

大成 DENTONS

Your Global Connection to Mining

Grow | **Protect** | Operate | Finance

Your business – our industry knowledge, global reach and local depth

Whether you need to grow, protect, operate or finance your mining business, you can trust us to handle what matters most to you.

Your Dentons lawyers don't just understand the law – we understand your business.

Your Dentons mining team fuses deep local knowledge with unrivalled global breadth – we'll guide you every step and bring clarity to complexity.

Experience working with every aspect of mining, across hundreds of locations, cultures and jurisdictions means we understand your industry and the pace of change you're experiencing. New regulations are coming into force, social and governmental pressure to act more sustainably is mounting and technological advances are transforming not just the way the world uses resources but the very resources which are required. We'll help you handle what's on your current agenda, but we'll also keep a watchful eye on the market, on your competitors and horizon scan to help you anticipate what's coming next.

Our lawyers know the mining industry intimately and are relied on by many of the biggest and most complex mining in the world – from pit to port. Whether cross-border or across the boardroom, you can trust us to advise you on your most important mandates.

We have lawyers on the ground, deeply connected to your locations, your communities and your priorities. Uniquely, these same lawyers are part of a team of more than 20,000 Dentons people around the world.

When you partner with us, you join the team.

You will have your own dedicated local point of contact and trusted advisors working in tandem with the brightest legal and business minds worldwide.

Service offering

- Asset acquisitions and dispositions
- Mining due diligence
- Company formation; permits and mining rights (including concessions)
- Construction and outsourcing
- Off-takes, commercialization, and exportation of minerals
- Contract negotiation, drafting, revision
- Government negotiations
- Royalties and taxation
- Surface rights
- Regulatory
- Exploration and development
- Project finance
- Mergers and Acquisitions
- Joint ventures and options
- Dispute resolution
- Daily operation compliance (including employment and labor)
- Environmental impact studies and environmental licenses
- Community consultation processes and social compliance



Your business is our focus

Driven to help you reach your goals by delivering consistent and uncompromising quality and value

What sources say about the Dentons mining team:

Responsive, concise and business savvy.

—Legal 500

Invaluable experience and knowledge of securities law.

—Legal 500

Among the best in the sector.

—Legal 500

Strong technical background, pragmatic and have seen the full mining life cycle. Really get the sector.

—Chambers & Partners

The partners are responsive and provide good customer service.

—Chambers & Partners

Dentons offers great value for money and its mining practice is led by an excellent group of lawyers.

—Chambers & Partners

Ranked in:

Chambers
AND PARTNERS

The
LEGAL
500

WHO'S WHOLEGAL
WXL

Legal Band

Best
Lawyers®



Whichever side of the transaction you're on, we're on your side.

From a takeover bid - hostile or friendly - to a merger, de-merger or consolidation, we are on your side. A sector-focused approach means we understand the nuances of the mining industry and are in sync with your business. Dentons offers you an experienced team of skilled lawyers to conduct thorough mining due diligence – at pace, but always with care.

Recognizing that joint ventures are often the first point of entry into a new geography, you can leverage our global platform to navigate local legal requirements, including foreign ownership restrictions. With more than 200 locations globally and mining industry experts at hand wherever and whenever you need us, we are comfortable not just with advising on mining laws, but as importantly, helping you navigate new cultures, communities and the subtleties of doing business in a particular market.

We have acted on behalf of clients acquiring mineral properties on every continent where there is mining. Whether for Fortune 500, middle-market companies or junior miners, private equity investors, bidders and targets, financiers and independent board committees - we get the deal done.

Mergers and acquisitions



Addax & Oryx Group Limited

CA\$8.3 billion

Advising on its acquisition of Addax Petroleum by Sinopec International Petroleum Exploration and Production Corporation.

Africa



MMG Limited, a subsidiary of Minmetals

US\$5.85 billion

Advising on its role leading a consortium to acquire the **Las Bambas** copper project from **GlencoreXstrata**.

