



HILL DICKINSON

An Introduction to our Expertise in the Mining and Metals Sector

hilldickinson.com/commodities





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Introduction

We advise a wide range of UK and international clients on mining and metals matters, including exploration and production companies, commodity and trading houses, and logistics and transportation companies.

We assist our clients in a wide range of services, including:

- Equity capital raising through the issue of equity through the junior stock markets
- Debt capital raising using trade finance, listed bonds, royalty/streaming arrangements or convertible debt facilities
- Collaborations including joint ventures, shareholders' agreements, farm in/out or consortium agreements
- Processing and transportation, including off-take agreements, contracts of carriage by sea, processing throughput agreements and port services agreements
- Acquisition or renewal of land rights for the mining or mine infrastructure or logistics
- Planning and consenting advice in respect of UK mining activities, trespass issues and related injunctions
- Drafting and implementing contracts for the physical sale of commodities



- Health and safety, personal injury, freedom of information requests, data protection, intellectual property and commercial contract advice
- Commercial disputes, shipping fraud, asset tracking and seizure actions
- Advice in respect of the construction of mines and construction contracts
- Advising on ESG matters including risk management and regulatory compliance, assisting with developing and implementing ESG policies and procedures (including reporting procedures for companies), advising on ESG disclosure, and transaction support (in particular due diligence on ESG risks)

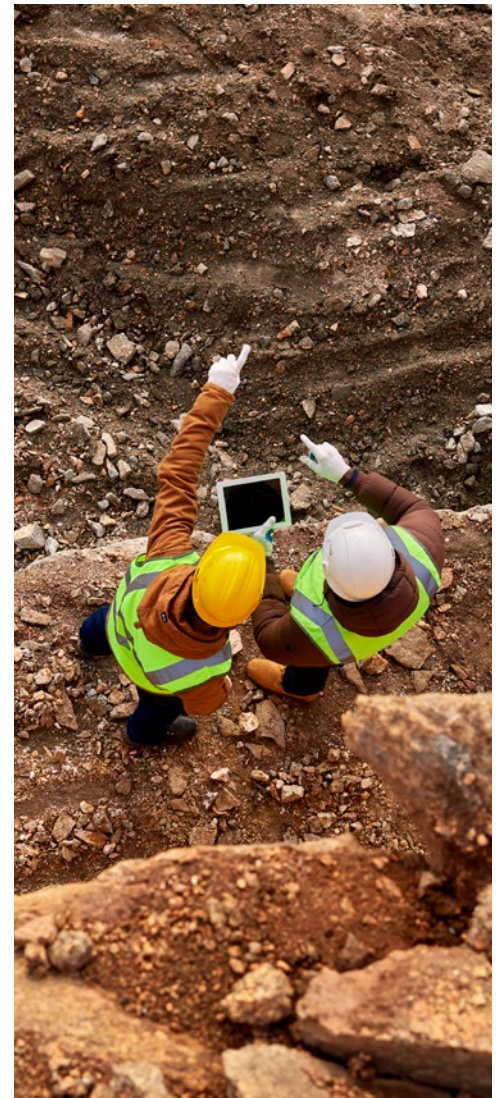
Our clients in the mining sector

We act as a trusted adviser to businesses, organisations, institutional funders and individuals across the globe and from a wide range of market sectors, instructing on non-contentious advisory and transactional work through to all forms of commercial litigation and arbitration.

The firm prides itself on fostering the strongest client relationships and adding value through innovation. We consider our clients as partners and strive to enhance your business by understanding and providing solutions to risk, innovation and market expansion.

Clients:

- Alba Mineral Resources PLC
- Alfred McAlpine Minerals
- Alien Metals Limited
- Arc Minerals Limited
- Artemis Resources Limited
- Aterian PLC
- Auxico Resources Inc
- Bens Creek Group PLC
- Bluebird Merchant Ventures Limited
- BlueJay Mining PLC
- Bradda International Limited
- Cadence Minerals PLC
- Capital Metals
- Challenge Holdings Limited
- Circum Minerals Limited
- Critical Metals PLC
- Chesterfield Resources Limited
- East Star Resources PLC
- Emmerson PLC
- Empire Metals Ltd
- European Metals Holdings Limited
- Firering Strategic Minerals PLC
- Future Metals NL
- Gerald Metals Sarl
- Gunvor International
- Helium One Global Limited
- Longland Resources Limited
- Macarthur Minerals Ltd
- Metals One PLC
- Pathfinder Minerals PLC
- RiverFort Global Capital Ltd
- SigmaRoc PLC
- SL Mining Limited
- URU Metals Limited



