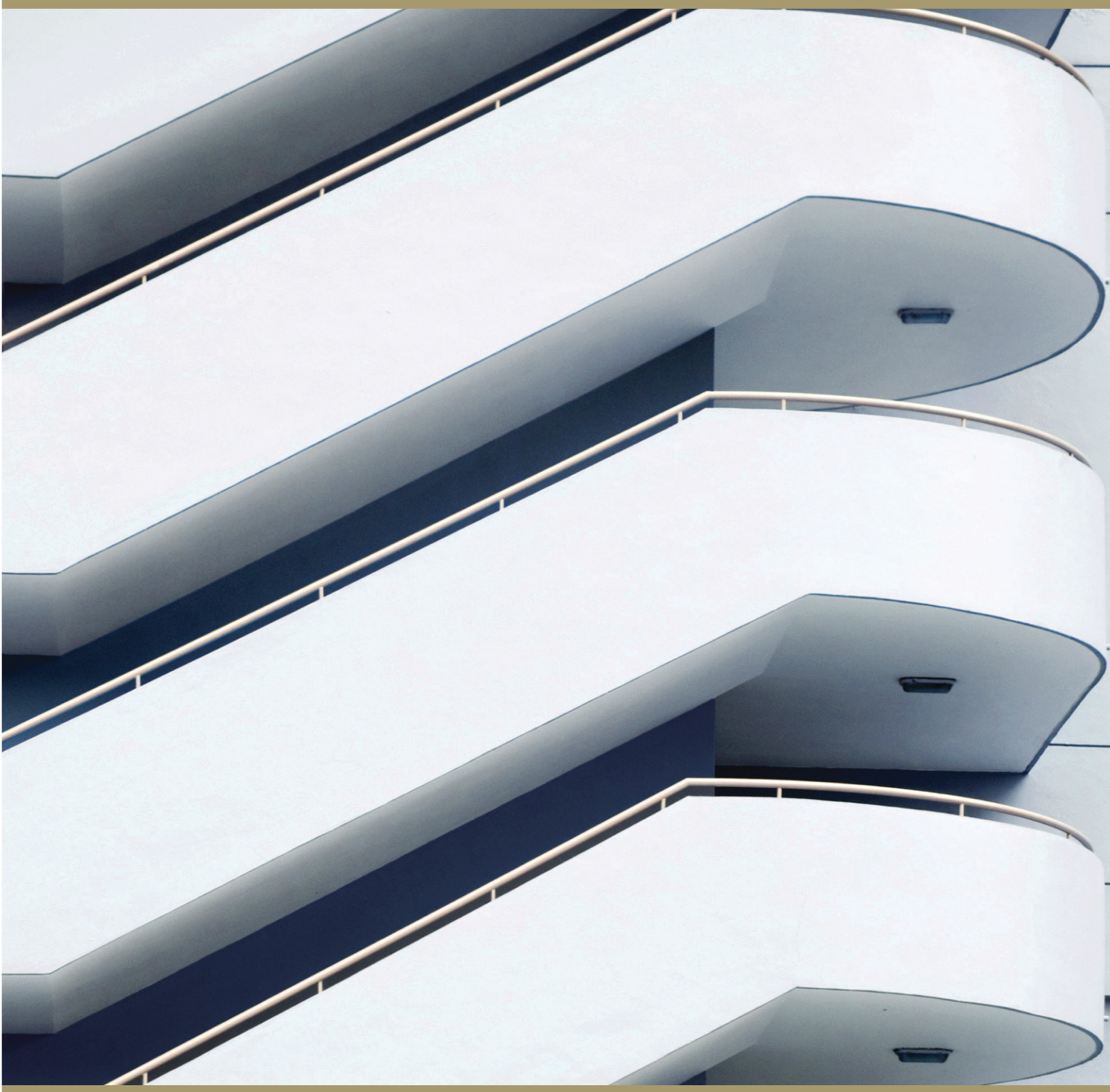
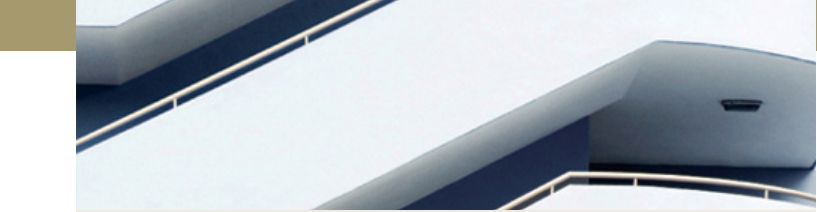


PUBLIC-PRIVATE PARTNERSHIPS/INFRASTRUCTURE





Public-Private Partnerships/Infrastructure

Major infrastructure projects require counsel with varied and in-depth expertise. Stikeman Elliott's Public-Private Partnerships /Infrastructure Group has recent and ongoing involvement in some of the most challenging and innovative public infrastructure projects in Canada, and our extensive background makes the firm a leader, nationally and internationally, in the areas of public-private partnerships and infrastructure development and finance. Chambers Global's *The World's Leading Lawyers for Business* ranks our PPP/Infrastructure practice among Canada's leaders, citing lawyers in Vancouver, Toronto and Montréal, while *The Canadian Legal Lexpert Directory* identifies Stikeman Elliott infrastructure finance lawyers in each of the four Canadian offices as leading practitioners in their field.

