



Shea T. Small

Partner Co-Head of M&A, Co-leader Global Metals & Mining

Toronto
London, UK

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Bar Admission

Ontario 1998

Law School

University of British Columbia

Industries

Global Metals & Mining
Private Equity & Investments
Projects
Pension Funds Group
Oil & Gas

Practices

Mergers & Acquisitions
Capital Markets

US and International Markets

Latin America
United States
Australia
Europe
Africa

Shea Small, Co-Head of Mergers & Acquisitions and a member of the firm's Board of Partners, has an international practice based in Toronto, Canada and London, UK, focusing on mergers & acquisitions, joint ventures, strategic investments, contested and special situations, private equity and capital markets.

Shea is Chambers-ranked, and repeatedly recognized by *Lexpert*, *Best Lawyers*, *Legal 500* and *IFLR 1000*, for his significant experience in M&A, natural resources and international mandates. He also has an *Acritas Star* for his joint venture and global expertise.

I would call him the most creative and commercially minded lawyer that I've worked with. He has a unique ability to strategize to the right outcome and to come up with creative solutions. Insofar as he is regarded as a key member of our strategy team, he goes way beyond just being a lawyer.

— CLIENT, CHAMBERS AND PARTNERS

Deeply Connected in the Metals and Mining Industry

Shea has significant industry expertise and deep industry connections in the global metals and mining sector, particularly in complex multi-jurisdictional transactions. With over 20 years of experience and as Co-Leader of McCarthy Tétrault's Global Metals & Mining Group, Shea helps clients structure and implement transactions across the globe, with a particular focus on Australia, Latin America, the UK and West Africa.

Shea is also a member of McCarthy Tétrault's Leadership Team in his role as Co-Leader, International Strategy.

Shea's recent experience includes:

Public M&A

- Canadian counsel to **Newcrest Mining** on its A\$29 billion all stock acquisition by Newmont

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- **Rio Tinto** on its US\$3.3 billion all cash insider acquisition of TSX/NYSE-listed Turquoise Hill Resources which operates the Oyu Tolgoi copper and gold mine in Mongolia
- M&A Deal of the Year at the Canadian Law Awards
- **Wylloo Metals** on its C\$615 million all cash insider acquisition of, and takeover battle with BHP over, TSXV-listed Noront Resources which owns several major nickel and chromite discoveries in Ontario's Ring of Fire
- **Newcrest Mining** on its C\$3.5 billion cash and stock acquisition of TSX/NYSE-listed Pretium Resources which operates the Brucejack gold mine in British Columbia
- **Endeavour Mining** on its C\$2.44 billion all stock acquisition of TSX-listed Teranga Gold which operates the Sabodala-Massawa and Wahgnion gold mines in West Africa
- **Viavi Solutions** on its \$459 million cash offer for, and takeover battle with the controlling founder of, TSX/NASDAQ-listed EXFO, a 5G equipment technology company
- **Endeavour Mining** on its C\$1 billion all stock acquisition of TSX/NASDAQ Stockholm-listed SEMAFO which operates the Boungou and Mana gold mines in Burkina Faso
- Canadian counsel to LSE-listed **Acacia Mining** on its US\$428 million all stock acquisition by Barrick Gold
- **Oil Search** on its US\$2.2 billion stock and contingent value right offer for, and takeover battle with Exxon Mobil over, InterOil, a NYSE-listed oil and gas company with project interests in Papua New Guinea

Private M&A and Joint Ventures

- **Appian Capital** on its US\$100 million acquisition of a 60% joint venture interest in the Pine Point zinc project in the Northwest Territories from Osisko Metals
- **Appian Capital** on its US\$1.2 billion agreed sale of the Atlantic nickel and Serrote da Laje copper mines in Brazil and subsequent termination by Sibanye-Stillwater

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- **Newcrest Mining** on its US\$460 million acquisition of gold prepay and silver stream facilities and offtake on Lundin Gold's Fruta del Norte gold mine in Ecuador from Orion and Blackstone
- **Evolution Mining** on its US\$475 million cash and contingent value right acquisition from Newmont of the Red Lake gold mine in Ontario
- **Stifel Financial** on its acquisition of the Canadian capital markets business of GMP Capital
- **Newcrest Mining** on its US\$800 million acquisition of a 70% joint venture interest in the Red Chris copper and gold mine in British Columbia from Imperial Metals
- **Appian Capital** on its acquisition of the Serrote da Laje copper project in Brazil from Aura Minerals
- **Proterra Investment Partners** on its majority acquisition of Tacora Resources which owns the Scully iron ore mine in Newfoundland and Labrador
- **Rio Tinto** on multiple sale processes for the Iron Ore Company of Canada
- **OMERS** on its acquisition of equity interests in Brit, a UK-based insurance company, and Eurolife, a Greek insurance company, from Fairfax
- **Constellium** on the establishment of an aluminum auto parts joint venture in Ontario

