

JAMES A. GUADIANA

Partner



Jim Guadiana focuses his practice on the tax aspects of domestic and international transactions and investments. He serves as advisor to public and privately-held multinational companies and investment firms with regard to their operations and investments in the United States. Jim also has extensive experience as tax advisor to a number of public corporations listed on the London, Hong Kong, and Toronto stock exchanges. Jim is respected domestically and internationally for his ability to identify and resolve unique and complex tax

issues in domestic and cross-border investments in a myriad of fields. Jim also has represented clients before U.S. tax agencies and U.S. tax tribunals.

Jim routinely advises clients on the establishment of transfer pricing policies, and assists clients in implementing beneficial cost-sharing and other arrangements. He counsels public and private companies on preservation of net operating losses and provides planning on various cross-border sales of physical commodities and related hedging transactions. Jim instructs issuers and investment banks regarding the treatment of foreign corporations as to their status, or avoidance of status, as passive foreign investment companies (“PFICs”). He structures multinational executive compensation programs to achieve optimum tax benefits for employers and employees in multiple jurisdictions. Jim advises clients on the tax aspects of transfers of proprietary technology, including patents. He counsels multinational families with regard to their global investments, business activities and U.S. tax compliance requirements.

Jim has served as U.S. tax counsel to one of the world's largest companies in its pre-IPO reorganization and IPO, advising it on complex U.S. tax and executive compensation matters. He has served as tax advisor for U.S. real estate development projects, providing both pre- and post-formation tax planning, and structuring investment vehicles to optimize after-tax returns for foreign investors.

Prior to joining Barton, Jim was a Partner in the New York Office of the international business law firm, Torys LLP.

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Contact

P: 212.885.8837

F: 212.687.3667

jguadiana@bartonesq.com

Education

LL.M. in Taxation, New York University School of Law

J.D., Fordham University School of Law

B.S., Manhattan College

Industry Experience

Executive Compensation

International Tax

Mergers and Acquisitions

Mining and Metals

Private Equity

Real Estate

REITs

Sales and Commodities Taxes

Tax Structuring and Planning

Transfer Pricing

Practice Areas

International Tax

Tax

Bar & Court Admissions

State of New York

U.S. Supreme Court

U.S. Tax Court

Professional Affiliations

The Tax Club of the City of New York

New York State Bar Association Tax Section:

Committees on U.S. Activities of Foreign

Taxpayers and Outbound Foreign Activities of

U.S. Taxpayers; International Fiscal Association
(U.S. Branch)

Awards & Civic Involvement

Martindale AV Peer Review Rated

Selected by *Super Lawyers* from 2013 to present

Speeches, Panels & Presentations

“2019 Tax Reforms: Hidden Impact & Opportunities.” BritishAmerican Business Tax Forum 2019. New York, NY. (March 5, 2019).

“The Tax Reform Act’s GILTI and FDII Provisions: Opportunities and Challenges for Businesses Explored.” Live Webcast, The Knowledge Group. (November 15, 2018).

“Recent Trends and Developments on OECD’s Transfer Pricing Guidelines: What You Need to Know.” Live Webcast. The Knowledge Group. (February 15, 2018).

“BEPS: The Transfer Pricing Landscape for Intangibles in 2018.” Live Webcast. The Knowledge Group. (November 7, 2017).

Representative Matters

Represented Enercare in its C\$239.8 million public offering of subscription receipts

Represented Alamos Gold in its US\$1.5 billion merger with AuRico Gold Inc.

Represented Norbord in its C\$12 billion merger with Ainsworth Lumber Co. Ltd. To create a leading global wood products company

Represented Reliance Intermediate Holdings in its US\$375 million 144A/Reg. S high-yield debt offering of 6.50% senior secured notes and related tender offer and consent solicitation for all of its US\$350 million 9.50% senior secured notes

Represented Fairfax Financial and Fairfax India Holdings in Fairfax India’s US\$1 billion equity offering, including its US\$561 million initial public offering of subordinate voting shares and concurrent US\$500 million private placements of voting and subordinate voting shares

Represented Loblaw and Choice Properties REIT in the REIT’s C\$460 million initial public offering of trust units and concurrent C\$600 million offering of senior unsecured debentures, followed by Loblaw’s subsequent C\$7 billion sale of a portfolio of 425 properties to Choice Properties REIT

Represented TMX Group in its C\$3.6 billion sale to Maple Group Acquisition Corporation

Represented Brookfield Renewable Power in its strategic combination with Brookfield Renewable Power Fund to create Brookfield Renewable Energy Partners L.P.