



## Catherine M. Samuel

### Partner

Calgary

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

t. +1 403-206-5528

### Bar Admission

Alberta 1999

British Columbia 2004

### Law School

University of Saskatchewan

### Practices

Mergers & Acquisitions

Procurement

Cyber/Data

### Industries

Outsourcing

Franchise & Distribution

Technology

Energy & Resources

Oil & Gas

### US and International Markets

United States

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**A highly regarded transactional lawyer, Cathy provides clients with creative and practical solutions on their most sophisticated projects to efficiently close deals.**

Catherine (Cathy) Samuel is a partner in the Business Law Group and Technology Group in Calgary and co-leads the national Procurement Group. With over 20 years' experience, Cathy's practice focuses on complex M&A and commercial transactions, acting for early stage and mid-market companies as well as large Canadian and international clients in the energy, telecommunications, technology, retail, cannabis, financial services and healthcare industries.

As a trusted advisor for public and private companies, Cathy is experienced across an array of M&A and commercial transactions, including cross-border matters, strategic projects, general corporate matters, procurement, private equity and outsourcing. Cathy has acted for clients in large multi-jurisdiction transactions and has worked on numerous Canadian market-entry deals.

**Cathy is an excellent resource in business law and works tirelessly to provide prompt advice.**

— CLIENT TESTIMONIAL, CHAMBERS CANADA

Clients appreciate Cathy's commitment to their business objectives and her fierce negotiating skills. She is a highly personable client advocate, acting as a sounding board for her clients through the entire transaction process.

From emerging companies to large publicly-traded issuers, Cathy takes time to understand her client's business needs and provides strategic counsel to get the deal done.

**Very knowledgeable and quick to respond, [Cathy] utilises her team to get answers to questions and get work done in a timely manner.**

— CLIENT TESTIMONIAL, CHAMBERS CANADA

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Cathy has extensive experience advising on cross-border transactions, providing prompt and practical advice on all aspects of a transaction. She employs a pragmatic and client centric approach, coordinating her client's legal needs across various practice groups and jurisdictions to ensure a seamless client experience.

**Responsive, professional and well educated on best practices.**

— CLIENT TESTIMONIAL, CHAMBERS CANADA

Cathy 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 and this unique, client-side perspective allows her to deliver practical advice for clients.

**Cathy is well placed and on top of it. She gave us some wildly beneficial information and prepared a really good contract for us.**

— CLIENT TESTIMONIAL, CHAMBERS CANADA

## TRANSACTIONS & CASES

A trusted adviser to many clients, Cathy has recently acted as lead counsel on a wide variety of matters, including:

### M&A

- AMETEK Inc. on the acquisition of RTDS Technologies and Navitar Inc. for US\$430 million
- Chesswood Group Limited on its acquisition of Rifco Inc. by way of plan of arrangement for C\$30 million
- Canadian counsel to The Greenbrier Companies on the formation of GBX Leasing and establishment of a US\$300 million railcar credit facility and subsequent US\$323 million railcar securitization offering by GBXL Leasing 2022-1 LLC
- Canadian counsel to TTEC Holdings, Inc., a global CX technology and services innovator, on its acquisition of Avtex Solutions, LLC from Norwest

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Equity Partners for US\$490 million

- Baby Gourmet Foods Inc. on its sale by way of plan of arrangement to Hero Canada Foods Inc., a wholly owned subsidiary of Hero AG (Switzerland)
- Centrica plc and Direct Energy on the sale of Direct Energy to NRG Energy Inc. for US\$3.625 billion
- Pure Technologies Ltd. on its acquisition by Xylem Inc. by way of plan of arrangement for US\$509 million.
- Edo Japan on its acquisition by Yellow Point Equity Partners
- Shell Canada in its C\$11.5 billion disposition of 50% of interest in the Athabasca Oil Sands Project and 100% of its interest in the Peace River Complex in-situ oilsands assets to Canadian Natural Resources Ltd. and in its concurrent US\$2.5billion co-acquisition with CNRL of Marathon Oil Canada Corporation
- Private equity firm Avista Capital on the acquisition of a Canadian-based oilfield equipment manufacturing business, Top-Co Holdings Inc., and on the subsequent sale to Rubicon Oilfield International

#### Complex commercial

- Three universities (AB and ON) on the competitive procurement of outsourced food services and management services
- A utility services provider on a complex business process outsourcing transaction involving the repatriation of certain services and the transition of customer care services to new service providers, including end-to-end support from RFP to Go Live
- A provincial health services authority in connection with the procurement of a cloud based ERP system, including multi-party negotiations, drafting MSA and SOWs
- An independent provincial authority in the procurement of a cloud based revenue management decision support system, including negotiating and drafting SaaS agreement
- A major national bank in connection with the competitive outsourcing of property management and facility services and general maintenance and repair services for all Canadian offices and branches

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- A laboratory services company in connection with the negotiation of a long-term outsourcing arrangements for the provision of province-wide laboratory services to a provincial health authority
- Various clients (public and academic institutions) with respect to creating standard form NRFP/RFP documents and processes in compliance with applicable trade rules and best practices, including drafting standard form agreements and assisting with bespoke procurement processes
- Enbridge on various competitive IT procurements, including dual-track negotiations with multiple global suppliers and negotiating and drafting definitive master agreements and related documentation
- A technology supplier in respect of an advance metering infrastructure (AMI) transaction involving the procurement of an AMI system and related services by an electric utility

Cathy leads our Calgary PRIDE action group and is an active member of our Recruiting Committee. With a long-time commitment to community service, Cathy is on the board of directors of Theatre Calgary, where she is currently Vice-Chair and Co-Chair of the Governance & Nominating Committee, and Board Ready Women. She 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.

Cathy received her B.A. in English from the University of Toronto in 1992, followed by an LLB (with Distinction) from the University of Saskatchewan in 1998.

## Awards & Rankings

### Chambers Canada

Leading Lawyer: Corporate/Commercial (Alberta)

### IFLR 1000: The Guide to the World's Leading Financial Law Firms

Highly Regarded: M&A

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## The Canadian Legal Lexpert Directory

Leading Lawyer: Corporate Mid-Market; Private Equity; Technology Transactions; and Computer & IT Law

## Lexpert Special Edition: Finance & M&A

Leading Lawyer

## Lexpert Special Edition: Energy

Leading Lawyer

## Lexpert Special Edition: Technology & Health Sciences

Leading Lawyer

## Lexpert Magazine - 2009

Rising Stars: Leading Lawyers Under 40

## Recent Experience

- **Chesswood Group Limited acquires of Rifco Inc.**  
January 14, 2022
- **Hero Group acquires Baby Gourmet**  
January 18, 2021
- **Centrica plc completes agreement to sell Direct Energy to NRG Energy for US\$3.625B**  
January 5, 2021

## Recent Insights

- **Public Procurement 2022 Year in Review**  
January 12, 2023

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- **Must-Read: Alberta's 2022 Technology and Innovation Strategy Sets Concrete Initiatives for Tech Sector Investment**

April 21, 2022

- **Open for Business and Protecting Lives and Livelihoods: Key Takeaways from "The Brave New World of Infrastructure Unsolicited Proposals in Canada"**

July 7, 2021

## Events

- **The Brave New World of Infrastructure Unsolicited Proposals in Canada**

June 23, 2021