



WILSON VUKELICH^{LLP}
BARRISTERS AND SOLICITORS

Our Firm

Founded in 1990, Wilson Vukelich was formed by five Bay Street lawyers who concluded that clients are best served by smaller, more responsive, full service firms. Since its inception, WV has become known for working strategically with our clients, using our knowledge and experience to provide prompt, practical and cost-effective solutions. WV's commitment to providing the highest quality legal services has led us to be York Region's leading Business and Tax Law firm.

While we have grown from five lawyers, our growth is a controlled growth. We identify quality lawyers and staff and ensure that each new member of the team embodies the culture of prompt, practical and cost-effective representation that has made the firm's reputation. Our lawyers are respected counsel in their areas of practice. WV's lawyers are often speakers at seminars and conferences.

We understand the challenges businesses face in today's complex and competitive business environment. Our business clients range in size from start-ups to some of North America's largest public companies. We also represent international business clients seeking to protect and expand their interests in Canada.

Want to know more? Please contact us for information about our services.



*Guidance through all aspects
of your acquisitions and divestitures.*



Commercial Real Estate

Our commercial real estate lawyers' expertise spans a broad range of real estate related areas. Our lawyers have comprehensive experience acquiring, disposing of and financing commercial real estate, including office, industrial and mixed use buildings, shopping centres, residential rental complexes and retirement homes. Our lawyers also boast vast expertise acting for landlords and tenants in the preparation and negotiation of commercial leases, as well as in negotiating landlord and tenant disputes.

Whether it is for your own corporate needs or for portfolio investment purposes, we can assist in all aspects of your acquisition or divestiture of commercial real estate assets including:

- Advisory services relative to corporate structure
- Assisting in completing due diligence
- Commercial lease review and negotiations
- Completing of all conveyancing matters
- Co-ownership arrangements
- Cost sharing and shared facilities agreements
- Development of leasing precedents and programs
- Joint-venture agreements
- Litigation support
- Negotiating purchase and sale agreements
- Restructuring
- Working with your other real estate specialists



*Expert advice, no matter
where business takes you.*

Corporate / Commercial

In corporate/commercial transactions, businesses need lawyers with specific legal expertise and strong business skills. Our entrepreneurial lawyers are experienced in helping clients start, grow, and sell their businesses.

Our Corporate Commercial Group is recognized for its efficiency and effectiveness in structuring, negotiating, and closing both complex and routine transactions. No matter how big or how small the transaction, you can be sure that our lawyers will be dedicated to helping you achieve your business goals.

While our clients range from public companies to sole proprietors, we specialize in closely held and family businesses.

As a full service business law firm, our lawyers provide services at all stages of the business life cycle, including:

- Business Formation
- Corporate Governance
- General and Industry-Specific
Legislative Compliance
- Negotiations and Strategic
Advisory Support
- Product Distribution and Licensing
- Shareholder Agreements
- Stock Option Plans and Other Employee
Incentive Programs
- Strategic Alliances/Joint Ventures
- Succession Planning including
Management Buyout Transactions
- Technology Development and Licensing
- U.S. & International Expansion

Sub-practice areas include:

- Aviation
- Corporate Financing
- Health Care Business Advisory (including
Doctors, Pharmacists, and Dentists)
- Private Equity/Mergers and Acquisitions
Transactions Services
- Shareholder Disputes
- Trade-Marks



*Unlocking financing
to achieve your goals.*

Financial Services

We customize our financial services to the unique needs of our clients, staying abreast of trends and legislative developments in the various industries they serve. Our broad range of expertise is balanced by highly focused and pioneering service offerings. We have in-depth experience with a variety of institutional, as well as non-traditional lenders such as mezzanine, ABL, and sub-debt.

With a comprehensive understanding of the financial services landscape, regulatory and legislative environments, and practical experience, our financial services and banking group has represented numerous Canadian chartered banks, near banks, insurance companies, and other financial institutions in such diverse areas as:

- Aircraft financing
- Asset based lending
- Bulk lease facilities
- Cross border financing
- Equipment lease financing
- Factoring transactions / receivables sales transactions
- Interlender agreements
- MBO/LBO and other structured financing
- Mezzanine financing
- Mortgage and debenture financing
- Mortgage backed securitizations
- Project financing
- Secured transactions
- Senior debt financings
- Subordinated debt financing
- Turnaround financing

Our goal is to provide insightful advice to help our clients achieve transaction objectives on all fronts, and to meet their demands, customized to the size of their business and overall industry strategies, whether dealing with large businesses with a national presence or start-ups.



Protecting your interests.

Insolvency / Restructuring

From time to time you may be faced with the prospect of a major customer or supplier going into bankruptcy, receivership, or seeking protection under the *Bankruptcy and Insolvency Act*, or the *Companies Creditors Arrangement Act*. Our litigation and financial services lawyers can advise you on how to protect your position as a creditor, a holder of security, a consignor or landlord, or an equipment lessor.

Our team has extensive experience in the operation of all insolvency statutes, as well as the *Personal Property Security Act* and the *Repair and Storage Liens Act*. If your company is struggling, we can advise you on all aspects of asset protection, how to negotiate and settle with your creditors, and how to make effective use of the restructuring tools that are at your disposal.



*Strategic management
of your workforce.*



Labour and Employment

Employees are amongst a business's most important assets. They can, however, also create its largest contingent liability. It is for this reason that the strategic management of your business's workforce is critical in today's competitive economy.

Our labour and employment law lawyers act as general counsel for employers of varying size who operate within Ontario and throughout Canada. Our lawyers assist in addressing employment issues before they become a problem and ensure that efficient human resource strategies are created and implemented. When disputes arise, our lawyers provide experienced strategic and practical representation in all areas of labour and employment law, at both the provincial and federal level.