Strategic Investments

- **La Mancha** on its strategic investment to acquire 19.9% of the shares and a convertible note of TSX/AIM-listed Horizonte Minerals which operates the Araguaia nickel project in Brazil
- **La Mancha** on the sale of its 35% equity investment in TSX/NYSE-listed Golden Star Resources and support for Chifeng Jilong Gold's US\$470 million cash acquisition of Golden Star Resources
- **Appian Capital** on the sale of its 13% equity investment in TSX-listed Roxgold and support for Fortuna Silver Mines' C\$1.1 billion stock and cash acquisition of Roxgold

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- **Wyloo Metals** on its strategic investment to acquire 23% of the shares and a convertible loan of TSXV-listed Noront Resources from Resources Capital Funds
- **Newcrest Mining** on its US\$250 million strategic investment to acquire 27% of the shares of TSX-listed Lundin Gold which operates the Fruta del Norte gold mine in Ecuador
- **La Mancha** on its US\$125.7 million strategic investment to acquire 30% of the shares of TSX and NYSE-listed Golden Star Resources which operates the Wassa and Prestea gold mines in Ghana

Contested and Special Situations

- **Appian Capital** on the sale to Silver Lake Resources of its debt and royalty interests as part of the CCAA insolvency process for TSX-listed Harte Gold
- **Rio Tinto** on its acquisition of the remaining 40% joint venture interest in the Diavik diamond mine in the Northwest Territories as part of the CCAA insolvency process for TSX/NYSE-listed Dominion Diamond Mines
- **Detour Gold** on its proxy battle with Paulson & Co.
- **Rio Tinto** on its creep to control of, and shareholder rights plan arbitration with, TSX/NYSE-listed Turquoise Hill Resources (formerly Ivanhoe Mines)

Capital Markets

- **Ford, GE** and **Wells Fargo** on their MTN, CP and maple debt programs in Canada
- **RBC Capital Markets** on RBC's covered bond program in Canada
- dealer syndicates on debt offerings by **First National Financial** and **Penske**
- **Rio Tinto** on its standby commitments for multiple rights offerings by Turquoise Hill Resources

We believe that Shea is one of the lawyers that make McCarthy Tétrault one of the top legal firms in Canada and globally...

— CLIENT, CHAMBERS AND PARTNERS

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Awards & Rankings

Chambers Global

Leading Lawyer: Mining (International & Cross-Border) - Canada

Chambers Canada

Leading Lawyer: Energy & Natural Resources: Mining, Corporate/Commercial
- Ontario

The Legal 500 - Canada

Leading Lawyer: Energy And Natural Resources – Mining

The Legal 500 - Canada

Leading Lawyer: International Expertise

The Canadian Legal Lexpert Directory

Leading Lawyer: Corporate Finance & Securities; Mergers & Acquisitions;
Mining; Private Equity

Lexpert Special Edition: Mining

Leading Lawyer

Lexpert Special Edition: Finance and M&A

Leading Lawyer

Acritas Stars

"Stand-out lawyer"

Best Lawyers in Canada

Leading Lawyer: Mining Law, Natural Resources Law

IFLR 1000 Guide to the World's Leading Financial Law Firms

Highly Regarded: M&A, Mining

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Who's Who Legal

Recognized in the area of Mining

MergerLinks - 2022

Top M&A Lawyers in Canada

Recent Experience

- **Rio Tinto enters into Matalco aluminium recycling joint venture with Giampaolo Group for US\$700M**
November 30, 2023
- **Newmont Corp. acquires Newcrest Mining Limited for US\$19.1B**
November 6, 2023
- **Appian Capital Advisory LLP acquires mineral sands deposits and processing facilities from Iluka Resources Inc.**
October 31, 2023
- **Allied Gold completes business combination and going public transaction with Allied Merger Corp.**
September 7, 2023

Recent Insights

- **Securities Regulators Set "High Bar" for Establishing Joint Actors**
March 4, 2024
- **Privilege issues to consider when negotiating M&A transactions**
October 23, 2023