

## Corporate Law Basics

*Business Law / Young Lawyers Division*



In-Person



Webcast

**Date:** Friday, April 13, 2018 | 9:00 am to 12:30 pm  
**Location:** Twenty Toronto Street Conferences and Events  
 20 Toronto Street, 2<sup>nd</sup> Floor, Toronto  
**Program Chairs:** **Jeremy P. Pleasant**, McCarthy Tétrault LLP  
**Shauvik Shah**, McCarthy Tétrault LLP



This program contains 0.5 Professionalism Hours  
 This program is eligible for up to 3 Substantive Hours

*The OBA has been approved as an Accredited Provider of Professionalism Content by The Law Society of Ontario.*

Whatever your practice area, you are likely to need to address corporate law issues. How are corporate reorganizations used in the context of family law, estate planning, and contractual disputes? What are representations and warranties, and what do they mean for your clients? Learn the essentials of corporate law including corporate structures, basic tax vocabulary, tax considerations for an owner-manager, and the use of valuation in disputes. Don't miss this opportunity to hear from expert practitioners and add valuable knowledge to your practice by building a strong corporate law foundation.

8:30 am Registration and Coffee

9:00 am Welcome and Opening Remarks

9:05 am **Corporate Structures: The Basics**  
**Kaitlyn Ledingham**, Gardiner Roberts LLP

- Different share classes: when are they used, and why?
- Control of the company: the role of shareholders, officers, and directors
- The use of holdcos and opcos

9:35 am **Corporate Contracts Overview**  
**Ankur Narula**, Hummingbird Lawyers LLP

- Shareholders agreements
- The use and importance of resolutions
- Reps and warranties: what are they, and what do they mean for the rest of us

10:05 am **Corporate Valuations**  
**Andrew Cochran** and **Kathleen Socka**, Ernst & Young LLP

- Valuation methodology basics
- When and why do I need a valuation?
- The use of valuations in disputes

10:35 am Networking Break

10:50 am **Corporate Reorganizations**

- Understanding the basics: what is a reorganization, and why is it done?
- The use of reorganizations in other contexts: family law, estate planning, contractual disputes

11:10 am **Corporate Taxation**

- Basic tax vocabulary: what every lawyer should know
- Share sale vs. assets sale from a tax perspective
- Spotting tax issues in corporate agreements - when to call your tax colleague?

11:40 am **Representing the Corporation**

- Corporations as litigants: who is your client?
- Moving up the chain of command: when your client's instructions are offside and ethical considerations
- Getting off the record: who do you serve?

12:10 pm Question Period

12:30 pm Program Concludes

**PROGRAM REGISTRATION IS ONLINE** [www.oba.org/pd](http://www.oba.org/pd)

Questions? [pd@oba.org](mailto:pd@oba.org)