Our work in this area reflects both the increasing use of PPP/Alternative Financing and Procurement models in funding large infrastructure developments in Canada, and a growing need for creativity and practicality on the part of advisers to large projects. Members of our PPP/Infrastructure Group have advised a variety of stakeholders on the development, financing, and acquisition/divestiture of projects utilizing different combinations of Design, Build, Finance, Operate and Maintain models.

We have been involved in many of Canada's most prominent public infrastructure projects, having advised in connection with the development, design, construction and financing of a variety of projects in Ontario, Québec, British Columbia and Alberta, as well as the Maritime provinces. Our experience extends to highways and roads (public and tolled), transit, hospitals, other public facilities (including schools and university buildings, courts and law enforcement facilities, concert halls and sport facilities), and power production facilities.

Our work on these projects and many other transactions has led to a good working relationship with governmental PPP agencies. We have gained extensive knowledge of their practices and approaches to key issues, and of the public-policy environment in which they operate.

With offices in the five largest cities in Canada, we also provide Canadian legal services in the United States, the United Kingdom and the Pacific Rim. Our international PPP experience includes highway, railway and power production projects in China, India, Bahrain, Senegal and Australia, among other locations. We have also acted for a broad range of international financial institutions, including the World Bank, International Finance Corporation and the European Bank for Reconstruction and Development in connection with projects.

Selected transactions

Healthcare

- **New Oakville Hospital**, counsel to the lenders and underwriters on the \$1.02B hospital project.
- **University of Montréal Hospital (CHUM)**, counsel to the consortium led by Dalkia Canada Inc. and Innisfree Limited in connection with the bid for the development and financing of the Montréal healthcare facility.
- **Research Centre at University of Montréal Hospital**, counsel to a bidding consortium member on the development of the 45,000 square metre research complex in Montréal.
- **St. Joseph's Healthcare (Hamilton)**, designated lenders' counsel to the bid led by Carillion Canada to modernize the hospital.
- **Surrey Outpatient Facility**, designated lenders' counsel to the BC Healthcare Solutions consortium, led by Bouygues and HSBC Bank, in connection with the development and financing of the \$239M, 17,500 square metre healthcare facility project.
- **Surrey Memorial Hospital**, designated lenders' counsel on the bid led by Bouygues for the development of the hospital expansion.
- **Bridgepoint Hospital**, designated lenders' counsel to the bid by Carillion Canada Inc. on the \$622M, 600,000 square foot healthcare project in Ontario.
- **Woodstock General Hospital**, designated lender's counsel for a short-listed bidder.
- **Centre for Addiction and Mental Health**, designated lenders' counsel for a bidder on the approximately \$200M, 450,000 square foot capital redevelopment project.
- **Women's College Hospital**, designated lenders' counsel to the bid led by Bilfinger Berger to redevelop an academic ambulatory care hospital in Toronto.
- **St. Joseph's Hospital Ambulatory Care**, acting for the underwriters in financing arranged for D. Grant & Sons Limited to finance the construction of Phase One of the renovations to the London, Ontario hospital.
- **Abbotsford Regional Hospital and Cancer Centre**, counsel to the underwriters with respect to the offering of \$329M of amortizing bonds issued by AHA Access Health Abbotsford Ltd. to finance the project.
- **Vancouver Academic and Ambulatory Care Centre**, counsel to underwriters with respect to the offering of \$97M of amortizing bonds issued by AHV Access Health Vancouver Ltd. to finance the project.

Roads

- **407 East Extension**, designated lenders' counsel to a consortium pursuing the 407 East project, an extension of the existing 407 highway in the Greater Toronto Area. 407 East will be a cashless electronic toll road, and will include 29 kilometres of four to six lane highway and nine to ten interchanges.

