



## → Andrew J. Bond

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Andrew Bond is a partner in the Corporate Practice Group in the firm's Century City office.

### Areas of Practice

Andrew has a broad-based securities law practice. He represents clients in cross-border mergers and acquisitions and capital market transactions. He also advises Canadian clients on the listing requirements on the NYSE, NASDAQ, and the platforms operated by the OTC Markets Group. Andrew previously practiced in Canada, where he advised both U.S. and Canadian issuers on registered securities offerings, private placements, and Securities Exchange Act compliance.

### Experience

#### **Bought deal financing for CubicFarm Systems Corp.**

Acted as U.S. counsel to CubicFarms Systems Corp. in connection with their cross-border bought deal offering of common stock. (2020)

#### **\$875 million senior note offering to Mercer International Inc.**

Acted as U.S. counsel to Mercer International Inc. in connection with their \$875 million senior note offering and the corresponding tender offer for their currently outstanding senior notes. (2021)

#### **\$70 million cross-border private placement with institutional investors for DMG Blockchain Solutions Inc.**

Acted as U.S. counsel to DMG Blockchain Solutions Inc. in connection with their underwritten \$70 million cross-border offering of common stock to institutional investors. (2021)

#### **Exchange Act reporting compliance**

Advising both U.S. domestic companies and foreign private issuers in numerous diverse industries, as well as corporate insiders and significant shareholders, regarding the reporting requirements under the Securities Exchange Act of 1934. (Ongoing)

#### **OTC Markets applications**

Representing several TSX, TSX-V, and CSE companies with their applications on the various platforms operated by the OTC Markets Group and through the OTC eligibility process. (Ongoing)

#### **Acquisition of all of the assets of Premier Mushrooms Inc. by Farmers' Fresh Mushrooms**

Represented Farmer's Fresh Mushrooms Inc. in the acquisition of all of the assets and land owned by Premier Mushrooms Inc. (2019-2020)

## **Bought deal financing for Bluestone Resources**

Acted as U.S. counsel to Bluestone Resources Inc. in connection with their \$80 million (Canadian) cross-border bought deal offering of common stock. (2020)

## **Bought deal financing for Metallic Minerals Corp.**

Acted as U.S. counsel to Metallic Minerals Corp. in connection with their cross-border bought deal offering of units. (2020)

## **Sale of consulting business for McorpCX Inc.**

Represented McorpCX Inc. (now MCX Technologies Corp.) in the sale of their consulting business. (2020)

## **Acquisition of HydroGreen Inc. by CubicFarm Systems Corp.**

Represented CubicFarm Systems Corp. in their acquisition of HydroGreen Inc. (2019)

## **Blacklist Holdings Inc. reverse takeover transaction**

Represented Blacklist Holdings Inc. in its cross-border reverse takeover transaction with Zara Resources Inc. and several corresponding financing transaction. (2019)

## **Acquisition of ViXS Systems Inc. by Pixelworks Inc.**

Acted as U.S. counsel to ViXS Systems Inc. in a cross-border plan of arrangement transaction. (2017)

## **Senior note offerings for Mercer International Inc.**

Acted as U.S. counsel to the issuer in several cross-border debt offerings for \$225 million, \$25 million, and \$300 million respectively. (2017)

## **Cross-border bought deal offering for Hardwoods Distribution Inc.**

Acted as U.S. counsel to Hardwoods Distribution Inc. in a cross-border \$57.5 million bought deal offering of subscription receipts. (2016)

## **TrackX Holdings Inc. reverse takeover**

Represented TrackX Holdings Inc. in a cross-border reverse takeover transaction and concurrent private placement financing. (2016)

## **Senior note offering for HomeStreet Bank**

Representation of HomeStreet Inc., parent of HomeStreet Bank, in the offering of \$65 million of senior notes. (2016)

## **Proxy Contest for Acucela Inc.**

Represented the founder and largest shareholder in a successful cross-border proxy contest to replace the Board of Directors of Acucela Inc., a U.S. public biotechnology company listed on the Tokyo Stock Exchange. (2015)

