Team Canada
Share our experience in maximizing the returns of your investment in SCG Legal

- The Team Canada law firms work in close cooperation:
  - to provide quality legal services despite the multiple jurisdictions part of the Canadian legal environment
  - to develop new business that would be beneficial to many of, if not all, the Canadian firms
One stop shopping wherever your client needs legal advice in Canada

- We offer a **one stop service**, generally in the Province or territory where the major part of the business of your client is located.

- We make sure that **one** of the partners of one of our firms is the **main contact** with your client and oversees the timely execution of any mandate by using our resources in every jurisdiction where legal services are needed.
How do we keep contact and manage Team Canada

1) Monthly conference calls with a specific agenda and minutes

2) Face to face meetings generally over one weekend, in different major cities throughout Canada
How do we keep contact and manage Team Canada

3) Extensive use of e-mails between the different law firms

4) Country-wide network of paralegals

5) Commitment to make the necessary efforts within our respective firms so the other SCG Legal firms will be used for referrals, despite the relationships that may already exist between our firms’ partners and other firms
Competitive advantage over the so called national firms within Canada

1) Full coverage of the country

2) Our firms are in tune with the provincial and local realities specific to our respective jurisdictions

3) The guarantee that your clients will never be over lawyered, hence a better control on costs
Hunting as a pack, some success stories:

- Telus Corporation
- Canadian Tire
- Allied Waste Systems
- P.P.P.
- Pan Am Games
- Dollarama
- Coach USA / Megabus
- Support of David Poisson’s initiative for the development of business
Language abilities of our firms in Canada

- English
- French
- Spanish
- Greek
- Italian
- Chinese (Mandarin)
- Chinese (Cantonese)
- Ukrainian
- Portuguese
- Dutch
- Polish
- German
- Hebrew
- Arabic
- Hindi
- Japanese
- Russian
- Punjabi
- Korean
- Tagalog
• We are based in Vancouver, the largest city on the west coast of Canada.
• Our clients are prominent leaders in the dynamic and robust economy in Western Canada.
• We have developed nationally recognized practices in many key industries such as:
  ● Energy
  ● Forestry
  ● Infrastructure projects
  ● Maritime
  ● Mining
  ● Transportation
British Columbia’s Economy

British Columbia is primarily resource based

- Mining and mineral exploration
- Energy (mainly Natural Gas and Coal)
- Clean Energy/Renewable Energy/Bio-Energy
- Forestry (lumber, pulp, paper and wood pellets)
- Supporting Infrastructure
British Columbia’s Opportunities

- Resource industries
- Project + Infrastructure Development
- First Nations
- Transportation (rail, air, and maritime)
- Immigration + Wealth Preservation
# British Columbia’s Exports

## United States

<table>
<thead>
<tr>
<th>Product</th>
<th>Value</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lumber</td>
<td>$2.6 billion</td>
<td>16%</td>
</tr>
<tr>
<td>Coal</td>
<td>$2.2 billion</td>
<td>15%</td>
</tr>
<tr>
<td>Pulp and Sulphates</td>
<td>$1.3 billion</td>
<td>8%</td>
</tr>
<tr>
<td>Copper</td>
<td>$1.0 billion</td>
<td>7%</td>
</tr>
<tr>
<td>Raw Logs</td>
<td>$54 million</td>
<td>2%</td>
</tr>
</tbody>
</table>

## China

<table>
<thead>
<tr>
<th>Product</th>
<th>Value</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lumber</td>
<td>$1.4 billion</td>
<td>21%</td>
</tr>
<tr>
<td>Pulp and Sulphates</td>
<td>$1.4 billion</td>
<td>21%</td>
</tr>
<tr>
<td>Coal</td>
<td>$1.3 billion</td>
<td>19%</td>
</tr>
<tr>
<td>Copper</td>
<td>$822 million</td>
<td>12%</td>
</tr>
<tr>
<td>Raw Logs</td>
<td>$428 million</td>
<td>6%</td>
</tr>
</tbody>
</table>

