

# A look at key business and risk mitigation trends in the global mining industry

Dentons' Signature PDAC Presentation | March 7, 2023

Grow | Protect | Operate | Finance

## Agenda

Time	Topic	Speakers
2:15 p.m.	<b>Welcome remarks</b>	<b>Leanne C. Krawchuk, KC</b> , Partner and Canada Co-chair and a Global Lead for Dentons' Mining group (Edmonton)
2:30 – 3:00 p.m.	<b>Protecting your global mining assets</b>	<b>Rachel Howie</b> , FCI Arb, Partner, Dentons Canada (Calgary) <b>Jorge Neher</b> , Partner, Dentons (Bogotá) <b>Diora Ziyaeva</b> , Partner, Dentons US (New York)
3:00 – 3:30 p.m.	<b>Mining finance: From streaming agreements to deal structuring, what do you need to know for your next deal?</b>	<b>Carl Calandra</b> , Vice President, General Counsel & Corporate Secretary, Ascendant Resources Inc. and Cerrado Gold (Toronto) <b>Leanne C. Krawchuk, KC</b> , Partner and Canada Co-chair and a Global Lead for Dentons' Mining group (Edmonton) <b>Ora Wexler</b> , Partner, Dentons Canada (Toronto)
3:30 – 4:00 p.m.	<b>Strategies for managing above- ground risks in Latin America today</b>	<b>José Ignacio Morán</b> , Partner and Global Mining & Natural Resources Leader, Dentons (Santiago) <b>Juan Camilo Nariño</b> , President, Colombian Mining Association (Colombia) <b>José Miguel Vivanco</b> , Partner, Dentons Global Advisors (Washington, D.C.)

4:00 – 4:30 p.m.	<b>ESG and mining: From the latest in trends to mitigating risks - what you need to know</b>	<b>Brandon Irsigler</b> , Partner, Dentons South Africa (Johannesbrug) <b>Robin Longe</b> , Partner and Co-chair of Canada Mining Group, Dentons Canada (Vancouver) <b>Kelly Osaka</b> , Partner, Dentons Canada (Calgary)
4:30 – 5:00 p.m.	<b>Critical minerals – Are we meeting demands?</b>	<b>Jennifer Poirier</b> , Partner, Dentons Canada (Vancouver) <b>Michael Sabusco</b> , Partner, Dentons Canada (Toronto) <b>Emmanuel Sala</b> , Partner, Dentons Canada (Montreal)
5:00 – 6:00 p.m.	<b>Cocktail Reception</b>	

## Speaker Bios



### **Leanne Krawchuk, KC**

Partner and Co-chair of Canada Mining Group Dentons Canada (Edmonton)

Leanne is a member of Dentons' Corporate group. She is also the Canada Co-chair and a global Lead for Dentons' Mining group and a member of the Dentons Canada LLP National Board and a member of the Dentons Canada LLP Audit Committee. Leanne routinely advises mining producers on commercial and other mining legal matters. She is involved in the negotiation and drafting of multi-million dollar supply agreements, security of supply agreements, streaming agreements, refinery agreements, and option agreements involving precious metals, battery metals, and base and industrial metals.

Leanne has been involved in significant M&A mining transactions and assignments and transfers in respect of mining projects in Canada and abroad, including acting for purchasers acquiring Canadian mining assets in distressed mining scenarios. Leanne also provides advice on royalties, price reviews, and dedication and unitization agreements.



**Robin Longe**

Partner and Co-chair of Canada Mining Group, Dentons Canada (Vancouver)

Robin Longe is a partner in Dentons' Vancouver office, and a member of the Firm's Corporate group.

Robin is a natural resources lawyer whose practice is focused on forestry, mining, environmental and aboriginal law. Robin has extensive experience in all aspects of corporate transactions in the mining and forestry sectors, and is regularly involved in the purchase and sale of timber and mining rights, sawmills, pulpmills, mines, and related equipment and infrastructure. In addition, Robin regularly advises clients on logging contracts, mining option agreements, joint ventures, and other agreements specific to the mining and forestry industries, as well as negotiating arrangements with First Nations in British Columbia, including impact and benefit agreements, negotiation protocols and limited partnership arrangements.

**Rachel Howie, FCI Arb,**

Partner Dentons Canada (Calgary)

Rachel Howie is the co-lead of the Litigation and Dispute Resolution group in Canada and co-lead for the national Alternative Dispute Resolution and Arbitration group at Dentons. Her practice focuses on international and domestic arbitration and litigation, primarily in the energy, mining and natural resources industries. Rachel has experience advising clients at all stages of a project or transaction to help them navigate how to protect and operate their business from a disputes perspective. She frequently advises domestic and international clients on the drafting of dispute resolution clauses in transactional documents, works with clients on ADR mechanisms to resolve or prevent disputes, and advocates on her clients' behalf in arbitration and litigation proceedings.