Peru



Consolidated Thompson Iron Ore

CA\$4.9 billion

Advising in its acquisition by **Cliffs Natural Resources**, a deal credited by the *Globe and Mail* in January 2011 with helping to propel the Canadian dollar.

Canada



US Gold Corporation

CA\$1.4 billion

Advising on its acquisition of **Minera Andes Inc.** to form a combined company renamed **McEwen Mining Inc.**

Argentina

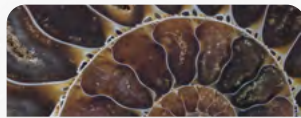


Enbridge

US\$1.4 billion

Advising Enbridge on its joint venture arrangement with Keyera for the construction, ownership and operation of the Norlite Pipeline Project.

Australia



Athabasca Potash Inc. (API)

US\$341 million

Advising on its acquisition by BHP Billiton by way of plan of arrangement.

Africa

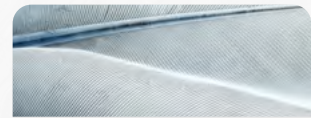


China National Gold Group Corporation

USD\$300 million

Advising a Chinese State Owned entity, on its acquisition (through its subsidiary) of an Australian mining company, **Sino Mining Guizhou Pty Ltd** from Eldorado Gold Corporation.

Australia

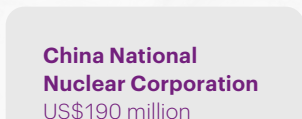


Hong Kong Seller

US\$210 million

Acting for a Hong Kong seller in a acquisition of 75% stakeholding in an Indonesian coal mining company with coal mining concessions by an Indonesian publicly listed integrated coal mining and energy company.

Hong Kong and Indonesia



China National Nuclear Corporation

US\$190 million

Advising in its acquisition of a 25 percent stake in the Langer Heinrich Mauritius Holdings Ltd. uranium mine from Paladin Energy Ltd.

Namibia

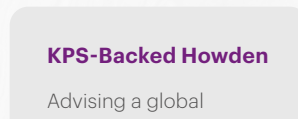


Chinese State-Owned EPC Contractor

US\$137.7 million

Advising in its acquisition of 51% stakeholding of an Indonesian mining group which holds multiple coal mining concessions in Indonesia to design, construct, own, operate and maintain coal mines involving closed pit mining.

China and Indonesia



KPS-Backed Howden

Advising a global provider of mission critical air and gas handling products and services to industrial, power, oil & gas, and mining end-markets, on its acquisition of Peter Brotherhood from Avingtrans Plc.

Australia



Tibet Huayu Mining Co. Ltd

Advising in acquisition of 50% shares of Closed Joint Stock Company Talco Gold owned by Tajik Aluminum Company.

Tibet

Your operational goals – our commitment.

From developing mining legislative policy and tax frameworks to advising on mining conventions, contracts and corporate structuring, Dentons is ideally suited to assist you through the mine exploration and development process and into production.

Contemplating strategies to accelerate project development and diversify risk in your mining project? Dentons has negotiated option, acquisition and joint venture agreements for mining properties and has advised clients acquiring mineral properties on every continent where there is mining.

Operational effectiveness and long-term value creation requires more than simply sound legal advice. You need lawyers with strong business acumen and a pragmatic but holistic approach. Working in partnership with you, our lawyers can help you develop strategic plans for your business and pinpoint operational priorities. We understand that you don't just care about what gets done, but also how it gets done.



Mining projects



Glencore Xstrata US\$3 billion

Advising on a green-field iron ore project including the drafting and negotiation with local authorities of all aspects of the mining convention.

Republic of Congo



Agrium US\$3 billion

Advising on the acquisition of a 50 percent equity stake in an exploration phosphate mining company and on project financing of mining and integrated infrastructure (fertilizer plant, phosrock pipeline, gas pipeline, port).

