



Heidi Gordon

Partner

Toronto

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Bar Admission

Ontario 2011

Law School

Queen's University

Practices

Mergers & Acquisitions

Capital Markets

Corporate Governance

Public Companies

US and International Markets

United States

Europe

With a clear sense for what can make or break a deal, Heidi's practical approach to solving challenges is what clients value most.

Heidi Gordon is a partner in the firm's M&A, Corporate & Securities practice. She focuses on representing public and private buyers and target companies on a variety of domestic and cross-border acquisition and disposition transactions, and other corporate and securities matters, including capital raising, disclosure, governance and corporate restructuring.

Heidi has deep experience across a variety of industries, including private equity, technology, energy, retail and real estate. Heidi is a member of the firm's National Private Equity and National Technology groups, and serves as co-head of the firm's tech M&A group.

She's an outstanding lawyer... Truly an outstanding lawyer.

— CLIENT, CHAMBERS AND PARTNERS

Some of her publicly announced transactions include acting for:

- Corus Entertainment Inc., a TSX-listed mass media company, on the sale of animation software company, Toon Boom Animation Inc., to Integrated Media Company.
- Constellation Software Inc., a TSX-listed software company, and its subsidiary, Lumine Group Inc., on the acquisition of California-based software provider WideOrbit, Inc., and related spin-out by Constellation of its Lumine operating group into a new public company listed on the TSX-V.
- Summit Industrial Income REIT, a TSX-listed REIT, and the special committee of its board of trustees, on Summit's acquisition by Dream Industrial REIT and a leading global sovereign wealth fund.
- Resolver Inc., a provider of risk intelligence software for enterprises, on its acquisition by Kroll.

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- Clayton, Dubilier & Rice, a US-based private equity firm, on its acquisition of PwC's Canadian mobility tax and immigration services practice.
- Slate Office REIT, a TSX-listed REIT, on its acquisition of Yew Grove REIT, an Irish public entity.
- TD Securities, BMO Capital Markets and the underwriting syndicate in connection with the IPO of learning management system technology company, D2L Inc. on the TSX.
- Constellation Software Inc. and its subsidiary, Total Specific Solutions, on the acquisition of Netherlands-based software provider, Topicus.com B.V., and the related spin-out by Constellation of its TSS operating group into a new public company listed on the TSX-V.
- Vista Equity Partners, a US-based private equity firm, on its sale of Upserve Inc., a restaurant management software company, to TSX-listed Lightspeed POS Inc.
- Cineworld Group PLC, a LSE-listed cinema chain, on its proposed acquisition of TSX-listed Cineplex. Inc. (transaction terminated by Cineworld).
- Energy Impact Partners, a US-based private equity firm, on its investments in ecobee inc., a maker of wifi enabled smart thermostats.
- Vista Equity Partners on its acquisition of Obero Technologies, a sales performance management company.
- Vista Equity Partners on its acquisition of QuickMobile, a mobile event app platform.
- Jamieson Wellness Inc., a health products provider, and US-based private equity firm, CCMP Capital Advisors, in connection with the IPO of Jamieson on the TSX.
- Bluesky Hotels & Resorts on its acquisition of InnVest REIT, a TSX-listed REIT.
- NVIDIA Corporation, a US-based technology company, on its acquisition of TransGaming Inc.'s graphics and portability business.
- Direct Energy, a retailer of energy and energy services, on the sale of its Ontario home services business to EnerCare.

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- Public companies including Constellation Software Inc., Jamieson Wellness Inc., Slate Grocery REIT, Slate Office REIT and Summit Industrial Income REIT on numerous capital markets transactions, including ATM programs, secondary offerings, debenture offerings, green bond offerings and subscription receipt offerings.

Heidi completed secondments at Constellation Software Inc., and the Office of Mergers & Acquisitions at the Ontario Securities Commission.

While at Constellation, she led the acquisition of a number of privately-held software companies. In her role at the Ontario Securities Commission, she participated in the oversight of public M&A transactions and other matters involving public companies, and worked on policy projects in the areas of M&A and shareholder rights, including the most recent overhaul to Canada's take-over bid regime.

Heidi inspires trust and exemplifies excellence, delivering unparalleled service to her clients.

— CLIENT TESTIMONIAL

Heidi is consistently recognized as a leading lawyer in her areas of practice, including being named a Lexpert Rising Star – Canada's Leading Lawyers Under 40, in 2022. She frequently speaks and writes on M&A, corporate governance and related topics, including teaching a seminar on public M&A for the advanced securities law program at Western University, and serving on the faculty of The Directors College, Canada's first university accredited corporate director development program. Previously she served on the Toronto Steering Committee of Women in Capital Markets.

Heidi received a BA (Hons.) in Philosophy and Ethics from Western University in 2005, and a JD from Queen's University in 2010. While at Queen's, she was on the Dean's List, received the David Sabbath Prize in Corporate Finance, received the Law Society of Ontario Award for Academic Excellence and was an associate editor of the *Queen's Law Journal*. Heidi serves as a member of the firm's Toronto Student Committee.

Awards & Rankings

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Chambers Canada

Leading Lawyer: REITs

The Canadian Legal Lexpert Directory

Leading Lawyer: Mergers & Acquisitions, Private Equity

Lexpert Special Edition: Finance and M&A

Leading Lawyer

Lexpert Rising Stars

Canada's Leading Lawyers Under 40

Recent Experience

- **Silver Lake, a global technology investment firm, makes US\$6.4B equity investment in Vantage Data Centers**
January 9, 2024
- **Constellation Software Inc. completes rights offering of Series 1 Debentures worth a total of C\$283.5M**
October 6, 2023
- **Corus Entertainment Inc. sells Toon Boom Animation Inc. to Integrated Media Company for C\$142M**
August 24, 2023
- **JV between Dream Industrial REIT and GIC acquires Summit Industrial Income REIT for C\$5.9B**
February 17, 2023

Recent Insights

- **Technology Perspectives Outlook 2024**
February 12, 2024

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- **Earn out disputes: practical considerations when negotiating and drafting earn-outs**

November 14, 2023

- **Practical takeaways when negotiating sandbagging provisions in Canadian Private M&A transactions**

October 2, 2023

- **Is recent SEC disclosure-controls settlement a blueprint for ESG enforcement?**

May 24, 2023

Events

- **Artificial Intelligence Law Summit**

May 11, 2023

- **Private Equity Outlook Webinar**

February 14, 2023

