

A professional photograph of a man with short dark hair and glasses, wearing a dark suit jacket, a light-colored shirt, and a patterned tie. He has his arms crossed and is looking directly at the camera with a slight smile. The image is set against a blurred background of what appears to be a modern office or building interior. A circular inset highlights the man's face.

**BANKING & FINANCE
WE KNOW**



**EXTENSIVE
EXPERIENCE**

BANKING & FINANCE

BCF HAS EXTENSIVE EXPERIENCE IN STRUCTURING, NEGOTIATING AND DOCUMENTING DOMESTIC AND CROSS-BORDER FINANCING TRANSACTIONS, ON A SECURED OR UNSECURED BASIS. WE REGULARLY REPRESENT LENDERS AND BORROWERS IN VIRTUALLY EVERY TYPE OF COMMERCIAL LENDING TRANSACTION INCLUDING TRADITIONAL COMMERCIAL LOANS, ASSET-BASED LOANS, EQUIPMENT LEASING, REAL ESTATE FINANCING, SECURITIZATION CONDUITS AND OTHER FORMS OF STRUCTURED FINANCE. WE ADVISE OUR CLIENTS WITH RESPECT TO ALL TYPES OF LOAN RELATED DOCUMENTATION SUCH AS INTER-CREDITOR AGREEMENTS, COLLATERAL AGENCY AGREEMENTS, SUBORDINATION AGREEMENTS, THIRD-PARTY WAIVERS, LETTERS OF CREDIT AND MANY OTHERS.

Our cross-border expertise is frequently called upon during financing transactions. The financial institutions we act for require us to understand and navigate between the legal similarities and differences in the U.S. and Canadian lending environments.

Our banking and finance partners staff each transaction with experienced professionals and remain involved from start to finish. Given the sophistication of our clients and the level of legal services they require, this approach distinguishes us from other law firms and enables us to efficiently provide the experience that our clients expect.

We pride ourselves on providing a practical and pragmatic approach to solving complex problems and closing high-level transactions while respecting our clients' time requirement.

Our Clients

Our banking and finance group provides a wide range of legal services to numerous Canadian, American and foreign financial institutions, including:

- asset-based lenders
- chartered banks
- foreign banks
- leasing companies
- non-bank lenders
- pension funds
- REITs
- trust and insurance companies

We also assist our corporate clients with their various financing and borrowing needs.

At BCF, we help our clients build and sustain momentum in support of their strategic and financial objectives. Our approach is based on listening to their needs and goals, taking the time to understand their business and responding with effective strategies and solutions, no matter the size of the opportunity or undertaking.

FOCUSED EXPERTISE

BCF PROVIDES COMPREHENSIVE AND SPECIALIZED ADVICE AND LEGAL SERVICES WITH RESPECT TO ALL ASPECTS OF FINANCING TRANSACTIONS, INCLUDING:

Asset-Based Lending

BCF has become one of the leading firms in the representation of asset-based lenders and other middle-market lenders in secured financing. This includes both loan origination work and representation of secured lenders in insolvency matters, including debtor-in-possession financing (DIP).

Our practitioners have not only acted as counsel in many of the largest syndicated asset-based transactions, both domestic and cross-border, but also regularly represent lenders on smaller, single-lender and "club syndicate" matters.

Commercial Lending Transactions

Commercial lending transactions are a principal focus of our banking and finance practice. We regularly advise our clients with respect to granting or obtaining revolving lines of credit and term loan facilities.

We are experienced in transactions involving the vast array of assets which borrowers use as collateral, including accounts receivable, commodities, inventory, equipment, real estate, securities, intellectual property rights and other intangibles. Since our clients often finance companies with complex capital structures, we routinely address sophisticated inter-creditor issues.

Equipment Leasing

Equipment leasing transactions are a significant element of BCF's banking and finance practice. Our finance lawyers represent lessors, lessees and others in leasing transactions involving various types of assets, including aircraft and rolling stock.

