



# Matthew Cumming

**Managing Partner, New York Office**

New York

[mcumming@mccarthy.ca](mailto:mcumming@mccarthy.ca)

t. 646-940-8966

## Bar Admission

New York, USA 2005  
Ontario 2003

## Law School

Cambridge University  
University of Toronto

## Practices

Mergers & Acquisitions  
Capital Markets  
Real Estate  
Public Companies  
REITs

## Industries

Global Metals & Mining  
Private Equity & Investments  
Pension Funds Group

## US and International Markets

US Markets

Matthew Cumming is the Managing Partner of our New York office and a partner in our M&A and Securities Group. He has expertise in a broad range of transactions, including public and private merger and acquisition transactions, strategic alliances and joint ventures, co-investments, financings, reorganizations and other private equity and securities related transactions. Matthew also regularly advises boards of directors and special committees on corporate governance matters. His experience spans a variety of industries, including REITs, mining, financial services, communications and media and technology.

Matthew has played a significant role in a number of complex mergers and acquisition transactions. Representative public transactions include the following:

- Counsel to Sun Life Financial in its acquisition of Bentall Kennedy Group
- Counsel to Maple Group Acquisition Corporation (renamed TMX Group Limited), an entity whose shareholders consisted of five of Canada's largest pension funds, four Canadian bank-owned investment dealers, a leading independent broker dealer, Canada's largest financial co-operative group and a leading Canadian-based financial services group, in connection with its \$3.8-billion acquisition of each of TMX Group Inc., The Canadian Depository for Securities Limited, Alpha Trading Systems Inc. and Alpha Trading Systems Limited Partnership, resulting in the creation of a new integrated clearing and exchange group in Canada
- Counsel to the special committee of Newfoundland Capital Corporation in connection with its proposed acquisition by Stingray Digital Group
- Counsel to Slate Capital Corporation in its acquisition of Huntingdon Capital Corp.
- Counsel to Royal Gold, Inc. in its contested \$749 million acquisition of International Royalty Corporation by plan of arrangement
- Counsel to Borealis Infrastructure Management Inc. in its \$2 billion unsolicited take-over bid for Teranet Income Fund
- Counsel to Slate Retail REIT in its acquisition of Slate U.S. Opportunity (No.3) Realty Trust
- Counsel to Integrated Device Technology, Inc. in its acquisition of Tundra Semiconductor Corporation by plan of arrangement
- Counsel to the special committee of ATS Andlauer Income Fund in connection with the unsolicited insider take-over bid by Andlauer Management Group

The International Financial Law Review (IFLR) 1000 notes that Matthew "stands out" in the field of M&A. Matthew is recognized in *The Canadian Legal Lexpert Directory*

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as a leading lawyer in the areas of corporate finance and securities, corporate mid-market, corporate commercial law, private equity and M&A. In 2014, he was selected by *Lexpert* as one of the Rising Stars – Leading Lawyers under 40.

Matthew is the co-author of *Shareholder Remedies in Canada* (LexisNexis Canada, 2009), a leading text on shareholder remedies. Matthew was an adjunct professor at the University of Toronto Faculty of Law for several years, where he taught a class on shareholder rights and activism. Prior to joining the firm, he clerked for the Honourable Mr. Justice John C. Major at the Supreme Court of Canada and then practised corporate and securities law at a leading New York-based international law firm. He holds a BA from Yale University (1998, Economics), a JD from the University of Toronto (2002, Bronze Medallist), and an LLM in Commercial Law from Cambridge University (2004, First Class Honours).

## Awards & Rankings

### Lexpert - 2014

Rising Stars – Leading Lawyers under 40

### The Canadian Legal Lexpert Directory

Repeatedly Recommended: Corporate Commercial Law, Mergers & Acquisitions; Consistently Recommended: Corporate Finance & Securities, Corporate Mid-Market, Private Equity

## Recent Experience

- **OMERS to acquire 10.01% stake in 407 International from SNC-Lavalin for C\$3.25B**
- **Slate Retail REIT completes C\$4.2M issuer bid for Class U units**  
February 26, 2019
- **Slate Canadian Real Estate Opportunity Fund I closes C\$1.14B portfolio acquisition from Cominar REIT**  
March 27, 2018

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## Recent Insights

- **On Target: 2019 Private Equity Outlook - Learn more about trends to watch**  
February 20, 2019
- **Innovative \$5 Billion Transaction in the Cannabis Sector**  
November 12, 2018
- **Delaware Court Issues Landmark Decision Regarding MAC Clause**  
October 30, 2018
- **On Target: 2018 Private Equity Outlook - Learn more about trends to watch**  
February 07, 2018

## Events

- **U.S.-Canada Update: Key Cross-Border Issues in 2019**  
March 21, 2019