Republic of Congo



UK-listed gold mining company US\$75 million

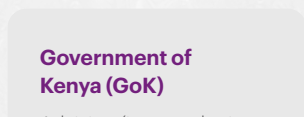
Advising on structuring and implementation of a mine operating company following the granting of an exploitation permit, including mine financing and negotiation with the Government.

Mali

Ministry of Mines of Guinea

Advising on negotiations with Rio Tinto, Chalco (a consortium consisted of large Chinese state-owned enterprises led by Aluminum Corporation of China Limited), and the International Finance Corporation, a member of the World Bank Group, to develop the Simandou project, a world-class iron ore mining project located in the south-east of Guinea (Guinea).

Guinea



Government of Kenya (GoK)

Advising (in consultation with African Legal Support Facility) in reviewing and analysing mining agreements entered into between GoK and various mining companies; assist in drafting model mineral agreements; and, assist in strengthening the Ministry of Mining's (MoM) capacity in negotiating mineral agreements.

Kenya



Government of Canada

Advising on the development of mineral development agreements for the Nunavut territory.

Canada



GlobeTrotters Resource Group Inc

Advising in its joint venture with Lundin Mining Corporation

British Columbia
Peru



Gold Mining Project

Advising on the early stage development, subsequent sale of a majority stake and joint venture agreement for development of a gold mining project in the Philippines.

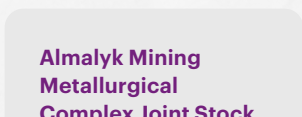
Philippines



Battle Mountain Gold Company

Advising in its joint venture with **Madison Minerals Inc**

USA



Almalyk Mining Metallurgical Complex Joint Stock Company ("AMMC")

Advising in connection with the preparation of a two stage contract procurement for the reconstruction and stabilisation of copper mining production facilities in Uzbekistan.

Australia



AQM Copper Inc.

Advising on the Zafranal Project 50/50 joint venture with **Teck Resources Limited**.

Peru

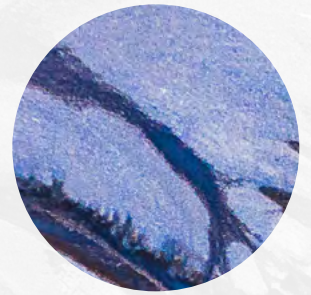


Kenjetai

Advising in the negotiation of the first subsoil license issued to a foreign investor in Kazakhstan for the Kounrad copper project including a joint venture, project financing and environmental approvals.

Kazakhstan

Your cultural compass – across borders and board rooms.



As your cross-border business grows, so too does the potential for cross-border disputes. How can you reduce your exposure to political risk and position your business to achieve the best possible outcome, wherever in the world you sit? Trust your Dentons team to work together, with you and your business, everywhere.

Our international arbitration team comprises seasoned international arbitration counsel who understand the complexities of cross-border disputes, be they international commercial arbitration matters or investor-state disputes. Our lawyers advise at all stages of a transaction and dispute to mitigate risk and pursue the results you need for your business. We can reconcile differences in business culture and language and appreciate the importance and urgency of achieving a fair, binding resolution for our clients.

We have experience conducting hundred of international arbitrations before all major international arbitration centers worldwide and are familiar with the significant international arbitration treaties, including the New York Convention, the Panama Convention and the Convention on the Settlement of Investment Disputes between States and Nationals of Other States, providing for arbitration before the International Centre for Settlement of Investment Disputes.

Based on client feedback and independent research, Dentons' international arbitration group ranks among the top 15 law firms globally for large international arbitration cases, and regularly features among the elite international arbitration firms in other rankings such as the Global Arbitration Review GAR 30.


Put simply – don't just take our word for it. Our clients speak better of our international arbitration group than anyone else.

International arbitration



ArcelorMittal Temirtau JSC

Advising in an appeal to the Supreme Court and to international arbitration re General Prosecutor's claim for environmental damages.

Kazakhstan 



UAE Company

Advising a UAE company in an ICC arbitration against a Francophone African State regarding a manganese mining project.

