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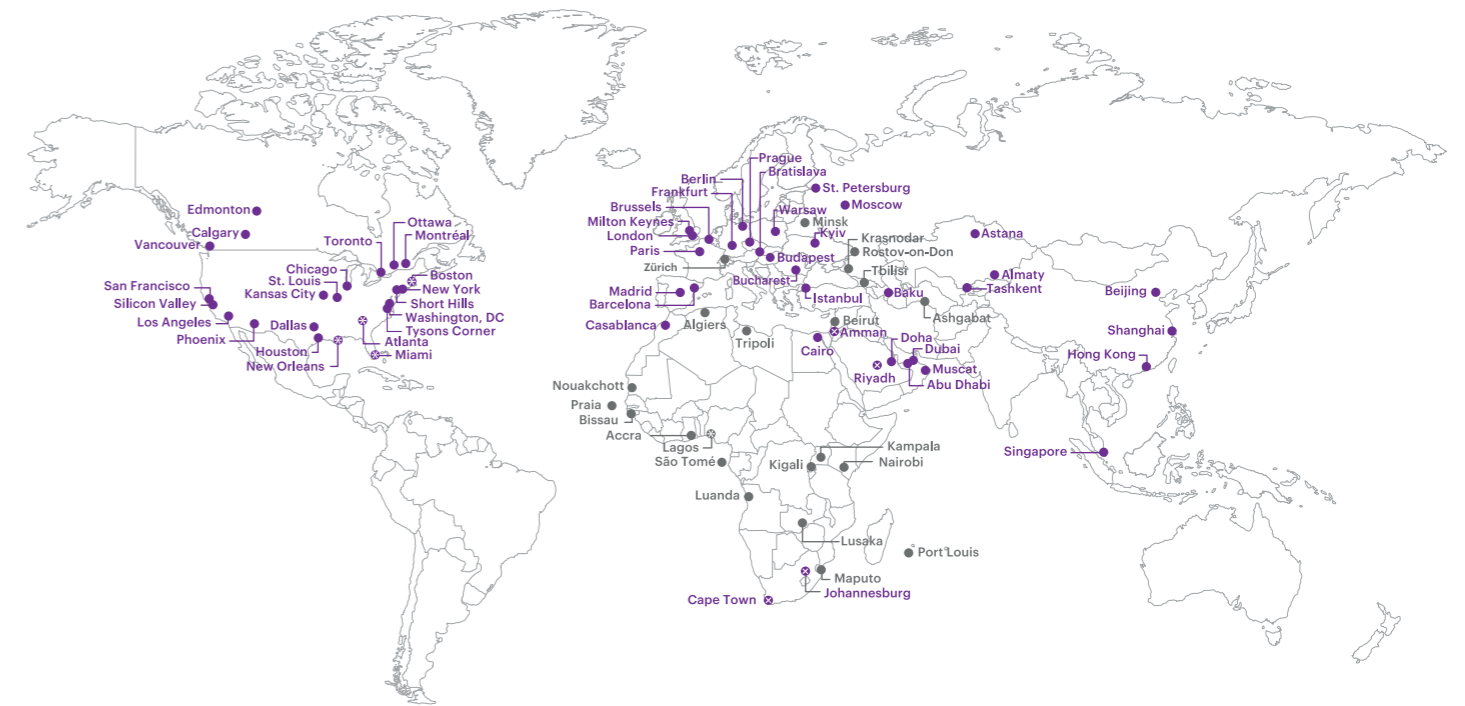
# Your global connection to mining law



# What's different about Dentons

# Global geographic coverage

2,600 lawyers , 75+ locations, 50+ countries



**Legend**  
Offices, associate offices\* and facilities\*  
Associate firms and special alliances\*

Providing diversified legal advice on every facet of mining in every corner of the globe where you do —or want to do—business.



