



# David E. Woollcombe

## Partner

Toronto

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

t. +1 416-601-7555

## Bar Admission

Ontario 1991

## Law School

Queen's University

## Practices

Mergers & Acquisitions  
Capital Markets  
Corporate Governance  
Public Companies

## Industries

Private Equity & Investments  
Banking & Financial Services  
Technology  
Communications

## US and International Markets

United States

David Woollcombe is a partner in our Business Law Group. He is a former national practice group leader of our Business Law Group and a former co-head of our mergers and acquisitions team. David's practice is focused on corporate law matters, particularly mergers and acquisitions and capital markets transactions. He advises Canadian and international businesses and private equity firms on domestic and cross border M&A, reorganization transactions and complex commercial matters. He counsels strategic and financial buyers, sellers, boards and special committees on their most important transactions. In addition, David advises issuers, investors and investment dealers on securities offerings, including equity and debt transactions by prospectus or private placement. He also regularly advises clients on continuous disclosure and corporate governance matters and has assisted clients in structuring joint ventures and related shareholders agreements.

David is recognized as a leading practitioner by clients and peers, including in Chambers Canada, the Canadian Legal Lexpert Directory, Lexpert Guide to US/Canada Cross-Border Lawyers in Canada, The Legal 500 - Canada, International Who's Who Legal Guide, The Lexpert / American Lawyer Guide to the Leading 500 Lawyers in Canada, Best Lawyers in Canada, and International Financial Law Review.

David received his BA from Carleton University in 1986 and his LLB from Queen's University in 1989 and was called to the Ontario bar in 1991. He spent part of 1995 on secondment to the Corporate Finance Branch of the Ontario Securities Commission. He has taught courses on directors' duties at the Directors College (DeGroot School of Business) and regularly teaches a seminar for the advanced securities law programs at the University of Western Ontario and University of Windsor. He is active in the community, having served as a director of the Canadian Cancer Society and, until its amalgamation with CCS, as a director and Vice Chair of Prostate Cancer Canada.

In addition to his practice, David is the Firm's General Counsel, with responsibility for the firm's legal affairs and risk management, including conflicts and compliance matters.

## SELECT EXPERIENCE:

- Score Media and Gaming on its sale to Penn National Gaming
- Wells Fargo on the sale of its direct leasing business to TD Bank
- Deloitte Canada on the sale of a subset of its small enterprise business to MNP
- Centrica on the sale of Direct Energy to NRG
- Cineworld Group pic on its proposed acquisition of Cineplex Inc. (transaction terminated by Cineworld)
- Metso Corporation on its acquisition of McCloskey International
- CIBC on its credit card loyalty program with Air Canada and participation in the consortium for the purchase of Aimia Canada

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- Cara Holdings on a \$104m secondary offering of Cara Operations
- Bambora Group on its acquisition of Beanstream from Digital River
- NVIDIA on its acquisition of TransGaming's graphics and portability business
- Cara Holdings on the \$200m initial public offering of Cara Operations
- Direct Energy on the sale of its Ontario home services business to EnerCare
- Bouygues Energies and Services in connection with its acquisition of Plan Group
- The underwriters on a \$2.26 billion subscription receipts offering by Manulife
- Mattel on its acquisition of Mega Brands
- CIBC on the renewal of its affinity relationship with Aimia and the sale of approximately 50% of its Aeroplan credit card portfolio to TD Bank
- Cara Holdings on its strategic financial partnership with Fairfax and the acquisition by Cara Operations of Prime Restaurants
- JH Investments on its acquisition (with TPG and Oaktree) of Taylor Morrison and Monarch Homes
- Score Media on its sale to Rogers Media and related spin-off
- CIBC on its acquisition of an approximately \$2 billion credit card portfolio from Citigroup's Canadian MasterCard business
- Integrated Device Technology on its acquisition of Tundra Semiconductor
- Advanced Micro Devices on its acquisition of ATI Technologies

## Awards & Rankings

### Chambers Canada

Leading lawyer: Corporate Commercial - Ontario

### The Canadian Legal Lexpert Directory

Leading lawyer: Corporate Commercial Law, Corporate Finance & Securities, M&A, Private equity and Corporate Mid-Market

### Lexpert Guide to US/Canada Cross-Border Lawyers in Canada

A leading cross-border lawyer

### The Legal 500 - Canada

Leading lawyer: Corporate and M&A

### The Lexpert/American Lawyer Guide to the Leading 500 Lawyers in Canada

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Leading Lawyer: Corporate Commercial Law; Corporate Mid-Market; Mergers & Acquisitions ; and Private Equity

## International Who's Who Legal Guide

Leading lawyer in the area of mergers & acquisitions

## Best Lawyers in Canada - 2016

"Lawyer of the Year" in the area of securities law

## Best Lawyers in Canada

Leading lawyer in the areas of corporate law, mergers & acquisitions law and securities law

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

Highly Regarded: M&A, Banking, Financial Services

## Legal Media Group: Guide to the World's Leading Private Equity Lawyers

### International Financial Law Review

Leading lawyer in the area of mergers & acquisitions

## Lexpert Special Edition – Finance and M&A

Leading Lawyer

## Lexpert Special Edition - Technology

Leading Lawyer

## Recent Experience

- **J.D. Irving, Limited sells Brunswick News to Postmedia Network Canada Corp.**  
March 25, 2022
- **Leon's Furniture announces final results of its substantial issuer bid**  
December 30, 2021
- **Penn National Gaming completes its US\$2B acquisition of Score Media and Gaming Inc.**  
October 19, 2021
- **Wells Fargo & Company sells C\$1.5B canadian direct equipment finance business to TD Bank**  
April 30, 2021

## Recent Insights

- **Have recent cases imposed a duty to negotiate in good faith?**  
May 25, 2020

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- **Considerations for Directors During the COVID-19 Pandemic**

April 05, 2020

- **COVID-19 Response Planning: Is Your Business Prepared?**

March 03, 2020