



## Anthony Milazzo

### Partner

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Anthony is an experienced business transactions lawyer and a trusted legal advisor to his clients.

Anthony focuses on domestic and cross-border:

- private mergers, acquisitions and divestitures
- private equity and venture capital investments
- strategic alliances
- corporate reorganizations
- financings

He provides buy-side and sell-side transactional as well as corporate and commercial advice to domestic and foreign clients, and has represented emerging companies as well as market leaders in a wide array of industries, including:

- technology
- manufacturing
- financial services
- food processing
- hospitality
- insurance
- energy

- health care
- retail

Anthony has extensive experience advising companies, their boards of directors and shareholders with corporate governance matters.

He is thoroughly familiar with the business and legal challenges regularly faced by emerging and established technology companies.

## Experience

- Giampaolo Group in the formation of a US\$700 million North American joint venture with Rio Tinto for the production and sale of marketable aluminum products with at least 33% recycled content.
- Canadian Premier Life Insurance Company in its acquisition of the sponsored markets business from Sun Life Assurance Company of Canada, involving the transfer of over 100 plan sponsors and roughly 1.5 million insured clients and plan members/customers from Sun Life to Canadian Premier, as well as in its acquisition of Gerber Life Insurance Company's Canadian insurance business from U.S.-based Western & Southern Financial Group.
- Stellantis N.V. in the sale of Vari-Form Manufacturing Inc. to a newly formed subsidiary of Flex N Gate located in Ontario.
- Kratos Defense & Security Solutions, Inc. (NASDAQ: KTOS), a leading National Security Solutions provider, in its US\$35 million acquisition of satellite antenna manufacturer ASC Signal from CPI, as well as in various other commercial matters and transactions.
- Fiat Chrysler Automobiles N.V. and its Canadian affiliate Vari-Form Manufacturing Inc. in connection with the CCAA court approved acquisition of the structural automotive hydroforming business and assets of Vari-Form Inc.
- Canada Colors and Chemicals (Group) in connection with the sale of its Canadian chemicals distribution business to Brenntag Canada Inc.
- ASICS Canada Corporation in various corporate and commercial matters.
- Tender Choice Foods Inc. in the sale of its secondary meat processing business to Blue Goose Pure Foods Ltd.
- Genoa Healthcare LLC in its acquisition of substantially all of the assets of Prodigy Data Systems, Inc.
- Concentra Financial Services Association in its joint acquisition with Financeit Canada Inc. of TD Bank's indirect home improvement financing business including assets valued at \$339 million.
- Co-operators Financial Services Limited in its purchase of a majority interest in The Edge Benefits Inc., a seller and administrator of group and individual life, disability, critical illness, travel and accident insurance.
- Fluidigm Corporation in its cross-border acquisition of DVS Sciences Inc., a biotechnology company with operations in California, Ontario and the U.K.
- An affiliate of Kohlberg Kravis Roberts & Co. L.P. in the Canadian aspects of its purchase of the Capsugel business of Pfizer Inc.
- CSRI, as principal shareholder, in the merger of CSR (parent of XM Canada) and Sirius Canada.
- Oliver & Bonacini in its joint venture with Compass Group Canada for the provision of fine dining and retail food services to Hudson's Bay.
- Bump Technologies in its sale to Google International.
- Kensington Capital Partners in various investments by its managed funds in other leading private equity funds.
- Scotiabank in the outsourcing of certain ABM managed services.
- A major Canadian bank in its sale of its ownership of a mortgage origination and servicing company.

- Arcelor in its acquisition of Dofasco.
- A U.S. manufacturer of flexible packaging and specialty films in its acquisition of several Canadian and U.S. businesses pursuant to a cross-border stalking-horse bid procedure.

## Insights & Events

- Author, "PLC's 2018 International Acquisitions Practice Guidelines," Canadian Chapter – Share Acquisitions, Practical Law Company (since 2010)
- Author, Share Acquisition Documents, Practical Law's Private Acquisitions Multi-Jurisdictional Guide – Country Commentary – Canada, Thomson Reuters 2014
- Author, "Material Adverse Change Provisions in Acquisition Agreements, paper delivered to the Judicial", BLG Article, January 1999
- Author, "'M&A Due Diligence,' Counsel to Counsel Magazine", BLG Article, January 1999
- Author, "COVID-19: Raising capital in the current Canadian private market", BLG Article, March 2020
- Author, "Regulating Fintech in Canada", BLG Article, October 2016
- Canadian Private Target Mergers And Acquisitions Deal Points Study
- Issue Leader and Co-Presenter, "Canadian Private Target Mergers & Acquisitions Deal Points Study," Mergers & Acquisitions Market Trends Subcommittee of the M&A Committee of the American Bar Association, 2012, 2010 and 2008 editions
- Co-author, "Material Adverse Change Provisions in Acquisition Agreements," paper delivered to the Judicial Interpretations Working Group of the Committee of Mergers & Acquisitions, Business Law Section, American Bar Association (ABA), August 2011
- Co-presenter, "Don't Fall at the First Cross-Border Hurdle – Preliminary Agreements in Cross-Border M&A," Annual Meeting of the Business Law Section, International M&A Subcommittee, August 2009
- Author, "Commission overrules Toronto Stock Exchange in HudBay," The Lawyers Weekly, July 2009
- Co-presenter, "What are Today's Trends in Hotly Negotiated Deal Points?" Canadian Institute Securities SuperConference, January 2009
- Don't Fall at the First Cross-Border Hurdle: Preliminary Agreements in Cross-Border
- What Are Today's Trend In Hotly Negotiated Deal Points
- Co-author, "M&A Due Diligence," Counsel to Counsel Magazine, January 2007
- Author, "Risk Management in Outsourcing Transactions," paper delivered at a workshop, Legal Strategies In Outsourcing Conference, Federated Press, February 2004. Also served as chair of this conference
- Co-Author, case comment on The Role of Fairness Opinions in Plans of Arrangement.

## Beyond Our Walls

### Professional Involvement

- Member, Canadian Bar Association
- Member, Ontario Bar Association
- Member, Mergers and Acquisitions Committee; Participant, Judicial Interpretations, Market Trends, International M&A and Private Equity M&A Working Groups
- Member, American Bar Association

## Awards & Recognitions

- Recognized in the 2024 edition (and since 2011) of *The Canadian Legal Lexpert® Directory* (Corporate Commercial Law; Corporate Mid-Market), in the 2024 edition (Private Equity) and in the 2023 edition (and since 2011) (Mergers & Acquisitions).
- Recognized in the 2023 edition (and since 2022) of *Lexpert Special Edition: Technology & Health Sciences*
- Recognized in the 2023 edition (and since 2022) of *Lexpert Special Edition: Finance and M&A*
- Recognized in the 2020 edition of *Lexpert Special Edition: Energy*
- Recognized in the 2014 edition of the *Lexpert®/American Lawyer Guide to the Leading 500 Lawyers in Canada®* (Corporate Mid-Market).
- Martindale-Hubbell® BV® Distinguished™ 4.1 out of 5 Peer Review Rated.

## Bar Admission & Education

- Ontario, 1997
- LLB, Queen's University, 1995
- BAsC., Mechanical Engineering, University of Toronto, 1989

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