Cannabis

SUMMARY
BLG is committed to helping its clients effectively and responsibly navigate Canada’s move from prohibition to regulation of cannabis. Our commitment is mirrored by our attention to the rapidly evolving cannabis industry, which is uniquely regulated federally across Canada, locally within provinces and municipalities, and in jurisdictions beyond our borders.

BLG’s multi-disciplinary cannabis industry focus group is at the forefront of Canadian legal service providers. We provide first-in-class corporate, securities, regulatory, advertising, privacy, technology, tax, intellectual property, commercial real estate, employment and litigation counsel. BLG is continuously involved in corporate transactions and advisory services across all cannabis industry subsections.

PUBLICATIONS & PRESENTATIONS

Publications & Presentations

- Quoted, "Expansion for cannabis companies must include foreign markets," *Law Times*, April 2019.
- Quoted, _The transformative potential of legal cannabis on the Ontario real estate landscape_, *ULI Toronto*, February 2019.
- Quoted, “How to prevent pot in the factory now that marijuana is legal”, *Automotive News Canada*, November 2018.

• Authored, "Up in smoke: A primer on cannabis taxation in Canada." The Lawyer’s Daily, October 2018.

• Quoted, “RCMP launches online training course for police on cannabis legislation.” The Lawyer’s Daily; August 2018.

• Quoted, "Technology and cannabis branding: The 'Entourage Effect.'" The Lawyer’s Daily; May 2018.

• Authored, "Defining a cannabis industry niche through branding." The Lawyer’s Daily; May 2018.

• Quoted, "Vegetative growth: The medical foundation of the Canadian cannabis industry." The Lawyer’s Daily; April 2018.

• Quoted, "'Cannabis fever' may pose legal risk to businesses in 2018," Canadian Lawyer Magazine; January 2018.

• Presented, "Cannabis in Canada," MAPLE Winter Event: Orange County; December 2017.

• Quoted, "Firms identify areas most impacted by cannabis legalization in 2018," The Lawyer’s Daily; December 2017.

• Authored, "Sin tax on cannabis disproportionately hurts medical users." The Lawyer’s Daily; December, 2017.

• Quoted, "TSX warns Canadian cannabis companies to cut U.S. ties," Business in Vancouver; October, 2017.

• Quoted, "TSX warning to cannabis companies give investors jitters." Business in Vancouver; October, 2017.


• Authored, "Rocky Mountain high: investing in the Canadian cannabis market," The Lawyers Daily; May, 2017.

• Quoted, "Cannabis and patents 101," Lift News; April, 2017.

• Quoted, "Legalization of marijuana could be boon for lawyers in many practice areas," The Lawyer’s Daily; March, 2017.


**Client Bulletins**

• "WSIB Begins Providing Coverage For Medicinal Cannabis." June 2019.


• "The Cannabis Conundrum: To Opt In or Out of the Retail Cannabis Regime," January 2019.
• "Holiday Parties in the Cannabis Age," December 2018.
• "Possible Changes to Long-term Care Home Regulations Regarding Cannabis," November 2018.
• "Legalization of Cannabis in Canada and Vessel Operation," October 2018.
• "Recent Changes to Path to Cannabis Legalization," September 2018.
• "BLG Podcast," July 2018.
• "Cannabis – An Industry Based on an Ingredient," July 2018.
• "Ten Things to Know Now That Recreational Cannabis Will Be Legal in Canada," July 2018.
• "Senate Passes Historic Cannabis Legislation Putting End to 95 Year Prohibition," June 2018.
• "Canada’s Historic Bill C-45 Breaks Ground for the Cannabis Industry," June 2018.
• "Senate passes Cannabis Act, but legal cannabis not a reality yet," June 2018.


REPRESENTATIVE WORK

Corporate and Securities Transactions

BLG has advised in respect of brokered and non-brokered debt and equity financing, mergers and acquisitions, initial public offerings and other going-public transactions. Recent experience includes acting as counsel in respect of:

- CanniMed Therapeutics Inc., in its contest for control with Aurora Cannabis, including hearings before the Ontario and Saskatchewan securities commissions, and favourable resolution; its proposed and abandoned acquisition of Newstrike Resources Ltd., by way of a share exchange and its prior $60 million initial public offering. CanniMed was only the second medical cannabis company to list on the TSX, and its IPO was one of only three IPO’s on the TSX in 2016.

- Sunniva Inc., in connection with its initial public offering and listing of its shares on the Canadian Securities Exchange, and, prior to the IPO, its three acquisitions and a series of private placement financings with an aggregate value of approximately $40 million.

