



Date: June 28, 2017



Cameron Mingay

cmingay@casselsbrock.com

t: 416 860 6615

f: 416 640 3163

Toronto

Suite 2100, Scotia Plaza

40 King Street West

Toronto, ON

Canada

M5H 3C2

Cam Mingay* is a senior partner in the [Securities Group](#) at Cassels Brock. Cam has a diverse practice that encompasses the areas of M&A, securities and corporate finance. His practice covers a variety of industries including natural resources, life science, healthcare, technology and clean tech. Cam has extensive experience in representing companies and investment dealers in all manner of public and private transactions. He acts as lead counsel for a number of public clients and serves as counsel to a number of investment dealers on corporate finance matters.

Cam is a strategic advisor who has used his entrepreneurial instincts to assist a number of companies grow from start-ups to mid to large cap companies. Cam has headed up the teams and provided structuring and other advice in the formative stages of a number of multi-billion dollar market cap companies, including Kinross Gold, New Gold, Allied Nevada and WaveRider Communications. Cam continued to provide advice to each of these companies from their inception through their various growth phases and developed corporate governance and corporate social responsibility policies appropriate to their respective stages of development. Cam was the incorporating lawyer and first corporate secretary for Dell Canada. He also advised Global Water, a clean tech company, on its northbound cross-border offering and TSX listing. Cam recently advised on a number of life science transactions, including the proposed financing of a pharma company and the establishment of a portal providing on-line medical advice. Cam is widely known for his innovative structuring ideas, which were the subject of an article in the "Art of the Deal" section of Lexpert. For a copy of the article, please click [here](#).

Cam has extensive expertise in cross-border legal work. He has acted as the lead counsel on a number of significant cross-border acquisitions and on what is commonly referred to as north-bound transactions, where companies are restructured to gain access to the Canadian capital markets, usually with the result that they achieve foreign private issuer status. Examples of such companies are WaveRider Communications, Western Goldfields (now New Gold), Global Water, and Northern Power Systems, a US energy technology company, on which transaction he acted for the underwriter. Cam has also acted in the past several years on smaller M&A transactions where clients had limited in-house resources. Cam is acting for a royalty financing company investing in the growing cannabis industry in the United States. Cam also led an initiative at Cassels to introduce Chinese investors to the favourable investment climate in Canada and to provide them with the tools with which to successfully invest in this country's industries.

Cam has served as a director for a number of companies listed on the TSX, NYSE, NASDAQ and AIM, and as a director of the Canadian Paraplegic Association (Ontario). He is involved in a number of philanthropic endeavours and is very active in his community. In 2011, Cam was awarded the 2011 Zenith Award by *Lexpert* in the area of Corporate Social Responsibility by Law Firm that Impacts, for our work with and donations to Omatjete Primary School Project in Namibia.

Cam has been continuously recognized by *Best Lawyers in Canada*. He is also listed in the *Canadian Legal Lexpert Directory* and has achieved a BV Distinguished™ rating by *Martindale-Hubbell*.

Representative transactions on which Cam has acted, include the following:

- Acting for yourdoctors.online in providing advice regarding the establishment of a portal to provide second medical opinions
- Acting for Cannabis Royalties & Holdings Corp., a royalty financing company, investing primarily in the U.S. in different verticals in the cannabis space
- Acting in connection with the reorganization of the share capital of Hyperion Sensors Inc.
- Assisting with the establishment and financing of an on-line mattress company
- Acting for Newmarket Gold in a subscription receipt financing and \$185 million arrangement with Crocodile Gold to form a company on which Lukas Lundin and Randall Oliphant sit on the Board of Directors and Ian Telfer on the Advisory Board
- Acting for New Gold on a \$175 million streaming deal with Royal Gold to finance a portion of the build of the Rainy River mine and acting for New Gold in connection with all of the permitting, land assembly and related legal work to build the mine
- Acting as lead Canadian counsel to New Gold in its acquisition of Rainy River Resources Ltd., the acquisition of Bayfield Ventures, the acquisition of Silver Quest Resources and its acquisition of Geo Minerals, all as part of the creation of a mid-cap gold producer
- Acted as lead Canadian counsel to New Gold Inc. on numerous public financings, including two cross-border senior note offerings totaling \$800 million
- Acted as lead counsel on merger of New Gold Inc. and Western Goldfields, Inc. and in migrating Western Goldfields to Canada from the US
- Acting for Orion Mine Finance on a strategic investment in the mining sector
- Acting as lead counsel in the \$500 million 2014 takeover bid of transport company Contrans Group by Transforce Group
- Acting for Allied Nevada throughout its existence, including in its formation as an SEC registrant, various cross-border public offerings, including its US\$400 million senior note offering with a cross currency interest rate swap, which was the first gold high-yield bought deal note offering in North America
- Acting for Angus Mining (Namibia) in its qualifying transaction with a CPC
- Acting for Franco-Nevada on a \$267 million bought deal financing

- Acting for Castle Mountain on its formation, financing and change of management by way of a strategic investment
- Acting for Beacon Securities (or its predecessor, Clarus) in its capacity as lead underwriter on offerings by Petrowest Corporation, AltaGas, Timminco and Northern Power
- Representing the Harris family on tax and corporate matters when Charlotte, N.C.-based Nucor Corporation acquired all of the issued and outstanding common shares of Harris Steel Group Inc. for approximately \$1.2 billion
- Acting for Elgin Mining in its formation, financings, its business combination with Gold-Ore Resources, conducting all of its natural resource work, acting on its attempted acquisition of the Hope Bay Project and on its acquisition by Mandalay Resources
- Acting for Yancoal Canada Resources Co., a subsidiary of the Chinese SOE, Yankuang Group, on its \$300 million acquisition of Potash permits situated in Saskatchewan

**denotes Professional Corporation*

Achievements

- *Martindale-Hubbell*, BV Distinguished™ rating
- *Canadian Legal Lexpert Directory* 2009–2017 (Mining)
- *The Best Lawyers in Canada* 2006–2017 (Mining Law; Natural Resources Law)
- Awarded the 2011 Zenith Award by *Lexpert* in the area of Corporate Social Responsibility for his work with, and donations to, the Omatjete Primary School Project in Namibia

Call to the bar

Ontario, 1982

Associations

- Canadian Bar Association
- Ontario Bar Association

Expertise

Cannabis
 Emerging Companies
 Life Sciences
 Mergers & Acquisitions
 Mining

Securities