

## Competition & Foreign Investment Review

Whether you are looking to clear a major merger, or defend against cartels and other disputes and investigations, you need a legal partner that can guide you through the complex and high-risk issues you face both locally and globally.

We offer a Canadian focus with a global perspective. With more than 10 full-time competition/antitrust professionals, our national practice has the strength to handle our clients' most significant needs through the firm's offices.

We are ranked in the *Global Competition Review GCR 100* as one of Canada's leading practices, and its members are routinely cited for excellence in major domestic and international peer and industry surveys such as *Chambers Global*, *Who's Who Legal*, *Lexpert* and others.

Our expertise and experience includes:

- cartel investigations and litigation
- competition related litigation
- merger clearance
- foreign investment advice and reviews under the Investment Canada Act
- distribution, pricing and marketing and advertising

Our lawyers are involved in the domestic and international competition/antitrust policy communities, including leadership positions in the International Bar Association, Canadian Bar Association Competition Law Section, American Bar Association Section of Antitrust Law, the International Competition Network and Canadian Chamber of Commerce.

We have built strong relationships with leading clients and counsel in East Asia — notably, in South Korea and Japan, where our lawyers enjoy strong reputations for client service and quality.

### **Cartel investigations and competition related litigation**

We have provided effective representation and counsel to clients in major international and domestic cartel cases, including LIBOR, air cargo, automotive components, marine shipping, electronic components, retail gas, government contracting, LED traffic lights and polyurethane foam.

Our involvement in matters of significant complexity means that we are familiar with the challenges that are unique to such cases, including multijurisdictional investigations and leniency applications. We are also among the very few Canadian counsel with experience in litigated cartel cases. Our team includes former federal prosecutors with the Canadian Department of Justice, who provide further support to clients in cartel cases.

We also provide comprehensive national defence of competition class actions, many of which follow cartel investigations in Canada or elsewhere. Significant matters include Canada-wide representation of clients in the Canadian air cargo, air passenger, optical disk drives, lithium batteries, smart card chips, automotive components, polyurethane foam, sheet metal and other cases. Our ability to defend clients in these cases is reinforced by the firm's bench strength in class action work in its offices in Ontario, Québec, British Columbia and Alberta.

BLG routinely represents clients in litigation before the Competition Tribunal in abuse of dominance and merger cases, as well as private damages claims. We routinely assist domestic and foreign clients in responding to Competition Bureau inquiries, including section 11 orders, search warrants and other aspects of the agency's investigative process.

### **Merger review**

We have successfully cleared some of Canada's largest and most complex transactions. Our group assists clients in merger notifications, supplementary information requests (SIRs), negotiations of consent agreements with the Canadian Competition Bureau and, where necessary, litigation before the Competition Tribunal. Our industry experience is comprehensive, and includes mergers in the retail, technology, oil & gas, mining, financial services and transportation sectors. Much of our work is multijurisdictional and we routinely work with some of the world's leading competition law practices in securing Canadian clearance of global transactions.

### **Foreign investment review**

Foreign investment review has become a critical consideration in transactions that involve sensitive sectors, state owned/sovereign foreign investors or which are otherwise high profile. Our lawyers have had experience in navigating the Investment Canada review process in some of the most high profile and precedent setting foreign investments of recent times, including acquisitions made by foreign state owned investors. We also have high level experience in providing strategic representation and counsel with respect to related federal policies and legislation in certain sectors such as telecommunications and cultural businesses.

### **Distribution, pricing and marketing and advertising**

We advise clients on distribution, pricing, and consumer protection matters. Much of our work has been in the retail area, where we act for some of Canada's leading retailers. We also provide marketing and advertising law representation in collaboration with our national advertising, marketing and sponsorship law practice.

