



## Shea T. Small

Partner  
Co-Head of M&A

Toronto  
London, UK

[ssmall@mccarthy.ca](mailto:ssmall@mccarthy.ca)

t. +1 416-601-8425

+44 (0)20 7786 5746

### 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

# Shea T. Small

Partner  
Co-Head of M&A

Toronto  
London, UK

[ssmall@mccarthy.ca](mailto:ssmall@mccarthy.ca)

t. +1 416-601-8425

+44 (0)20 7786 5746

## 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

# Shea T. Small

Partner  
Co-Head of M&A

Toronto  
London, UK

[ssmall@mccarthy.ca](mailto:ssmall@mccarthy.ca)

t. +1 416-601-8425

+44 (0)20 7786 5746

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

# Shea T. Small

Partner  
Co-Head of M&A

Toronto  
London, UK

[ssmall@mccarthy.ca](mailto:ssmall@mccarthy.ca)

t. +1 416-601-8425

+44 (0)20 7786 5746

## 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

# Shea T. Small

Partner  
Co-Head of M&A

Toronto  
London, UK

[ssmall@mccarthy.ca](mailto:ssmall@mccarthy.ca)

t. +1 416-601-8425

+44 (0)20 7786 5746

## 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