



Andraya Frith

Partner, Chair: Franchise and Distribution

.....
Toronto

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Bar Admission: Ontario, 1998

Areas of Expertise

- E-mobility
- Travel and Leisure
- Transportation and Logistics
- Private Equity
- Real Estate
- Manufacturing
- Automotive
- Media and Entertainment
- Retail and Consumer Products
- Food and Beverage
- Distribution and Supply Chain
- Services
- Financial Services Regulatory
- Franchise
- Advertising and Marketing

Andraya is Chair of Osler’s National Franchise and Distribution Practice Group, one of the most highly recommended law firms for franchise law in Canada, and a past elected member of the Firm’s Partnership Board (2019-2024). She serves on the Board of Directors of the Canadian Franchise Association (2023-2027) and is the Chair of the CFA’s Legal and Legislative Committee.

She is also Co-Lead of Osler’s Retail Practice Group and Co-Founder of Osler Dash, a platform that automates the franchise disclosure and contracting process. She practices commercial law with an emphasis on retail, franchising, consumer protection, supply chain, distribution, and e-commerce law.

With over 25 years of experience, Andraya is a trusted advisor to Canadian and International franchisors, retailers and consumer-facing businesses of all sizes operating in a broad range of industries, including quick service restaurants, consumer goods, financial services, consumer and commercial lending and leasing, food and grocery, pharmacy, oil and gasoline, automotive, car rental, real estate and hospitality. She counsels franchisors on structuring international and domestic franchise transactions and preparing “best in class” franchise agreements and franchise disclosure documents for use in Canada’s increasingly complex franchise regulatory environment, including how to adapt franchise disclosure documents for use in Québec.

Andraya has developed particular expertise on advising foreign franchisors and retailers expanding their operations to Canada. She helps them maneuver through significant judicial, statutory, and cultural differences between their home states and Canada to help ensure a smooth and successful entry into the Canadian market. Andraya is also a strategic advisor to iconic Canadian franchisors who are expanding internationally into other jurisdictions, including the United States and Mexico, and coordinates with local counsel to help ensure a seamless expansion into these new territories.

Andraya is routinely recognized by numerous industry publications including Chambers Canada: Canada’s Leading Lawyers for Business, in Franchising (Band 1) and Retail where one

participant was quoted as stating, “She is off the scale effective at communication, and it almost goes without saying that she is a subject matter expert.” Further she is recognized by Lexpert, Best Lawyers and The Franchise times in Franchise.

Awards and Recognition

- **Chambers Canada: Canada’s Leading Lawyers for Business:** Recognized in Franchising (Band 1) and Retail
 - **Chambers Global: The World’s Leading Lawyers for Business:** Recognized in Franchising (Global Market Leaders)
 - One client enthused: “She is off the scale effective at communication, and it almost goes without saying that she is a subject matter expert.”
 - One client noted: “*She has a keen ability to thoughtfully approach legal and business issues to find a solution that meets the needs of all stakeholders.*” She is further noted for her expertise in contentious matters and the sale of franchised outlets.
 - **The Canadian Legal Lexpert Directory:** Recognized in Franchise Law – Franchisor
 - **The Lexpert Guide to the Leading US/Canada Cross-Border Corporate Lawyers in Canada:** Recognized in Franchising Law
 - **Best Lawyers in Canada:** Recognized in Franchise Law; “Lawyer of the Year”, Franchise Law
 - **Who’s Who Legal:** Recognized in Franchise Law (International); Franchise Law (Canada)
 - “...noted for her “know-how and skill” and “excellent reputation.””
 - **Franchise Times:** Recognized as a Franchise Times Legal Eagle
 - **Thomson Reuters:** “Stand-out Lawyer”
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Community Involvement

- *Canadian Franchise Guide (2nd ed)* (Carswell), Co-Managing Editor
- OBA Franchise Law Section, Executive Committee, Continuing Legal Education Liaison (2013-2019)
- ABA Forum on Franchising, Publications Committee, Member (2016-2020)
- ABA Franchise Section Women’s Caucus, Governing Committee, Member (2020-2021, 2012-2013)
- CFA Legal & Legislative Committee, Vice-Chair (2019-2021)
- CFA Franchise Law Day 2012, Co-Chair

- CFA Law Day Planning Committee (2011-2017)
 - IFA Legal Symposium Task Force (2020-2021, 2017-2018, 2009-2010), Member
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Credentials

Education

- University of Toronto, LL.B.
 - University of Ottawa, B.Soc.Sc. (Economics)
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Languages

- English
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Professional Affiliations

- Ontario Bar Association, Franchise Law Section, Continuing Legal Education Liaison
- Canadian Franchise Association
- Canadian Bar Association
- American Bar Association, Forum on Franchising
- International Franchise Association