**Jorge Neher**

Partner, Dentons Cardenas & Cardenas (Bogotá)

Jorge Neher is a partner at Dentons focusing primarily on the areas of Oil & Gas, Mining, Electricity, Energy and Natural Resources. He is leader of the energy practice in Latin America and the Caribbean.

Jorge's Oil & Gas and Mining practice is one of the largest in Colombia and Venezuela, with more than 30 years of experience with a strong focus on Mergers and Acquisitions, cross-border projects, structuring of equity and project finance in various international markets and corporate and debt restructuring of oil & gas and mining companies. He has participated in a myriad of projects, from complex leveraged acquisitions, spin-offs, financings, restructuring, and multi-jurisdiction transactions, including privately owned and listed companies, to structuring, listing, IPOs and financing of exploration, brownfields and greenfield projects. He also has extensive experience in several countries of Latin America, such as Mexico, Ecuador, Peru and the Guyanas.

**Diora Ziyaeva**

Partner, Dentons US (New York)

Diora Ziyaeva is a Partner in the New York office of Dentons. Her practice focuses on Investor-State arbitration, international commercial arbitration, complex commercial litigation, and public international law. She has 15 years of experience representing Sovereign states and corporate clients in cases ranging in value from \$10 million to \$20 billion and was involved in over 30 significant international arbitration proceedings.

Diora has consistently been recognized as a “Future Leader” in arbitration by Who’s Who Legal, and as one of the American Bar Association’s On the Rise – Top 40 Young Lawyers. She is a Council on Foreign Relations Term Member, a certified mediator, arbitrator, and serves as an Adjunct Professor of Law at Cornell Law School and at Fordham University School of Law.

**Carl Calandra**

Vice President, General Counsel & Corporate Secretary  
Ascendant Resources Inc. and Cerrado Gold (Toronto)

Mr. Calandra is a legal executive with more than 15 years of advisory, transactional and public company experience. Prior to joining Cerrado, Mr. Calandra was Vice President and General Counsel of Dundee Corporation, a Canadian investment company focused on mining, and was an associate at a top-tier Canadian national law firm. Carl holds a Bachelor of Laws from the University of Western Ontario and a Master of Business Administration from the Ivey Business School. Carl has been a member of the Law Society of Ontario since 2006.

**Ora Wexler**

Partner, Dentons Canada (Toronto)

Ora leads the Dentons Toronto office’s Corporate group and Securities group and advises on public and private capital market transactions and securities regulatory matters, including stock exchange listings, corporate governance, continuous disclosure obligations and other regulatory compliance matters. She acts on behalf of both underwriters and issuers in initial public offerings and subsequent private placement and public offerings.

**José Ignacio Morán**

Partner and Global Mining & Natural Resources Leader, Dentons Larrain Rencoret SpA (Santiago)

José Ignacio Morán is a partner of the Dentons’ office in Santiago. He is the Global Mining & Natural Resources Leader, and he is a member of the Global ESG Steering Committee.

José Ignacio’s practice focuses on environmental and natural resources, specializing in water law. He has extensive experience in administrative proceedings and specialized litigation. Likewise, he provides strategic advice to various companies in their relationship with communities and indigenous people and making sustainable investment decisions under the ESG criteria.





**Juan Camilo Nariño**

President, Colombian Mining Association

Economist from the Universidad Javeriana with a Master's Degree in Public Affairs and citizen participation. His professional career has spanned high-level positions in the public and private sectors. For 8 years he served as a union leader in the National Association of Entrepreneurs - ANDI, becoming its Vice President where he was responsible for the operation of the Sector Chambers, the negotiations of trade agreements with Europe and Korea and the regulatory strategies for each one of the sectors of the economy.

He was Co-President of the Business Council of the Pacific Alliance during its constitution and negotiation, and worked for the OAS in peace negotiations with the self-defense groups. He was the Anti-Corruption Czar between 2002 and 2004. Currently, he is an active member of the Advisory Council of PROCOLOMBIA, the Institute of Political Science and the National Trade Union Council. He has also been part of the Boards of Directors of CESA, Seguros Colmena, Banco Caja Social and Clínica de Country, among others.

**José Miguel Vivanco**

Partner, Dentons Global Advisors (Washington, D.C.)

Mr Vivanco brings more than three decades of experience in investigations, litigation strategy and complex dispute resolution, previously serving as the Americas Director of Human Rights Watch and a legal advisor at the Inter-American Commission on Human Rights. He is based in Washington, D.C. and will work worldwide with Dentons Global Advisors' strategic consultants to help clients prepare for and navigate crises, disputes and other complex issues when they arise.