# Global mining experience









## Mergers and acquisitions

<p><b>US\$5.85 billion</b></p> <p>Counsel to <b>MMG Limited, a subsidiary of Minmetals</b> on its role leading a consortium to acquire the <b>Las Bambas</b> copper project from <b>GlencoreXstrata</b>.</p> <p>Peru </p>	<p><b>CA\$4.9 billion</b></p> <p>Counsel to <b>Consolidated Thompson Iron Ore</b> in its acquisition by <b>Cliffs Natural Resources</b>, a deal credited by the <i>Globe and Mail</i> in January 2011 with helping to propel the Canadian dollar.</p> <p>Quebec </p>	<p><b>CA\$3.6 billion</b></p> <p>Canadian counsel to <b>Andean Resources Limited</b> with respect to its acquisition by <b>Goldcorp Inc.</b></p> <p>Argentina </p>	<p><b>CA\$1.4 billion</b></p> <p>Canadian counsel to <b>US Gold Corporation</b> on its acquisition of <b>Minera Andes Inc.</b> to form a combined company renamed <b>McEwen Mining Inc.</b></p> <p>Argentina </p>
<p><b>CA\$946 million</b></p> <p>Counsel to <b>Sherritt International Corporation</b> in the divestiture of its coal business to <b>Westmoreland Coal Company</b> and to a group led by <b>Altius Minerals Corp.</b></p> <p>Alberta and Saskatchewan </p>	<p><b>CA\$520 million</b></p> <p>Counsel to <b>Norsemont Mining Inc.</b> in its acquisition by <b>HudBay Minerals Inc.</b></p> <p>Peru </p>	<p><b>CA\$409 million</b></p> <p>Counsel to <b>Nyrstar NV</b> headquartered in Switzerland, in its acquisition by take-over bid of <b>Farallon Mining Ltd.</b></p> <p>Latin America </p>	<p><b>CA\$405 million</b></p> <p>Counsel to <b>First Uranium Corporation</b> in the sale of its principal operating assets to <b>Gold One International</b> and <b>AngloGold Ashanti</b>.</p> <p>South Africa </p>
<p><b>US\$225 million</b></p> <p>Canadian counsel to <b>Hebei Zhongbo Platinum Co. Limited</b> in its acquisition of the entire platinum group metal business from <b>Eastern Platinum Limited</b>.</p> <p>South Africa </p>	<p><b>CA\$120 million</b></p> <p>Counsel to <b>Procon Mining &amp; Tunnelling Ltd.</b> in its sale of a 60 percent interest in the company to <b>China CAMC Engineering Co., Ltd.</b></p> <p>British Columbia </p>	<p>Counsel to the Special Committee of the Board of Directors of <b>Taseko Mines Limited</b> in connection with its acquisition of <b>Curis Resources Ltd.</b></p> <p>Arizona </p>	<p><b>US\$80 million</b></p> <p>Counsel to <b>Lucara Diamond Corp.</b> in its acquisition of <b>African Diamonds PLC</b>.</p> <p>Botswana </p>

## Financings

<p><b>CA\$20 billion</b></p> <p>Counsel to <b>Government of Guinea</b> in negotiations with <b>Rio Tinto, Chalco</b> and <b>International Finance Corporation</b> to develop the Simandou project.</p> <p>Guinea </p>	<p><b>US\$800 million</b></p> <p>Counsel to <b>ICICI Bank Limited</b> in a syndicated term loan facility granted to units of <b>Lanco Infratech Limited</b> to finance the acquisition of <b>Griffin Coal Mining Company</b> and <b>Carpenter Mine Management</b>.</p> <p>Australia </p>	<p><b>CA\$417 million</b></p> <p>Counsel to the lenders to <b>African Minerals Limited</b> in the secured loan facility for its Tonkolili iron ore project.</p> <p>Sierra Leone </p>	<p><b>CA\$400 million</b></p> <p>Counsel to the lenders to <b>Imperial Metals Corporation</b> in its financing for the <b>Red Chris</b> project.</p> <p>British Columbia </p>
<p><b>US\$370 million</b></p> <p>Counsel to <b>Mountain Province Diamonds</b> on their financing for the construction of the world's largest new diamond mine, Gahcho Kué, a joint venture with <b>De Beers</b>.</p> <p>Northwest Territories </p>	<p><b>UK£150 million</b></p> <p>Counsel to <b>Caterpillar Financial, ING Bank NV and Unicredit Bank AG</b> on project financing and hedging facilities for <b>Wolf Minerals</b> to develop the Hemerdon tin and tungsten mine.</p> <p>England </p>	<p><b>US\$150 million</b></p> <p>Counsel to <b>Investec Bank plc</b> in an ongoing financing arrangement for <b>Hendricks Coal LLC</b> for the development and operation of the Glen Alum coal project in the US.</p> <p>West Virginia </p>	<p><b>US\$50 million</b></p> <p>Counsel to <b>African Finance Corporation</b> in its financing of <b>Athi River Mining</b> for its operations and expansion, a deal shortlisted for "Private Equity Deal of the Year", by <i>Private Equity Africa</i>.</p> <p>Kenya </p>
<p><b>CA\$45 million (in the aggregate)</b></p> <p>Counsel to <b>a private exploration company</b> focused on base and precious metals in two financings for its exploration projects.</p> <p>Peru</p>	<p><b>CA\$38 million</b></p> <p>Counsel to <b>AQM Copper Inc.</b> in the strategic investment by <b>Mitsubishi Materials Corporation</b> for AQM's Zafranal Project owned in a 50/50 joint venture with <b>Teck Resources Limited</b>.</p> <p>Southern Peru </p>	<p><b>CA\$29 million</b></p> <p>Counsel to <b>Brilliant Resources Inc.</b> in its acquisition of <b>Ivory Resources Inc.</b> and private placement financing for its aerial survey project in the Republic of Equatorial Guinea.</p> <p>Equatorial Guinea </p>	<p><b>US\$20 million</b></p> <p>Counsel to <b>Samsung C&amp;T Corporation</b> in its prepayment facility for <b>Amara Mining plc</b> for gold deliveries, awarded 2012 "Mine Development Finance Award", <i>Mining Journal Annual Awards</i>.</p> <p>Burkina Faso </p>

