

Overview

The landscape for competitive advantage—on access to capital, customer base, operational efficiencies, labor force and suppliers—is global. And with new, and often streamlined, marketplaces for capital, dual-listed public companies are now more common than ever. But global is not an option for many enterprises. To compete for these resources, you need to have your finger on the regulatory arbitrage among various jurisdictions and know how to tap into the market that best suits your strategy. Dentons' global team for mergers and acquisitions, mining and other infrastructure projects, joint ventures, capital markets and regulatory matters can serve as your guide.

Mining, for example, is a highly regulated industry and knowing your opportunities and risks in international trade, commodities, environmental factors and permits will allow you to get the shovel in the ground early. Cross-border initiatives also typically require labor mobility to oversee distant operations. Dentons can help you address your changing workforce needs.

Government initiatives on cross-border and multijurisdictional transactions, including Native, Aboriginal and Indigenous issues, can delay or obstruct your plans. Our regulatory experts can help you navigate the local tax and competition issues. Land ownership and use will also be critical to your project. With our global resources, we can make short work of due diligence and title review.

At some point, your business might make the leap into the world market by seizing a cross-border or multijurisdictional opportunity. Our reach and expertise in 79 countries means we can review your commercial, governance, financing and operational arrangements from a global perspective. From the first hole drilled to decommissioning, we have the resources on the ground at your site that can explore all your options and provide you with the tools to move your prospects to reportable results.

Services and experience

- Acquisitions, mergers and consolidations
- Joint ventures
- Intellectual property protection, enforcement and licensing
- Manufacturing and services relationships
- Export compliance
- Supply arrangements and other purchase and sale matters
- Export finance
- Letters of credit and collections and other payment support mechanisms
- Distribution, dealership and franchise network establishment and termination of agreements
- Arbitration and litigation of cross-border disputes
- International compliance (FCPA and international anti-corruption conventions)
- Repatriation of capital and profit

- Tax issues
- Risk insurance
- US immigrant investor program and foreign worker visas

