



## Craig Hoskins

Partner

Private Equity & Venture Capital  
Capital Markets, Securities, Mergers & Acquisitions  
Private Company Mergers & Acquisitions

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### Profile

The success of a company is dependent on a number of aspects, but financing, strategy and experience is imperative for consistent growth. With nearly three decades of experience advising clients on complex, mission-critical transactions and risk management, Craig brings this trifecta to life when representing his clients.

Craig has an innate ability to understand his clients' needs, and effectively and efficiently help them achieve their objectives. By taking the time to learn about their business, he can better advocate for their interests. Craig understands the importance of finding solutions rather than simply identifying the issues.

### Work Highlights

- > WELL Health Ventures Inc. in its venture equity investment in Hasu Behavioural Health Inc., a Toronto-based company providing online mental health therapy for individuals and businesses.

- > Counsel to the Special Committee of the board of directors of Alcanna Inc. in connection with its proposed \$346M acquisition by Sundial Growers Ltd. TSX-listed Alcanna is Canada's largest private sector liquor retailer operating 171 locations predominantly in Alberta. Alcanna's strategic partner, in which it holds an approximately 63% equity interest, TSX-listed Nova Cannabis Inc, is one of Canada's largest cannabis retailers. Sundial is a NASDAQ-listed licensed producer that crafts and cultivates small-batch cannabis using state-of-the-art indoor facilities in Canada.
- > BevCanna Enterprises Inc. in its proposed acquisition of Embark Health Inc.; BevCanna is an emerging beverage industry leader operating a diversified health and wellness beverage and natural products business. Embark is a leader in solventless cannabis extraction and enhanced delivery technology, with a focus on the formulation and production of products for the B2B, medical, and adult-use markets.

*Additional work highlights below*

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When Craig's clients seek his advice, it often involves high-stake transactions, resolving deadlocks or corporate governance challenges. Craig's approach is calm, thoughtful and strategic. This helps to get the team focused, mitigate any tension and stress for his clients, so that everyone may work towards a timely and effective outcome.

On several occasions, Craig has been sought after by a client after the completion of a transaction in which he was on the adverse side of the table. This is a testament to his experience, strategic insights, problem solving and natural ability to empower his clients.

### **Services**

- > Public and private M&A transactions
- > Initial and secondary public offerings
- > Private equity and venture capital transactions
- > Corporate governance
- > Domestic cross-border M&A transactions
- > Creative corporate restructurings
- > Going-private transactions
- > Proxy contests, shareholder requisitions and director disputes

With an undergraduate degree in music, Craig's passion for music has been influential throughout his career. It has taught him the importance of creating a well-rounded working environment - one in which he can provide legal advice at an intensive level while keeping a grounded perspective and enjoying the small things around him, like trail-running in Stanley Park.

## **Credentials**

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### **Awards & Distinctions**

- > Best Lawyers in Canada (2019-2020) in Private Equity Law and Leveraged Buyouts
- > IFLR (International Financial Law Review) 1000 (2023 / 2020 / 2019 / 2018 / 2017) - Notable Practitioner in M&A and Equity Capital Markets

- > Acritas Stars (2020 / 2019 / 2018 / 2017) - Designated as an "Independently rated star lawyer", nominated by senior in-house counsel clients
- > IFLR 1000 (2015) - Leading lawyer in Financial and Corporate

### **Industry Involvement**

- > Canadian Bar Association
- > Vancouver Bar Association

### **Education & Call to Bar**

- > Call to Bar: British Columbia, 2019
- > Call to Bar: Alberta, 1995
- > Call to Bar: Ontario, 1992
- > Bachelor of Laws, Osgoode Hall Law School, York University
- > Master of Library and Information Science, University of Alberta
- > Bachelor of Music, University of Alberta

### **Community Involvement:**

- > Vancouver 2020 ACG Growth Conference, member of Advisory Committee
- > Director and Board Chair, Honens International Piano Competition, 2011-2019
- > Member of Board of Directors and Corporate Secretary, Calgary Food Bank, 2018-2019
- > Honorary Counsel to the Calgary Food Bank Board, 2011-2019
- > Chair, Prairie Region Advisory Committee, Canada China Business Council, 2014 - 2019
- > Business Transitions Forum, member of Calgary Advisory Board, 2019

### **Presentations**

- > "Hallmarks of Successful Mergers and Acquisitions," Episode of The R' Word Podcast on GVPOD, Greater Vancouver Board of Trade, Vancouver, February 2023
- > "How to Maximize the Selling Price of Your Business and Protect Yourself in the Process" (co-presenter with AltaCorp Capital), half-day workshop, Business Transitions Forum, Calgary, October 2018
- > "Corporate Governance: Managing Risk," CNPC/ PetroChina Global Oil and Gas Seminar, Mount Royal University, Calgary, June 2015
- > "Traditional Responsibilities and New Challenges of the Corporate Secretary," course leader and presenter, 15th Reinventing the Corporate Secretary Course, Federated Press, Calgary, October 15, 2014
- > "Emerging Trends and Implications of Foreign Investment in Canadian Energy," 11th Annual M&A, Corporate Transactions and Emerging Opportunities Conference, Insight, Calgary, December 2013