Africa

State Mining Corporation of Tanzania

Advising on an ICC arbitration commenced by Gulf Arab interests regarding licenses on the principal goldmines in Tanzania.

Tanzania

Kyrgyz Republic

Advising in an LCIA-administered arbitration brought under a bilateral investment treaty, concerning a gold mining project.

Kyrgyzstan



State Entity

Advising a **State Entity** in an SCC arbitration regarding the termination of a gold mining joint venture.

Central Asia



Mining Company

Advising **mining company** in its fast track arbitration that lasted three months from commencement of arbitration to award on the substantive issues, including an application for an interim injunction.

Hong Kong



US Company

Advising a **US company** in an ICDR arbitration in New York against another US company concerning a joint venture agreement to develop and mine certain property.

Armenia

Mining Company

Advising a mining company on a complex HK\$5 million Hong Kong High Court litigation relating to the enforcement of Arbitral awards against an Indian respondent relating to assets in Hong Kong.

Hong Kong



Indian Developer

Acting for Indian developer in application to the Singapore High Court for interim injunctive relief in support of ad-hoc international arbitration seated in Singapore in relation to a mining project in India.

India and Singapore



Confidential Client

Advising a **confidential client** in precedent-setting proxy fight case (Polar Star Mining Corporation v. Willock (2009) 96 O.R. (3d) 668 (S.C.)).

Canada



CHEMK Group

Advising a leading ferro-alloys company in major trade defense proceedings before the European Commission.

Europe

DIP Lender

Advising on court approval of a US\$36 million dollar DIP loan resulting in DIP lender governance rights and a bonus payment equal to 35 percent of the net proceeds of Crystallex International Corporation's sole material asset and a US\$3.4 billion investment treaty claim against Venezuela relating to the Las Cristinas gold project.

Venezuela

Emerging stronger? Or looking for new opportunities? Your dedicated mining restructuring team is by your side.

In both good and bad economic times, you'll need a team of lawyers you can trust to help guide your decisions and simplify your toughest challenges.

Mining clients worldwide lean on our restructuring and insolvency teams to advise on each step of a business workout or acquisition, ranging from informal arrangements to complex court-driven restructuring proceedings. You can leverage our experience to implement expedited insolvency proceedings or to seek out opportunities to achieve the best results possible.

We work hard to understand what's keeping you awake at night – so you can rest easy.



Restructuring engagements

Veris Gold Group of Companies

Advising the Canadian monitor and foreign representative for Veris Gold Group of Companies in its restructuring proceedings pursuant to both the CCAA and US Recognition Proceedings, and disposition of the Veris Gold USA Inc. operating and real estate assets to Whitebox Advisors LLC.

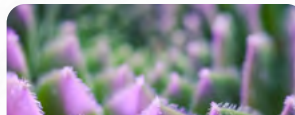
Yukon and Nevada 



KPMG LLP

Advising as administrators of **Aardvark TMC Limited (in administration)** on the disposal of Scottish coal mining interests to **Hargreaves Surface Mining Limited**.

England/Scotland



North American Tungsten

Advising one of the few tungsten producers with a strategic asset in the western world, in its restructuring proceedings pursuant to the CCAA.

British Columbia 

Hatfield Colliery Ltd.

Advising an operator of a deep coal mine in Yorkshire on its court-approved restructuring, and subsequently acting for the company's administrators, PricewaterhouseCoopers LLP, on the disposal of the business as a going concern to an employee benefit trust.

England/Jersey



Hargreaves Services plc

Advising on the acquisition of surface coal mining assets from **The Scottish Coal Company Limited (in administration)** through its administrators, KPMG LLP.

England/Scotland 



Zhaoyuan Municipal


Advising Non-coal Mine Management Headquarter Office in Combination of all gold mines in the region of Zhaoyuan City.

China



Deutsche Bank AG

Advising on the restructuring of the gold mining operations in Thailand of **Tongkah Harbour Limited** and its subsidiary **Tungkum Limited**.

England/Thailand 



Eastcoal Inc.