Mr. Vivanco's experience includes leading negotiations at the highest levels, intermediating and directly engaging with heads of state, parliaments, business leaders, and social and community advocates. At Dentons Global Advisors, he will advise global business leaders and boards of directors on labor practices and relations, human rights, supply chain engagement, risk management and business intelligence.

**Brandon Irsigler**

Partner, Dentons South Africa (Johannesburg)

Brandon Irsigler is a Partner in Dentons Johannesburg office. He is a member of the Corporate practice group and possesses broad M&A and other commercial experience across a variety of industries and asset types.

In addition to his corporate experience, Brandon also has extensive knowledge of all facets of the global mining industry. His commercial clients have included major private equity investors, sovereign wealth funds, and civil service pension funds. His experience in the mining industry includes upstream and downstream matters, notable mining right acquisition, mine construction and operational matters, shareholder (including South African Broad-Based Black Economic Empowerment "B-BBEE" requirements) debt and security structures, including streaming and royalty funding. Brandon regularly advises international commodity traders and funders on matters related to real security and terms of supply, as well as major international suppliers of goods and services to the mining industry.

**Kelly Osaka**

Partner, Dentons Canada (Calgary)

Kelly is co-leader of both the Litigation and Dispute Resolution group in Calgary and the Privacy and Cybersecurity subgroup at Dentons, she is also a member of the Privacy and Cybersecurity group. An experienced commercial litigator, Kelly has particular expertise in class action defence, shareholder disputes, cyber breach coaching, cyber risk analysis, governance best practices, professional negligence, and regulatory investigations.

Kelly represents a diverse group of clients in industries including finance, real estate, energy, cannabis, agribusiness, health care and consumer products. She has appeared before all levels of court in Alberta and British Columbia, as well as the Alberta Securities Commission, the Alberta Utilities Commission, IROC and the Office of the Information and Privacy Commissioner.

**Jennifer L. Poirier**

Partner, Dentons Canada (Vancouver)

Jennifer Poirier (She/Her/Hers) is a partner in the Corporate group at Dentons. She represents companies and investment dealers in a range of corporate transactions, including public offerings, private placement financings, initial public offerings and stock exchange listings, reverse take-overs and mergers and acquisitions.

Jennifer also has extensive experience drafting and advising on a range of commercial agreements, such as partnership agreements, option agreements, earn-in agreements, joint venture agreements and shareholder agreements. She advises clients in a variety of industries, with a particular focus on the mining industry. In addition, Jennifer advises private and public companies with respect to general corporate and securities laws issues, including corporate governance and continuous disclosure obligations (including those applicable to mining projects and companies).

**Michael Sabusco**

Partner, Dentons Canada (Toronto)

Michael Sabusco is a partner in Dentons' Corporate, Securities and M&A groups, and the Ontario lead for the National Mining Committee. He brings significant experience in private and public offerings, including flow-through financings, strategic financings, mergers and acquisitions, reverse takeovers and other corporate restructuring transactions, such as significant acquisitions and dispositions of assets, and joint ventures. Michael advises public and private corporations and strategic investors, and has acted for both issuers and investment dealers in Canadian, cross-border and international transactions in the mining industry.

Michael also has significant experience with respect to stock exchange listings, securities regulatory compliance (including related party transactions and business combinations, and transactions involving mineral projects), continuous disclosure obligations (including standards of disclosure for mineral projects (NI 43-101)), corporate governance, and general corporate matters, such as annual and special corporate proceedings.





### **Emmanuel Sala**

Partner, Dentons Canada (Montréal)

Emmanuel Sala is a partner in Dentons' Corporate and Tax groups and the Québec lead for the National Mining Committee. He advises Canadian and foreign companies on complex domestic and international corporate and tax matters—including mergers, acquisitions, corporate reorganizations, dispositions and financing transactions—and represents taxpayers at all stages of tax disputes with government authorities.

Emmanuel acts for multiple clients in the mining field, rendering tax services catered to this industry. He has been involved in multiple complex domestic and international mining deals advising on tax planning opportunities and financing strategies. He is also regularly called to advise on agreements that are typical and specific to the mining industry, such as Streaming Agreements, Farmout Agreements, Flow-Through Shares Subscription Agreements. Emmanuel also assists clients in determining the eligibility of expenses to available tax incentives.

© 2023 Dentons. Dentons is a global legal practice providing client services worldwide through its member firms and affiliates. This publication is not designed to provide legal or other advice and you should not take, or refrain from taking, action based on its content. Please see [dentons.com](https://www.dentons.com) for Legal Notices.

CSBrand -110671-PDAC presentation-Agenda-Bios-03 — 03/03/2023