## Joint ventures

<p>Counsel to <b>a private mining company</b></p> <p>in relation to off take agreements and equity investments made by state owned enterprises in China and the Middle East with respect to its development stage iron and titanium project.</p> <p>Quebec</p>	<p>Counsel to <b>GlobeTrotters Resource Group Inc.</b></p> <p>in its joint venture with <b>Lundin Mining Corporation.</b></p> <p>Peru</p> 	<p>Counsel to <b>Battle Mountain Gold Company</b></p> <p>in its joint venture with <b>Madison Minerals Inc.</b></p> <p>Nevada</p>	<p>Counsel to <b>Centermount Coal Ltd.</b></p> <p>in its joint venture with a Chinese coal company.</p> <p>British Columbia</p>
<p>Counsel to <b>Desert Star Resources Ltd.</b></p> <p>in its joint venture with <b>Middle Island Resources Limited.</b></p> <p>Southwestern USA</p> 	<p>Counsel to <b>One Asia Resources Limited</b></p> <p>on the Awak Mas Project joint venture with <b>Vista Gold Corp.</b></p> <p>Indonesia</p> 	<p>Counsel to <b>Savant Explorations Ltd.</b></p> <p>in its joint venture with a private owners syndicate.</p> <p>Southwestern USA</p> 	<p>Counsel to <b>Americas Bullion Royalty Corp.</b></p> <p>in its joint venture with <b>Imperial Metals Corporation.</b></p> <p>British Columbia</p> 
<p>Counsel to <b>Mundoro Capital Inc.</b></p> <p>in its joint venture with a Chinese gold company.</p> <p>China</p> 	<p>Counsel to <b>AQM Copper Inc.</b></p> <p>on the Zafranal Project 50/50 joint venture with <b>Teck Resources Limited.</b></p> <p>Peru</p> 	<p>Counsel to <b>Gallant Minerals</b></p> <p>on the sale of <b>Gallant Minerals Peru SA</b> and on the establishment of a joint venture in Mongolia and on the sale of <b>Gallant Minerals Mongolia Limited.</b></p> <p>Mongolia</p>	<p>Counsel to <b>Sumitomo Corporation</b></p> <p>with respect to a joint venture with <b>Kazatomprom</b> and <b>Kansai Electric</b> involving the exploitation of uranium mining rights in Kazakhstan.</p> <p>Kazakhstan</p> 

