

Miller Canfield Advises Second City Capital Partners II, Limited Partnership on City Office REIT Spin-Out, “Roll-Up” and Initial Public Offering

May 12, 2014

The law firm of Miller Canfield announces that it served as legal advisor to Second City Capital Partners II, LP, on the spin-out and “roll-up” of over 20 companies holding 16 office properties containing 1.85 million square feet of net rentable area in five states and the initial public offering of City Office REIT, Inc.’s common stock (NYSE: CIO).

The Miller Canfield team, which was led by real estate principal Joseph M. Fazio (Ann Arbor, MI) and corporate and M&A principal Jeffrey L. LaBine (New York, NY and Ann Arbor, MI), included tax principal Gary R. Glenn (Troy, MI), corporate and M&A principal Brad B. Arbuckle (Troy, MI), and real estate senior attorney Joseph C. Huntzicker (Ann Arbor, MI).

“We have been pleased to work with Second City and its portfolio companies on this multifaceted transaction and to lend our expertise to this milestone achievement,” said LaBine. “The consummation of the spin-out and IPO in the current choppy IPO market affirms the company’s objectives and growth strategies and City Office REIT provides a stable platform for growth with equity and financing in place to accelerate acquisitions in the both the near- and long-term to the benefit of the local business eco-systems and investors alike.”

Fazio added, “Transactions such as this one with complex tax, corporate structuring, real estate and financing components exemplify Miller Canfield’s holistic approach to complex transactions; having specialists in each of the legal areas implicated by a transaction of this type allows us to seamlessly incorporate subject matter experts into the deal team as and when needed to ensure that the particular implications and potential ramifications of each specialty area are considered and appropriately handled.”

“Jeff, Joe and the rest of the Miller Canfield team have been an invaluable resource for us as we navigated this complex series of interrelated transactions,” stated Jamie Farrar, CEO of City Office REIT. “Given our history of working with Miller Canfield, having them lead the real estate, financing and restructuring aspects of this transaction was natural. Their guidance and attention to every aspect of the transaction was instrumental in achieving the excellent execution needed to bring all of the disparate elements together in a unified whole.”