

HERBERT I. ONO



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Herbert (Herb) Ono is a US qualified capital markets and securities lawyer with extensive experience in cross-border corporate finance and securities matters. He has significant experience advising clients in the mining and cannabis sectors.

Routinely assisting clients in negotiating and implementing mergers and acquisitions, corporate spin-offs, and public and private financing transactions, Herb's experience also includes advising publicly traded clients on corporate governance, *Sarbanes-Oxley Act* compliance, and Canadian and US securities filings and stock exchange listings.

Prior to joining McMillan, Herb spent two years with a Tokyo law firm now known as Nagashima, Ohno and Tsunematsu. As a foreign lawyer on secondment from the Toronto office of a national law firm, he was engaged in international commercial transactions, including joint ventures between US and Japanese parties. Herb

takes a lead role in the firm's Japan-focused initiatives.

Email: herbert.ono@mcmillan.ca

Expertise: Cannabis, Capital Markets & Securities, Mergers & Acquisitions, Mining

Location: Vancouver

Phone: 604.691.7493

Position/Title: Partner, Capital Markets & Securities

Community Involvement:

- Nikkei National Museum and Cultural Centre Director: Since 2018 President: Since 2019
- North Vancouver Minor Hockey Association Coach / Assistant Coach: 2008-9, 2009-10, 2010-11, 2012-13
- Hollyburn Minor Hockey Association Coach: 2016-17 Assistant Coach: 2013-14; 2015-16

Directorships & Affiliations:

- American Bar Association
- Inter Pacific Bar Association

Education & Admissions:

Degree: Called to the California bar

Year: 1999

Degree: Called to the British Columbia bar

Year: 1994

Degree: Called to the Ontario bar

Year: 1990

Degree: LLM

University: London School of Economics

Year: 1987

Degree: LLB

University: University of British Columbia

Year: 1986

Degree: BA

University: Simon Fraser University

Year: 1983

Speaking Engagements:

- Selected U.S. Securities Law Issues Vancouver, British Columbia

- June 2016

- CBA Skilled Lawyer Series III - Corporate Stream Panelist, Cross-Border Deals (Mergers and Acquisitions)

- May 2013

- Optimizing New Developments on Offerings in Canada-U.S. Cross Border Transactions Panelist, The Canadian Institute's 22nd Annual Securities Regulation & Compliance Conference

- October 2012

- TSX 2008 US Campaign - Going Public Workshops, Panelist

- Denver (April 2008), Houston (May 2008), San Diego (October 2008)

- IR Compliance Seminar: The Do's and Don'ts of Cross-Border Investor Relations Canadian Listed Company Association

- October 2006

- Pipes and SOX: An Overview of Selected U.S. Securities Law and Practice Topics Canadian Corporate Counsel Association Conference

- August 2005

Representative Matters: Herb's experience includes acting as U.S. counsel on registered business combination transactions and public offerings under the Securities Act of 1933 (including cross-border Multi-Jurisdictional Disclosure System offerings registered with the SEC on Form F-10), unregistered private placement offerings effected in reliance on Rules 144A and 506 under the Securities Act of 1933, continuous disclosure filings under

the Securities Exchange Act of 1934, and U.S. stock exchange listings. Some examples of his representative work include:

- Acted as U.S. securities counsel to Organigram Holdings Inc. in connection with shelf takedown offerings of \$69.1 million, \$55 million and \$49 million, respectively, that were qualified by a Canadian short form prospectus and registered with the U.S. Securities and Exchange Commission on Form F-10.
- Acted as U.S. securities counsel to Sernova Corp. in connection with an unregistered offering of units to qualified institutional buyers pursuant to Rule 144A under the U.S. Securities Act of 1933, undertaken concurrently with a Canadian bought deal offering in the amount of \$23 million that was qualified by a Canadian short form prospectus.
- Acted as U.S. securities counsel to CloudMD Software & Services Inc. in connection with unregistered offerings of securities to qualified institutional buyers pursuant to Rule 144A under the U.S. Securities Act of 1933, undertaken concurrently with Canadian bought deal offerings in the respective amounts of \$37.3 million, \$15 million and \$13 million that were qualified by Canadian short form prospectuses.
- Acted as U.S. securities counsel to Cypress Development Corp. in connection with an unregistered offering of units to qualified institutional buyers pursuant to Rule 144A under the U.S. Securities Act of 1933 and to accredited investors on a substituted-purchaser basis pursuant to Rule 506(b) of Regulation D under the U.S. Securities Act of 1933, undertaken concurrently with a Canadian bought deal offering in the amount of \$19.6 million that was qualified by a Canadian short form prospectus.
- Acted as U.S. securities counsel to Blackheath Resources Inc. and its wholly-owned subsidiary, Green Impact Operating Corp., in connection with the cross-border offering of subscription receipts for gross proceeds of C\$100 million.
- Acted as U.S. securities counsel to Blackheath Resources Inc. in connection with its \$150 million acquisition of certain clean energy assets, renewable natural gas projects and solids recycling facilities from Wolverine Energy and Infrastructure Inc.
- Acted as U.S. securities co-counsel in connection with West Fraser Timber Co. Ltd.'s US\$3.1 billion acquisition of Norbord Inc. pursuant to a plan of arrangement structured to comply with section 3(a)(10) of the U.S. Securities Act of 1933.
- Acted as U.S. securities counsel to Patient Home Monitoring Corporation in connection with its spin out of Viemed Healthcare, Inc. pursuant to a plan of arrangement structured to comply with section 3(a)(10) of the U.S. Securities Act of 1933.
- Acted as U.S. securities counsel in the listing of Aurora Cannabis Inc. on NYSE.
- Acted as U.S. securities counsel in the listing of Organigram Holdings Inc. on Nasdaq Global Select Market.
- Acted as U.S. securities counsel in the listing of Tahoe Resources Inc. on NYSE.

- Acted as U.S. securities counsel in the listing of Primero Mining Corp. on NYSE.
- Acted as U.S. securities counsel to Tahoe Resources Inc. in connection with its \$1.1 billion acquisition of Rio Alto Mining Limited and its \$894 million acquisition of Lake Shore Gold Corp.

Industries: Cannabis, Mining

Practices: Capital Markets & Securities, Mergers & Acquisitions