## Restructuring engagements

<p>Counsel to the Canadian Monitor and Foreign Representative for <b>Veris Gold Corp. and subsidiaries</b></p> <p>in its restructuring proceedings pursuant to both the CCAA and US Recognition Proceedings involving the <b>Jerritt Canyon Mine</b> in Nevada and <b>Ketza River Property</b> in the Yukon.</p> <p>Canada</p>	<p>Counsel to the receiver and manager for <b>AMT Industries Canada Inc.</b></p> <p>in regards to its <b>Greenwood Gold Project.</b></p> <p>British Columbia</p>	<p>Counsel to <b>Distressed Debt Buyer</b></p> <p>in the <b>Damon Pursell Quarry</b> related bankruptcies.</p> <p>Missouri</p>	<p>Counsel to <b>Vitol Inc.</b></p> <p>in the restructuring proceedings pursuant to the CCAA involving the <b>Coalmont Energy Corp.</b> mine and operations.</p> <p>British Columbia</p>
<p>Counsel to <b>KPMG LLP</b></p> <p>as administrators of <b>Aardvark TMC Limited (in administration)</b> on the disposal of Scottish coal mining interests to <b>Hargreaves Surface Mining Limited.</b></p> <p>England/Scotland</p>	<p>Counsel to <b>Peabody Energy Corporation</b></p> <p>on the proper mechanism for divesting the Patriot coal assets and the concomitant corporate governance issues.</p> <p>Missouri</p>	<p>Counsel to <b>Eastcoal Inc.</b></p> <p>in its restructuring under the <i>Bankruptcy and Insolvency Act.</i></p> <p>Ukraine</p>	<p>Counsel to certain unaffiliated holders of <b>Great Basin Gold Ltd.</b></p> <p>with respect to senior convertible debentures in Great Basin Gold's restructuring pursuant to the CCAA.</p> <p>Nevada and South Africa</p>
<p>Counsel to <b>Hatfield Colliery Ltd.</b></p> <p>an operator of a deep coal mine in Yorkshire on its court-approved restructuring, and subsequently acting for the company's administrators, <b>PricewaterhouseCoopers LLP</b>, on the disposal of the business as a going concern to an employee benefit trust.</p> <p>England/Jersey</p>	<p>Counsel to <b>Hargreaves Services plc</b></p> <p>on the acquisition of surface coal mining assets from <b>The Scottish Coal Company Limited (in administration)</b> through its administrators, <b>KPMG LLP.</b></p> <p>England/Scotland</p>	<p>Counsel to <b>Maltby Colliery Limited</b></p> <p>on its restructuring following the cessation of its deep coal mining operations in Yorkshire.</p> <p>England</p>	<p>Counsel to <b>Deutsche Bank AG</b></p> <p>on the restructuring of the gold mining operations in Thailand of <b>Tongkah Harbour Limited</b> and its subsidiary <b>Tungtum Limited.</b></p> <p>England/Thailand</p>

# Global mining full service offering

## An extraordinary combination of global securities and corporate finance experience.

Partner with Dentons and work with an innovative team with the experience to respond with sound advice in all aspects of securities transactions, compliance and regulation, corporate finance and capital markets. You benefit from a global team, an integrated platform of services and established relationships with investment banks, accounting firms and lenders. Our mining clients own or finance properties throughout the world and include issuers listed on the world's major stock exchanges, including those in Australia, Canada, Frankfurt, Hong Kong, Johannesburg, London, New York and Warsaw. With experience representing parties on all sides of a securities transaction, we provide a holistic approach that considers both our clients' risk tolerance and business objectives.

## Whether you are on the buy- or sell-side of a transaction.

From a takeover bid—hostile or friendly—to a merger, de-merger or consolidation, we are on your side. A sector-focused model means we understand the nuances of the mining industry and are in sync with your business. Dentons offers you an experienced team of skilled lawyers to conduct thorough mining due diligence—in compressed time frames. Recognizing that joint ventures are often the first point of entry into a new geography, you can leverage our global platform to navigate local legal requirements, including foreign ownership restrictions. We have negotiated joint venture agreements for mining properties around the world. We have also acted on behalf of clients acquiring mineral properties on every continent where there is mining. Whether for Fortune 500, middle-market companies or junior miners, private equity investors, bidders and targets, financiers and independent board committees—we get the deal done.

