



Claire Sung

Partner

Vancouver

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t. 604-643-7987

Bar Admission

British Columbia 2013

Law School

University of British Columbia

Practices

Capital Markets
Corporate Governance
Mergers & Acquisitions
Public Companies

Industries

Banking & Financial Services
Energy & Resources
Retail & Consumer Markets (RCM)

With her unique international background and multifaceted experiences, Claire brings a global perspective and proven track record of building trust and delivering client-focused results.

Claire's practice as a partner in the firm's Business Law Group in Vancouver is centred around fuelling client success, whether through driving transformative transactions, guiding growth strategies, delivering creative, practical solutions to day-to-day business needs or advancing good governance practices that underpin the business as a whole. As trusted advisor and strategic business partner to clients in a wide range of industries, she adds value through her robust skillset and depth of experience in securities, corporate governance, corporate finance and M&A and seasoned business acumen honed through her time in-house integrated with business teams.

Driving exceptional outcomes as part of the team

Prior to rejoining the firm, Claire spent over five years as senior counsel at a global chemicals leader dual-listed on the TSX and Nasdaq with operations across Asia, Europe, North America, South America and the Middle East. She was a member of the Corporate Crisis Management Team, trusted advisor to the executive team and senior management and strategic business partner to key corporate functions including Corporate Development, Treasury & Corporate Finance and Responsible Care (including Health, Safety & Environment). Claire also managed the global legal policy compliance program and led legal support for key global operations across the U.S., China, Egypt, Trinidad and Tobago and New Zealand, overseeing all legal matters arising from these regions including joint venture governance, risk management, dispute resolution, sales/logistics/supply chain management, feedstock and services procurement and major contract negotiations.

Bringing a global perspective with holistic approach

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Claire's multifaceted experiences, further complemented by her cross-cultural agility and resilience cultivated through her diverse international background, uniquely position her to fully appreciate the various demands placed on clients and partner with them to successfully navigate the rapidly evolving local, regional and international market dynamics and regulatory landscape.

She recognizes the importance of truly understanding clients' business, including their culture and values, corporate strategy, key stakeholders and risk appetite. She leverages this holistic approach in her public company practice offering client-tailored continuous disclosure guidance, proactive risk management in governance and shareholder engagement strategies. In addition, she draws from her in-house experience leading complex cross-functional, multi-stakeholder projects locally and across global markets to quarterback capital markets, M&A and investment transactions, further leveraging the firm's cross-functional expertise to provide a seamless and integrated experience for clients.

Some of Claire's notable experience includes:

M&A and Strategic Investments

- acting as in-house legal transaction lead for the signing of Methanex Corporation's US\$2.05B acquisition of OCI NV's global methanol business and supporting the set-up of internal transaction governance processes, structuring of acquisition financing and multijurisdictional due diligence
- acting as in-house legal lead for a key workstream related to the minority investment by Mitsui OSK Lines, Ltd. in Methanex Corporation's Waterfront Shipping subsidiary
- advising Parkland Fuel Corporation on its C\$1.5B acquisition of Chevron Canada's downstream fuel business
- advising Nestlé S.A. on Canadian matters relating to its US\$7.15B global strategic alliance with Starbucks
- advising QHR Corporation on its C\$170M sale to Loblaw Companies Limited by way of plan of arrangement
- advising The Original Cakerie on its sale to a U.S. private equity firm

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- advising General Electric on Canadian matters relating to its acquisition of Wurldtech
- advising Del Mar Pharmaceuticals (BC) Ltd. on its cross-border exchangeable share transaction

Financings

- acting as in-house legal lead on Methanex Corporation's over US\$2.5B financings by way of U.S. bond offerings and credit facility amendments, including the addition of a new construction facility for the construction of a new methanol plant in Louisiana
- advising Brian Hill, founder of Aritzia Inc., as selling shareholder on Aritzia's C\$460M IPO and C\$382M follow-on offering
- advising the underwriters on Pinnacle Renewable Holdings Inc.'s C\$172.5M IPO
- advising the underwriters on Zymeworks Inc.'s US\$58.5M dual-listed cross-border IPO
- advising Ritchie Bros. Auctioneers Incorporated on its US\$500M private placement of senior notes as part of its acquisition financing
- advising the underwriters on Coast Capital Savings Credit Union's C\$200M subordinated note offering
- advising the underwriters on Gateway Casinos & Entertainment Limited's C\$200M cross-border high-yield note offering
- advising the underwriters on AutoCanada Inc.'s C\$150M high-yield debt offering and C\$200M equity offering
- advising Timbercreek Mortgage Investment Corporation on its C\$30M bought deal offering of convertible debentures

Public Company Matters

- guiding TSX/TSX-V-listed companies, interlisted companies and U.S. domestic companies with mind and management in B.C. through preparation of annual and other periodic disclosure materials, event-driven disclosure and filing obligations and proxy matters relating to annual and special

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shareholders meetings

- establishing tailored governance practices for companies post-IPO listed on the TSX/TSX-V and advancing existing governance practices informed by latest governance trends, best practices, securities regulations and stock exchange requirements, including leading the mandate refresh project for the audit committee and human resources committee of the board of a dual-listed company
- advising the board of public companies on directors' duties and liability risk, including advising the chair of a target in a potential take-over bid on the duties of independent directors and assisting with the creation of a special committee

An active member of the community, Claire mentors law students and lawyers through the CBABC Women Lawyers Forum, firm-led mentorship programs and previously as principal for the UBC Allard Law Corporate Counsel Externship Program. She also served as United Way of BC corporate campaign committee chair, executive member of Ascend Canada's Vancouver Chapter and pro bono lawyer for the Passion to Lead Society and Pro Bono Students Canada.

Claire obtained her J.D. and B.A. from the University of British Columbia. She is a member of the Law Society of British Columbia, the Canadian Bar Association and the Vancouver Bar Association.