



# BLG's MINING GROUP

**BLG**  
Borden Ladner Gervais  
*It begins with service*



# SUMMARY

**BLG has been at the forefront of the Canadian and international mining industry for over a century. We understand the complex legal and practical issues that present unique business, regulatory, financial and legal challenges to our mining clients in Canada and around the world. This experience enables us to provide our clients with the best possible results.**

The globalization of the mining industry has brought forward more challenges than ever before. You need legal advisors who have a demonstrated technical knowledge of this high-stakes industry, with experience in all aspects of the mining cycle – from grassroots exploration through mine development and operation to mine closure. Above all, you need a law firm that can respond to your varied and changing legal requirements throughout the life span of a mining project or a mining company.

BLG's commitment to providing clients with the highest quality of service also results in the recognition of our professionals by their peers. Members of BLG's Mining Group are recognized in *Chambers Latin America – Latin Chambers Global – The World's Leading Lawyers for Business*, *America's Leading Lawyers for Business*, *The Lexpert®/American Lawyer Guide to the Leading 500 Lawyers in Canada*, the *Canadian Legal Lexpert® Directory*, the *Lexpert® Special Edition on Global Mining*, *The Best Lawyers in Canada* and *Who's Who Legal – The International Who's Who of Mining Lawyers*.

Our experience encompasses every aspect of the mining sector, both domestically and internationally, including:

## Specialized Mining Agreements

Option, earn-in and farm-in agreements; joint venture and shareholder agreements; operator agreements; royalty and metals streaming agreements; EPC, EPCM and engineering agreements; equipment leases; marketing, ore sales and smelting contracts; off-take and hedging contracts.

## Transactional

Asset (mine) acquisitions and dispositions; share acquisitions and dispositions, including control transactions; amalgamations, arrangements and other business combinations; solicited and unsolicited take-over bids; and proxy fights.

## Finance

Initial public offerings; marketed and "bought deal" public offerings of equity and debt; private placements of equity and debt; stock exchange listings; reverse takeovers of CPCs; project finance; corporate borrowing; and equipment leasing and securitizations.

## Tax

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## Junior Mining

Junior mining companies require sound legal advice to succeed in today's marketplace. We provide accessible, responsive, first rate legal service and practical business solutions to junior mining companies looking to advance properties around the world.

## Regulatory

Mineral tenure; permitting and licensing; environmental compliance and waste management; compliance with occupational health and safety standards; hearings before administrative tribunals; and mine closure, decommissioning and reclamation.

## Litigation

Commercial litigation; domestic and international arbitration and mediation; construction, engineering, surety and fidelity litigation; and aboriginal land claims and disputes.

## Business Advisory

Corporate governance; corporate and securities law compliance (including compliance with National Instrument 43-101); continuous disclosure; shareholder meetings; related party transactions; labour and employment; and tax.

## Aboriginal Relationships

Negotiation of impact and benefit agreements; development of joint ventures and other equity-sharing arrangements; ongoing advice on the adequacy of the Crown's performance of its duty to consult and accommodate aboriginal interests, and in the delegation of that duty to mineral developers.



## PUBLICATIONS

### Publications

- “British Columbia Court of Appeal Rues on Corporate Veil Case: Garcia v. Tahoe Resources Inc.”
- “BLG Poised for Mergers and Acquisitions in 2017”
- “Are Private Placements the new poison pill? No, but they may cause some indigestion”
- “David Defeats Goliath”
- “SEC Proposes To Update Mining Disclosure Rules”
- “Reporting Entities Begin Required Enrollment with NRCAN”
- “BC’s Auditor General Report on Mining Sector”
- “Canadian SPACs Ride The Lightning – Summer 2015”
- “Canada Shines Spotlight On Extractive Sector”
- “CSA Wants Mining Issuers to Remediate Website Disclosure”
- “CRA Releases Resource Sector ‘Principal Business Corporation’ Folio”
- “New Requirements for Proposed Mines with Tailings Ponds – Response to Mount Polley”
- “Canadian Government Announces Mining Tax Changes”
- “One Proxy, One Vote: CSA Provides Update on Review of Proxy Voting Infrastructure”

To read more BLG mining publications, visit [blg.com/en/expertise/mining](http://blg.com/en/expertise/mining).