### **Representative Transactions**

- > WELL Health Ventures Inc. in its venture equity investment in Hasu Behavioural Health Inc., a Toronto-based company providing online mental health therapy for individuals and businesses.
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- > WELL Health Technologies' \$266.3 million acquisition of MyHealth Partners, an Ontario-based specialty care, telehealth and diagnostic health services provider. WELL Health is an omni-channel digital healthcare company focused on consolidating and modernizing clinical and digital assets within the healthcare sector in Canada and the United States.
- > Cold Bore Technology Inc, an Alberta-based leader in energy industry completions automation and platform technology, in its \$14M preferred share financing led by bp ventures with participation from the Canadian Business Growth Fund and existing investors, including the Rice Investment Group (RIG), a \$200M multi-strategy, energy sector investment fund.
- > WELL Health Technologies' C\$302.5 million subscription receipt financing for its US\$372.9 million acquisition of CRH Medical Corporation.
- > JAMCO Capital Inc., a Vancouver-based family office venture capital firm, which led the corporate and financial restructuring of Northern Reflections Limited, a provider of women's fashion with a 135 store footprint across Canada.
- > Wishpond Technologies Ltd. acquisition of the assets of Invigo Media Corp and its affiliates, EverGenius LLC and Invigo Media LLC; Wishpond is a TSXV-listed provider of marketing-focused online business solutions.
- > Naturo Group Investments Inc. in its acquisition by BevCanna Enterprises Inc.; both companies are emerging beverage industry leaders operating a diversified health and wellness beverage and natural products business.
- > Advising a British Columbia dairy industry technology company on a complex joint venture and strategic growth initiative
- > Advising a California-based venture capital industrial technology fund on formation of parallel Canadian funds and placement of units to Canadian investors and sourcing Canadian investment opportunities
- > Advising the board of directors of a TSX-listed technology company and acting as the company's lead negotiator with Alberta Securities Commission staff for TSX-listed technology company in addressing a series of confidential meetings on continuous disclosure review and corporate governance compliance matters
- > Advising a major grocery retailer on corporate governance and director and officer liability issues relating to establishing new cannabis retail stores
- > Advising a Canadian energy company negotiating and restructuring a joint venture relationship with a Spanish energy company in respect of oil and gas operations in Kurdistan, leader of the legal team comprised of Canadian, European and Iraqi advisors

- > Lead Canadian counsel for a consortium of three sovereign wealth funds in connection with a +\$1 billion non-operating equity investment in a North American natural gas pipeline system owned and operated by a Canadian-based energy pipeline company
- > Independent counsel to the special committee of a TSX-listed corporation in respect of a series of confidential strategic equity and joint venture arrangements with cannabis and alcohol retail and manufacturing industry partners involving M&A and corporate governance matters, including shareholder agreement matters
- > US-based cannabis industry participants in connection with Canadian strategic legal advice relating to equity capital markets, M&A, regulatory and corporate governance
- > \$140 million restructuring and leveraged buyout of a private family-owned business as part of a succession planning exercise
- > An Alberta-based pharmacy retail chain regarding complex corporate governance, restructuring and M&A matters
- > Advising a Canadian financial institution on the design and implementation of a venture capital and private equity investment business unit
- > The private equity investment group of a major international oil and gas company with a series of equity investments in a Vancouver-based water desalination technology company and in a Calgary-based down-hole tool technology company, including governance and long-term service contract issues
- > A private oil and gas E&P company in connection with its \$440 million private equity funding led by two major Calgary and Houston-based private equity investors, including governance and ongoing M&A advice
- > The senior management team in connection with the sale by a major North American utilities, energy and logistics company of its subsidiary emissions management division with operations in Canada, the USA and Mexico to a private equity fund; led a team of lawyers negotiating governance, employment, credit arrangements and tax matters relating to the new enterprise and follow-on restructuring transactions in connection with post-closing corporate acquisitions
- > Petrogas Energy in a two-stage \$855 million controlling equity investment by AltaGas and Idemitsu Kosan, involving negotiation and drafting of complex governance arrangements
- > OPTI Canada as corporate secretary, TSX IPO and \$2.2 billion restructuring and acquisition by CNOOC International

## Additional Work Highlights

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- > WELL Health Technologies' \$266.3 million acquisition of MyHealth Partners, an Ontario-based specialty care, telehealth and diagnostic health services provider. WELL Health is an omni-channel digital healthcare company focused on consolidating and modernizing clinical and digital assets within the healthcare sector in Canada and the United States.
- > Cold Bore Technology Inc, an Alberta-based leader in energy industry completions automation and platform technology, in its \$14M preferred share financing led by bp ventures with participation from the Canadian Business Growth Fund and existing investors, including the Rice Investment Group (RIG), a \$200M multi-strategy, energy

sector investment fund.

- > WELL Health Technologies' C\$302.5 million subscription receipt financing for its US\$372.9 million acquisition of CRH Medical Corporation.
- > JAMCO Capital Inc., a Vancouver-based family office venture capital firm, which led the corporate and financial restructuring of Northern Reflections Limited, a provider of women's fashion with a 135 store footprint across Canada.
- > \$140 million restructuring and leveraged buyout of a private family-owned business as part of a succession planning exercise
- > An Alberta-based pharmacy retail chain of 35 stores regarding complex corporate governance, restructuring and M&A matters
- > A private oil and gas exploration and production company in connection with incorporating and organizing the corporation, completing a \$440 million private equity funding led by two major Calgary and Houston-based private equity investors, and ongoing corporate governance and M&A advice
- > Independent counsel to the special committee of a TSX-listed corporation's board of directors in respect of a series of confidential strategic equity and joint venture arrangements with cannabis and alcohol retail and manufacturing industry partners involving M&A and corporate governance matters, including shareholder agreement matters
- > OPTI Canada as corporate secretary, lead counsel on \$900 million private equity placements, \$300 million TSX IPO and \$2.2 billion restructuring and acquisition by CNOOC International