We provide a full range of employment law services for our employer clients, including the following:

- Attendance Management
- Compensation and Benefits Plans
- Constructive Dismissals
- Disability Leaves and Returns
- Employee Discipline
- Employee Hiring
- Employee Relations
- Employment Contracts
- Employment Standards
- Executive Compensation
- Human Rights
- Information and Privacy
- Injunctions
- Labour Board Hearings
- Labour Relations
- Lay-Offs and Recalls
- Legislative Compliance
- Management Training
- Multinational and Multi-Jurisdictional Employment Issues
- Occupational Health and Safety
- Pregnancy and Parental Leave
- Restrictive Covenants
- Sale or Closure
- Terminations
- Vacations and Holidays
- Workplace Investigations
- Workplace Safety and Insurance
- Wrongful Dismissal Litigation

Our labour and employment lawyers also regularly advise employees on all aspects of the employment relationship.



*Representation focused
on your desired results.*

Litigation

In any dispute, it is important to get to the heart of the real issues, by taking a practical, results-oriented approach. We recognize and present your perspective and interests in a comprehensive and compelling manner. Our strategy in litigation is to secure the best resolution in a timely and cost efficient manner.

Our litigators have extensive trial and appellate experience at all levels of court, including the Ontario Superior Court, the Ontario Court of Appeal, the Federal Court of Canada, the Federal Court of Appeal, the Tax Court of Canada, and the Supreme Court of Canada. Our litigators also appear as counsel before administrative boards and tribunals as well as in private forums involving arbitrations, mediations and other forms of alternative dispute resolution.

As a full service business and tax law firm, we have developed our litigation practice to compliment each of our other practice areas. From litigation to arbitration, we act as litigators in a wide variety of areas, including:

- Bankruptcy Litigation
- Collection Litigation
- Commercial Real Estate Litigation
- Commercial Tenancy Disputes
- Construction Litigation
- Corporate Commercial Disputes
- Defamation
- Employment Litigation
- Estate Litigation
- Financial Services Litigation
- Labour Arbitration
- Mortgage Remedies
- Security Realization and Enforcement
- Shareholder Disputes
- Tax Litigation



Sharing your interests.

Not For Profit

We share your interests. Wilson Vukelich's lawyers and staff actively volunteer and are involved in community organizations and charities as senior advisors, directors, and committee members. This, in turn, has provided us with first-hand knowledge of the issues facing these organizations.

Our lawyers represent charities and not-for-profit organizations, from the large nationwide charities and foundations to small community organizations. Our clients include public and private foundations, hospitals, social service organizations, and trade and professional associations.

We provide a full range of legal services for our charity and not-for-profit clients, including:

- Defence and administration of charitable bequests
- Directors' and trustees' duties and liabilities
- Establishment of endowment funds
- Fundraising issues and charitable giving
- Governance, policy development and risk management
- Incorporation and organization of non-profit organizations
- Intellectual property matters
- Planned giving
- Registration of charities to obtain charitable status
- Reorganizations, wind-ups and mergers
- Other legal matters, including labour and employment law, commercial real estate issues, and privacy law



Innovative planning and effective solutions for growing, preserving and transitioning your wealth.

Private Client

Personal planning is no longer as simple as preparing a standard will. It is common for family to have complex interests in multiple jurisdictions, including real estate, business and financial assets, and relatives. Further, we are fortunately seeing an increased interest in philanthropy, where those who have prospered have decided to reinvest a portion of their wealth into activities for the benefit of their community. Sadly, we are also now more often facing issues of degenerative diseases, long term care, life with disabilities, and disputes over family and estate assets. All these require careful planning to ensure that the assets and interests of the family are protected.

Our tax and private client lawyers help ensure our clients reach their financial goals by providing guidance and advice based on years of experience. Our lawyer work with other professional advisors to ensure a seamless solution for our clients' estate, family and business planning needs.

Our private client practice includes:

- Estate Litigation and Mediation
- Estate Planning and Administration
- Planned Giving and Philanthropy (including establishing public and private foundations)
- Succession Planning
- Trusts (and related Powers of Attorney)
- Wills

Discover our proven approach and solutions for growing and preserving your assets and transitioning your wealth to future generations.



Guiding you through the day-to-day tax issues and representing you when disputes arise.

Tax

With collectively over a century of experience, our tax lawyers have seen and done it all. Our tax lawyers routinely advise domestic and multi-national businesses and their owners and shareholders, families, and trusts, as well as charities, governments and public policy bodies. As a result of their experience and their ability to develop and implement creative, innovative and productive solutions, they are the advisors of choice to other professionals.

We provide a full range of tax law services for our clients, including personal planning (private client), business tax, and tax dispute resolution. As a full service firm, we help ensure that both your personal interests and business interests are considered in developing and implementing your tax plan.

Business Tax

The purchase, management, and sale of a business requires guidance from experienced counsel in order to decrease costs and generate value. As a full service firm, we can design and implement appropriate strategies to meet your goals, whether they are buying, selling or financing a business, asset protection, risk management, income splitting, maximizing the lifetime capital gains exemption, or implementing a business succession plan. Further, our tax lawyers, corporate counsel, and litigators work together to devise effective solutions for you when there are shareholder and commercial disputes.

Tax Dispute Resolution

Over the past several years, audits by the tax authorities have become more common. They can be frustrating, aggravating, time intensive and wrong. We can help. With early involvement, we can quickly and effectively work with your accountant to obtain satisfactory resolution at the objection stage. When a satisfactory resolution cannot be achieved, our tax litigators will represent your interests at the Tax Court of Canada and the Federal Court of Canada. We have a history of success in resolving disputes with the CRA and provincial tax authorities.

Let us guide you with confidence.



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