## RANKINGS & RECOGNITIONS

The Mining Group or its members are recognized in:

- The 2016 edition of *Chambers Global – The World’s Leading Lawyers for Business*.
- The 2016 edition of *Chambers Latin America – Latin America’s Leading Lawyers for Business*.
- The 2016 edition (and since 2008) of *The Best Lawyers in Canada*<sup>®</sup>.
- The 2016 edition of *The Lexpert*<sup>®</sup>/*American Lawyer Guide to the Leading 500 Lawyers in Canada*.
- The 2015 edition of *Who’s Who Legal – The International Who’s Who of Mining Lawyers*.
- The 2015 edition of the *Canadian Legal Lexpert*<sup>®</sup> *Directory*.
- The 2015 edition of the *Lexpert Guide to the Leading US/Canada Cross-Border Corporate Lawyers in Canada*.
- *The 2015 Lexpert*<sup>®</sup>/*Report on Business Special Edition on Global Mining*.

# REPRESENTATIVE WORK

## Specialized Mining Agreements

- Tax counsel to Entrée Gold Inc. in connection with a financing arrangement with Sandstorm Gold Ltd. which included a synthetic metal stream agreement and a grant of a net smelter return royalty for US\$55 million
- Counsel to Pan American Silver Corp. in connection with its option agreement and royalty agreement with Fortune Silver Mines Inc. in respect of Pan American's Taviche Oeste concessions in Oaxaca, Mexico.
- Counsel to Goldcorp Inc. in connection with the restructuring of the Minera Alumbraera joint venture with Xstrata Copper and Yamana Gold Inc. and the establishment of a gold stream on the Agua Rica project
- Counsel to Iluka Exploration (Canada) Ltd., a wholly-owned subsidiary of Iluka Resources Limited, in the negotiation and conclusion of an option and joint venture agreement with Société d'Exploration Minière Vior Inc., a TSX Venture Exchange listed issuer
- Tax counsel to Almaden Minerals Ltd. in its distribution of royalty assets by plan of arrangement, August 2015

## Mergers & Acquisitions

- Counsel to Dominion Diamond Corporation (formerly Harry Winston Corporation) in connection with its \$680 million acquisition of the Ekati Diamond Mine from BHP Billiton by way of a share acquisition
- Canadian counsel to Avoca Resources Limited in connection with its \$2 billion merger with Anatolia Minerals Development Limited
- Counsel to Frontera Copper Corporation in connection with a hostile takeover bid by Invecture Group, S.A. de C.V.
- Counsel to Lumina Copper Corp. in connection with its \$470 million acquisition by First Quantum Minerals Ltd.
- Counsel to Energy Fuels Inc. in connection with its \$106 million acquisition of Denison Mines Holding Corp. and White Canyon Uranium Limited, by way of plan of arrangement
- Counsel to Pan American Silver Corp. in connection with its \$1.5 billion acquisition of Minfinders Corporation Ltd.
- Counsel to Eldorado Gold Corporation in connection with its \$2.5 billion acquisition of European Goldfields Limited.

- Counsel to the Special Committee of Far West Mining Ltd. in connection with its \$725 million acquisition by Capstone Mining Corp. and Korea Resources Corporation.
- Counsel to K+S Aktiengesellschaft in connection with its \$434 million friendly take-over bid for Potash One Inc.

## Financings

- Counsel to Blackstone Tactical Opportunities in their US\$540 million construction financing package with Orion Mine Finance Group to Pretium Resources Inc.
- Counsel to New Dawn Mining Corp. in connection with its initial public offering and concurrent listing on the Toronto Stock Exchange
- Counsel to Pan American Silver Corp., a major Canadian silver-producing mining company, in connection with a US\$103 million cross-border public offering of common shares, a US\$150 million cross-border public offering of common shares, a C\$75 million public offering of common shares, and a C\$120 million public offering of convertible unsecured senior subordinated debentures
- Counsel to Temasek Holdings (Private) Limited in connection with its \$500 million investment in Inmet Mining by way of subscription receipts
- Counsel to Citigroup Global Markets Inc., in connection with IAMGOLD Corporation's \$650 million private placement of senior unsecured notes
- Underwriters' counsel in connection with a \$500 million public offering of unsecured debentures by Cameco Corporation
- Underwriters' counsel in connection with a \$40 million offering of subscription receipts and concurrent \$25 million offering of high yield notes by Klondex Mines Ltd. relating to Klondex's acquisition of the Midas mine and mill complex from Newmont Mining Corporation
- Counsel to Miedzi Copper Corp. in connection with a \$100 million financing by a syndicate of private equity investors
- Underwriters' counsel in connection with a \$908 million secondary offering of common shares of Centerra Gold Inc. by Cameco Corporation
- Lender's counsel in connection with the establishment of a US\$600 million credit facility by Agnico Eagle Mines Limited

