



# THE ANNOTATED Shareholder Agreement 2016

## Biographical Summaries of Presenters

[Presented in alphabetical order]

September 21, 2016



## **Rory Cattanach**

Rory is a partner of Wildeboer Dellelce LLP practising primarily in the areas of securities, corporate finance, corporate/commercial, mergers and acquisitions and technology law. Rory acts for a variety of early stage and mature technology, biotechnology, telecommunications and traditional economy companies (both Canadian and international) and has been involved in numerous public and private financings and secured lending transactions. In addition, Rory has extensive merger and acquisition experience and has participated in several cross-border transactions. Rory has served as a director of a number of private, public and not-for-profit companies and has spoken at conferences on a variety of corporate and commercial law topics. Rory is an adjunct professor at Osgoode Hall Law School having previously taught Commercial Law, Securities Regulation and Corporate Finance. He will be teaching Securities Regulation at Osgoode this academic year.

Prior to joining Wildeboer Dellelce LLP in January, 1996, Rory practised law at Stikeman, Elliott in Toronto. Prior to practising law, Rory was an economist at Dome Petroleum Ltd. in Calgary.

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Jordan Dolgin is Founder & CEO of Markham, Ontario based Dolgin Professional Corp. (DPC). DPC is a dynamic business law firm dedicated to helping entrepreneurs start, finance, grow and sell their businesses. For almost 20 years, Jordan has been assisting clients build better businesses through strong relationship management. His practice focuses on (1) assisting new business formations and early-stage financings, (2) managing corporate growth, (3) completing M&A transactions and, (4) facilitating corporate divorces.

## **David R. Dunlop**

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David Dunlop is a Senior Partner and a member of McMillan's Management Committee. David primarily assists clients in the acquisition and sale of businesses, private equity transactions, corporate finance, corporate governance and outsourcing. He has extensive experience in negotiating transactions and complex commercial arrangements.

David regularly advises clients on all components of corporate/commercial matters. He has acted for many domestic and international clients assisting in corporate establishment, restructuring and operations. He has been seconded twice to act as interim general counsel of a multinational financing corporation.

Prior to attending law school and joining the firm, David was employed for four years with Xerox Canada Inc. and Hallmark Cards. He has extensive field sales and marketing experience in connection with commercial and consumer products and services.

David holds a Bachelor of Commerce in addition to his LLB and was called to the Ontario Bar in 1989.

**STANLEY W. L. FREEDMAN**  
**Aird & Berlis LLP**  
**Toronto, Canada**

Stanley W. L. Freedman is a partner with Aird & Berlis LLP where he practices business law, with an emphasis on mergers and acquisitions, international and domestic trade law, corporate finance, and partnership/shareholder issues. He attended the University of Toronto and Osgoode Hall Law School, where he obtained both his Bachelor of Laws and Master of Laws (focusing on international business transactions, international trade and competition law) and was called to the Bar of Ontario in 1983. He was an instructor and lecturer in the Business Law Section of the Bar Admission Course of The Law Society of Upper Canada, where he was the Corporate Assistant Head of Section for Business Law, and has written for, participated in and chaired various panels and programs for The Law Society of Upper Canada, American Bar Association, Osgoode Hall Law School and other continuing education providers. He has also edited and revised many of the corporate and commercial law chapters in the Business Law Reference Materials, Bar Admission Course, The Law Society of Upper Canada. He is a member of the Canadian Bar Association, American Bar Association and International Bar Association.

**Caterina Galati**  
**Senior Competence Counsel, Law Society of Upper Canada**

Ms. Galati joined the Law Society of Upper Canada in 2000 and prior to joining the Law Society practised law in Toronto from 1983 to 2000. She is involved in a number of policy and law practice management projects at the Law Society. She has participated in the Ministry of Government Services Real Estate Fraud Committee, the LSUC/OBA Joint Committee on Electronic Registration of Title Documents and the Solicitor Group developing competencies for the Law Society's Licensing Process. She is a frequent presenter on ethical and law practice management topics at continuing legal education programs. She received her Honours B.A. from the University of Toronto in 1978 and her LL.B. from Osgoode Hall Law School in 1981. Ms. Galati was called to the Bar in 1983.



## Samantha Horn

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### Law Practice

Samantha Horn is a partner in the Toronto office of Stikeman Elliott and practices corporate and commercial law. Her practice is primarily in the areas of mergers and acquisitions and private equity and venture capital financing, including investments and buy-outs, as well as fund formation activities. Ms. Horn is a member of the Toronto office's Management Committee and formerly served as co-head of the Mergers & Acquisitions (M&A) and Private Equity Group.

Ms. Horn has received the Women's Executive Network's Canada's Most Powerful Women: Top 100 Award in the "KPMG Professionals" category in both 2014 and 2015, which recognizes women who play a leadership role within their organization. Her efforts toward the promotion of the advancement of women in law have contributed to the firm receiving the *Profiles in Diversity Journal's* Award of Excellence. Ms. Horn has been recognized by the 2016 *Lexpert/American Lawyer Guide to the Leading 500 Lawyers in Canada* for Corporate Mid-Market, *The Canadian Legal Lexpert Directory 2015*, as a leading practitioner in the Corporate Mid-Market, Corporate Commercial, Mergers & Acquisitions and Private Equity sectors, *Lexpert's Special Edition on Canada's Leading Lawyers in Global Mining*, December 2015, the 2015 *Who's Who Legal: Canada*, the 2015 *International Who's Who of Private Funds Lawyers*, *Expert Guides: Banking, Finance and Transactional 2015*, and *The Best Lawyers in Canada 2016* for Private Funds Law and Leveraged Buyouts and Private Equity Law. She is also Martindale-Hubbell Distinguished<sup>SM</sup> Peer Review Rated.

### Professional Activities

Ms. Horn is a fellow of the American Bar Foundation and is a past chair of the Private Equity and Venture Capital Committee of the American Bar Association's Business Law Section. She served on the Council of the ABA's Business Law Section from 2010 to 2013. She is a founding and executive member of the Canadian Women in Private Equity committee of the CVCA and a member of the Women in Capital Markets and Women's Association of Venture and Equity, a U.S. organization, along with various other associations.

During the time she was an associate at Stikeman Elliott, Ms. Horn was seconded for a short period of time to Working Ventures Canadian Fund Inc., a labour-sponsored venture capital fund, as an investment analyst.

### Publications & Speaking Engagements

Ms. Horn has participated as a speaker in various seminar programs and ABA meetings with respect to private equity and venture capital financing and fund formation. She was a panellist at the Osgoode M&A Skills Boot Camp in April 2015 and was chair, moderator and speaker at the LSUC conference "The Annotated Shareholders Agreement" at the Law Society on September 22, 2014, for which there were almost 500 registrants, which conference will be rerun in September, 2016.

Ms. Horn has written various articles on issues of interest to private equity and venture capital firms in both Canada and the US.

### Education

Queen's University (LL.B. 1991, economics 1986-1988).

### Bar Admission

Ontario, 1993.