## Japan

<table>
<thead>
<tr>
<th>Product</th>
<th>Value</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Coal</td>
<td>$1.3 billion</td>
<td>31%</td>
</tr>
<tr>
<td>Copper</td>
<td>$923 million</td>
<td>23%</td>
</tr>
<tr>
<td>Lumber</td>
<td>$828 million</td>
<td>20%</td>
</tr>
<tr>
<td>Raw Logs</td>
<td>$194 million</td>
<td>5%</td>
</tr>
<tr>
<td>Pulp and Sulphates</td>
<td>$156 billion</td>
<td>4%</td>
</tr>
</tbody>
</table>

## South Korea

<table>
<thead>
<tr>
<th>Product</th>
<th>Value</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Coal</td>
<td>$984 million</td>
<td>54%</td>
</tr>
<tr>
<td>Copper</td>
<td>$183 million</td>
<td>10%</td>
</tr>
<tr>
<td>Aluminum</td>
<td>$140 million</td>
<td>8%</td>
</tr>
<tr>
<td>Raw Logs</td>
<td>$115 million</td>
<td>6%</td>
</tr>
<tr>
<td>Pulp and Sulphates</td>
<td>$62 million</td>
<td>3%</td>
</tr>
</tbody>
</table>
About Field Law

• 120+ Lawyers
• 2015: 100 years
• Offices
  – Edmonton, AB
  – Calgary, AB
  – Yellowknife, NWT
  – Nunavut presence
  – Yukon presence

Dan Carroll, QC LLM
Edmonton Managing Partner
dcarroll@fieldlaw.com
780-423-7614
At a Glance

<table>
<thead>
<tr>
<th></th>
<th>ALBERTA</th>
<th>TEXAS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Area (sq. mi)</td>
<td>255,200</td>
<td>268,581</td>
</tr>
<tr>
<td>Population (2013)</td>
<td>4 Million</td>
<td>26.4 Million</td>
</tr>
<tr>
<td>Unemployment (2013)</td>
<td>4.5%</td>
<td>6%</td>
</tr>
<tr>
<td>GDP (2012)</td>
<td>$278.8 Billion</td>
<td>$1.4 Trillion</td>
</tr>
</tbody>
</table>
Top Industries in Alberta

• Oil and Gas – upstream and downstream, conventional and unconventional
• Engineering, Construction, Industrial Manufacturing
• Agriculture and Agri-food
How Field Law Can Help

- Business structures
- Asset transfers
- IP: Patents, TMs and technology
- HR: Immigration, OHS
- Products liability & Class actions
- Catastrophic losses
Saskatchewan’s Resources

- Oil & Gas
- Potash
- Wheat & Canola
- Forestry
- Uranium
- Coal
- Gold
- Rare Earth Elements (Thorium)
Saskatchewan Trade

International Economy

3 “F” Commodities: Food, Fuel, Fertilizer

Added Value Industries

Interprovincial Market Initiatives
Kanuka Thuringer’s Mandates & Experience

- Resource & Energy Law
- Commercial Transactions
- Commercial Litigation
- Specialization Areas

kanukathuringer.com
It’s not about us and what we do...

It’s about you and what you want to achieve.
Outstanding in our fields.

Proud to be acknowledged as one of Canadian Lawyer's Top 10 Prairie Law Firms.
Manitoba population 1.2 million
• Winnipeg population 730,000

Diverse economy

Agriculture

Energy: hydroelectricity, oil & gas

Manufacturing: buses, aerospace, agricultural equipment
Churchill, Manitoba, has Canada’s only arctic deep water port and is the polar bear capital of the world.

Manitoba is a popular location for cold weather automotive and airplane testing.

Southwestern Manitoba oil boom - in 2012 our corner of the Williston basin produced 18.46 million barrels of oil.

With its neutral dialect, Manitoba has become increasingly popular location for call centers and telemarketing networks.

Canadian Museum for Human Rights is the first national museum since 1967, and the first national museum to be located outside of Ottawa.
Manitoba limited partnership laws are investor friendly and unique in Canada.

New Federal rules licensing medical marijuana producers – a growing business.

