## LAWSON LUNDELLE

## **MINING PROJECTS FINANCING ACTIVITIES**

(see reverse for British Columbia and the Canadian North)

## LEADING THE WAY IN GLOBAL MINING

Lawson Lundell LLP has expertise that spans the full range of legal services required by mining companies in Canada and around the world. Our mining and project development teams are actively involved from early stage exploration and tenure acquisition through development, permitting, construction, operations, and closure of projects. We have a highly-skilled capital markets team with expertise in corporate and project finance, regulatory compliance, and mergers and acquisitions. As demonstrated in the selection of recent transactions below, we are experienced in every kind of mining transaction in a multitude of jurisdictions.



#### **AFRICA**

1. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Namibia and Mali.

2. Advising B2Gold Corp. on its acquisition of Papillon Resources Limited, owner of the Fekola gold project in Mali.

3. Advising B2Gold Corp. on its Euro 71.4 million credit facility with Caterpillar Financial SARL for the Fekola project in Mali.

4. Advising B2Gold Corp. in connection with the development of the Fekola Mine in Mali.

5. Advising Sarama Resources Ltd. in respect of its IPO raising gross proceeds of C\$16.7 million. Sarama has a focus on exploration and development of gold deposits in Burkina Faso, Liberia, and Mali.

6. Advising B2Gold Corp. on its acquisition of Volta Resources Inc., owner of the Kiaka gold project in Burkina Faso.

7. Advising Anvil Mining Ltd. on its C\$1.3 billion friendly acquisition by Minmetals Resources Limited.

8. Advising Anvil Mining Ltd. in negotiating terms for copper offtake by Trafigura Beheer B.V. from Anvil's Kinsevere copper mine in the Democratic Republic of Congo.

9. Advising B2Gold Corp. on its acquisition of Auryx Gold Corp., a TSX listed company, owner of the Otjikoto gold project in Namibia.

10. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Namibia.

#### **ASIA**

1. Advising Afghan Minerals Group in connection with the Shaida copper project in Afghanistan.

2. Advising Rio Tinto plc in an Earn-In and Shareholders Agreement with Sherritt International Corp. whereby Sherritt will acquire an interest in the Sulawesi Nickel project located in Sulawesi, Indonesia.

3. Advising B2Gold Corp. on its acquisition of CGA Mining Ltd., owner of the Masbate gold mine in the Philippines.

4. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Russia.

#### **AUSTRALIA**

1. Advising SSR Mining Inc. on the sale of its Bowden project in Australia.

2. Advising MacArthur Minerals Limited in connection with financings for its Ularring and Moonshine Iron projects in Australia.

#### EUROPE

1. Advising Strongbow Exploration Inc. on the acquisition of the South Crofty Tin project in Cornwall, UK.

- 2. Advising Vintage Mining Corp. on its acquisition of mining properties in Portugal and Spain.
- 3. Advising Lithium Li Holdings Inc. on its Balkans lithium and borates joint venture with Pan Global Resources Inc.
- 4. Advising the special committee of Dunav Resources Ltd. in connection with its merger with Avala Resources Ltd.

5. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Finland.

#### SOUTH AMERICA

1. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Colombia.

2. Advising CB Gold Inc. on its prospectus offering of common shares for gross proceeds of approximately \$10 million, to be used for the continued exploration of the Vetas gold project in Colombia.

3. Advising Agnico-Eagle Mines Ltd. on the negotiations and settlement of terms related to a Strategic Alliance Agreement and Joint Venture Agreement for the exploration and development of mineral properties in Colombia.