## Junior Mining Transactions

- Counsel to Castle Mountain Mining Company Limited (formerly Telegraph Gold Inc.) in its amalgamation with Foxpoint Capital Corp., a capital pool company, which constituted Castle Mountain's Qualifying Transaction
- Underwriters' counsel on the \$49 million initial public offering of Athabasca Potash Inc. (subsequently purchased by BHP Billiton Canada Inc. for \$341 million)
- Counsel to Legend Gold Corp. in connection with its \$6 million private placement of common shares, acquisition of Corado Resources Ltd, and acquisition of several exploration stage assets in Mali from Endeavour Mining Corporation
- Underwriters' counsel to Dundee Capital Markets in connection with a \$4 million bought deal of units of Excelsior Mining Corp.
- Counsel to Telegraph Gold Inc. in connection with its amalgamation with Castle Mountain Mining Company Limited, which constituted Castle Mountain's qualifying transaction
- Underwriters' counsel in connection with the \$17 million short form prospectus offering of ordinary shares of Lydian International Ltd.
- Counsel to Corsa Coal Corp. in connection with a \$22 million private placement of common shares
- Underwriters' counsel in connection with a \$30 million bought deal offering of common shares by Champion Minerals Inc.
- Underwriters' counsel in connection with the initial public offering and concurrent \$5 million private placement of flow-through shares of Orefinders Resources Inc.

## Spin-Out Transactions

- Counsel to Lumina Royalty Corp. in connection with its spin-out from Lumina Copper Corp. and subsequent acquisition by Franco-Nevada Corporation for \$66 million
- Counsel to Comaplex Minerals Corp. in connection with its \$700 million acquisition by Agnico-Eagle Mines Limited and the spin-out of Geomark Exploration Ltd.
- Counsel to Global Copper Corp. in connection with its \$415 million acquisition by Teck Cominco Limited and the spin-out of Lumina Copper Corp.

- Counsel to UraMin Inc. in connection with its \$2.5 billion acquisition by Areva and the spin-out of Niger Uranium Limited
- Counsel to Lumina Copper Corp. in connection with its spin-out of Regalito Copper Corp., Northern Peru Copper Corp. and Global Copper Corp.

## Vending Out of Foreign Subsidiaries or Mining Projects

- Counsel to Anfield Nickel Corp. in connection with the \$61 million sale of its Mayaniquel nickel laterite deposit in Guatemala to Cunico Resources NV
- Counsel to Pan American Silver Corp. in connection with the \$11.3 million sale of its Quiruvilca mine in Peru to Southern Peaks Mining Ltd.
- Counsel to Eldorado Gold Corporation Special Committee for the Board of Directors for the US\$600 million sale of Jinfeg Mine to China National Gold Corporation

## Dispute Resolution

- Counsel to Rusoro Mining Ltd. in a dispute with Constructora Ramel C.A. before the Supreme Court of British Columbia in connection with mining services provided in Venezuela prior to Venezuela's nationalization of its gold mining industry
- Counsel to Imperial Metals in a dispute with minority shareholders of its subsidiary American Bullion Minerals before the Supreme Court of British Columbia in connection with a shareholder oppression claim
- Counsel to minority shareholders of Primary Metals before the Supreme Court of British Columbia in connection with a shareholder oppression claim
- Counsel to a coal mining limited partnership in "baseball" arbitration in connection with the partnership's cash calls
- Counsel to a coal mining limited partnership in an independent expert determination of its entitlement to a break fee
- Counsel to an independent committee of board of directors of a mining company in connection with allegations of director wrongdoing
- Counsel to Eagle Peak Resources Inc., Metal Mountain Resources Inc., Gavin Mines Inc. and Rich Rock Resources Inc. in parallel actions in the Alberta and British Columbia courts involving a contractual dispute over rights to certain mining prospects and licences located in British Columbia



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