## A 360-degree view of project finance.

Because we know the mining project process from planning, contracting and financing through to development, you can proceed with the confidence that comes from a 360-degree view. Our team's deep and extensive experience helps you identify the types of creative financing structures and sources of finance—from banks to export credit agencies and funds/private equity—needed to get projects financed in today's illiquid markets. Rely on the seasoned team at Dentons for sophisticated advice at every stage of the process.

## Experience our commitment to helping you reach your operational goals.

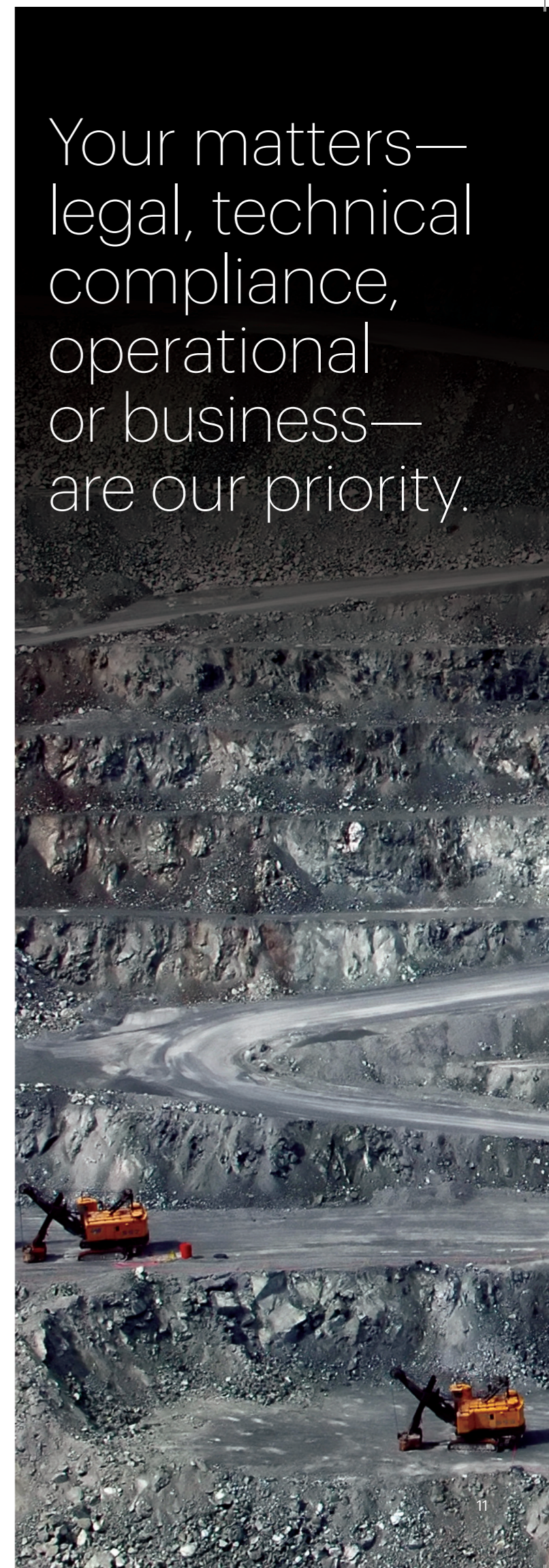
Dentons is ideally suited to assist you through the mine exploration and development process and into production. We help you navigate through the heavily regulated and often complex environmental assessment and permitting processes. As your needs grow through construction and into production, draw upon our extensive, experienced complement of lawyers for legal advice on operational matters such as socioeconomic, engineering, consulting, construction, operator, equity and debt financing, smelter, processing agreements, and reclamation agreements.

In both good and bad economic times, we assist our mining clients to continue or return to being viable and profitable. Our restructuring and insolvency team advises on each step of a business workout, ranging from informal arrangements to complex court-driven restructuring proceedings. Leverage our experience to implement expedited insolvency proceedings to achieve the best results possible so that you may return to the important business of being in business.