Chris Baldwin Mining, M&A, Commercial Vancouve (t) 604.631.9151 (e) cbaldwin@lawsonlundell.con

e) sbreen@lawsonlundell.com

Stuart Breen lining, Finance, M&A

t) 604.631.9149

Angela Austman

Vancouver

(t) 604.631.9135

Finance, M&A, Commercial

(e) aaustman@lawsonlundell.com



Khaled Abdel-Barr Mining, M&A, Commercial Vancouve (t) 604.631.9233 (e) kabdelbarr@lawsonlundell.com

#### Karen MacMillan

Mining, M&A, Commercial Vancouve (t) 604.631.9160 (e) kmacmillan@lawsonlundell.com

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4. Advising SSR Mining Inc. on its acquisition of Esperanza Resources Corp.'s interest in the San Luis project in Peru.

5. Advising Cliffs Natural Resources Inc. on the establishment of an alliance with Estrella Gold Corp. for the exploration and potential development of the company's Pampa Poroma iron oxide copper gold project. in Peru.

6. Advising Camino Minerals Corporation on its acquisition of Minquest Peru SAC, owner of the Plata Dorada copper, gold, and silver project in Peru.

7. Advising Rio Tinto plc in the sale of the Corani silver mine in Peru to Bear Creek Mining Corp.

8. Advising SSR Mining Inc. on the sale of its Challacollo mining project in Chile.

9. Advising SSR Mining Inc. in connection with an option to acquire the Chinchillas silver, lead, zinc project in Argentina and to form a 75%/25% joint venture with Golden Arrow Resources Corporation in respect of the Chinchillas project and SSR's nearby Pirquitas Mine.

10. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Chile.

11. Advising Minera Andes Inc. (a subsidiary of McEwen Mining Inc.) on various matters relating to the Los Azules copper project in Argentina.

12. Advising SSR Mining Inc. on the sale of its Diabillos and M-18 projects in Argentina to Huayra Minerals Corp.

13. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Uruguay.

14. Advising Aura Minerals Inc., a company with operating mines in Mexico. Brazil and Honduras, in its US\$22.5 million and US\$15 million gold loans from Auramet International LLC.

15. Advising Aura Minerals Inc. in connection with its acqusition from Yamana Gold Inc of the Ernesto/Pau-a-Pique project in Brazil.

16. Advising SSR Mining Inc. on the development of its 75% owned Chinchillas mine, located in Argentina.

#### **CENTRAL AMERICA**

1. Advising B2Gold Corp. on its acquisition of the Trebol Pavon and San Jose gold exploration properties in Nicaragua from Radius Gold Inc.

2. Advising B2Gold Corp. on its acquisition of Central Sun Mining Inc., owner of the Libertad and Limon mines in Nicaragua.

3. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Nicaragua.

4. Advising B2Gold Corp. on the sale of its Bellavista project in Costa Rica to a private Costa Rican company.

## LEADING THE WAY IN THE NORTH

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**BRITISH COLUMBIA** 

Mining companies investing in Canada's North face unique challenges that require specialized legal expertise. Lawson Lundell LLP has actively engaged in mining in Canada's north for decades, including having an office in Yellowknife since 1992. Almost a quarter of our lawyers are licensed to practice law in one or more northern jurisdictions. From 2012 through 2019, we were involved in the development or operation of over 15 mining projects in the Canadian North. Our long history of working on largescale northern mining projects and experience addressing Indigenous and environmental issues mean that our clients can count on us to help them successfully navigate the opportunities and challenges of northern projects.



2. Advising SSR Mining Inc. on the spin-off of the Snowfield and Brucejack advanced stage gold exploration properties in northern British Columbia to Pretium Resources Inc. and subsequent secondary offerings of shares of Pretium

3. Advising Hudbay Minerals Inc. on its Tom and Jason zinc deposits.

4. Advising Hudbay Minerals Inc. in connection with the option granted to Hudbay by Doubleview Capital Corp. to acquire up to a 65% undivided interest in the Hat Copper-Gold Project.

5. Advising Devonian Metals Inc. in connection with the Wrigley project in the Northwest Territories.

6. Advising Pretium Resources Inc. on mine development, construction and financing for its Brucejack project.

7. Advising B2Gold Corp. on its sale of a royalty covering the Brucejack gold project in north-western British Columbia to Franco-Nevada Corp.

