

Gaming

The Aird & Berlis LLP Gaming Group is a highly-experienced, multi-disciplinary team that provides specialized and sophisticated service to clients in the gaming industry. We advise clients across Canada and internationally on regulatory compliance and licensing, as well as all corporate matters.

Aird & Berlis has played a major role in the growth and development of Ontario's gaming industry since its inception. We advise industry leaders in all types of gaming, from pure gambling to hospitality and entertainment. Our expertise in areas such as technology, regulatory compliance, commercial contracting, licensing, real estate, tax, corporate structuring and litigation enables us to provide clients with comprehensive legal service.

Building on exceptional experience in traditional gaming matters, Aird & Berlis's lawyers frequently advise on novel gaming platforms and models. In recent years, we have led the way on the expansion into online and off-shore gaming, social gaming, skill-based gaming, e-sports and fantasy sports. We have developed novel regulatory and commercial approaches to accommodate emerging technologies and the increased connection between the gaming, hospitality and entertainment sectors.

Clients trust our knowledge of the legal, regulatory and enforcement positions, and they rely on us to analyze and take advantage of any possible differences between them. We provide practical advice, with a focus on identifying and mitigating risk, so that our clients can achieve their objectives and carry on business within their chosen risk profile.

Through strong relationships with the regulatory and enforcement authorities, we are able to navigate the intricacies of interpretation applicable to gaming legislation. This allows us to maximize legal compliance while reducing taxes payable and increasing operational efficiencies.

Further, we have key contacts at private industry operators, service providers and policy creators, both across Canada and internationally, keeping us informed of all industry developments and trends.

Aird & Berlis's lawyers frequently write and speak on gaming law topics, and are active in gaming industry groups and associations.

Client Focused

We take the time to partner with each of our clients in order to learn their business and to provide the most efficient, effective and cost-sensitive counsel available.

Diverse Breadth

Because of the diversity of experience within our Gaming Group, we are able to work with gaming licensees, doing business in Ontario, Canada or internationally, to address all of their regulatory, corporate, finance, taxation and litigation needs.

Choose Experience

Our Gaming Group has expertise in handling all types of gaming-related matters, including:

- Business ownership and operations structuring, often on a multi-jurisdictional basis, and optimizing them from a legal, tax and operational perspective
- Negotiating buyouts and mergers of gaming facilities and operators
- Gaming and licensing process and related approval processes

- > Legal and policy structures of various gaming enterprises
- > Government procurement processes and bids
- > Protection and enforcement of intellectual property in gaming systems and software
- > Online gaming regulatory matters and Internet gaming opportunities, both foreign and domestic
- > Requirements of the *Ontario Gaming Control Act, 1992* and regulations, the *Criminal Code*, the *Competition Act* and other pertinent legislation, regulation, policies and guidelines
- > Mergers and acquisitions, corporate reorganizations and other corporate transactions affecting Ontario casinos or other gaming licensees
- > Obtaining liquor, gaming and all other licenses and permits required for gaming operations
- > Legal policy developments
- > Foreign gaming interests considering entering the industry in Ontario
- > Gaming regulations outside of Ontario
- > Encryption and security issues
- > Data and information protection policies, procedures, contracts and audits
- > Reorganizations under the *Companies' Creditors Arrangement Act* and Chapter 11 of the U.S. Bankruptcy Code
- > Corporate transactions and financing matters
- > Board and special committee advisory work

Representative Matters

Aird & Berlis has significant experience advising gaming sector businesses. Representative matters our lawyers have acted on or are presently engaged in include:

- > Advising **Sports Entertainment Acquisition Corp.** in respect of its merger with Super Group to create a global gaming company to be listed on the New York Stock Exchange.
- > Advising **Apollo Global Management, Inc.** and its funds group in connection with the acquisition of Great Canadian Gaming Corporation.
- > Advising **Paddy Power**, an Irish gaming company, in respect of its Ontario online gaming procurement bid.
- > Advising Amaya, Inc., now known as **Stars Group**, in connection with its Canadian gaming regulatory relationships and proposals.
- > Advising **Ladbroke Racing Corporation** in respect of the acquisition, establishment and operation of its Canadian gaming businesses.
- > Representing the **OLG** as special counsel in relation to the potential acquisition of various lotteries operated by the western provinces, and subsequently assisted in considering the acquisition of a U.S. State Lottery, in a process managed by Rothschild Bank.
- > Providing advice to counsel of a leading **fantasy sports operator** on Canadian legal matters.
- > Advising a **U.S. gaming company** focused on the development of gaming facilities in connection with its interest in expanding into Canada.
- > Providing Canadian gaming advice to a **U.K. gaming company** that creates online lottery experiences, relating to its work with the Canadian market.
- > Advising a **U.K. sports betting company** on licensing and registrations relevant to the Canadian market and corporate matters.
- > Advising the **Government of Ontario** on the establishment of the Slots at Racetracks Program.
- > Advising **YouBet**, a U.S. gaming company, in respect of its Canadian online gaming initiative.