Advising in its restructuring under the *Bankruptcy and Insolvency Act*.

Ukraine 

Stanfield Mining Group

Advising Court-appointed Monitor under CCAA proceedings for **Stanfield Mining Group** in the successfully implemented plan of compromise and arrangement under the CCAA after three+ years in creditor protection.

British Columbia



Peabody Energy Corporation

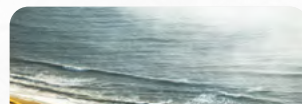
Advising on the proper mechanism for divesting the Patriot coal assets and the concomitant corporate governance issues.

USA 

Aardvark TMC Limited


Advising on its court approved restructuring, and subsequently acting for KPMG as administrators of the company on a disposal of its Scottish coal mining interests to Hargreaves Surface Mining Limited. This was a landmark transaction setting new legal precedent relating to the scope of the statutory power of disclaimer in English insolvency law.

Australia



Great Basin Gold Ltd.

Advising certain unaffiliated holders of **Great Basin Gold Ltd.** with respect to senior convertible debentures in Great Basin Gold's restructuring pursuant to the CCAA.

Nevada and South Africa 

Bespoke, integrated, everywhere – a business outlook with a 360-degree view.

You can count on us to understand your project's complexities and nuances and to deliver a strategic plan to help you achieve your goals.

This means we work *with* you as well as for you. We take a 360-degree view of your mining project - a holistic approach where, should it be required, we have the capability and the expertise to handle the unexpected as well as the matter in hand.

Partner with Dentons and work with an innovative team with the experience to respond with sound advice in all aspects of securities transactions, compliance and regulation, corporate finance and capital markets. You benefit from a global team, an integrated platform of services and established relationships with investment banks, accounting firms and lenders. Dentons has experience representing parties on all sides of a securities transaction, we provide a holistic approach that considers both our clients' risk tolerance and business objectives.

And because we know the mining project process from acquisition, planning, contracting and financing through to development, you can proceed with the confidence that comes from a 360-degree view. Our team's deep and extensive experience helps you identify the types of creative financing structures and sources of finance - from banks to export credit agencies and funds/private equity - needed to get projects financed.

You can rely on the seasoned team at Dentons for sophisticated, bespoke advice at every stage of the process.



Financings

Aris Mining Corporation:

Advising Aris Gold Corporation in the merger process with GCM Mining Corp., under an Arrangement Agreement whereby GCM will acquire all the outstanding Aris Gold shares not already held by GCM.

Colombia



China Gold International Resources Corp. Ltd.

US\$500 million

Advising which operates mines in Asia, on the issuance of bonds through its wholly-owned subsidiary, Skyland Mining (BVI) Limited.

Mongolia and China



African Minerals Limited

CA\$417 million

Advising the lenders to in the secured loan facility for its Tonkolili iron ore project.

Sierra Leone



Imperial Metals Corporation

CA\$400 million

Advising the lenders to in its financing for the Red Chris project.

Canada



Mountain Province Diamonds

US\$370 million

Advising on their financing for the construction of the world's largest new diamond mine, Gahcho Kué, a joint venture with De Beers.

Canada



Investec Bank plc

US\$150 million

Advising in an ongoing financing arrangement for Hendricks Coal LLC for the development and operation of the Glen Alum coal project in the US.

USA



Caterpillar Financial, ING Bank NV and Unicredit Bank AG

£150 million

Advising on project financing and hedging facilities for Wolf Minerals to develop the Hemerdon tin and tungsten mine.

England



Standard Chartered Bank

US\$135 million

Advising in financing OM Materials (S) Pte Ltd, the wholly owned subsidiary of OM Holdings Limited, a listed company in Australia in the acquisition of mining resources and new investment in manganese mines.

Hong Kong



Australian mining company

US\$55 million

Advising on the (cash settled) lead, zinc and silver secured rolling hedging programme which was required in connection with a senior secured term loan facility for the refinancing of a tailings processing facility in Tasmania

Australia



AQM Copper Inc.