8. Advising Alcoa Inc. on the sale of a molybdenum mine site in British Columbia to Avanti Mining Corp.

9. Advising B2Gold Corp. on a \$200 million senior credit facility with a syndicate of banks led by Macquarie Bank.

10. Advising B2Gold Corp. on its formation following the \$3 billion acquisition of Bema Gold Corporation by Kinross Gold Corporation.

11. Advising B2Gold Corp. in connection with its US\$258.75 million convertible note offering by way of private placement.

12. Advising European Minerals Corp. on its acquisition of Lero Gold Corp.

13. Advising New Gold Inc. in its cross-border note offering for over \$200 million.

14. Advising Newmont Mining Corp. on its acquisition of Miramar Mining Corp.

15. Advising Newmont Mining Corp. on its option and joint venture agreements in Canada.

16. Advising SSR Mining Inc. in connection with its US\$250 million convertible note offering.

17. Advising SSR Mining Inc. in connection with MJDS equity offerings raising an aggregate of approximately \$300 million.

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18. Advising CB Gold Inc. on its private placement offerings for gross proceeds of \$15 million.

19. Advising NexGen Energy Ltd. on its private placement with Tigris Uranium Corp.

20. Advising B2Gold Corp. on its US\$300 million base shelf prospectus.

21. Advising B2Gold Corp. in connection with its US\$350 million revolving credit facility with a syndicate of international banks.

22. Advising SSR Mining Inc. on the completion of a revolving US\$75 million syndicated financing from a syndicate of lenders.

23. Advising B2Gold Corp. on its US\$100 million at-themarket prospectus offering.

24. Advising Coeur Mining, Inc., in connection with its acquisition of the Silvertip mine in Northern BC for aggregate consideration of up to US\$250 million.

25. Advising Barrick Gold Corporation with respect to the disposition of the Snip Mine Property, a historic gold mine located in the Golden Triangle of British Columbia, to Skeena Resources Ltd.

26. Advising Cliffs Natural Resources Inc. on its acquisition of an interest in the Decar project from First Point Minerals Ltd.

27. Advising AuRico Metals Inc. in connection with its development of its Kemess underground project in British Columbia, near Fort. St. James.

28. Advising Western Coal Corp. on its sale to Walter Energy Inc. for aggregate consideration valued at approximately \$3.3 billion

29. Advising Western Coal Corp., a subsidiary of Walter Energy, Inc., in connection with the Perry Creek, Brule and Willow Creek coal mines in British Columbia.

30. Advising Talisman Energy Inc. on the disposition to Xstrata Coal of the Sukunka hard coking coal deposit for US\$500 million.

31. Advising New Gold Inc. in connection with the development of the New Afton and Blackwater-Davidson gold mines in British Columbia.

32. Advising KGHM International Ltd. in connection with the development of the Ajax project in British Columbia.

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33. Advising Consol Energy Inc. on the sale of its 50% interest in the Line Creek and Luscar mines.

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34. Advising Fortune Minerals Ltd. in connection with the environmental assessment of its NICO mining project by the Mackenzie Valley Environmental Impact Review Board.

35. Advising Elgin Mining Inc. in connection with its Ulu and Lupin projects in Nunavut.

36. Advising Agnico Eagle Mines Limited with respect to its planned additional expansion of its operating Meadowbank Mine (the Whale Tail pit expansion) in Nunavut.

37. Advising Miramar Mining Corp., in relation to the Con Mine located near Yellowknife, on regulatory and other matters.

38. Advising Rio Tinto plc's 60% owned subsidiary, Diavik Diamond Mines Inc., in connection with the development and operations of the Diavik Diamond mine and the Tibbitt to Contwoyto winter ice road in the Northwest Territories.