Recent examples of our corporate and commercial work in the mining and metals sector include:

- Advising Metals One plc, a Scandinavian base metals explorer, on the admission of its shares to AIM.
- Advising mining exploration and development company Aterian plc (LSE: ATN) on its IPO on the Main Market of the London Stock Exchange and the admission of its shares to the Standard Segment of the Official List and farm-out of its main Rwandan asset to Rio Tinto.
- Advising Cadence Minerals on its investment in the Amapá Iron Ore project in Brazil (valued by the former owner at US\$ 1.2 billion) including the settlement agreement with creditors for the project.
- Advised Perth-based and ASX-listed mining exploration and development company (Artemis Resources) and a platinum group metals company (Future Metals) NL on their dual listings on the LSE.
- Advised Chesterton Resources plc and Bluebird Merchant Ventures Limited on their secondary prospectuses on the Standard Segment.
- Advised on AIM IPO of Bens Creek Group PLC, a metallurgical coal producer. This was one of the best performing IPOs in 2021.
- Advised on the IPO on the LSE of East Star Resources which is involved in the discovery and development of gold, copper, and rare earth deposits in Kazakhstan.
- Advised lithium explorer Bradda Head Lithium on its AIM IPO and subsequent fundraising.
- Acting for Bluejay Mining on £11.5m placing as well as providing advice on its royalty and distribution arrangements.
- Acted for Main Market listed miner in respect of its gold financing arrangements.
- Advised on Readmission to Main market of Critical Metals and its acquisition of a majority interest in a DRC Copper/Cobalt project.
- Advising Arc Minerals Limited on the acquisition of its copper-cobalt project in North West Zambia and subsequent joint venture with Anglo American in respect of that project.
- Acting for AIM-listed BMR Group Plc in investment by Jubilee Metals Group Plc.
- Acting for Emmerson PLC owner of the Khemisset potash project on its initial IPO, its move to AIM and various capital raisings including a strategic investment of up to US\$46.75 million.
- Acting for Cadence Minerals PLC in relation to a Tolling Agreement with Bacanora Minerals Ltd.
- Advising AIM 100 listed quarrying and mining company Sigmaroc Plc on acquisition of Poundfield Products (Group) Limited and Johnson Quarry Group for £35.5m
- Acting for The Montreux Natural Resources Fund on its acquisition of a 50% stake in the Tanzanian mining investment company GRB Mining Ltd, based in Dar Es Salaam.
- Advised Firering Strategic Minerals on a US\$18.6m investment by Rica Resources.



Examples of recent disputes advice provided to the mining sector include:

- Representing a South African mining company in an LCIA arbitration claim for \$200 million concerning the toll-refining.
- Representing a South American company in an ICC arbitration against a government claiming \$60 million under shareholders' agreement.
- Representing a Canadian company in an arbitration against a government.
- Representing Russian mining company in shareholders' dispute in LCIA arbitration.
- Advising a mining company on rights arising out of a Bilateral Investment Treaty in connection with assets in an African jurisdiction.
- Advising a mining company on enforcement of an ISCID award against an Asian state.



Environmental, social and corporate governance (ESG)

Our corporate team advises on risk management and regulatory compliance, both for organisations and their respective supply chains. We assist with auditing your existing ESG policies; developing and implementing new policies and procedures; advise on ESG disclosure; and provide transaction support, particularly with regard to due diligence on ESG risks. We also have a dedicated health and safety team that can advise on comparable UK standards where required.

Mining and resource companies are experiencing growing pressure – from investors and regulators – to improve their environmental and social governance (ESG) performance. Indeed, strong ESG performance is a key factor influencing fund and investor decisions on whether to proceed with investments.

The mining and resource sector continues to grapple with concerns around climate change, the use of unsustainable materials and ethical practices, and how companies can improve their ESG performance.

A key challenge will be to deal with the uneven playing field when it comes to ESG. The lack of industry standard measures means Central Asia Metals must install a wider adoption of improved ESG practices.

Testimonials

Hill Dickinson possesses a notable breadth of expertise in the mining space, with particular expertise in capital markets transactions, IPOs and Main Market listings. The firm is equally adept in acting on both the corporate and lender side of transactions.'

Chambers and Partners UK 2023

'With Michael Bennett at the helm, Hill Dickinson LLP's mining and minerals team acts for domestic and international companies on the full life cycle of projects, including employment, banking, construction and corporate issues, as well as litigation.'

The Legal 500 UK 2023.



We have measured our baseline and current year carbon footprint across our Scope 1, 2 and 3 emission sources.