- > Advising numerous **technology companies** in structuring Internet sweepstakes, skill-based offerings, social gaming platforms and compliance with federal and state laws.
- > Advising the **Commercial Gaming Association of Ontario and its members** in a multi-year negotiation with the OLG over a new form of agreement and policies to be adopted across the charitable gaming industry in the province of Ontario.
- > Advising a **U.S. investment bank** in raising funds for a leading North American casino operator.
- > Advising over 15 **charitable gaming operators** on the renegotiation of all of their key supplier relationships and their purchase of assets from the OLG.
- > Advising a major **land-based casino** with its proposed re-write of a state's iGaming legislation.
- > Advising a **state lottery**, in its solicitation of, and intended commercial transaction with, a private manager for its multibillion-dollar lottery asset, leveraging the Internet and retail-optimization as key value drivers.
- > Advising **software companies** in online poker revenue sharing transactions with Indigenous Nations and horse racing operators.
- > Advising a **state lottery** in a landmark, first-to-market, multibillion-dollar private management procurement transaction - a model that is proliferating across the nation.
- > Advising **private equity and real estate capital clients** in matters relating to acquisitions of casino and gambling-related assets and Internet-gambling strategies.
- > Advising **national payment processors** on *Unlawful Internet Gambling Enforcement Act* compliance, due diligence investigations and Internet lottery transactions.
- > Acting for **Scotiabank** in the financing and refinancing of Casino Rama, a world-class casino resort located in Ontario, Canada.
- > Advising in relation to the renegotiation of ownership and profit-sharing relationship between **Indigenous Nations groups** in connection with Casino Rama.
- > Advising the **buyer** on the purchase of Tai Pan transportation services and its relationship with Casino Rama and the government regulator.
- > Representing a **corporate group** in settling the terms of the siteholder agreement at a racetrack and gaming complex in Ontario with the province's government operator; the related financing of the facility; the negotiation of the horseman's and operating agreements; and settling the lease for the continuation of the business in wake of government regulatory change.
- > Advising **World Bingo Corp.** in respect of corporate strategy and commercial operations.
- > Representing Rock Gaming LLC (now known as **JACK Entertainment LLC**), a U.S. developer and operator of casinos, and its joint venture partners in their bid to develop a casino/hotel/retail/entertainment complex in downtown Toronto, as part of the Ontario modernization plan.
- > Advising a **major Canadian pension plan** in relation to the lottery procurement process related to the Ontario modernization program involving the privatization of the provincial lottery.
- > Representing **buyers and sellers** of racino facilities.
- > Advising a **private equity firm and established operators** in their bid for rights to operate casinos in Ontario in connection with the government modernization plan.
- > Representing **various clients** on corporate requirements and gaming and licensing regulations under the *Ontario Gaming Control Act, 1992* with respect to the acquisition of casino and gaming facilities.
- > Advising the **principal of an owner of gaming facilities** in connection with charges under the *Criminal Code* of Canada and managing the associated regulatory consequences.

Who We Help

We Represent:

- > Commercial casinos
- > Government agencies
- > Bingo operators
- > Industry associations
- > Regulators
- > Special events organizers
- > Gaming equipment manufacturers
- > Financing parties
- > Underwriters
- > Institutional investors
- > Online gaming providers
- > Racetracks
- > Racing operators
- > Suppliers and service providers
- > Contest promoters

The members of the A&B Gaming Group advise clients in the following areas:

- > Regulatory compliance and licensing
- > Gaming (casino) law
- > Government relations, legislative affairs and policy
- > E-Commerce law
- > Advertising, marketing and consumer relations
- > Labour and employment
- > Government procurement
- > Tax planning
- > Technology and intellectual property licensing
- > First Nations
- > Data management, protection and privacy
- > Financial services
- > Mergers and acquisitions
- > Real estate acquisition and construction
- > Municipal law, zoning and development
- > Government procurement
- > Litigation and other dispute resolution
- > Criminal avoidance

Contact



Peter K. Czegledy
Partner
T 416.865.7749
pczegledy@airdberlis.com

Group Members

Paige Backman
Partner
T 416.865.7700
pbackman@airdberlis.com

Peter K. Czegledy
Partner
T 416.865.7749
pczegledy@airdberlis.com

Joel M. Rose
Partner
T 416.865.3408
jrose@airdberlis.com

Jesse Rosensweet
Partner
T 416.865.3063
jrosensweet@airdberlis.com

Liam Tracey-Raymont
Associate
T 416.865.3964
ltracey-raymont@airdberlis.com