Ownership of mineral rights in Manitoba – 80% in private hands.
TEAM CANADA’S MANITOBA MEMBER

- 65 Lawyers
- 95+ Support Staff
- Recognized as an industry leader with core area expertise in:
  - Corporate & Commercial
  - Intellectual Property
  - Labour & Employment
  - Civil Litigation
  - Taxation

Primary contact:
Norm Snyder
Managing Partner
phone: 204.988.0302
e-mail: nksnyder@tmlawyers.com
ABOUT WEIRFOULDS LLP

• WeirFoulds is one of Canada's oldest and most prestigious law firms
• Our focus is on four broad areas of practice: Litigation, Corporate, Property and Government Law
• We have 88 lawyers and 117 staff members, located in our offices in downtown Toronto, Ontario’s capital city
Consistently ranked among Central Canada’s Top 10 regional law firms, WeirFoulds has a long and distinguished tradition — the firm has been providing solutions for its clients since 1860.
We have one of the premier litigation practices in Canada. Over the course of the 19th, 20th and now the 21st centuries, our lawyers have been privileged to have acted on ground-breaking cases in almost every area of civil litigation.
• We provide comprehensive corporate and commercial legal services to a wide range of clients – from major institutions and public companies requiring sophisticated legal services, to entrepreneurs who wish to start a new business
• We are regarded as having the premier Property practice in Ontario – in one of the most dynamic economies on the continent and home to North America's fifth largest city – Toronto
• Governments and other public bodies face challenges that are different from the challenges faced by private individuals and private corporations. We understand and are sensitive to the high expectations that the community places on the conduct of those who serve the public – both elected legislators and non-elected public servants.
### Ontario Facts – Exports and Imports

<table>
<thead>
<tr>
<th>Exports</th>
<th>Imports</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012 Exports - $343 billion</td>
<td>2012 Imports - $348 billion</td>
</tr>
<tr>
<td>- 78% to US</td>
<td>- 56% from US</td>
</tr>
<tr>
<td>Principal exports</td>
<td>Principal imports</td>
</tr>
<tr>
<td>- Motor vehicles/parts</td>
<td>- Motor vehicles/parts</td>
</tr>
<tr>
<td>- Precious metals and stones</td>
<td>- Mechanical equipment</td>
</tr>
<tr>
<td>- Mechanical equipment</td>
<td>- Electrical machinery</td>
</tr>
<tr>
<td>- Electrical machinery</td>
<td>- Precious metals and stones</td>
</tr>
<tr>
<td>- Plastics</td>
<td>- Pharmaceutical products</td>
</tr>
</tbody>
</table>
With **17 offices** in 9 regions of Quebec, and 340 employees, including more than **170 legal professionals**, Cain Lamarre Casgrain Wells is the law firm with the deepest roots in Quebec and one of the province’s largest.
A UNIQUE LEGAL SYSTEM

- In Canada, governmental and legislative jurisdiction is divided between the federal and provincial governments. Quebec’s jurisdiction includes the power to legislate over property and civil rights, health care, education and intra-provincial trade. The federal jurisdiction includes inter-provincial trade, currency, banks, criminal law, intellectual property, bankruptcy and insolvency and national defence.

- Unlike other provinces, Quebec’s legal system is based on the civil law rather than the common law. Quebec has also adopted the Civil Code of Quebec, which governs property and civil rights.
OUR AREAS OF EXPERTISE

The professionals at Cain Lamarre Casgrain Wells make their knowledge and know-how in every area of legal expertise available to serve the needs of businesses, institutions, and organizations. We cover virtually all areas of the law, from general practice in civil and commercial law to highly specific fields.
- Administrative
- Banking and Finance
- Bankruptcy and Insolvency
- Commercial and Corporate Affairs
- Constitutional
- Construction
- Environment
- Ethics and Discipline
- Expropriations
- Health and Social Services
- Immigration
- Intellectual Property
- International Affairs
- Labor and Employment
- Liability and Insurance
- Litigation
- M&A
- Mediation and Arbitration
- Municipal
- Native Affairs
- Real Estate
- Securities
- Taxation
- Transportation
With **17 offices** in 9 regions of Quebec, and 340 employees, including more than **170 legal professionals**, Cain Lamarre Casgrain Wells is the law firm with the deepest roots in Quebec and one of the province’s largest.
“EXCEEDING EXPECTATIONS”