39. Advising Baffinland Iron Mines Ltd. as project counsel, in respect of its Mary River Iron Ore mine in Nunavut.

40. Advising Newmont Mining Corp. in connection with the acquisition of its interest in the Plateau property in Yukon.

41. Advising Sabina Gold & Silver Corp. in connection with the acquisition, development and operation of its Back River Gold project in Nunavut.

42. Advising Newmont Mining Corp.'s subsidiary Hope Bay Mining Ltd., in connection with the Hope Bay gold mine in Nunavut, including permitting and care and maintenance.

43. Advising Hope Bay Mining Ltd., a subsidiary of Newmont Mining Corp., in the sale of the Hope Bay gold mine in Nunavut to TMAC Resources Inc.

44. Advising NexGen Energy Ltd. on its purchase of Mega Uranium Ltd.'s uranium projects located in the Athabasca Basin, Saskatchewan and the Thelon Basin, Nunavut.

45. Advising SSR Mining Inc. on the purchase of Claude Resources Inc., the owner of the Seebee gold mine in Saskatchewan.

46. Advising Tigers Realm Minerals PTY Ltd. on the option to acquire an interest in an uranium property in Saskatchewan.

47. Advising Rio Tinto Exploration Canada in an option agreement with Star Diamond Corp. to acquire up to a 60% undivided interest in the Star-Orion South Diamond Project located in Saskatchewan.







Chris Baldwin Mining, M&A, Commercial Vancouver (t) 604.631.9151 (e) cbaldwin@lawsonlundell.com

Keith Bergner Project Approval, Indigenous Law Environmental Vancouver (t) 604.631.9119 (e) kbergner@lawsonlundell.com

John Olynyk Indigenous Law Calgary (t) 403.781.9472 (e) jolynyk@lawsonlundell.com



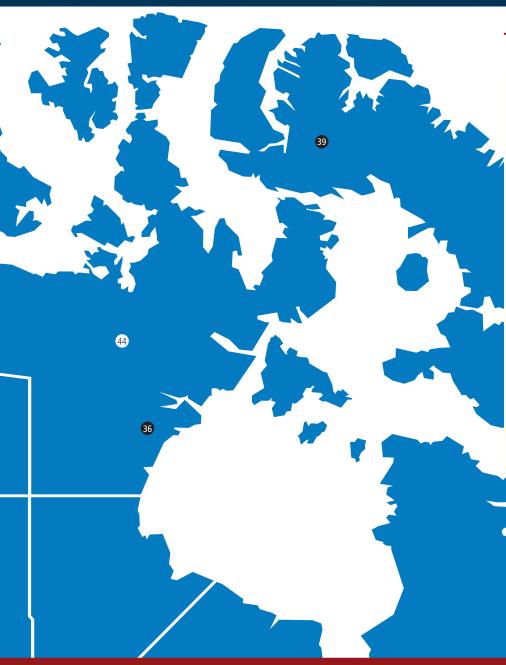




Khaled Abdel-Barr Mining, M&A, Commercial Vancouver (t) 604.631.9233 (e) kabdelbarr@lawsonlundell.com

Christine Kowbel Indigenous Law & Environmental Vancouver (t) 604.631.6762 (e) ckowbel@lawsonlundell.com

Karen MacMillan Mining, M&A, Commercial Vancouver (t) 604.631.9160 (e) kmacmillan@lawsonlundell.com



48. Advising Newmont Mining Corp. in connection with the acquisition of a 50% interest in the Galore Creek Project in British Columbia.

49. Advising Rio Tinto plc in the sale of its Saskatchewan potash assets to Companhia Vale do Rio Doce, for a cash consideration of US \$850 million.

50. Advising Cliffs Chromite Ontario Inc., a subsidiary of Cliffs Natural Resources Inc., in connection with its Ring of Fire chromite project in Northern Ontario.