## **Experience - Cartels, class actions and competitive litigation (recent and ongoing)**

- Deutsche Bank AG in the Canadian aspects of the global LIBOR investigation
- A major global airline in the Canadian aspects of the global air cargo investigation
- Several major Japanese automotive components manufacturers in the Canadian aspects of the global automotive components investigation and class proceedings

- Reliance Comfort Limited Partnership in Competition Tribunal proceedings brought by the Commissioner of Competition under the abuse of dominance provisions
- Samsung Electronics Canada in Canadian class proceedings relating to lithium ion batteries
- Samsung Electronics Canada in Canadian class proceedings relating to smart card chips
- Samsung Electronics Company, Ltd. in various competition matters
- Samsung SDI in connection with the Canadian aspects of the cathode ray tube litigation.
- A major Canadian retailer in a Competition Bureau investigation into certain pricing and distribution practices
- Hitachi LG Data Systems in Canadian class proceedings relating to optical disk drives
- A major global airline in Canadian class proceedings relating to air passenger surcharges
- BMW Canada in Canadian class proceedings relating to automotive importation
- Club Coffee LP in a dispute with Keurig Green Mountain concerning alleged anti-competitive conduct with respect to single-serve coffee pod products
- eBay Canada Limited and Marktplaats BV in private Competition Tribunal proceedings under the refusal to deal provision
- KEMET Corporation and KEMET Electronics in Canadian class proceedings relating to electrolytic and film capacitors

## Experience - Mergers (recent)

- Loblaws in its \$12.4 billion acquisition of Shoppers Drug Mart corporation (retail)
- Health Care REIT in its \$2.3 billion acquisition of HealthLease Properties REIT (health care)
- Balfour Beatty plc in the Canadian aspects of its \$1.24 billion sale of Parsons Brinkerhoff to WSP Global (professional services)
- Idemitsu Kosan Co., Ltd. in its participation in the \$880 million acquisition by AltaGas Idemitsu Joint Venture Limited Partnership of Petrogas (oil & gas)
- Northern Property Real Estate Investment Trust in its acquisition of all of the assets and properties of True North Apartment REIT (real estate).
- Globalive Capital in its acquisition of WIND Mobile (communications)
- TransForce Inc. in its acquisition of Vitran Corporation Inc. (transportation)
- Polynt Group/PCCR USA in its acquisition of CCP Composites (industrial).
- Securian Financial Group in its \$142 million acquisition of the Affinity business of ivari (insurance)
- Hollyfrontier Corporation in its C\$ 1.123 billion acquisition of Suncor Energy's Petro-Canada Lubricants business (energy)
- VCA Inc. in its US\$9.1 billion acquisition by Mars, Incorporated (veterinary)
- Stone Canyon Industries, LLC in its US\$2.4 billion acquisition of BWAY Corp. from Platinum Equity (containers)
- Stone Canyon Industries, LLC in its US\$2.3 billion acquisition of Mauser Group N.V. (packaging products)
- Cabela's Inc. in its US\$4.5 billion acquisition of Bass Pro Group (retail)
- Husky Energy in its combination of its truck transport fuel network with Imperial Oil Limited (energy)

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## **BLG | Canada's Law Firm**

As the largest, truly full-service Canadian law firm, Borden Ladner Gervais LLP (BLG) delivers practical legal advice for domestic and international clients across more practices and industries than any Canadian firm. With over 725 lawyers, intellectual property agents and other professionals, BLG serves the legal needs of businesses and institutions across Canada and beyond – from M&A and capital markets, to disputes, financing, and trademark & patent registration.

[blg.com](http://blg.com)

### **BLG Offices**

#### **Calgary**

Centennial Place, East Tower  
520 3rd Avenue S.W.  
Calgary, AB, Canada  
T2P 0R3

T 403.232.9500  
F 403.266.1395

#### **Ottawa**

World Exchange Plaza  
100 Queen Street  
Ottawa, ON, Canada  
K1P 1J9

T 613.237.5160  
F 613.230.8842

#### **Vancouver**

1200 Waterfront Centre  
200 Burrard Street  
Vancouver, BC, Canada  
V7X 1T2

T 604.687.5744  
F 604.687.1415

#### **Montréal**

1000 De La Gauchetière Street West  
Suite 900  
Montréal, QC, Canada  
H3B 5H4

T 514.954.2555  
F 514.879.9015

#### **Toronto**

Bay Adelaide Centre, East Tower  
22 Adelaide Street West  
Toronto, ON, Canada  
M5H 4E3

T 416.367.6000  
F 416.367.6749

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