We have committed to set science-based carbon reduction targets through SBTi.



We have a Senior ESG Analyst overseeing our commitment to reducing carbon emissions in line with the Paris Agreement.



We send 0% of our UK waste to landfill.



We have developed and published a formal Carbon Reduction Plan, outlining measurable steps towards achieving Net Zero by 2045.



Our PaperLite initiative has dramatically reduced paper consumption, down from 18 million pages in 2014 to 660,000 in 2023, with further ambitious targets currently being determined.



We are aligned with The United Nations' Sustainable Development Goals on climate action and quality education.



We have significantly reduced our CO2 footprint due to reduced travel.



Increased teleconferencing and hybrid working arrangements.

Why us?

We have a cross disciplinary team that could support mining companies throughout their lifecycle.

Our team is ranked for our mining work by both Legal 500 and Chambers & Partners

We have particular expertise in advising on capital raising and equity capital markets work and have numerous mining clients listed on all the UK public markets.









This corporate expertise is augmented by the ability to support the development of projects whether that be through farm-ins, royalty financing or debt capital finance but also advise on day to day operational issues related to employment, health & safety or logistics.

We are also able to handle complex disputes especially in respect of the sale and transportation of commodities and our team is particularly experienced in international arbitration.

The benefits of working with us include:

- **Sectoral experience** - We advise many clients in the mining and natural resources sector in many areas of law, which demonstrates our vast sectorial expertise and provides the confidence that we fully understand your marketplace.
- **The importance we attach to client care** - Based on traditional values of trust and integrity, we offer a highly personal, partner-led service, whilst at the same time encouraging ambitious young lawyers to play their full part in servicing our clients' needs.
- **Single-source complete legal solution** - We provide a seamless legal and commercial support service whenever and wherever it is needed, delivering efficiencies across the full range of legal disciplines.
- **Breadth of commercial experience** - Our lawyers combine specialist technical expertise and in-depth understanding of our clients' operations with practical common sense, flexibility and all-round commercial experience.
- **Cross-border expertise** - With extensive linguistic capabilities, specialist overseas offices, a global network of contacts, and strong, long-standing, relationships with lawyers, technical experts and other professionals in different jurisdictions throughout the world, we have significant international capability. We are not tied to any exclusive arrangements and are therefore always free to instruct those most suitably qualified to handle individual cases.
- **Competitive and flexible pricing** - Our international strategy does not involve the significant expense of maintaining numerous full service offices overseas; and with our main administrative overheads being borne outside London, we are able to offer the quality of service.

Hill Dickinson facts and figures

-  A full service international commercial law firm
-  Over 200 years of heritage
-  950 employees
-  Over 200 partners and legal directors
-  Offices in Liverpool, Manchester, London, Leeds, Newcastle, Monaco, Piraeus, Singapore and Hong Kong
-  The firm's clients include multinational companies, major corporations, UK plcs, insurance companies, UK and foreign banks and financial institutions, public sector organisations, private individuals and professional bodies
-  Ranked top for number of Base Materials clients in the August 2023 AIM Adviser Ranking Guide.
-  45 notable practitioner listings in Chambers and Partners 2022



Ranked in the Energy & Natural Resources: Mining sector of *Chambers and Partners UK 2023* and *The Legal 500 UK 2023*

Ranked in top tier for Commodities Disputes in *The Legal 500 UK 2022*

Ranked in 22 practice areas in *Chambers and Partners UK 2023*

Recommended as a top-tier firm in 13 practices and 33 leading individuals listed as elite 'Leading lawyers' *The Legal 500 UK 2022*

Key contacts



Grant Anderson
Partner
+44 (0)161 817 7308
grant.anderson@hilldickinson.com



Mark Aspinall
Partner
+44 (0)20 7280 9373
mark.aspinall@hilldickinson.com



Michael Bennett
Partner
+44 (0)20 7280 9340
michael.bennett@hilldickinson.com



Michael Corcoran
Partner
+44 (0)20 7280 9313
michael.corcoran@hilldickinson.com



Francois de Lange
Partner
+44 (0)20 7280 9269
francois.delange@hilldickinson.com



Sam Hudson
Partner
+44 (0)20 7280 9152
sam.hudson@hilldickinson.com



Adrian Jones
Partner
+44 (0)20 7280 9249
adrian.jones@hilldickinson.com



Kevin Lee
Head of Real Estate Litigation (Partner)
+44 (0)20 7280 9350
kevin.lee@hilldickinson.com



Jonathan Morris
Partner
+44 (0)20 7280 9103
jonathan.morris@hilldickinson.com



Roderick Palmer
Partner
+44(0)20 7280 9137
roderick.palmer@hilldickinson.com



Alan Pugh
Partner
+44 (0)151 600 8749
alan.pugh@hilldickinson.com



Jaspal Sekhon
Partner
+44 (0)20 7280 9262
jaspal.sekhon@hilldickinson.com



Paul Taylor
Partner
+44 (0)20 7280 9261
paul.taylor@hilldickinson.com

Additional services

Banking

The banking team covers all aspects of banking and finance, including asset finance, acquisition finance, security, surety bonds, swaps and other capital market products. Two members of the banking team are recognised as leaders in their field.