## Offering you unparalleled global mining experience.

With a Dentons team that focuses entirely on the mining industry—from exploration, to mine development, construction, production and reclamation, we are well-versed in all aspects of mining, and we have experience dealing in every corner of the globe where you do—or want to do—business. Your Dentons mining team has a diversified skill set—not only with respect to corporate law, securities and financing, and M&A, but we are routinely consulted for advice on technical disclosure matters. Our mining team routinely reviews reports prepared by qualified persons under NI 43-101, including reserve and resource reports prepared under the JORC Code, USGS Circular 831 and PERC. Our lawyers have also participated in qualification of issuer reports following the SAMREC Code. Benefit from a combined understanding of the regulatory environment in international markets, government policy and mining disclosure to give you the advantage of a holistic approach to implementing your strategic plan. Wherever our clients do business, that is where we can be found. Our global team of experts can advise you on legal and business considerations in the key nations and jurisdictions across this vast region, as well as help you navigate cross-border and global transactions.

Your matters—  
legal, technical  
compliance,  
operational  
or business—  
are our priority.





## Client focus

Dentons is fully committed to understanding your business and helping you reach your goals by:

**Anticipating** what matters most to our clients: where the opportunities are coming from; where risks need to be managed and challenges overcome.

**Leading** with team-oriented lawyers and professionals, working together across geographies and informed by diverse cultural backgrounds and marketplace perspectives.

**Creating** innovative fee arrangements that align with our clients' operational imperatives.

### Sources say the Dentons team:

"Displays 'expertise at every level' and is known for its ability to 'think outside the box' and come up with innovative solutions." - *Chambers & Partners*

"Is cost-effective and pragmatic in the way that it manages files. Work is always assigned at an appropriate level." - *Chambers & Partners*

"Has that additional special skill set to provide meaningful legal services beyond straight corporate and securities law. They know this space." - *Chambers & Partners*

## Some recent achievements by the Dentons mining team include:

Global M&A Deal of the Year in the Latin America/Peru category, *The American Lawyer's 2014 Global Legal Awards*, Deal of the Year 2014, *China Business Law Journal* and M&A Deal of the Year 2014, *Latin Lawyer* - advising MMG Limited, a subsidiary of Minmentals, on its US \$5.85 billion acquisition of the Las Bambas copper mine project in Peru from GlencoreXstrata.

"Mine Development Finance Award", *Mining Journal Annual Awards 2012* - advising Samsung C&T Corporation on its gold prepayment transaction with Amara Mining plc for projects in Burkina Faso, Sierra Leone and Ivory Coast.

Shortlisted for "Private Equity Deal of the Year", *Private Equity Africa* - advising Africa Finance Corporation on a convertible loan financing to Athi River Mining for its cement and limestone mining operations in Kenya, South Africa, Rwanda and Tanzania.

Described as the most valuable deal of the first quarter of 2011 in the global metals market in PwC's Q4 2011 report *Forging Ahead* and credited by the *Globe and Mail* in January 2011 with helping to propel the Canadian dollar - advising Consolidated Thompson Iron Mines on its acquisition by Cliffs Natural Resources Inc. for CA\$4.9 billion.

### Dentons' recognition:

- Dentons achieves Tier 1 ranking as a leading Energy & Natural Resources law firm, *Chambers & Partners*
- Dentons recognized as one of the world's most highly regarded law firms in mining law with five mining lawyers identified as world leaders, *Who's Who Legal 100*
- Dentons UK ranks among leading firms in mining and minerals (UK-wide), *Legal 500 UK*
- Dentons Canada achieves Band 2 recognition as a leading mining firm, *Legal 500 Canada*
- Dentons Canada ranks as a leading firm in Energy and Natural Resources: Mining, *Chambers & Partners*
- Dentons Canada achieves Band 2 recognition Latin America-wide as a leading mining firm, *Chambers & Partners*
- Dentons ranks 1st in Kazakhstan for Energy and Natural Resources, *Chambers & Partners*
- Dentons ranks 1st in Kazakhstan for Energy and Natural Resources, *The Legal 500 Europe, Middle East & Africa*

