



Shea T. Small

Partner
Co-Head of M&A

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Bar Admission

British Columbia 2013
Ontario 1998

Law School

University of British Columbia

Industries

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

Practices

Mergers & Acquisitions
Capital Markets
Projects

US and International Markets

Latin America
US Markets
Australia
Europe

Shea Small, Co-Head of Mergers & Acquisitions and Co-Leader of our Global Metals & Mining Group, has an international practice based in Toronto, Canada and London, UK focusing on mergers & acquisitions, joint ventures, strategic investments, private equity, capital markets and special situations. Shea is also a member of McCarthy Tétrault's Senior Leadership Team in his role as Leader, International & Business Strategy.

Shea is Chambers-ranked, and repeatedly recognized by *Lexpert*, *Best Lawyers* and *Legal 500*, 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, Shea has helped clients structure and implement transactions across the globe, with a particular focus on Australia and the UK.

M&A, Joint Ventures, Strategic Investments and Special Situations

Shea acts for acquirers, targets, controlling shareholders and special committees on public and private M&A transactions including joint ventures, strategic investments and special situations. Select experience includes:

- **Rio Tinto** on its Heads of Agreement with Turquoise Hill Resources for an updated US\$2.3 billion funding plan (including project finance and equity) for the completion of the Oyu Tolgoi Underground Project in Mongolia
- **Rio Tinto** on its joint venture interest in the Diavik diamond mine in the Northwest Territories as part of the CCAA insolvency process for

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Dominion Diamond

- **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
- **Endeavour Mining** on its C\$1 billion all-stock acquisition of TSX-listed SEMAFO which operates the Boungou and Mana gold mines in Burkina Faso
- Canadian counsel to **Endeavour Mining** on its proposed £1.5 billion all-stock merger with Centamin which operates the Sukari gold mine in Egypt
- **Evolution Mining** on its US\$475 million acquisition from Newmont of the Red Lake gold mine
- Canadian counsel to **Acacia Mining** on its US\$428 million all-stock acquisition by Barrick Gold
- **Stifel Financial** on its C\$70 million acquisition of GMP Capital
- **Newcrest Mining** on its US\$804 million acquisition a 70% joint venture interest in the Red Chris copper and gold mine from Imperial Metals
- **Detour Gold** on its proxy battle with Paulson & Co.
- **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
- **Nordgold** on its takeover of Northquest, a TSXV-listed gold exploration company
- **Constellium** on the establishment of an aluminum auto parts joint venture
- **Oil Search** on its US\$2.2 billion offer for, and takeover battle with Exxon Mobil over, InterOil, a NYSE-listed oil and gas company
- **Rio Tinto** on its strategic investment in and ultimate creep to control of Turquoise Hill Resources (formerly Ivanhoe Mines), a NYSE and TSX-listed mining company that owns 66% of the Oyu Tolgoi copper gold project in Mongolia
- **Rio Tinto** on its C\$578 million acquisition of Hathor Exploration, a TSX-listed uranium exploration company
- **Rio Tinto** on its potash joint venture in Saskatchewan with the Acron Group of Russia

Private Equity

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Shea acts for private equity groups on their acquisitions and divestments. Select experience includes:

- **Appian Capital** on its US\$30M special share, convertible debt and royalty financing for TSX-listed Harte Gold which operates the Sugar Zone mine in Ontario
- **Appian Capital** on its acquisition from Aura Minerals of the Serrote da Laje copper gold project in Brazil
- **Appian Capital** on its strategic investments to acquire 25% of the shares of, and its follow-on debt and royalty financings to, TSX-listed Harte Gold which owns the Sugar Zone gold project
- **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
- **OMERS** on its acquisition from Fairfax of interests in Brit, a UK-based insurance company, and Eurolife, a Greek insurance company
- **Proterra Investment Partners** on its majority investment in, and its follow-on equity support for a senior secured debt financing of, Tacora Resources which owns the Scully iron ore mine

Capital Markets

Shea acts for issuers and dealers on public offerings and private placements and has extensive experience with debt offerings by Canadian and foreign issuers. Select experience includes:

- **Ford, GE Capital** and **Wells Fargo** on their 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

The Legal 500 - Canada

Leading Lawyer: Energy And Natural Resources – Mining

The Canadian Legal Lexpert Directory

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

Lexpert Special Edition: Mining

Leading Lawyer

Lexpert Special Edition: Finance and M&A

Leading Lawyer

Lexpert Special Edition: Energy

Leading Lawyer

Acritas Stars

"Stand-out lawyer"

Best Lawyers in Canada

Leading Lawyer: Mining Law, Natural Resources Law

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Recent Experience

- **Rio Tinto negotiates updated US\$2.3B funding plan with Turquoise Hill Resources for the completion of the Oyu Tolgoi Underground Project in Mongolia**
April 09, 2021
- **La Mancha Holding invests US\$200M in Endeavour Mining Corporation**
March 30, 2021
- **Endeavour Mining closes acquisition of Teranga Gold Corporation for C\$2.44B**
February 10, 2021
- **Wyloo Metals acquires cornerstone minority interest in Noront Resources from Resource Capital Funds**
December 07, 2020

Recent Insights

- **What's happening in shareholder activism in Canada?**
May 07, 2020
- **M&A Disputes: When will a corporation be liable for an officer's or director's fraud? Supreme Court provides new guidance**
July 03, 2019
- **Mining in the Courts Vol IX – March 2019**
March 01, 2019

Events

- **Mining Conference: Business climate, opportunities and risks in doing mining business between North America, Russia, Eurasia and Eastern Europe**
March 04, 2019