



## Melissa Smith

### Partner

T 403.232.9787  
F 403.266.1395  
Calgary  
[MeSmith@blg.com](mailto:MeSmith@blg.com)  
[LinkedIn](#)

[Mergers & Acquisitions](#)  
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Melissa advises public and private Canadian and foreign-based clients in a wide range of industries, including technology, mining, oil and gas, manufacturing and the hospitality industry.

Her clients range from small start-up private entities to large multinational companies. Many of her public clients are listed on the Toronto Stock Exchange, the TSX Venture Exchange, Canadian Stock Exchange and foreign stock exchanges.

In BLG's Calgary office, Melissa is the Regional Group Manager of our Capital Markets and Corporate Commercial Group, the Co-Leader of BLG's Driven by Women Initiative, the Co-Chair of BLG's Pro Bono Committee and a member of BLG's [Environmental, Social and Governance \(ESG\)](#) initiative.

## Experience

- **Red Cloud Securities**, in connection with a bought deal private placement of a TSX listed mining company.
- **Radicle Group Inc.**, a private company focused on cleantech, renewable and sustainable technologies and services, in connection with acquisitions, both Canadian and international, equity financing and general corporate advisory services.
- **FireFox Gold Corp.** in respect of its initial public offering (IPO) and concurrent listing on the TSXV.
- Acting in connection with the listing of **Millennial Precious Metals** on the TSXV together with a concurrent equity financing.
- Acting for Fortescue Metals Group, in respect of various corporate, resource and securities matters.

- **SoLVBL Solutions Inc.**, a cybersecurity company, in connection with reverse takeover of public entity and listing on CSE.
- Acting for **Skeena Resources Ltd.**, in respect of various corporate, resource and securities matters.
- **Mainstreet Equity Corp.**, a Toronto Stock Exchange listed company, in connection with various securities law matters, including compliance with continuous disclosure requirements.
- A publicly listed fintech company in Australia, in connection with a potential equity financing and listing on the Toronto Stock Exchange.
- **Trellis** (formerly Boys & Girls Clubs of Calgary), in connection with its merger with Aspen Family and Community Network.
- Advising a **multinational online payment platform** in respect of cryptocurrency regulation in Canada.
- A private **multinational software company** in connection to its significant acquisition of a private company in the software sector.
- Acting for **Otso Gold Corp.** in respect of a proposed equity financing.
- Multiple **Capital Pool Companies** and private targets in respect of Qualifying Transactions on the TSXV.
- **PesoRama Inc.**, a retailer with operations in Mexico, in connection with multiple financings and general corporate governance matters.
- **XPEL Technologies Corp.** in connection with the acquisition of a Canadian private company and a private placement.
- A **private healthcare data analytics company** based in the United States, in connection with a potential cross border reverse takeover and listing on a Canadian stock exchange.
- The agents in connection with C\$84 million short-form prospectus financing of **Blackbird Energy Inc.**
- A number of issuers in the cannabis and hemp industries, including licensed producers, retailers, and vertically integrated entities.
- **Questerre Energy Corp.**, an oil and gas company dual-listed (TSX and Oslo Stock Exchange), in respect of securities compliance matters, continuous disclosure obligations and multiple private placement and prospectus offerings.
- **SDX Energy Inc.**, a dual-listed (TSXV and AIM) international oil and gas company with assets in Egypt and Morocco, acted as Canadian counsel.
- **Arsenal Energy** in connection with the cross-border plan of arrangement and merger transaction with Lone Pine Resources Canada Ltd. and its affiliates to form Prairie Provident Resources Inc., a Toronto Stock Exchange listed issuer.
- A **TSX Venture Exchange** listed corporation in connection with the acquisition of mining interests in Mali.
- **Western Energy Services Corp.** with respect to its private offering of senior notes for gross proceeds of approximately C\$91.5 million.
- Both sellers and buyers in connection with the sale of various professional practices, including oral surgeons, dentists, optometrists and architects.
- Multiple buyers and sellers of private companies by way of share or asset sales, amalgamations, take-over bids and plans of arrangements.
- Represented shareholders (including minority shareholders) in respect of various corporate matters, including shareholder disputes.
- Both agents and issuers in connection with capital pool companies, both in respect of the initial public offering and the subsequent qualifying transaction.

