



Catherine M. Samuel

Partner

Calgary

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t. 403-206-5528

Bar Admission

Alberta 1999

British Columbia 2004

Law School

University of Saskatchewan

Practices

Mergers & Acquisitions

Outsourcing

Procurement

Cybersecurity, Privacy & Data

Management

Industries

Franchise & Distribution

Technology

Energy & Infrastructure

Oil & Gas

US and International Markets

US Markets

Catherine Samuel is a partner in the Business Law Group and Technology Group in Calgary. She is also the Regional Chair (Alberta) of the firm's Franchise & Distribution Group. Her practice is broadly based with an emphasis on complex M&A and commercial transactions, including private equity, acquisitions and divestitures, reorganizations, joint ventures, strategic projects, procurement, IT and outsourcing transactions.

Catherine acts for Canadian and international clients in the energy, telecommunications, technology, retail and financial services industries. She has extensive experience acting on cross-border transactions. She recently acted for a large diversified oil and gas company on a global shared IT infrastructure outsourcing arrangement with multiple service providers, a US private equity fund on its acquisition of a Canadian oilfield equipment manufacturing business and a global mining company in connection with a USD \$1 billion disposition of certain Canadian businesses. With respect to franchising and distribution law, Catherine advises clients on distributorships and related agreements and on franchise disclosure requirements.

Catherine has worked in both our Vancouver and Calgary offices. She gained valuable industry experience during a one-year secondment with the legal and commercial group of a leading global consulting, technology services and outsourcing firm.

Catherine is very active within the firm and participates on the Diversity Committee, the Professional Resources Committee, and the Recruiting Committee. In 2009, she was selected in *Lexpert* magazine's Rising Stars: *Leading Lawyers Under 40*.

Catherine is a member of the Law Society of Alberta, Law Society of British Columbia, Canadian Bar Association and Calgary Bar Association, and has served as a mentor for the University of Calgary's Venture Legal Clinic.

Catherine received her B.A. in English from the University of Toronto in 1992, followed by an LLB (with Distinction) in 1998, from the University of Saskatchewan where she was a recipient of the Law Society of Saskatchewan Prize in Professional Responsibility and the Canadian Petroleum Law Foundation Prize in Natural Resources Law. She was called to the Alberta bar in 1999, and the British Columbia bar in 2004.

TRANSACTIONS & CASES

Catherine advises public and private companies on commercial arrangements, mergers, acquisitions and divestitures, outsourcing and technology-related matters, including licensing, reseller and distribution agreements, onshore and offshore BPO and IT outsourcing transactions,

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e-commerce and privacy issues, and franchise-distribution matters including franchise disclosure requirements. She also has experience acting for private equity firms and with the financing of public and private companies through prospectus and private placement distributions of equity and debt securities. Highlights of her recent experience include:

- Acting for a significant energy company on the competitive procurement of outsourced application maintenance and application development services;
- Canadian counsel to a US private equity group on the acquisition of a Canadian-based oilfield equipment manufacturing business;
- Acting for a large oil and gas company on a multi-vendor shared IT infrastructure global outsourcing arrangement, including subsequent negotiation of related affiliate agreements in multiple foreign jurisdictions;
- Negotiating and drafting a complex long-term services arrangement on behalf of an electric utility for an 800-megawatt natural gas and steam power plant facility;
- Canadian counsel to global mining company in connection with the USD \$1 billion disposition of its global grinding media business and Canadian steel mill and related businesses;
- Negotiating and drafting a novel lottery services joint venture arrangement involving the distribution of lottery products and related services using POS payment devices;
- Canadian counsel to a US purchaser on the acquisition of a Canadian advertising, marketing and media company;
- Acting for a technology supplier in respect of an advanced metering infrastructure (AMI) transaction involving the procurement of an AMI system and related services by an electric utility;
- Acting for a major pipeline company on a strategic offshore IT outsourcing transaction;
- Providing advice on the acquisition of a technology company, including conduct of IP-related due diligence;
- Advising a customer care service provider on various commercial technology arrangements, including licensing, hosting and reseller arrangements, as well as customer arrangements related to the provision of IT services;
- Negotiation of a business process outsourcing on behalf of the supplier;
- Acting for an internet services company with respect to end-user commercial arrangements and supply agreements with local access

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service providers, internet service providers and application service providers;

- Providing ongoing contract management advice to a global management consulting firm on an IT services outsourcing arrangement and with respect to various commercial technology arrangements, including licensing, hosting and reseller arrangements, as well as customer arrangements related to the provision of IT services; and
- Providing advice on various privacy matters.

Awards & Rankings

Chambers Canada

Leading Lawyer: Corporate/Commercial (Alberta)

Lexpert Magazine - 2009

Rising Stars: Leading Lawyers Under 40

The Canadian Legal Lexpert Directory

Leading lawyer in the area of Corporate Mid-Market

Recent Experience

- **Brookfield Infrastructure acquires Enercare Inc. for C\$4.3B**
October 16, 2018
- **Pure Technologies acquired by Xylem Inc. for C\$509M**
January 31, 2018
- **Shell divests oil sands interests in Canada in C\$11.1B transaction**
May 31, 2017
- **Enbridge Inc. completes C\$37B acquisition of Spectra Energy Corp**
February 27, 2017

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Recent Insights

- **Anti-Spam Toolkit**
March 21, 2018
- **Just Around the Corner! B.C. Franchises Legislation in Force February 1, 2017**
January 30, 2017

Events

- **7th Annual Technology Law Innovation Summit**
April 12, 2018