

A woman with short brown hair is smiling broadly, shown in a circular inset. The background is a warm, yellow-toned photograph of three people in a meeting. A man on the left is looking towards the camera, and a woman on the right is looking towards the man. They are sitting at a table with white mugs and papers.

**BUSINESSS  
TRANSFERS  
WE KNOW**



**OUR GOAL:  
MAKE YOUR TRANSACTION  
A SUCCESS**

# STRATEGIC BUSINESS TRANSFER TEAM

## Our Team

EVERY BUSINESS TRANSFER PRESENTS A UNIQUE SET OF ISSUES, CHALLENGES AND RISKS. MUCH IS AT STAKE, AND EACH DETAIL OF THE TRANSACTION MUST BE CAREFULLY ORCHESTRATED.

The members of our strategic business transfer team are seasoned professionals who have played key roles in a multitude of intergenerational transfers, business sales and purchases, management buyouts and employee incentive plans. We know the impact these transactions can have on you, your business and your loved ones. And we have the know-how to handle the legal, commercial, fiscal and emotional complexity of such transactions.

## Our Clients

Business owner and managers, their potential successors as well as their advisors and financial partners engage our services each day to assist them with the business transfer process. Though the size, maturity, industry and profitability of the business may vary, our passion for doing a job well never does.

# EXPERIENCE AND KNOW-HOW

## Sale and Purchase of Businesses

BCF's strategic business transfer team has extensive experience in the sale and purchase of businesses, whether the transaction involves shares or assets or is completed through a merger. Our team is front and centre in regional, national and international transactions involving all business sectors.

Our team can help you identify and evaluate alternatives to the sale of your business (e.g., joint venture, technology license), reorganize your tax and corporate structure prior to the transaction, negotiate and secure financing, negotiate the structure and terms of the transaction, prepare legal agreements and documents and advise on decisions and actions you need to take once the transaction is completed. You can trust our team to support and be with you every step of the way, right up to the actual sale or acquisition.

We understand that the success of a business transfer often depends on the ability of all parties involved to compromise. We know the art of negotiation and will use it to protect your interests while keeping your main goal firmly in sight: see the transaction through to successful completion.

## Employee Incentive Plans

Every day our team helps businesses implement incentive plans aimed at attracting and retaining employees. The techniques and strategies adopted play a key role in strengthening employee loyalty. Incentive plans can also be a first step toward the transfer of your business.

We can help develop compensation measures that are as simple or sophisticated as required, and precisely tailored to your needs. We regularly help implement stock option plans, bonus plans, deferred compensation plans and phantom stock plans. We also take a pragmatic and creative approach to negotiating benefits for senior management, through such services as setting up employee trusts and realizing the partial sale of your business to key employees.

Your employees are a valuable asset for your business. Not only do we ensure that the solutions are advantageous from a tax, legal and financial perspective, we can also help communicate these advantages to your employees for you to maximize all potential benefits.

## Transfers of Family Businesses

Every family business is unique. And so are the human, legal, financial and tax aspects of passing a family business down to the next generation. This is why transferring a business to other family members requires special expertise.

We pay as much attention to preparing successors, setting up boards of directors and family councils, smoothing the interaction between key employees and family members and balancing the financial stake of family members as we do to implementing sophisticated tax and legal strategies as part of these operations.

Our human approach reflects the way we operate. We are mindful of the fact that, once the transfer is completed, your family must continue to act as one. When the time comes to plan the transfer of your family business, you can rely on our team to provide professional, attentive service.

## Management Buy-Out

Often, the managers of a business are the most logical choice to take over the business. Their knowledge of and experience in the business, however, may not necessarily make it any easier for them to secure the financing they need for the purchase.

Our team will share its management buyout know-how with you. In addition to our sale/purchase and financing experience, we are accustomed to transactions involving buyers who have as much, if not more, knowledge of the business as the sellers do. We also understand the importance of distinguishing between employer/employee and buyer/seller relationships as part of a management buyout, as well as the need to respect the confidentiality to which potential buyers are bound as employees, particularly when they solicit financing for the transaction. Moreover, our team never loses sight of the importance of maximizing tax benefits for all parties concerned.

## A Multidisciplinary Approach

BCF uses a unique multidisciplinary approach to offer its clients innovative strategic advice as part of each transaction. Our strategic business transfer team works in close cooperation with other professionals at our firm, particularly when their expertise in any of the following areas is required:

- Banking law and financing
- Civil and commercial litigation
- Commercial and corporate law
- Cross-border transactions
- Domestic and international taxation
- Environmental law
- Estate planning
- Intellectual property
- Real estate law
- Reorganization and insolvency
- Securities law
- Trusts law
- Venture capital financing

# EXPERIENCE. EXPERTISE. EXCELLENCE

## Service Without Compromise

Though at times our clients must compromise during the process of planning and implementing the transfer of their businesses, at no time will the quality of our service be compromised.

Our clients have become successful because of their dedication, hard work and commitment to excellence and efficiency. When it comes to the transfer of their business, we owe them the same dedication, hard work and commitment to excellence and efficiency.

The satisfaction of our clients comes first. Our primary goal is to exceed their expectations. Our clients are the cornerstone of our practice, so our team is naturally committed to providing them with exceptional service. We are renowned for the efficiency with which we solve our clients' problems and for our ability to anticipate their needs.

To learn more about our business transfer expertise, lawyers and publications, please visit our website at [www.bcf.ca](http://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](http://www.meritas.org).

# YOU NEED TO KNOW HOW TO CHOOSE YOUR LAW FIRM



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