## Insights & Events

- Author, "Technology M&A trends: Reflecting on 2023 and predictions for 2024", BLG Article, January 2024
- BLG Podcasts, BLG Podcast, June 2023
- Author, "Technology M&A trends: What to expect in 2023", BLG Article, January 2023
- Author, "Taking measured risks as a professional woman with Manjit Minhas", BLG Article, March 2022
- Author, "Should Canadian private companies merge with a special purpose acquisition company?", BLG Article, February 2021
- Author, "Transaction considerations resulting from the COVID-19 pandemic", BLG Article, January 2021
- 2020 Session VI – Corporate Finance II, BLG Video, January 2021
- Presenter, Corporate Finance II - Stages of Financing, Start Up & Grow webinar
- Presenter, Women in Tech Masterclass in partnership with BDC Capital's Women in Technology Venture Fund
- 2020 Session I – COVID-19 updates for early-stage businesses, BLG Video, May 2020
- Author, "Shaping the future of Canada's energy providers", BLG Article, February 2020
- Author, "Expanded Diversity Disclosure Requirements in 2020 under the CBCA", BLG Article, October 2019
- Speaker, "What Structures & Models are Working? Not?" World Angel Investor Summit, June 2019
- Blockchain 101, BLG Podcast, January 2019
- Speaker, "Blockchain: What it is and What it is Not", 3rd Annual FSG Symposium, October, 2018
- Speaker, "MeetnTech: IoT 2.0 – Risks and Rewards", Chic Geek Event, October 2018
- Author, "SEC Settlement Decision Disrupts The Rise Of Free Tokens And Bounty Programs", BLG Article, August 2018
- Author, "Will the Coffey Class Action have a Ripple Effect?", BLG Article, July 2018
- Author, "Simple Agreements for Tokens (SAFTS) and the Regulatory Risk of ICOs and Token Sales", BLG Article, February 2018
- Co-author, "Do I hear an Eco? OSC Approach to Share Issuances in Proxy Fight Echoes the Approach in Take-overs," BLG Securities and Capital Markets Bulletin, August 2017
- Author, "Securities Commission Offers Rare Guidance Regarding The Due Diligence Defence And The Family, Friends And Business Associates Prospectus Exemption", BLG Article, June 2017
- Speaker, "Managing a Public Company," TSX Venture Exchange Workshop, June 2017
- Author, "Fairness Opinions — Is There A New InterOil Standard?", BLG Article, March 2017
- Author, "Marquee Energy Ltd.'s Successful Appeal: Shareholder Vote From Alberta Oilsands Inc. Not Required", BLG Article, November 2016
- Author, "Future Uncertainty In Plans Of Arrangement", BLG Article, October 2016

## Beyond Our Walls

### Professional Involvement

- Member, Canadian Bar Association
- Member, Law Society of Alberta
- Member, Calgary Bar Association
- Co-Lead, BLG Driven by Women - Calgary

## Community Involvement

- Director, Storybook Theatre Society
- Director, Fast & Female
- Director, Canadian Blockchain Association of Women
- Past Chair, Student Recruitment Committee

## Awards & Recognitions

- Recognized in the 2024 edition (and since 2022) of *The Best Lawyers in Canada*® (Oil & Gas Law) and in the 2024 edition of *The Best Lawyers in Canada*® (Securities Law)
- Finalist in the 2023 Women in Law Leadership Award (Leadership in the Profession - Private Practice).
- Recognized in the 2023 edition of *The Canadian Legal Lexpert Directory* (Corporate Mid-Market; Mining)
- Recognized in the 2023 edition of *Lexpert Special Edition: Technology and Health Sciences*

## Bar Admission & Education

- Alberta, 2005
- LLB, University of Calgary, 2004
- B.Sc., University of British Columbia, 2000

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## BLG | Canada's Law Firm

As the largest, truly full-service Canadian law firm, Borden Ladner Gervais LLP (BLG) delivers practical legal advice for domestic and international clients across more practices and industries than any Canadian firm. With over 725 lawyers, intellectual property agents and other professionals, BLG serves the legal needs of businesses and institutions across Canada and beyond – from M&A and capital markets, to disputes, financing, and trademark & patent registration.

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