



firm profile

McMillan is a modern and ambitious business law firm serving public, private and not-for-profit clients across key industries in Canada, the United States and internationally. With recognized expertise and acknowledged leadership in major business sectors, we provide solutions-oriented legal advice through our offices in Vancouver, Calgary, Toronto, Ottawa, Montréal and Hong Kong. Our firm values – respect, teamwork, commitment, client service and professional excellence – are at the heart of McMillan's commitment to serve our clients, our local communities and the legal profession. For more information, please visit our website at www.mcmillan.ca.

mining

overview

Mining is a complex, global business. While the demand for raw materials continues unabated, commodity prices are constantly fluctuating and capital investments in mining projects are scrutinized relentlessly. Projects are often undertaken as joint ventures between multiple parties, and are taking place in increasingly remote areas and unfamiliar regulatory regimes.

In this landscape, in which risk mitigation is vital and disputes frequently arise, mining firms need a legal partner with deep experience in the industry and a vision of where it is going. At McMillan, we play a key role in putting Canadian companies at centre stage by helping them become leaders in global mining activity and financing.

McMillan's Mining Industry Group has been advising Canadian and international clients since the late 1920s. Our professionals' knowledge extends to exploration, development, project finance and production transactions—including negotiating earn-in, joint venture operating, strategic alliance, royalty and metal streaming agreements. In 2012, we were ranked as the number one law firm in Canada for metals and mining financings on the Toronto Stock Exchange*.

We also advise clients concerning employment, environmental and corporate social responsibility, mine closure and reclamation issues. Our team frequently collaborates with members of our firm's banking, corporate, securities, government relations, litigation and tax practices, enabling us to offer comprehensive business strategies that effectively deal with the industry's rapid pace of change.

Our clients include junior exploration companies, intermediate and senior producers, financial institutions, professional geoscientist organizations and investment dealers involved in exploration and mine financing in Canada and around the world. We also work with engineers, First Nations, foreign governments, regulators, stock exchanges, domestic governments and professional advisors, bringing a complete perspective to every client matter.

*Ranked by value of deals, "Legal Counsel to the Issuer on TSX Metals & Mining Financings" table, "Law firms rack up billions in deals: Mining Financings" – National Post, March 7, 2012.

representative transactions

- Acted for numerous mineral resource companies in connection with equity financings by way of prospectus, both within Canada and Canada-US including Great Basin Gold,



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Farallon Resources, Keegan Resources and Taseko Mines Limited

- Acted for Teck Resources Limited in a wide range of transactions, including its private placement offering in the U.S. and Canada of US\$4.225 billion in aggregate principal amount of senior secured notes, the sale of its 50% interest in the Hemlo Mines to Barrick Gold Corporation, the sale of the Morelos Gold Project to Gleichen Resources Ltd., as well as multiple tender offers and related senior note financings
- Acted for Nevada Sunrise Gold Corp. with its IPO and listing on the TSX-V
- Acted for Citigroup in connection with the dual listing of a TSX listed mining company on the Main Board of the HKSE
- Acted for Eastern Platinum Limited in its \$347.5 million public offering of common shares by way of short form prospectus
- Acted for the underwriters in China Gold International Resources Corp. Ltd.'s US\$309 million public offering of common shares, a listing of China Gold's common shares on the HKSE and its US\$742.3 million acquisition of Skyland Mining Limited, which owns the Jiama polymetallic mining property in Tibet
- Acted for Batero Gold Corp. in its successful acquisition of a gold property in Colombia
- Acted for Detour Gold Corporation in its \$289.9 million bought deal public offering of common shares, and its private placement offering of US\$500 million in senior unsecured notes
- Acted as counsel to the underwriters in bought deal financings of \$149.5 million and \$402 million for Osisko Mining Corporation
- Acted for Primero Mining Corp., a Canadian-based TSX listed precious metals producer with operations in Mexico, in its US\$510 million acquisition of the San Dimas gold-silver mine and associated assets, located in Mexico's San Dimas district
- Acted for Tahoe Resources Inc. in its \$351.0 million bought deal public offering of common shares
- Acted for Antofagasta Minerals S.A. of Chile, in numerous joint venture transactions around the world, including a US\$227 million joint venture transaction with Duluth Metals Limited involving a copper-nickel-PGM project in Minnesota, USA and a strategic alliance with Eurasian Minerals Inc., in Sweden
- Acted for Terrane Metals Corp. in its \$700 million acquisition by Thompson Creek Metals Company Inc.



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