CA\$38 million

Advising in the strategic investment by Mitsubishi Materials Corporation for AQM's Zafranal Project owned in a 50/50 joint venture with Teck Resources Limited

Peru



GCM Mining Corp:

US\$300 million

Advised this Canadian listed company on a US 144A bond financing for the development of its "Toroparu" gold/copper project in Guyana.

Guyana



State Owned Mining Company

US\$20 million

Advising in Madagascar on the negotiations with foreign private partners (US & Canada) for a strategic partnership/ joint venture or public-private partnership in order to finance, build and work the mining system and the marketing of the mining products.

Madagascar

Dentons global mining key contacts

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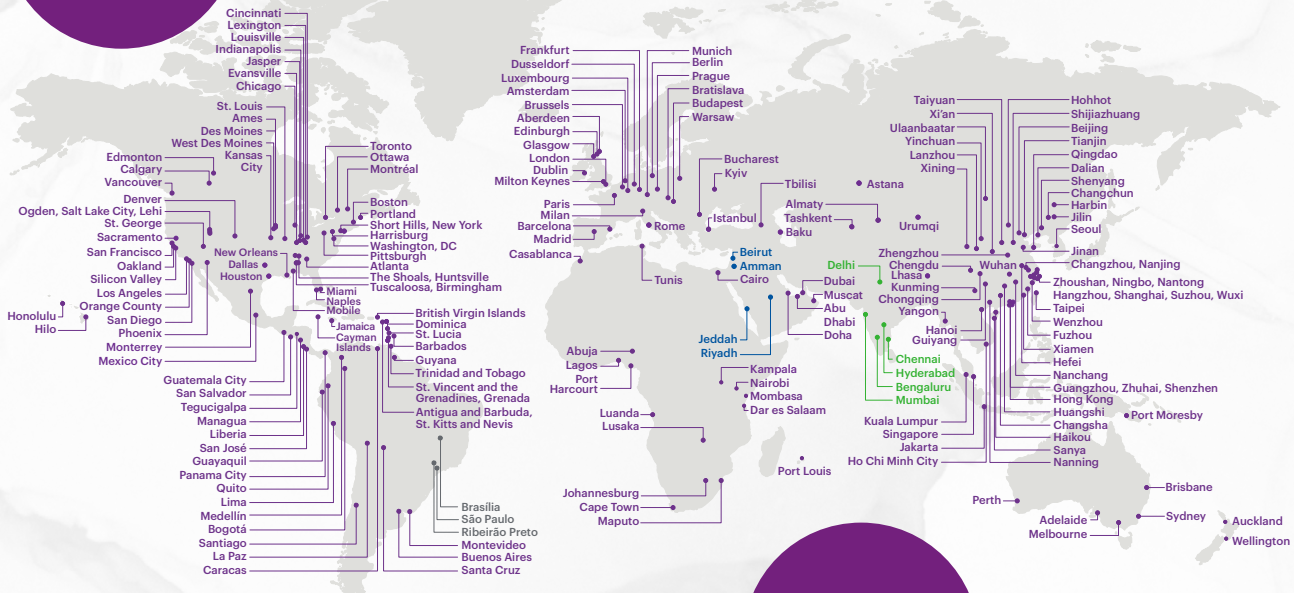
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Dentons global mining key contacts

200+
locations



80+
countries



80+
languages spoken



US\$47,250,000+
value of pro bono and volunteer work



12,700+
Total number of lawyers

15,500+
All timekeepers

21,000+
Total number of people

*MAP AND FIGURES INCLUDE COMBINATIONS APPROVED AND ANNOUNCED IN 2022.



ABOUT DENTONS

Dentons is designed to be different. As the world's largest global law firm with 21,000 professionals in over 200 locations in more than 80 countries, we can help you grow, protect, operate and finance your business. Our polycentric and purpose-driven approach, together with our commitment to inclusion, diversity, equity and ESG, ensures we challenge the status quo to stay focused on what matters most to you.

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