



Mining

Stikeman Elliott knows international mining. We are trusted counsel to our clients and we assist them in achieving their financing, acquisition, governance and strategic objectives in a practical and efficient manner. Mining sector clients rely on us to deliver creative legal solutions throughout the ups and downs of a cycle, enabling them to capitalize on opportunities as well as navigate through hostile situations to outcomes that maximize shareholder value.

Our Mining Group is highly active around the globe with lawyers providing integrated legal services and often working closely with international and local law firms to meet our clients' needs.

Junior, intermediate and global mining companies receive expert counsel in all of their important transactions, from early stage financings, to initial public offerings and capital transactions (both equity and debt), to corporate or project-level mergers and acquisitions. While we are most often associated with mergers and acquisitions and capital markets transactions, the Mining Group has been at the vanguard of stream finance and royalty transactions, project finance, joint ventures, as well as insolvency, bankruptcy and restructuring proceedings in the sector.

Our Expertise

- Acquisition strategy and defensive tactics
- Debt and equity finance
- Debt restructuring
- Joint ventures and strategic alliances
- Government relations
- Multi-jurisdictional offerings
- Option agreements
- Project construction
- Project finance
- Property acquisitions and dispositions
- Regulatory compliance
- Resource finance
- Resource taxation
- Royalty finance
- Services and supply arrangements
- Stream finance

Accolades

- *Chambers Canada 2019* for Energy & Natural Resources: Mining
- *Chambers Global 2019* for Energy & Natural Resources: Mining
- *Chambers Global 2018* for Projects & Energy (Mining & Minerals - Global-wide)
- *The Canadian Legal Lexpert Directory 2019* for Mining
- *Chambers Latin America 2017* for Projects: Mining: Leading Canadian Firms - Latin America-wide
- *The Legal 500 Canada 2019* for Energy: Mining

- Energy Law Firm of the Year - *Chambers Canada Awards 2016*
- *Who's Who Legal 100 2016* for Energy & Natural Resources

Recent Work

- Randgold Resources Limited, as Canadian counsel, in its acquisition by Barrick Gold Corp. in a US\$18.3B all share deal.
- Ivanhoe Mines Ltd. in its C\$723M strategic investment from leading Chinese SOE, CITIC Metal Co. Ltd.
- Nexa Resources S.A. and Votorantim S.A. in the cross-border IPO of common shares of Nexa Resources on the TSX and NYSE for aggregate gross proceeds to Nexa Resources and Votorantim of C\$728M. The offering represents the third largest mining company initial public offering in TSX history and the largest mining IPO of a Latin American focused company on the TSX.
- Potash Corporation of Saskatchewan Inc. in its US\$36B merger with Agrium Inc. to form Nutrien Ltd., the largest crop nutrient company in the world.
- Primero Mining Corp. in connection with the acquisition of all its issued and outstanding shares by First Majestic Silver Corp.
- An underwriting syndicate led by National Bank Financial Inc. in connection with the C\$45M bought deal private placement of common shares of Mason Graphite Inc.
- Atacama Pacific Gold Corporation in a C\$170M business combination with Rio2 Limited.
- Orion Mine Finance in its C\$537M acquisition of Dalradian Resources Inc.
- Osisko Gold Royalties Ltd in its C\$50M private placement in Victoria Gold Corp. and C\$98M acquisition of a 5% NSR Royalty on Victoria's Dublin Gulch property as part of a construction financing package totaling approximately C\$505M in aggregate.
- Cobalt 27 Capital Corp. in connection with its acquisition of a stream over 55.0% and 27.5% of Highlands Pacific Limited's attributable share of cobalt and nickel production from the Ramu Nickel-Cobalt Mine, located in Papua New Guinea, in exchange for US\$113M upfront deposit and ongoing fixed payments of US\$4 per pound of cobalt and US\$1 per pound of nickel.
- Two major shareholders, Robert and Eric Friedland of Peregrine Diamonds Ltd., in the acquisition of Peregrine Diamonds Ltd. by De Beers Canada Inc. for C\$107M.
- AuRico Metals Inc. in the sale of 100% of its future silver production at its Kemess project to Triple Flag Mining Finance Bermuda Ltd.
- Lithium X Energy Corp. in its C\$265M acquisition by NextView New Energy Lion Hong Kong Limited.
- Teranga Gold Corporation in its secured development finance facility to be used in part towards funding the development of the Wahgnion Gold Project in Burkina Faso.
- Endeavour Mining, as Canadian counsel, in its US\$122M acquisition of Avnel Mining.
- Tacora Resources Inc. and MagGlobal LLC in (i) Tacora's acquisition of all of the assets of the Wabush/Scully iron ore mine located in Wabush, Newfoundland and Labrador (ii) concurrent equity

investment in Tacora by Proterra Investment Partners and MagGlobal LLC and (iii) negotiated a new collective bargaining agreement with the United Steel Workers and entered into a long-term iron ore offtake agreement with Cargill.

- Clean TeQ Holdings Limited in its A\$150M underwritten offering of shares and concurrent share purchase plan. (ASX listed)
- Avesoro Resources Inc. in its acquisition of the Youga and Balogo mines from its controlling shareholder and accompanying private placement to raise a portion of the consideration.
- Adriana Resources Inc., as Canadian counsel, in its business combination with Sprott Resource Corp.
- The syndicate of banks led by Credit Suisse, as Canadian counsel, with Scotiabank acting as joint book-running manager, in the offering by Mountain Province Diamonds of US\$330M aggregate principal amount of 8.0% senior secured second lien notes.
- Centerra Gold Inc. in its US\$1.1B acquisition of Thompson Creek Metals Company Inc. and related financing transactions.