Commercial litigation

Our commercial litigation team has a strong reputation and we seek to ensure that we give our clients the best advice in all litigation-related matters. Commercial litigation is an area in which the firm has a reputation for adopting a firm yet progressive attitude, and for providing a sound, common-sense approach to dispute resolution.

Commodities

We have extensive experience in contentious and non-contentious matters arising from the international sale and transportation of commodities. Our expertise covers a broad range of commodities, including softs, oils, their by-products, energy and metals.

An intimate knowledge of trade associations' standard forms, rules and practices and extensive experience of High Court disputes enable us to offer clients an unparalleled service.

We act for shippers, traders and endusers as well as their insurers, and we advise trade associations such as the ICA, SAL and RSA as well as working alongside Gafta and FOSFA.

Corporate

Our corporate team advises on all forms of private and public capital raising through debt and equity. It also regularly acts on public and private mergers and acquisitions and joint ventures.

Employment

The employment team advises on all non-contentious and contentious employment and HR matters, acting primarily for employers on employment contracts, remuneration issues, modern slavery, HR policies, and in prosecuting and defending claims in the employment tribunals and courts. We also provide training to clients in the form of tailored seminars and workshops, as well as online support.

Intellectual property

Intellectual property protection and technology transactional issues can be significant factors in the success of a business or organisation. We have a truly full-service offering to our clients, including the full range of legal services needed to register, protect, promote and enforce IPRs.

Real estate

The highly regarded national real estate team provides expert advice on all contentious and non-contentious property matters, including leases, sales, leaseback acquisitions, property development and investment financing, and property joint ventures. We have also advised a number of mining companies in respect of trespass issues in respect of their drill sites.

Regulatory

Our regulatory team provides an integrated corporate regulatory service, which is founded on vast experience of dealing with all relevant regulators including the Competition Commission and Office of Fair Trading.

This team advises on compliance strategy and procedures, in addition to confronting regulatory authorities in the courts and specialist tribunals.

Planning and environmental

Planning and environmental matters are often controversial and require careful consideration. Skilful management and experienced guidance in such cases has earned the firm's planning and environmental team an enviable reputation.

Shipping and logistics

We have one of the largest maritime practices and has more than 100 dedicated marine legal experts, many with first-hand industry experience, including eight former mariners and two yacht masters.

In particular, we have specialist expertise in respect of cargo, freight and logistics whether by boat, rail, air or road.

Personal injury

Our personal injury team has an unrivalled reputation in dealing with personal injury claims from minor incidents to major events involving fatal or serious injuries. We also advise on investigations, public enquiries, emergency planning, health and safety training and criminal proceedings.

Tax

Our team provides advice on a myriad of tax-related areas, including corporate transactions, employee remuneration, property transactions, returning value to shareholders, estate planning for inheritance tax management, use of trusts and foreign domiciliaries.

Construction and engineering

Our team is experienced in standard (LOGIC) onshore/offshore and bespoke oil and gas contracts, providing contract risk reviews, advice, negotiation and drafting. We also offer a dispute avoidance and resolution service for all aspects of the industry including the construction of new facilities and the repair and maintenance of existing facilities.



HILL DICKINSON

About Hill Dickinson

Hill Dickinson is a leading and award-winning international commercial law firm with more than 950 people, including over 200 partners and legal directors. Established in 1810, we have had a successful track record for more than 200 years.

From offices in London, Liverpool, Manchester, Leeds, Piraeus, Singapore, Monaco and Hong Kong, the firm delivers advice and strategic guidance spanning the full legal spectrum.

Our global reach is also enhanced by our international partnerships with other 'best friend' firms worldwide. We only work with partner firms that demonstrate exemplar expertise in the relevant specialism our client requires.

Hill Dickinson is especially well known for being forward thinking and innovative. With a significant international clientèle and reputation, we have a deep understanding of the cross-border cultural and economic factors affecting our clients' markets.

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