Based in St. John’s, Newfoundland and Labrador

13 lawyers

One of the largest independent full-service law firms in the province
AREAS OF PRACTICE

- Aboriginal Law
- Insurance Law
- Administrative Law
- Alternate Dispute Resolution
- Arbitration
- Business Law
- Civil Litigation
- Commercial Real Estate
- Construction Law
- Creditor-Debtor Law
- Criminal Law
- Employment & Labour Law
- Health Law
- Immigration Law
- Information Technology
- Insolvency and Restructuring
- Intellectual Properties
- Marine Law
- Mining & Oil & Gas Law
- Personal Injury
- Professional Discipline
- Residential Real Estate
- Transportation Law
- Wills and Estate Planning
- Family Law
- Human Rights Law
“LEADING LAWYERS, WORKING FOR YOU”

Based in Halifax Nova Scotia

18 Lawyers

Wickwire Holm... Extraordinary. Leading lawyers dedicated to excellence, working for you.
AREAS OF PRACTICE

- Aboriginal Law
- Advocacy & Dispute Resolution
- Banking & Finance
- Business Structures & Transactions
- Construction
- Energy & the Environment
- Estate Planning
- Insolvency and Corporate Restructuring
- Insurance Law
- Labour and Employment
- Media and Entertainment
- Real Estate
- Technology & Privacy
“EXPERIENCE & EXCELLENCE”

Based in Moncton New Brunswick

Fully Bilingual

18 Lawyers

Largest independent law firm in the province
AREAS OF PRACTICE

Business Law Group:
• Corporate & Commercial Law
• Banking & Financial Law
• Residential and Commercial Real Estate
• Wills, Estates & Trusts
• Business Devolution
• Mechanics’ Liens
• Debtor & Creditor Law
• Bankruptcy & Insolvency
• Mergers and Acquisitions
• Immigration Law

Litigation Group:
• Insurance Law
• Personal Injury Law
• Product Liability
• Employment Litigation
• Commercial Litigation
• Construction Law
• Shareholder Disputes
• Secured & Unsecured Creditor Recovery
• Insolvency Litigation
• Environmental Law
ATLANTIC CANADA’S LEADING LAW FIRMS

Together our team approach offers:

• Regional scope for all of Atlantic Canada
• Collaborative team approach
• Language capabilities
  English, French, German, Dutch, Korean
• Highly competitive billing rates
• Recognized ability and service excellence

TOGETHER A RISING TIDE LIFTS ALL BOATS
Doing Business in Canada
Structure of Government

- Canada is a Federal State:
  - Federal Parliament and Government – Ottawa, Ontario
  - 10 Provincial Legislatures and Governments
  - 3 Territorial Legislatures and Governments
Jurisdiction of Governments

- Federal – antitrust, bankruptcy, foreign investment, immigration, IP, maritime law, excise tax
- Provincial/Territorial – property and civil rights
- Municipalities – real property
- Overlapping – labour & employment, environmental
Methods of Carrying on Business in Canada

- Branch Plant
- Canadian Incorporated Entity
- Partnership
Branch Plant

- Taxation considerations will determine structure
  – both US and Canadian tax

- Services provided through existing foreign entity
  – registration to conduct business in the provincial jurisdiction where operating
Canadian Corporation

- Incorporate Federally or Provincially

- Provincial Business Corporation Acts largely similar, but…
  - AB, SK, MN, ON, NL and CA – 25% resident directors
  - BC, PQ, NB and NS – no resident director requirement
  - ULCs – BC, AB and NS

* ULC treated as a “look through entity” for US tax purposes
Partnerships

- Partnership Act in each Province

- General Partnership or Limited Partnership

- May be entered into by foreign corporation directly or through a Canadian subsidiary

- Partnership acts largely similar – Manitoba Partnership Act has certain tax benefits that make it desirable
Bottom Line

- Wherever your client wants to establish business in Canada – there is a State Capital firm ready and able to help.

- Through Team Canada, we can have a business incorporated or created in the appropriate jurisdiction and provide advice on all Federal, Provincial and Territorial laws.