Overview

Contemplating strategies to accelerate project development and diversify risk in your mining project? A joint venture, allowing for the pooling of capital and skill sets, sharing of financial and operational risk and leading to successful long-term strategic relationships, might be the answer you seek. When you partner with Dentons on your joint venture, we start by understanding the business goals of all parties. On this foundation, we craft a structure that achieves your commercial, tax, trade and regulatory objectives.

You benefit from our extensive experience with all types of joint ventures, including: contractual joint ventures, corporate or other limited liability joint ventures, partnerships, limited partnerships and co-ownership arrangements. We help you negotiate the right governance and funding structure, non-competition arrangements and exit conditions to help avoid disputes later on. 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 on every continent. We have also acted on behalf of clients acquiring mineral properties on every continent.

Dentons’ lawyers are familiar with all forms of agreements, including the Form 5 of the Rocky Mountain Mineral Law Foundation, which sets a basic standard for mining joint venture agreements in the United States and elsewhere. We advise clients on compliance with the national laws of European countries and EU mining and environmental directives. Our experience extends to negotiating complicated corporate joint ventures involving offshore holding companies and unique requirements in several foreign jurisdictions. We have prepared and reviewed numerous marketing, royalty and offtake agreements for clients located in North and South America, for projects involving base and precious metals, coal and industrial minerals.

We understand that joint ventures may demand an interdisciplinary approach, and we deliver seamlessly across practice areas and jurisdictions.

Representative Experience

- **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.

- **Golden Predator Corp.** Advising the Canadian exploration and development company with one of the largest controlled land positions in the Yukon, in connection with its C$35 million loan facility with RK Mine Finance for production financing, including offtake agreements and on its Brewery Creek acquisition from Alexco Resource Corp. Advising Golden Predator geological and engineering consultants and staff on their ongoing technical reporting requirements under National Instrument 43-101.