

# Maria V. Nathanail

Partner

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## ASSISTANT

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## PRACTICE AREAS

Business Law

Banking & Financial Services

Securities & Corporate  
Finance

Private Capital Markets

Cannabis

I'm a trusted advisor to my clients. My number-one goal is to know and understand their business.

Maria is a corporate lawyer focused on corporate finance, capital markets and securities regulation, and business and corporate commercial law. She represents public and private clients in domestic and international transactions, including:

- public offerings
- mergers and acquisitions
- reverse takeovers
- debt and equity financings
- private placements
- corporate reorganizations
- corporate structuring

She also handles compliance with corporate and securities regulatory requirements relating to stock exchange listings, corporate governance, continuous disclosure obligations and shareholders' meetings.

## Education

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**2005** University of Saskatchewan, JD

**1998** University of Calgary, BA

## Admissions

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**2006** Alberta

## Experience

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- Advising on corporate/commercial matters, including the various forms of business structure (corporations, partnerships, and mutual fund trusts), corporate reorganizations, and recapitalization.
- Advising private oil and gas companies in connection with several acquisitions of oil and gas assets.
- Advising issuers and underwriters/agents on corporate finance and securities law matters concerning private and public offerings, and private placements of various sizes, as well as initial public offerings on the Canadian Securities Exchange, the TSX-V and the TSX.
- Advising several private mutual fund trusts in connection with the launching of a nation-wide offering memorandum.
- Advising a number of capital pool companies in connection with their initial public offerings and qualifying transactions.
- Advising on matters related to mergers and acquisitions, including take-over bids and amalgamations in a variety of sectors and industries.
- Advising clients involved in all aspects of the cannabis industry in Canada.
- Advising clients on securities regulations and disclosure obligations, including the preparation of public issuer disclosure documents and shareholder meeting materials.
- Advising on corporate governance matters.

Recent transactions include:

- Acting as Canadian counsel for Cematrix Corporation (TSX-V) in connection with its purchase of MixOnSite USA, Inc. and related bank financing
- Acting on behalf of unitholders of SIF Solar Energy Income Fund with restructuring and implementation of new management.
- Acting on behalf of Stratocom Solutions Corp. in its acquisition of international drone company, Indro Robotics Inc.
- Acting on behalf of Hong Kong syndicate of lenders concerning credit facility to Canadian company listed on the main board of the Hong Kong Stock Exchange.
- Serving as Canadian counsel to underwriters in connection with the initial public offering and listing on the main board of the Hong Kong Stock Exchange of Persta Resources Inc. (the first Canadian oil and gas company listed in Hong Kong since 2012).
- Acting for QE2 Acquisition Corp. with its amalgamation with Distinct Infrastructure Group Inc.
- Acting for Distinct Infrastructure Group Inc. (formerly QE2 Acquisition Corp.) in the reverse takeover of Crowsnest Acquisition Corp., a capital pool company, in connection with its qualifying transaction.

Maria has acted as corporate secretary and a member of the board of directors of several public and private companies in a variety of sectors and industries, including oil and gas services, land development, and

technology. Some of her most recent directorships include Panoptic Automation Inc., R3mote.io Ltd., MyCare MedTech Inc., EquipFlip Ltd., QE2 Acquisition Corp. and CellarMaker Imports Ltd.

## Memberships

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- Private Capital Markets Association
- Canadian Bar Association
  - Securities Law subsection
  - Business Law subsection

## Community

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- Canadian Bar Association
  - Participant, Mentor program
  - 2013-present
- Junior Achievement, Southern Alberta
  - Volunteer
  - September 2015-February 2016

## Teaching Roles & Speaking Engagements

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### SPEAKING ENGAGEMENTS

#### SPEAKER

THE INTERPLAY OF THE CANNABIS INDUSTRY AND THE LAWS BETWEEN CANADA AND THE UNITED STATES

*TAGLaw Western Regional Meeting, March 2019*

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#### PRESENTER

CORPORATE DRAFTING

*Legal Education Society of Alberta, November 2016*