Representative Experience

- **Argonaut Gold Inc.:** Advising the Canadian gold producer with respect to its operations in Durango, Baja Sur and Sonora, Mexico, on mining, corporate, finance and securities matters, including in connection with its proposed CA\$341 million business combination with Prodigy Gold Incorporated; on its CA\$367 million business combination with Pediment Gold Corp.; in connection with its CA\$150 million three-part transaction involving a financing through GMP Securities LP to raise CA\$150 million, a business combination with Intuitivo Capital Corp. to become a public company, and the simultaneous completion of a CA\$103 million take-over of Castle Gold Corporation; and advising Argonaut Gold geological and engineering consultants and staff on the requirements for technical reporting under National Instrument 43-101. Our team is privileged to play a key advisory role in the execution of Argonaut Gold's growth strategy.
- **China Development Bank:** Advising on a CA\$352 million secured credit facility to Canadian Royalties Inc., a subsidiary of Jilin Jien Nickel Industry Co. Bank.
- **Consolidated Thompson Iron Mines:** Advising on its CA\$4.9 billion acquisition by Cliffs Natural Resources Inc.
- **First Uranium Corporation:** Advising in connection with its C\$405 million sale of all of its principal operating assets, which includes the sale indirectly of all of the shares of Mine Waste Solutions and its subsidiaries and the tailings recovery project, which it operates in South Africa, to AngloGold Ashanti Limited for C\$335 million financed from debt facilities and cash reserves. This also includes, in a separate transaction, the sale, indirectly, of all of the shares of First Uranium Limited (a wholly owned subsidiary of the company) ("FUL"), which owns all of the shares of the Ezulwini Mining Company (Proprietary) Limited and related assets to Gold One International Limited ("Gold One") for C\$70 million. Gold One also provided a loan facility to the company for an amount up to C\$10 million available for drawdown in accordance with the terms of the loan agreement between the parties. Subsequently, the company signed a binding sale of shares and claims agreement with Gold One for the sale of 100 percent of the issued shares of, and all shareholders' claims against FUL. Adviser to First Uranium's geological and engineering consultants and staff on the requirements for technical reporting under National Instrument 43-101.
- **Goldcorp Inc.:** Advising an Australian gold mining company on its acquisition by Canadian gold mining company Goldcorp Inc. for C\$3.6 billion through the purchase of all its outstanding shares in exchange for shares and cash pursuant to a scheme of arrangement.
- **Haywood Securities Inc.:** Advising in connection with equity and bond offerings by Northland Resources S.A. in Canada, Europe and the United States for aggregate gross proceeds of approximately \$325 million.
- **Marengo Mining Limited:** Advising on its proposed restructure and redomicile to Canada by way of a scheme of arrangement and previously on C\$83.25 million in equity raisings in the aggregate. Advising Marengo's geological and engineering consultants and staff on the requirements for technical reporting under National Instrument 43-101. Marengo Mining Limited is an Australian mining company exploring the Yandera Copper Project in Papua New Guinea, one of the largest undeveloped copper projects in the Asia-Pacific region. Its development partners include Chinese State Owned Enterprise, China Nonferrous Metal Industry's Foreign Engineering and Construction Pty Ltd, as well as Petromin PNG Holding Limited, an independent company created by the State of Papua New Guinea to hold the state's assets and to maximize indigenous ownership and revenue gains in the mineral and petroleum sectors.
- **McEwen Mining Inc.:** Advising US Gold Corporation as Canadian counsel in its 2012 acquisition by plan of arrangement of Minera Andes Inc. to form McEwen Mining Inc., with a market capitalization of approximately C\$1.4 billion at the time of closing. We were one of seven law firms in Canada and the US representing the companies and the Special Committees of the Boards of Directors, in addition to local counsel in Argentina and Mexico. Advising McEwen Mining's geological and engineering consultants and staff on the requirements for technical reporting under National Instrument 43-101. The goal of McEwen Mining Inc. is to qualify for inclusion in the S&P 500 by 2015 by creating a high-quality, high-growth, low-cost, mid-tier gold producer focused in the Americas.
- **McEwen Mining Inc.:** Advising on the cross-border offering of approximately \$112 million of its common stock. The common stock was issued by way of a prospectus supplement that was filed under US Gold's shelf registration statement, which was previously filed with securities regulatory authorities in the US and in Canada under the northbound multijurisdictional disclosure system.

- **MMG:** Advising in connection with the US\$5.85 billion acquisition of Las Bambas copper project in Peru from GlencoreXstrata. Awarded 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*, M&A Deal of the Year 2014, *Latin Lawyer*.
- **Southern Legacy Minerals, Inc.:** Advising on the CA\$57 million business combination with Sinchao Metals Corp., by way of a merger pursuant to the Idaho General Business Corporations Act between Southern Legacy and Sinchao Idaho, Inc., a wholly-owned subsidiary of the Company and concurrent private placement financing. In connection with the transaction, the Company changed its name to "Southern Legacy Minerals Inc." and commenced trading on the TSX Venture Exchange on July 3, 2012 under the symbol "LCY." The combined property holdings of Sinchao and Southern Legacy has resulted in a portfolio of base and precious metals projects spanning the Andes in Peru, Colombia and Chile.
- **Stillwater Mining Company:** Advising on Canadian mining and securities matters, including in connection with its acquisition of Peregrine Metals Ltd. for C\$487 million; its C\$118 million acquisition of Marathon PGM Corporation by way of plan of arrangement, including a joint venture with Mitsubishi with respect to the Marathon Project; and advising geological and engineering consultants and staff for Stillwater on the requirements for technical reporting under National Instrument 43-101. Stillwater is the only US producer of palladium and platinum and is the largest primary producer of platinum group metals outside of South Africa and the Russian Federation. Stillwater plans to further delineate, develop and operate Peregrine's Altar porphyry copper-gold deposit, a large, undeveloped open-pit resource located in the San Juan province of Argentina.