

## Derek N. Linfield

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### Law Practice

Derek Linfield manages Stikeman Elliott London. He has many years of experience in the London market, advising an international clientele on equity financings, exchange listings on both the Toronto Stock Exchange and the AIM market of the London Stock Exchange, public M&A and corporate reorganizations. In addition, he regularly advises international banks on Canadian law affecting international financings and large multinationals on equity-related employee compensation plans

An advisor to both public and private companies, and highly experienced in cross-border transactions, Mr. Linfield formerly worked with the Ontario Securities Commission (Canada's most influential securities regulator) and with the London office of Clifford Chance, a leading U.K. law firm

Mr. Linfield is recognized in *Chambers UK* for Projects & Energy: Mining (Mainly International) in the top tier and is described as a practitioner with "impeccable judgement, especially when it comes to capital markets and corporate elements." He is also listed in *Legal Experts* 2010 in the field of Energy and Natural Resources, *The Legal 500* in the field of Energy and Natural Resources, *The International Who's Who of Mining Lawyers 2011* and the Lexpert directory as among the world's leading mining practitioners

### Professional Activities

Mr. Linfield is a director of the Canada/U.K. Chamber of Commerce and the Foundation for Canadian Studies in the U.K. He is a member of the Canadian Bar Association and the International Bar Association. Mr. Linfield is also the director of MUN (UK) Limited

### Representative Work

Mr. Linfield has recently acted for:

- A syndicate of underwriters including Dundee Securities Corporation, GMP Securities L.P., Macquarie Capital Markets Canada Ltd. and Mirabaud Securities LLP on its £80 million financing of African Minerals Limited (iron ore and base metal interests in Sierra Leone, West Africa).
- African Rainbow Minerals Limited in connection with its joint venture with Companhia Vale do Rio Doce and consequential acquisition of the minority interest in Teal Exploration & Mining Incorporated.

- Nikanor plc in its US\$3.3 billion merger with Katanga Mining Ltd.
- Canaccord Adams on the £10 million financing for DHX Media (Canadian film production) and its admission to AIM and listing on the TSX.
- Adastra Minerals (assets in the Congo and Angola) in connection with its acquisition by First Quantum Minerals Limited.
- Sandvine Inc. (broadband software) on its £20 million financing and admission to AIM.
- Canaccord Adams on the £26 million financing of Excapsa Software (gaming software) and its listing on AIM.
- Adastra Minerals in connection with its C\$10.2 million financing.
- RBC Capital Markets and Haywood Securities on the C\$42.4 million financing of TEAL Exploration and Mining (assets in Namibia, Zambia and Congo) and its listing on the TSX.
- Canaccord Adams on the C\$500.4 million financing and RTO into a TSX-V listed company of UrAsia Energy (assets in Kazakhstan).
- Randgold Resources (assets primarily in Mali) on the Canadian aspects of its US\$101 million financing.
- Westwind Partners on its US\$42 million private placement financing of Nevada company Big Sky Energy (assets in Kazakhstan).
- Sierra Leone Diamond Company Limited on its £21.2 million financing and admission to AIM.
- Canaccord Capital (Europe) on the reverse takeover of TSX listed Northway Explorations by Caspian Energy (assets in Kazakhstan) and the C\$38.5 million financing for Caspian in connection with its admission to AIM.
- RBC Capital Markets, Rand Merchant Bank and JPMorgan Securities as joint-lead managers and underwriters of a US\$298 million international offering of shares of Mvelphanda Resources, a South African company controlled by Toyko Sexwale and listed on the JSE in South Africa, to fund the equity component of the acquisition price for 15 per cent of Goldfields' South African assets.
- Canaccord Capital Europe on the C\$19.6 million convertible loan note financing for European Goldfields (assets in Romania and Greece) and its admission to AIM.
- Canaccord Capital Europe on the US\$24 million and US\$44.7 million financings for Thistle Mining (assets in South Africa and the Philippines).
- Ashanti Goldfields (assets throughout Africa) on the Canadian aspects of its US\$1.1 billion merger with AngloGold.
- Adastra Minerals (assets in the Congo and Angola) on its C\$27.7 million financing and its admission to AIM.
- Canaccord Capital Europe on the admission to AIM of Yamana Gold (assets in Brazil).
- Canaccord Capital Europe on the admission to AIM of Bema Gold (assets in Russia, South Africa and Chile).
- RBC Capital Markets and BoE Securities on the US\$150 million international offering of the shares of African Rainbow Minerals Gold, a South African company controlled by Patrice Motsepe, in connection with its listing on the JSE (South Africa)

## **Education**

McGill University (LL.B. and MBA, 1988), Memorial University (B.Sc. 1980, BA Education 1978).

## **Bar Admission**

Ontario, 1990