



Shaun Khullar

Partner

Toronto

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t. 416-601-8298

Bar Admission

Ontario 2009

Law School

University of Toronto

Practices

Capital Markets
Corporate Governance & Public
Companies
Mergers & Acquisitions
Public Companies
Corporate Governance

Industries

Global Metals & Mining
Cannabis
Private Equity & Investments
Technology
Infrastructure & Projects

Recognized for his deep industry knowledge and pragmatic approach to client service, Shaun is a problem solver who helps clients seamlessly navigate complex transactional matters

Shaun Khullar is a partner in McCarthy Tétrault's Global Metals & Mining Group in Toronto. His practice focuses on corporate and securities law with an emphasis on corporate finance and M&A. A trusted business advisor, Shaun helps clients identify and pursue strategic growth opportunities across a range of industries including mining, cannabis, real estate, banking, oil and gas, and technology. His extensive experience in these sectors has given him the unique insights required to develop tailored solutions to clients' novel, industry-specific challenges.

Shaun is a sought-after mining transactional lawyer who approaches his practice through the lens of clients' business objectives. Issuers and investment dealers rely on Shaun to help them navigate public and private financing transactions, including initial and secondary public offerings, reverse takeover transactions and private equity financings. He also acts for acquiring and target companies in connection with public and private share purchase transactions, including by way of plan of arrangement, takeover bid and option exercise, and asset purchase transactions. Clients trust Shaun's strong negotiating skills and holistic approach to getting the deal done.

Shaun brings a unique knowledge of the cross-border business landscape to help clients with multijurisdictional business interests capitalize on opportunities and minimize exposure to regulatory risk. He routinely guides clients in structuring their cross-border go public and acquisition transactions and has implemented various unique structures to address commercial and regulatory considerations.

Within the cannabis sector, Shaun regularly acts for multi-state operators, licensed and pre-licence cultivation, manufacturing and retail companies, consumer packaged goods companies and ancillary service providers, including cannabis focused REITs, and has implemented multi-class voting, Up-C, exchangeable share and other corporate structures to address commercial, securities exchange, tax and regulatory considerations.

Shaun also advises on regulatory compliance, continuous disclosure obligations and corporate governance and assists growth and emerging clients with various facets of their development.

Shaun's representative work includes acting for:

Mining

- Rio Tinto plc in connection with its US\$3.3 billion acquisition of the remaining 49% equity interest in Turquoise Hill Resources Ltd.
- Cameco Corporation in connection with a US\$747.6 million bought deal offering to fund its share of the acquisition of Westinghouse Electric Company, to be completed through a strategic partnership

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with Brookfield Renewable Partners, together with Brookfield Renewable's institutional partners

- Lithium Americas Corp. in connection with the filing of its base shelf prospectus and establishment of its US\$100 million cross-border MJDS at-the-market equity offering program
- an underwriting syndicate co-led by BMO Capital Markets and Scotiabank in connection with Ero Copper Corp.'s \$110 million initial public and secondary offerings
- an underwriting syndicate led by GMP Securities L.P. in connection with Superior Gold Inc.'s \$61 million initial public offering and qualification of special warrants
- TMAC Resources Inc. in connection with various financing initiatives, including its \$135 million initial public offering
- New Gold Inc. in connection with its \$400 million acquisition of Rainy River Resources Ltd. By way of takeover bid
- Canada Lithium Corp. in connection with its business combination with Sirocco Mining Inc. by way of an arrangement to continue as RB Energy Inc.
- TMAC Resources Inc. in connection with its acquisition of the Hope Bay Project located in Nunavut, Canada from Newmont Mining Corporation and concurrent \$35 million equity financing and \$15 million debt financing transactions

Cannabis

- MedMen Enterprises Inc. in connection with its convertible debt restructuring transaction with Tilray, Inc. and concurrent US\$100 million backstopped equity financing led by Serruya Private Equity
- MedMen Enterprises Inc. in connection with various financing initiatives, including an aggregate of \$160 million in bought deal offerings, establishment of its up to US\$285 million senior secured convertible credit facility led by Gotham Green Partners, completion of its US\$78 million senior secured term loan facility led by Hankey Capital, filing of its base shelf prospectus and establishment of its \$60 million at-the-market equity offering program
- MedMen Enterprises Inc. in connection with its go public reverse takeover and subscription receipt financing transactions, the largest cannabis multi-state operator go public transaction at the time
- Lowell Farms Inc. in connection with various financing initiatives, including filing of its base shelf prospectus and completion of a \$34.5 million bought deal offering
- MedMen Enterprises Inc. in connection with multiple private bolt-on acquisition transactions
- MedMen Enterprises Inc. in connection with its proposed US\$682 million acquisition of PharmaCann, LLC, the largest acquisition transaction in the U.S. cannabis industry at the time

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- Tidal Royalty Corp. in connection with its business combination with MichiCann Medical Inc. by way of an amalgamation to continue as Red White & Bloom Brands Inc.

Technology

- an underwriting syndicate co-led by Canaccord Genuity Corp. and Macquarie Capital Markets Canada Ltd. in connection with NYX Gaming Group Limited's \$150 million subscription receipt financing to fund its acquisition of OpenBet
- Dye & Durham Corporation in connection with its acquisition of a majority ownership interest in Courthouse Solutions Inc.
- Google Inc. in connection with its acquisitions of Bump Technologies, Inc., SocialDeck Inc., PushLife Inc. and PostRank Inc.
- International Business Machines Corporation in connection with its acquisitions of Clarity Systems Limited, Algorithmics Incorporated and Platform Computing Corporation

Shaun received a J.D. from the University of Toronto (2008), received an LL.M. from the University of Toronto (2006), has a B.Eng. (with Distinction) from McMaster University (2003), and was admitted to the Bar in Ontario in 2009. Shaun is a member of the Ontario Bar Association and the Canadian Bar Association.

Prior to pursuing his legal career, Shaun worked at a major supplier of networking equipment in the research and development of fibre-optic communication systems.

Recent Experience

- **Rio Tinto acquires Turquoise Hill Resources for US\$3.3B**
December 16, 2022
- **Cameco closes US\$747.6M bought deal offering of common shares**
October 17, 2022
- **Cameco Corporation partners with Brookfield Renewable to acquire Westinghouse Electric Company for US\$7.875B**
October 11, 2022

Recent Insights

- **CSA Publishes Consultation Paper on Standards of Disclosure for Mineral Projects**
May 09, 2022