- The agents, in connection with a $125 million offering of subscription receipts of MedMen Enterprises Inc., in connection with its listing on the Canadian Securities Exchange by way of a reverse take-over.

- Terra Life Sciences, a company involved in R&D of innovative cannabis-derived medical products, in connection with a $46 million private placement of convertible debentures.

- The agents, in connection with a $10.5 million private placement of convertible debentures by Cardiol Therapeutics Inc., a nanotherapeutics company developing proprietary formulations designed to deliver cannabinoids and other drugs.

- Brassneck Capital Corp., in connection with its IPO on the TSX Venture Exchange, by way of a reverse take-over by National Access Cannabis Corp.

- The underwriters, in connection with the $52 million bought deal offering of common shares of Nuuvera Inc.
• The agents, in connection with a $19 million offering of subscription receipts of a Canadian-based licensed producer that also holds licenses for the production, processing and wholesale distribution of cannabis in the U.S., in connection with its upcoming listing on the Canadian Securities Exchange by way of a reverse take-over.

• The underwriters, in connection with multiple public offerings and bought deals of shares of Aphria Inc., a licensed producer, raising aggregate proceeds of approximately $670 million.

• The underwriter, in connection with a $14 million bought deal offering of units of InMed Pharmaceuticals, Inc., a biopharmaceutical company specializing in the R&D of cannabinoid-based prescription drug therapies.

• The underwriters, in connection with the $27 and $17 million bought deal offerings of shares of Emerald Health Therapeutics Inc., a licensed producer.

• Maple Leaf Green World Inc., a Canadian licensed producer with operations in Nevada, in connection with its $7.3 million private placement.

• The agents, in connection with the $10 million private placement of subscription receipts of CannaRoyalty Corp. in connection with CannaRoyalty’s three-cornered amalgamation with Cannabis Royalties & Holdings Corp. CannaRoyalty is a royalty company providing financing for companies in the cannabis ecosystem.

• The agents, in connection with a series of private placements of shares of Lexaria Bioscience Corp., with an aggregate value of approximately $5 million.

• The agents, in connection with the $35 million private placement of subscription receipts of DFMMJ Investments Inc. in connection with DFMMJ’s three-cornered amalgamation with SecureCom Corp. DFMMJ, doing business as “Aphria USA”, is a licensed producer in Florida.

• Green Relief Inc., in connection with its $20 million private placement of convertible debentures.

Ongoing Advisory
BLG’s cannabis industry focus group has breadth and depth of experience in advising a variety of industry participants, both domestic and foreign, in relation to operating within the Canadian medical cannabis market and the adult use market. Recent and ongoing examples include:

• Advising entities at all stages of ACMPR license applications, including corporate, securities, regulatory, tax, intellectual property, commercial real estate, employment and litigation counsel;

• Advising international pharmaceutical companies in relation to cannabis supply, regulatory compliance, intellectual property and dosage forms;

• Advising a national pharmacy chain in relation to cannabis supply, regulatory compliance, intellectual property, e-commerce and new product categories;

• Advising a payment processor in respect of working with LPs;

• Advising a natural health products company in relation to ACMPR licensing and intellectual property;

• Advising a food company in relation to the ACMPR, the NCR, and other aspects of positioning itself for sale of infused foods and beverages when those products are regulated for sale;

• Advising multiple technology companies (domestic and foreign), including NCR licensed dealers and ACMPR applicants, in relation to:
• wholesale cannabis supply agreements;
• scope of activities under ACMPR licenses, NCR licenses, and Marihuana Medical Access Regulations licenses extended by R v Allard;
• importation and exportation of cannabis under the ACMPR and the NCR;
• intellectual property licensing;
• patent rights, including drafting and filing patent applications in relation to biotechnology and dosage forms;
• plant breeder’s rights and trade secrets;
• the scope of wares and services that may be included in trademark applications to position for adult use and for product diversity;

• Drafting website terms and conditions, drafting a privacy policy, and advising in relation to advertising for LPs and social media companies;
• Advising an assisted living facility in relation to the scope of practice of nurses outside of hospitals, and in relation to a post-Cannabis Act adult use policy;
• Immigrating skilled individuals to Canada for work in the cannabis industry; and
• Advising in respect of employment law matters and employee drug testing.

RANKINGS & RECOGNITIONS

• Recognized as the top-ranked firm for Cannabis law in the 2020 edition of The Best Lawyers in Canada®