# Dentons global mining key contacts

## Africa

**Tom Eldridge**  
Partner, London  
D +44 20 7246 7456  
tom.eldridge@dentons.com

**Ramin Hariri**  
Partner, Paris  
D +33 1 42 68 91 78  
ramin.hariri@dentons.com

**Vincent Lacombe**  
Partner, Paris  
D +33 1 42 68 91 45  
vincent.lacombe@dentons.com

## Asia Pacific

**Gordon Ng**  
Partner, Hong Kong  
D +852 2533 3632  
gordon.ng@dentons.com

**Sarah Zeng**  
Partner, Beijing  
D +86 10 6583 7286  
sarah.zeng@dentons.com

## Central Asia

**James E. Hogan**  
Partner, Baku  
D +994 12 4 90 75 65  
james.hogan@dentons.com

**Aigoul Kenjebayeva**  
Partner, Almaty  
D +7 727 258 2380  
aigoul.kenjebayeva@dentons.com

## Canada

**Brian E. Abraham, Q.C., P.Geo.**  
Partner, Vancouver  
D +1 604 443 7413  
brian.abraham@dentons.com

**Guy Paul Allard**  
Counsel, Montréal  
D +1 514 878 8876  
gp.allard@dentons.com

**Ann Bigué, Ad. E.**  
Partner, Montréal  
D +1 514 878 8808  
ann.bigue@dentons.com

**David Carbonaro**  
Partner, Toronto  
D +1 416 863 4765  
david.carbonaro@dentons.com

**Andrew Elbaz**  
Partner, Toronto  
D +1 416 863 4704  
andrew.elbaz@dentons.com

**Alan J. Hutchison**  
Partner, Vancouver  
D +1 604 443 7119  
alan.hutchison@dentons.com

**Leanne C. Krawchuk**  
Partner, Edmonton  
D +1 780 423 7198  
leanne.krawchuk@dentons.com

**Don (Donald) R. Leitch**  
Partner, Calgary  
D +1 403 268 3008  
don.leitch@dentons.com

**Ronald J. Matheson**  
Partner, Toronto  
D +1 416 863 4692  
ron.matheson@dentons.com

**James McVicar**  
Partner, Toronto  
D +1 416 863 4394  
james.mcvicar@dentons.com

**Jason A. Saltzman**  
Partner, Toronto  
D +1 416 863 4670  
jason.saltzman@dentons.com

**Carole Turcotte**  
Partner, Montréal  
D +1 514 878 5872  
carole.turcotte@dentons.com

**Lara Vos Smith**  
Partner, Ottawa  
D +1 613 783 9654  
lara.vossmith@dentons.com

## Central and Eastern Europe

**Arkadiusz Krasnodębski**  
Managing Partner, Warsaw  
D +48 22 242 56 63  
arkadiusz.krasnodebski@dentons.com

**Ewa Rutkowska-Subocz**  
Counsel, Warsaw  
D +48 22 242 57 35  
ewa.rutkowska-subocz@dentons.com

## Europe

**Marc Fornacciari**  
Partner, Paris  
D +33 1 42 68 45 44  
marc.fornacciari@dentons.com

## Latin America and the Caribbean

**Brian E. Abraham, Q.C., P.Geo.**  
Partner, Vancouver  
D +1 604 443 7413  
brian.abraham@dentons.com

**Alan J. Hutchison**  
Partner, Vancouver  
D +1 604 443 7119  
alan.hutchison@dentons.com

## Middle East

**Paul Sheridan**  
Partner, Muscat  
D +968 2457 3023  
M +968 9934 3029  
paul.sheridan@dentons.com

**Marla Valdez**  
Partner, Muscat  
D +968 2457 3000  
marla.valdez@dentons.com

## Russia and the CIS

**Mathieu Fabre-Magnan**  
Partner, Moscow  
D +7 495 644 0500  
mathieu.fabre-magnan@dentons.com

**Myron B. Rabij**  
Partner, Kyiv  
D +380 44 494 4774  
myron.rabij@dentons.com

## United Kingdom

**Tom Eldridge**  
Partner, London  
D +44 20 7246 7456  
tom.eldridge@dentons.com

## United States

**Ata Dinlenç**  
Partner, New York  
D +1 212 768 5314  
ata.dinlenc@dentons.com

**Jeffrey L. Dunetz**  
Partner, New York  
D +1 212 768 6914  
jeffrey.dunetz@dentons.com

**Jeffrey C. Fort**  
Partner, Chicago  
D +1 312 876 2380  
jeffrey.fort@dentons.com

**Robert E. Richards**  
Partner, Chicago  
D +1 312 876 7396  
robert.richards@dentons.com

**Nicholas C. Yost**  
Partner, San Francisco  
D +1 415 882 2440  
nicholas.yost@dentons.com

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