Our finance group typically works closely with the firm's tax lawyers as the tax consequences in lease financing is of fundamental importance.

Intellectual Property Lending

Working together with the firm's large intellectual property group, we are uniquely positioned to effectively represent lenders in transactions involving intellectual property and related intangibles.

BCF has significant experience handling financing transactions involving collateral assets such as trade marks, patents and copyrights.

Mezzanine and Venture Capital Financing

Mezzanine and venture capital financing is an area that has grown substantially in recent years. Our finance lawyers are well versed in the myriad of complex issues peculiar to this type of financing, from subordination terms, collateral sharing, and other inter-creditor issues to concerns that arise in connection with a mezzanine lender's equity or equity-linked investment.

Real Estate Financing

Drawing upon the resources of our real estate practice group, we regularly represent banks and other financial institutions in real estate transactions. BCF has extensive experience in all aspects of construction and mortgage finance.

We have been retained in numerous financings for the hotel, cable distribution and theater industries, office and mixed-use development projects and REITs.

Securitization

Our banking attorneys have participated on behalf of lenders and borrowers in the structuring and documentation of asset securitizations including credit cards, car and commercial loan receivables, real estate and trade receivables.

Syndicated Lending and Participations

We have significant experience representing agent banks in syndicated credit facilities, from negotiating and documenting the facility at inception to advising the agent in connection with restructurings and bankruptcies. We also regularly represent members of lending syndicates.

BCF also represents participants in the secondary loan market and our attorneys are familiar with the issues that arise in connection with assignments of loans in syndicated credits, including in distressed situations.

Multidisciplinary Approach

BCF uses a unique multidisciplinary approach to provide innovative transactional and strategic advice. Our skilled finance practitioners regularly call upon other lawyers of the firm with specific expertise, including:

- bankruptcy, insolvency and restructuring
- civil and commercial litigation
- commercial and corporate law
- cross-border transactions
- domestic and international taxation
- enforcement and realization of security
- environment
- intellectual property
- mergers and acquisitions
- real estate
- securities

A look at our diverse practice areas demonstrates the wide range of our skills. Yet, it is the way practitioners work together that truly defines our ability to handle complex projects in an effective and efficient manner.

COMMITMENT TO EXCELLENCE

Exceeding Expectations

BCF is committed to providing exceptional service to its clients. We promptly respond to our clients' issues and concerns and strive to anticipate their needs.

Our banking and finance practitioners will make sure that you complete your financing transactions in an efficient and timely manner, at a reasonable cost and with full confidence that all of your interests have been understood and protected.

Our clients are the cornerstone of our practice and we value the confidence they place in us.

To learn more about our banking and finance practice, lawyers and publications, please visit our website at www.bcf.ca.

Our Firm

BCF was founded out of a need for the practice of business law to adapt to the changing world of business. Since the firm's inception, we have assisted businesspeople in unlocking their potential by challenging conventional thinking, finding better solutions and providing exceptional service.

At BCF, we have developed a different approach – one that puts people before business – people such as visionaries and leaders. As our client, you will be surrounded by a multidisciplinary team of professionals which responds to your individual needs and distinguishes itself through a proactive, efficient and supportive approach.

With offices in Montréal and Québec City, BCF is comprised of more than 120 professionals who specialize in all aspects of business law. Our team sets itself apart by providing top-quality service, high ethical standards and a creative spirit.

We are not only experts in law – we are your right hand, your true partners. It is this approach that has made BCF the go-to firm for businesspeople.

International Alliances

BCF is a member of *Meritas Law Firms Worldwide*, a highly-respected international organization of law firms. Since success often knows no borders, membership in this organization provides a real advantage for our clients.

Our clients benefit from access to top-legal talent in more than 200 firms in 60 countries who are as dedicated to excellence as we are. As a result, whether in Canada or abroad, you are assured of receiving exceptional legal services.

To learn more about *Meritas Law Firms Worldwide*, please visit their website at www.meritas.org.

YOU NEED TO KNOW HOW TO CHOOSE YOUR LAW FIRM



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