, 2011), Co-author
- Valerie Mann interviewed by Business in Vancouver, (April 19, 2011), Interview
- Canada Takes on Spam, Spam, Spam, Spam, Spam Fighting Internet and Wireless Spam Act, (February 9, 2011)
- Competition Update: Waste Not, Want Not... Canadian Competition Bureau Challenges Merger, (January 28, 2011)
- Is There a Chill in the Air? Recent Decisions under the Investment Canada Act (Canada), (December 6, 2010)
- Is Canada Open for Business?, (November 16, 2010)
- New Conspiracy / Cartel Law in Effect, (March 29, 2010)
- Lawson Lundell represents BC Hydro in the \$825 million purchase of a 1/3 interest in the 493 megawatt Waneta Dam from Teck Metals Ltd., (March 22, 2010)
- Federal Budget 2010 Taxation Measures of Interest to Technology Companies, Private Equity and Venture Capital, (March 17, 2010)



Valerie C. Mann (Cont.)

- International Financial Reporting Standards (IFRS) Transition Disclosure Update, (February 25, 2010)
- Purchase and Sale Agreements, (November 5, 2009)
- Getting The Deal Through, (September 11, 2009)
- Practical Tips for Tough Economic Times, (May 20, 2009)
- Purchase and Sale Agreements, (March 21, 2009)
- "Electronic Signatures Law, 2nd Edition," Co-author of chapter on Canadian Law (2007)", Co-author
- Acquisition Agreements (Federated Press, 2007)
- Venture Capital Investment Terms - Comments to the NVCA Term Sheet, (October 27, 2005)
- Maintenance and Support Agreements: "By the Way - Sign Here", (May 7, 2002)
- Venture Capital Financing: The Canadian Perspective, (March 10, 2001)

© 2012 Lawson Lundell LLP. All rights reserved. Lawson Lundell LLP is a British Columbia Limited Liability Partnership.

