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## Andrew Stewart

Partner

Capital Markets, Securities, Mergers & Acquisitions  
U.S. Capital Markets

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### Profile

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Andrew helps businesses in Canada, the United States and across the globe achieve their business and financial objectives. His diverse background in law and business makes him a strategic advisor on matters ranging from initial public offerings, reverse takeovers and stock exchange listings to a variety of private company transactions, including acquisitions and exit strategies.

Leveraging his background in corporate law and taxation, including work in the technology, biomedical, apparel and resource industries, Andrew provides practical corporate finance guidance to help clients execute and achieve their goals.

### Work Highlights

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#### U.S. Underwriter's Counsel

- > Multijurisdictional Disclosure System (MJDS) Offering on Form F-10 Registration Statement of US\$200,000,000 for Canadian technology company
- > U.S. Initial Public Offering on Form F-1 Registration Statement of approximately US\$34,000,000 for Canadian biotech company
- > U.S. Private Placement of approximately US\$27,000,000 for Canadian biotech company

## **Canadian Securities Counsel**

- > Reverse Takeover and Financings Transactions of approximately \$10,300,000 for CSE listed technology company
- > Canadian Initial Public Offering of \$6,000,000 and concurrent stock exchange listing for nutraceuticals company
- > Canadian Short Form Prospectus Offering for \$4,000,000 for nutraceuticals company

## **Private Company Transactions**

- > Restructuring transactions for a Delaware, German and Canadian group of companies

*Additional work highlights below*

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As a former business owner, Andrew recognizes the effort that goes into developing a successful business and the importance of structuring and implementing transactions. His entrepreneurial spirit and experience help him provide practical and effective solutions to support client ambitions.

Andrew is committed to providing value for clients, while minimizing risk and ensuring ongoing and efficient regulatory compliance.

## **Services**

- > Mergers & acquisitions
- > Director liability protection
- > Securities offerings
- > Seed financings
- > Securities regulation
- > Listing and trading on the TSX, TSX-V, CSE, Cboe, OTCQB, OTCQX, Nasdaq and NYSE
- > Corporate governance
- > Takeovers and reverse takeovers
- > Initial public offerings
- > Commercial transactions
- > Corporate law
- > Public company regulatory compliance
- > Joint ventures and partnerships
- > Creative corporate restructurings
- > Stock exchange practice
- > Proxy contests, shareholder requisitions and director disputes
- > Cross-border transactions
- > Private company exit strategies

Andrew advises on all legal issues of corporate finance and securities transactions. He has particular experience assisting clients in Canada and the United States with a variety of cross-border transactions. Alongside his experience and expertise, Andrew applies a detail-oriented approach to his work to ensure his clients succeed in highly competitive and regulated securities markets around the world.

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# Credentials

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## Awards & Distinctions

- > Silver Medal, University of Alberta, 1997

## Community Commitments

- > Vice President and Director, West Vancouver Otters Swim Club Society
- > Former Board Member, Collingwood School

## Education & Call to Bar

- > Call to Bar: British Columbia, 1999
- > Master of Laws, University of Cambridge, 1999
- > Bachelor of Laws (With Distinction), University of Alberta, 1997
- > Bachelor of Arts, University of British Columbia, 1994

# Additional Work Highlights

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## Listing of public companies

- > Listings of Canadian and U.S. companies on various stock exchanges

## Start-up organization and financing

- > Includes numerous companies in technology, natural resource, apparel, and biomedical sectors

## High-end retail manufacturer

- > Initial financing of a high-end retail manufacturer including public listing and subsequent acquisition

## Biotech company

- > Initial financing of a biotech company including public listing and subsequent acquisition