



Jessica Brown

Partner

Contact Information

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Office

Calgary

Expertise

- Business
- Energy
- Mergers & Acquisitions
- Private Equity
- Securities

Biography

Jessica Brown* is a partner in the Business Law Group at Cassels. Her practice focuses on securities and corporate law, including mergers and acquisitions, corporate finance, shareholder activism, corporate governance, and general corporate matters. The breadth of Jessica's expertise, combined with her commercial insights, allows her to provide practical and tailored solutions to complex transactions.

Jessica is a trusted advisor to both issuers and dealers and regularly helps them successfully navigate securities and governance matters, IPOs, TSX and TSX Venture Exchange listings and related transactions, capital markets transactions, public and private share and asset acquisitions and divestitures, and compliance with securities regulatory requirements.

Jessica is a member of the TSX Venture Exchange's Alberta Local Advisory Committee and the Alberta Securities Commission's Securities Advisory Committee. She is also a member of the Alberta Bar Association, the Canadian Bar Association, and the Calgary Bar Association.

Recent experience includes:

- Counsel to the dealer managers in Suncor Energy Inc.'s and Suncor Energy Ventures Holding Corporation's \$3.6 billion tender offer of notes
- Counsel to a private investment fund in its regulated water and wastewater utility portfolio company, SouthWest Water Company's, business combination with Corix Infrastructure Inc.
- Canadian counsel to Exterran Corporation in the US\$735 million plan of merger with Enerflex Ltd.
- Counsel to the agents in Stampede Drilling Ltd.'s \$26.6 million marketed public offering of common shares
- Counsel to Brookfield Infrastructure Partners L.P. in its \$16 billion acquisition and privatization of Inter Pipeline Ltd.
- Counsel to SNDL Inc. (formerly Sundial Growers Inc.) in its \$346 million acquisition of Alcanna Inc. pursuant to a Plan of Arrangement

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- Counsel to PrairieSky Royalty Ltd. in respect of its \$230.1 million public offering of common shares
- Counsel to Lithia Motors, Inc. in its acquisition of luxury car dealership chain Pfaff Automotive Partners
- Counsel to AltaGas in respect of its \$500 million offering of senior unsecured medium term notes with a coupon rate of 2.157 percent, maturing on June 10, 2025
- Counsel to Tourmaline Oil Corp. in respect of the formation of Topaz Energy Corp., a new private royalty and infrastructure energy company. Topaz purchased interests in certain revenue generating assets from Tourmaline for \$194.5 million in cash and 59.1 million Topaz common shares
- Counsel to Headwater Exploration Inc. management team for \$50 million recapitalization and reconstitution of management of Corridor Resources Inc.

Prior to joining Cassels, Jessica served as a partner in the Calgary office of another national, full-service law firm.

**denotes Professional Corporation*

Achievements

- *Best Lawyers in Canada* (Corporate Law, Mergers & Acquisitions Law)
- *Canadian Legal Lexpert Directory* (Corporate/Commercial Law)
- *Chambers Canada* (Corporate/Commercial: Alberta)
- *Lexpert Special Edition: Energy* (Leading Lawyer)
- *Lexpert Special Edition: Finance and M&A* (Lawyer to Watch)
- *Lexpert Special Edition: Infrastructure* (Leading Lawyer)

Recent Representative Work

- Avant Restructures Loan Agreements
- Niyantin Nations Complete \$20.5 Million Investment in Cogeneration Unit for Alberta Gas Plant
- Northbase Finance Closes Investment led by BlackGold Capital
- Lycos Energy Acquires Wyatt Resources
- Volt Lithium Completes \$6.8 Million Financings

Education / Bar Admissions

- LL.B., University of New Brunswick, 2008
- Alberta, 2009