



Daye Kaba

Partner

Toronto

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t. +1 416-601-7656

Bar Admission

Ontario 2007

New York, USA 2001

US and International Markets

Africa

Practices

Mergers & Acquisitions

Securities Regulation and Investment

Products

Industries

Global Metals & Mining

Private Equity & Investments

Oil & Gas

Proactive and practical, Daye assists clients navigating the cultural, legal and regulatory hurdles for their global projects

Daye Kaba is a partner in our Global Metals & Mining and Energy groups. His practice focuses primarily on securities and commercial law matters in the natural resources sector.

Multi-lingual, being fluent in English, French and Portuguese, Daye's experience and expertise in successfully assisting clients in multiple African states make him a valued advisor to clients navigating the cultural, business, geopolitical, legal and regulatory hurdles inherent in complex, multijurisdictional projects. Daye is passionate about facilitating ventures that result in win-win results for clients and the local stakeholders of these projects, including economic, employment and development factors.

On the securities side, Daye is involved in advising on securities issuances by way of public offering and private placements, as well as stock exchange listings and M&A transactions. On the commercial side of his practice, Daye advises companies with respect to the acquisition of rights in the natural resources' sector, and drafts and negotiates agreements such as earn-in, joint venture, royalty, offtake and other commercial agreements. He has substantial experience dealing with issues arising from National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* of the Canadian Securities Administrators.

Daye is also involved in advising governments with respect to the drafting of, and updating to, their mining legislation. Daye previously worked in the project finance department at the Paris office of a New York-based law firm.

Daye received his JD from the University of Michigan and was called to the New York bar in 2001 and the Ontario bar in 2007. He is a member of a number of the World Initiative of Mining Lawyers (WIOML), Prospector and Developers Association of Canada (PDAC), New York State Bar Association and the International Bar Association. Outside of law, Daye volunteers with the Nelson Mandela Children's Fund.

RECENT EXPERIENCE

- Advised GoviEx in connection with its negotiation of definitive agreements with the Government of Niger to jointly develop GoviEx's flagship Madaouela Project in Niger
- Advised lamgold on its negotiation of an amendment to its mining convention in respect of its Boto gold project in Senegal

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- Acted for La Mancha on its US\$125.7 million strategic investment to acquire 30% of shares of TSX and NYSE-listed Golden Star Resources which operates the Wassa and Prestea underground mines in Ghana
- Advised Resource Capital Fund (RCF) in respect of its acquisition of 19.99% of the issued and outstanding shares of Orezone by way of private placement (assets in Burkina Faso)
- Advised the Government of Guinea on the negotiation of a mining convention in respect of the Boké bauxite project (Guinea)
- Advised Sama Resources with respect to strategic partnership with HPX TechC Inc. (Friedland company) by way of equity investment and joint venture (Cote d'Ivoire)
- Advised Baiyin International Investment with respect to the debt for equity restructuring of Banro Corp., (DRC)
- Advised IAMGOLD on its acquisition of Merrex in an all-share transaction by way of a court-approved plan of arrangement
- Advised Zijin Mining Group Co. Ltd. in its acquisition of 49.5% of Ivanhoe's Kamao Copper Project stake for a total aggregate consideration of US\$412 million, and its purchase of a 9.90% stake of Ivanhoe Mines Ltd. for C\$105 million
- Advised United Arab Emirates mining company on its acquisition of the In-Darset Gold Project in Mali
- Conducted review of the Senegal energy sector and drafting of *Code de l'électricité*
- Advised Cluff Gold plc in respect of the acquisition of Burkina Faso gold project
- Advised Orezone Ressources Inc. in respect of debt facility for the Essakane gold project
- Advised Barrick Gold in respect of its acquisition of Golden Giant Mine properties from Newmont

RECENT PUBLICATIONS

- "Free Carried Interests in Francophone Africa Mining Legislation – Is there such thing as a free lunch?", January 26, 2017
- "TSXV Revises Definition of Tier 1 Property", *Mining Bulletin*, July 23, 2014
- "Global Overview, Getting the Deal Through," *Mining 2014*, Law Business Research Ltd., June 2014

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- Côte d'Ivoire Adopts New Mining Code, *Mining Bulletin*, March 18, 2014
- Striking a Balance: Is the Mining Legislation Pendulum Shifting Back Towards Resource Nationalism, *Mining Environmental Management*, July 2010

RECENT SPEAKING ENGAGEMENTS & PRESENTATIONS

- "Legal challenges facing the mining industry today - Joint ventures and strategic investments", PDAC Conference, Toronto, March 5, 2019
- "Principal risks and opportunities of the mining industry in 2019 in respect of social acceptability in Africa", Mining Indaba, Cape Town, February 5, 2019
- "Recent trends in Mining Legislation in Francophone Africa", Franco-Mines Seminar, Indaba, February 6, 2018
- "Negotiation of Mining Contracts," Capacity Training Seminar, Bissau, Guinea-Bissau, July 4-5, 2017
- "Government Equity Participation in Mining Companies," 3rd Annual Conference of World Initiative of Mining Lawyers," Toledo, Spain, June 7, 2017
- "Financial Charges due to Public Authorities – Royalties," Workshop 5, 3rd International Congress on Mining Law, Brasilia, Brazil, May 10, 2017
- "Update on South Africa: A Discussion with Mr. Mosebenzi Zwane, Honourable Minister of Mineral Resources and delegates from the Republic of South Africa," Toronto, ON, March 7, 2017
- "Is Mali the hottest mining investment destination in Africa today?" Cape Town, South Africa, February 8, 2017
- "Contexte Juridique en Période de Crise en Afrique Francophone", Cape Town, South Africa, February 10, 2016

NEWS

- Africa Intelligence reports the hiring by McCarthy Tétrault of mining expert Daye Kaba, "*Daye Kaba, nouvel atout minier de McCarthy Tétrault*", Africa Mining Intelligence, November 2017
- Forbes Afrique features Daye Kaba on his career and his advisory role in high-level financial transactions "*Daye Kaba: L'avocat qui compte en millions de dollars*" by Serge Tchaha, Forbes Afrique, February 2014

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Awards & Rankings

Lexpert - Special Edition on Global Mining

Leading Lawyer

The Canadian Legal Lexpert Directory

Repeatedly Recommended: Mining

Best Lawyers in Canada

Leading lawyer in the area of natural resources law

Who's Who Legal 2018

Listed as a leading mining lawyer in Canada

Recent Experience

- **GoviEx Uranium and Republic of Niger to jointly develop the Madaouela Project**
July 19, 2019
- **La Mancha completes US\$125.7M strategic investment in Golden Star Resources**
October 02, 2018
- **Resource Capital Fund VII L.P. acquires 19.99% of shares of Orezone Gold Corporation**
April 09, 2018

Recent Insights

- **L'épineuse problématique de l'amodiation – The thorny issue of “Amodiation” in Francophone Africa**
September 19, 2019