51. Advising New Gold Inc. on matters related to the development of the Rainy River project in Ontario.

52. Advising Sabina Gold & Silver Ltd. with the sale of its Newman-Madsen gold project in Ontario.

53. Advising Barrick Gold Corp. on its sale of mineral royalties to Royal Gold Inc.

54. Advising Newmont Capital Corp. on its sale of oil and gas and mineral royalties to Franco-Nevada Corp.

55. Advising Rio Tinto plc in the sale of royalty portfolios to International Royalty Corp.

56. Advising Ashton Mining of Canada Inc. on the takeover by Stornoway Diamond Corp. of Ashton and its Foxtrot property in northern Quebec.

57. Advising Doe Run Canadian Exploration ULC with respect to its exploration activities in the Maritime provinces.

58. Advising Atna Resources Ltd. on its acquisition by Canyon Resources Ltd.

59. Advising Newmont Mining Corp. on its acquisition of Fronteer Gold Inc. including its Long-Canyon, Northumberland, and Sandman projects in Nevada for C\$2.3 billion.

60. Advising SSR Mining Inc. on its purchase of the Marigold mine in Nevada.

61. Advising B2Gold Corp. in negotiating exploration, option and joint venture arrangements in Nevada.

62. Advising Rio Tinto plc and affiliates in negotiating its many exploration, option and joint venture arrangements around the world.

63. Advising Agnico-Eagle Mines Ltd. in connection with the Rattlesnake Hills joint venture in the state of Wyoming.

64. Advising Aura Minerals Inc., a company with operating mines in Mexico, Brazil and Honduras, in its US\$22.5 million and US\$15 million gold loans from Auramet International LLC.

### THE CANADIAN NORTH

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Kelowna

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65. Advising SSR Mining Inc. on the sale of its Parral property in Chihuahua, Mexico to Endeavour Silver Corp.

66. Advising Agnico-Eagle Mines Ltd. on its acquisition of two Mexican gold projects.

67. Advising Agnico-Eagle Mines Ltd. on the negotiation and documentation of exploration alliances and related joint venture agreements in Mexico.

68. Advising Goldcorp Ltd. on its sale of the San Dimas mine in Mexico and silver purchase (streaming) agreements.

69. Advising Goldcorp Ltd. in connection with lead and zinc concentrate frame purchase agreements for Goldcorp's Mexican subsidiary, Minera Penasquito S.A. de C.V.

70. Advising a Korean Consortium in connection with its strategic investment in the Boleo copper-cobalt project in Mexico with off-take agreements.

71. Advising MAG Silver Corp. in respect of its Juanicipio silver project in Mexico.

72. Advising MAG Silver Corp. on an option to acquire an interest in the Salamandra's silver-copper-zinc-lead project in Durango State, Mexico from Canasil Resources Inc.

73. Advising SSR Mining Inc. on the sale of its San Agustin gold project in Mexico to Argonaut Gold Inc.

74. Advising Tigers Realm Minerals PTY Ltd. in a multiparty transaction relating to gold properties in Jamaica.

75. Advising Coeur Mining Inc. in connection with its acquisition of Northern Empire Resources Corp.

76. Advising Bathurst Resources Limited in connection with its investment in, and right to acquire up to a 50% interest in, the Crown Mountain Coking Coal Project located in British Columbia and held by Jameson Resources Limited.

77. Advising Hudbay Minerals Inc. in connection with the acquisition of Mason Resources Corp.

78. Advised B2Gold Corp. with respect to the repayment of its \$259 million aggregate principal amount of convertible senior subordinated notes (plus accrued interest).

79. Advising SSR Mining Inc. on its \$30 million investment in SilverCrest Metals Inc., by way of private placement.

80. Advising Barrick Gold Corporation on the grant to Skeena Resources Limited of an option to acquire Barrick's pastproducing Eskay Creek Mine located in the Golden Triangle of British Columbia.

81. Advising OZ Minerals Limited in connection with the option granted to OZ by Acapulco Gold Corp. to acquire up to a 78% stake in the Zaachila, Riqueza Marina and Zapotitlan projects in Oaxaca, Southern Mexico.