## **U.S. counsel for Siyata Mobile Inc.**

Represented Siyata Mobile Inc., a Canada-based mobile phone company, in a cross-border reverse takeover transaction and concurrent financing. (2015)

## **\$650 million senior note offering for Mercer International Inc.**

Acted as U.S. counsel to the issuer in a cross-border debt offering for \$650 million in new senior notes and the corresponding tender offer and consent solicitation for the issuer's then-outstanding senior notes. (2014)

## **\$50 million equity offering for Mercer International Inc.**

Acted as U.S. counsel in a shelf-take down offering of shares of common stock. (2014)

## **Northrim BanCorp, Inc. acquisition of Alaska Pacific Bancshares, Inc.**

Represented Northrim BanCorp, Inc. in their acquisition of Alaska Pacific Bancshares, Inc. (2014)

## **Northrim Inc. acquisition of Residential Mortgage LLC**

Represented Northrim Inc., parent company of Northrim Bank, in their acquisition of mortgage banking company, Residential Mortgage LLC. (2014)

## **Fission Uranium Corp. acquisition of Alpha Minerals Inc.**

Acted as U.S. counsel in connection with Fission Uranium Corp.'s acquisition of Alpha Minerals Inc. through a Canadian Plan of Arrangement. (2013)

## **\$50 million registered senior note offering for Mercer International Inc.**

Acted as U.S. counsel in a shelf take-down registered offering of senior notes. (2013)

## **Auction and sale of Williams Controls, Inc.**

Represented Williams Controls, Inc., a global manufacturer of electronic engine and throttle controls serving the heavy truck and heavy equipment industry, in its auction and \$125 million sale to Curtiss-Wright Corporation. (2012)

## **\$182 million competitive tender offer for Mercer International Inc.**

Acted for Mercer International Inc. in a take-over bid for Fibrek Inc., a mid-sized Canadian pulp producer, in the context of a competing unsolicited take-over bid by AbitibiBowater Inc. (2012)

## **\$220 million acquisition for Terra Nova Royalty Corp.**

Represented the acquirer in a registered tender offer for all of the common shares of Mass Financial Corp., a Barbados incorporated financial services company then trading on the Vienna Stock Exchange. (2010)

## **\$300 million senior note offering for Mercer International Inc.**

Acted for the issuer in a cross-border Rule 144A high yield debt offering and the corresponding tender offer and consent solicitation for the issuer's then-outstanding high yield senior notes. (2010)

## **\$67 million exchange offer for convertible notes for Mercer International Inc.**

Acted for the issuer in a Section 3(a)(9) exchange offer for the issuer's outstanding high yield convertible notes. (2010)

## **\$50 million rights offering for Terra Nova Royalty Corp.**

Acted for the issuer in an offering registered through the multi-jurisdictional disclosure system. (2010)

## **Memberships**

Business Law Section, Washington State Bar Association

Business Law Section, State Bar of California

Law Society of British Columbia

Corporation, Finance, and Securities Law Section, District of Columbia Bar Association

Securities Law Section, Canadian Bar Association  
Business Law Section, American Bar Association

## Practices

Capital Markets  
Corporate  
Mergers and Acquisitions  
Public Company Corporate Governance and Compliance

## Industries

Blockchain and Fintech  
Cannabis  
Life Sciences  
Wine  
Mortgage Banking  
Blockchain  
Fintech

## Education

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J.D., University of Detroit Mercy School of Law, 2007

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LL.B., University of Windsor Faculty of Law, 2007

- Editorial Board Member, Windsor Review for Legal and Social Issues, 2004-2006
- Research Assistant, 2005
- Case Worker, Windsor Community Legal Aid, 2004-2005

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B.Com., Queen's University, 2003

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B.A., Political Studies, Queen's University, 2003, 1st Class Honors

- University Senator, 2001-2003

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Certificate, Business and Government Affairs, The Bryce Harlow Institute on Business and Government Affairs, Georgetown University, 2002

## Admissions

Washington

California

British Columbia

District of Columbia