



# Matthew Cumming

**Managing Partner, New York Office**

New York

[mcumming@mccarthy.ca](mailto:mcumming@mccarthy.ca)

t. +1 646-940-8966

## Bar Admission

New York, USA 2005

Ontario 2003

## Law School

Cambridge University

University of Toronto

## Practices

Mergers & Acquisitions

Capital Markets

Real Estate

Public Companies

REITs

## Industries

Global Metals & Mining

Private Equity & Investments

Pension Funds Group

## US and International Markets

United States

**Whether engaged with private or public entities, Matthew's strategic leadership, pragmatic approach, keen business sense and creativity allow him to get the transaction done.**

Matthew is the Managing Partner of our New York office, Co-Head of our National Private Equity Group and a Partner in our M&A and Securities Group. He has led a broad range of transactions, including public and private mergers and acquisitions, strategic alliances and joint ventures, co-investments, financings, reorganizations and other private equity and securities-related dealings. Matthew also regularly advises boards of directors and special committees on corporate governance matters. His experience spans a variety of industries, including REITs, mining, financial services, communications and media and technology. With each file Matthew guides the strategic vision, negotiation and execution of the transaction, while always being cognizant of the client's objectives and their desire for counsel that is responsive to their inquiries and needs.

## Matthew "stands out" in the field of M&A.

— THE INTERNATIONAL FINANCIAL REVIEW (IFLR) 1000

Matthew has played a significant role in a number of complex mergers and acquisition transactions. Representative public transactions include the following:

- Investment Management Corporation of Ontario in connection with numerous co-investments
- Slate Asset Management in connection with the contemplated US\$2.33 billion portfolio and platform acquisition from Annaly Capital Management
- OMERS Infrastructure in its proposed \$3.25 billion acquisition of an equity interest in 407 International Ltd., which holds the world's first all-electronic, open-access toll highway

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- Ontario Teachers' Pension Plan, Canada Pension Plan Investment Board, Caisse de dépôt et placement du Québec and Alberta Investment Management Corporation, in connection with Maple Group's \$3.8-billion acquisition of each of TMX Group, CDS and Alpha, resulting in the creation of an integrated clearing and exchange group in Canada
- Slate Asset Management L.P. in connection with its sale of a minority non-voting interest to Goldman Sachs Asset Management's Petershill Program
- Slate Asset Management L.P. in its C\$1.14 billion acquisition from Cominar REIT
- Slate Asset Management L.P. in its going-private acquisition of Huntingdon Capital Corp.
- Slate Asset Management L.P. in connection with the formation and financing of multiple private equity funds, including Slate Canadian Real Estate Opportunity Fund I L.P., Slate European Real Estate Limited Partnership I and Slate European Real Estate Limited Partnership II
- Sun Life Financial in its acquisition of Bentall Kennedy Group, one of North America's largest real estate investment advisors and providers of real estate services
- OMERS Infrastructure in its \$2 billion unsolicited take-over bid for Teranet Income Fund, a leader in the delivery and transformation of statutory registry services, and Teranet's subsequent extension of its license arrangements with the Province of Ontario in consideration for a payment of \$1 billion and Teranet's \$2.1 billion financing
- Manulife Capital in connection with multiple private equity investments and co-investments
- Consortium of international Private Equity funds in connection with their acquisition of a majority interest in a privately-held Canadian retail business
- European Private Equity fund and family office in connection with their acquisition of a majority interest in a privately-held Canadian agribusiness
- CEF Holding's acquisition (together with a consortium of other private equity partners) of IAMGOLD's Niobec Mine

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- Nieuport Aviation Infrastructure, as consortium lead, in connection with the consortium arrangements for the acquisition of the Billy Bishop Toronto City Airport passenger terminal from Porter Aviation
- OMERS Infrastructure in connection with its investment in an independent power producer in Ontario
- Special committee of Newfoundland Capital Corporation in connection with its acquisition by Stingray Digital Group
- Computacenter plc in connection with its acquisition by plan of arrangement of TSX-listed Pivot Technology Solutions
- Orocobre Limited, a global lithium carbonate supplier, in connection with its acquisition of Advantage Lithium by way of plan of arrangement
- Oil Search in connection with its US\$2.2 billion offer for, and takeover battle with Exxon Mobil over, InterOil, a NYSE-listed oil and gas company
- Royal Gold, Inc. in its contested \$749 million acquisition of International Royalty Corporation by plan of arrangement
- Slate Retail REIT in its going-private acquisition of Slate U.S. Opportunity (No.3) Realty Trust
- BioSteel Sports Nutrition Inc. in its sale of a majority stake to Canopy Growth Corp.
- Special committee of ATS Andlauer Income Fund in connection with the unsolicited insider take-over bid by Andlauer Management Group

Matthew is recognized by Chambers Global for his expertise in Private Equity in Canada – he is the only U.S.-based lawyer to receive such a ranking. Matthew is recognized in *The Canadian Legal Lexpert Directory* as a leading lawyer in the areas of corporate finance and securities, corporate mid-market, corporate commercial law, private equity and M&A. In 2014, he was selected by *Lexpert* as one of the Rising Stars – Leading Lawyers under 40.

Matthew is the co-author of *Shareholder Remedies in Canada* (LexisNexis Canada, 2009), a leading text on shareholder remedies. He was also an adjunct professor at the University of Toronto Faculty of Law for several years, where he taught a class on shareholder rights and activism.

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Prior to joining the firm, Matthew clerked for the Honourable Mr. Justice John C. Major at the Supreme Court of Canada and then practised corporate and securities law at a leading New York-based international law firm. He holds a BA from Yale University (1998, Economics), a JD from the University of Toronto (2002, Bronze Medallist), and an LLM in Commercial Law from Cambridge University (2004, First Class Honours).

## Awards & Rankings

### Chambers Global

Foreign Expert: Private Equity: Buyouts

### Lexpert - 2014

Rising Stars – Leading Lawyers under 40

### The Canadian Legal Lexpert Directory

Leading Lawyer: Corporate Commercial Law; Corporate Finance & Securities; Corporate Mid-Market; Mergers & Acquisitions and Private Equity

### Lexpert Special Edition: Finance and M&A

Leading Lawyer

### Lexpert Special Edition: Infrastructure

Leading Lawyer

### Lexpert Special Edition: Mining

Leading Lawyer

### IFLR 1000 Guide to the World's Leading Financial Law Firms

Highly Regarded : M&A, Technology & Telecommunications, Mining

## Recent Experience

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- **Victor Capital Partners Fund II, LP acquires The Coats Company**

January 9, 2024

- **OMERS to invest US\$400M for indirect 5% stake in MLSE**

November 6, 2023

- **Otsuka Pharmaceutical acquires Mindset Pharma for C\$80M**

October 26, 2023

- **NFI Industries Inc. completes acquisition of substantially all of the assets of SDR Distribution Services**

April 6, 2023

## Recent Insights

- **Is recent SEC disclosure-controls settlement a blueprint for ESG enforcement?**

May 24, 2023

