

Skadden regularly represents major, mid-tier and junior mining companies; investors in mining projects; and financial institutions acting as underwriters, advisers and lenders in capital markets, M&A, joint venture and finance transactions, as well as nontransactional matters. Our clients are engaged in all segments of the industry, including exploration, development, production, smelting, refining and metal marketing, and have investments, projects and mineral properties on six continents.

Attorneys from Skadden's capital markets, mergers and acquisitions, finance, energy and infrastructure projects, tax, anti-corruption, international litigation and arbitration, derivative financial products and environmental practices have extensive experience with the issues facing mining companies today. The firm works with U.S. and global mining companies that prepare their mineral reserve information in accordance with SEC Industry Guide 7, as well as those that prepare their mineral reserve and resource information in accordance with Canadian National Instrument 43-101, the JORC Code, the SAMREC Code and other relevant industry codes and standards. We understand the transactional, technical and disclosure challenges that are unique to the industry (*e.g.*, the challenges encountered by international mining companies that report measured, indicated and inferred mineral resources in their home jurisdictions while not currently being permitted to do so in the United States).

We have advised on mining matters worldwide, including in:

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|-------------------|------------------|------------------|
| - Australia       | - China          | - Poland         |
| - Bolivia         | - Czech Republic | - Russia         |
| - Brazil          | - Indonesia      | - Sierra Leone   |
| - Canada          | - Mexico         | - South Africa   |
| - Channel Islands | - Netherlands    | - United Kingdom |
| - Chile           | - Peru           | - United States  |

## Capital Markets

Skadden attorneys regularly advise issuers, investment dealers and financial institutions in a broad range of public and private equity and debt financings for mining companies. These financings include initial public offerings; convertible, high-yield and investment-grade debt offerings; public offerings (including cross-border public offerings by Canadian mining companies under the U.S./Canada Multijurisdictional Disclosure System (MJDS)) and private placements of equity and debt securities. In particular, Skadden attorneys have extensive experience assisting international mining companies to access the U.S. and international capital markets, and to list their securities on U.S. and international securities exchanges.

## Mergers and Acquisitions

Skadden is frequently retained by U.S. and international mining companies, financial institutions and foreign law firms to provide strategic counsel in M&A transactions. We regularly advise on the full spectrum of negotiated and contested situations, including advance preparation for prospective targets, stock sales and purchases, mergers, tender offers, asset sales and purchases, proxy contests and recapitalizations.

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## Finance

Skadden's finance attorneys work with a wide range of mining companies (producers, development-stage companies and exploration-stage companies) on all types of financing transactions. In addition to representing U.S. and international mining companies in sophisticated financing transactions, we also regularly represent some of the world's largest commercial banks, investment banks, private equity funds and other institutional lenders, investors and other financing sources.

## Advisory

Skadden regularly advises mining companies on a wide range of non-transactional matters, including securities law compliance and corporate governance, taxation, U.S. and international litigation and arbitration, FCPA compliance and defense, environmental compliance and various commercial matters. For example, attorneys in Skadden's Mining practice have advised international mining companies on various disclosure issues relating to ongoing securities law compliance and corporate governance, assisting international mining companies with matters relating to FCPA compliance and internal reviews, and defending international mining companies in connection with class action securities litigation in the United States.