- **Windsor-Essex Parkway**, counsel to the sponsors, Infrastructure Ontario and the Ministry of Transportation, in connection with the development of a \$1.6B limited access parkway linking the Highway 401 with a new bridge and border crossing over the Detroit River.
- **Henday Drive Northwest**, counsel to the underwriters of approximately \$266M of amortizing bonds, the first bank/bond deal of its type in Canada, to partly finance the NorthwestConnect consortium's successful project bid for construction of the North Edmonton Ring Road. The transaction was awarded a 2008 Silver Award for project finance by the Canadian Council for Public-Private Partnerships.
- **Autoroute-25** (Quebec's first public-private partnership), counsel to the winning consortium led by Macquarie North America Ltd. and Kiewit Development Company. Selected as North American PPP Deal of the Year (2007) by Euromoney.
- **Autoroute-30**, counsel to the consortium led by Macquarie North America Ltd. in connection with Autoroute-30.
- **Calgary SEST**, designated lenders' counsel to the bid led by Bilfinger Berger to develop a 25km, 6-lane roadway in Calgary.
- **Port Mann-Highway 1**, designated lenders' counsel to the bid by BC Connect (Macquarie-Kiewit), the selected proponent.
- **Sea-to-Sky Highway**, Canadian counsel to the Bilfinger Berger-led bid on the Sea-to-Sky Highway which links Vancouver and Whistler to support the 2010 Winter Olympic and Paralympic Games.
- **Calgary Ring Road (NEST)**, designated lenders' counsel to the proposed financiers for the bid by Macquarie North America, Kiewit Development Company and Carillion Canada.
- **Golden Ears Bridge (Fraser Crossing)**, designated lenders' counsel to the proposed financiers for the bid by Macquarie North America and Kiewit Development Company.
- **Okanagan Lake Bridge**, designated lenders' counsel to the proposed financiers for the SNC Lavalin bid.
- **Edmonton Ring Road**, counsel to the underwriters with respect to the offering of \$285M of amortizing bonds issued by Access Roads Edmonton Ltd. to finance the project.
- **Highway 407**, counsel to a consortium that participated in an auction process for the right to operate Highway 407, a major toll highway north of Toronto.
- **New Brunswick Toll Road**, senior lenders' counsel to the project company responsible for the construction and operation of the Fredericton-Moncton Toll Road.
- **Sydney Cross City Tunnel**, counsel to Cheung Kong Infrastructure Holdings Ltd., the largest investor in the consortium, in the construction of a two-kilometre cross-city tollway tunnel under the central business district of Sydney.
- **Toll Road PPP in Senegal**, in a legal and contractual assessment of the toll road project Dakar-Thies.
- **Shijiazhuang Expressway**, counsel to an investor in the \$150M toll expressway in Hebei Province, China, and a major joint venture between a group of high profile investors from Canada and Asia and the Hebei government.
- **Huada City Toll Highway**, counsel to an investor in reviewing all documentation on this toll project developed by a joint venture in Guangdong Province, China, and advised on the related public offering in Australia.

Other Public Facilities

- **Toronto South Detention Centre**, designated lenders' counsel for the winning bidder on the 67,000 square metre, 1,650-bed maximum security facility development in Toronto.
- **Royal Canadian Mounted Police E-Division headquarters**, designated lenders' counsel on the bid led by Bouygues for development of the Surrey, British Columbia project, the first PPP undertaken by the Government of Canada.
- **Forensic Services & Coroner's Complex**, designated lenders' counsel to the bid led by Carillion Canada to develop the facility in Toronto.
- **Nouvelle salle de concert acoustique à Montréal (OSM)**, counsel to one of the three bidders for Montréal PPP concert hall.
- **Ontario Highway Service Centres**, counsel to a consortium responding to a Government of Ontario RFP for the construction of new service centres on Highways 400 and 401.
- **Durham Courthouse**, counsel to the underwriters with respect to the offering of \$214M of amortizing bonds issued by Access Justice Durham Limited.

Education

- **Alberta Schools 2**, designated lenders' counsel to the bid led by Bilfinger Berger to develop 10 new elementary and middle schools for the Edmonton and Calgary regions.
- **Carleton University Student Centre**, counsel to the developer for the construction and financing of a university student centre, structured as a lease by the developer to the university on university-owned lands.

See more on reverse

Transit

- **Province of Ontario, Ministry of Finance, Ministry of Transportation and The Ontario Infrastructure Projects Corporation** in the province's grant of \$670M to Toronto and York Region for the extension of the Spadina subway line, and the creation of the Move Ontario Trust.
- **Canada Line (RAV) Project**, counsel to the Cities of Vancouver and Richmond in the construction of a rapid transit link between the two cities and the airport supporting the 2010 Winter Olympics.
- **Union Station Redevelopment**, counsel to a bidding consortium on structuring, financing, municipal approvals, leasing and related issues concerning its bid for the redevelopment of Union Station in Toronto.
- **Guanajuato Passenger Rail**, counsel to Canaccord Capital Corporation, as sub-debt and equity arranger, in connection with the financing of a US\$1.3B public-private passenger rail project in the Mexican state of Guanajuato.



“Comprehensive and innovative with a **fantastic knowledge** of local market conditions.”

CHAMBERS GLOBAL 2009
Client Interview

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