

April 27, 2021

Roxgold and Fortuna Combining to Create Premier Gold and Silver Producer

Davies is acting for TSX-listed mining company Roxgold Inc. in its definitive agreement with Fortuna Silver Mines Inc. whereby Fortuna will acquire all the issued and outstanding securities of Roxgold for approximately C\$1.1 billion, via plan of arrangement.

The business combination brings together two highly experienced management teams to create a premier global intermediate gold and silver producer with significant growth potential. Upon completion, existing Fortuna and Roxgold shareholders will own approximately 64.3% and 35.7% of the pro forma company, respectively.

The deal is expected to close in late June or early July and is subject to shareholder approval, signoff by the Supreme Court of British Columbia, stock exchange approval and other closing conditions.

This deal is just the latest example of Davies' involvement in the largest, most transformational public M&A transactions announced in 2021. According to Mergermarket, our firm is number 1 by value in Canada for deals announced this year and the only Canadian firm in the top 20 for global announced deals by value.

The Davies team advising on the transaction includes Melanie Shishler, Aaron Atkinson, Mathieu Taschereau, Shane Freedman and Trevor May (Corporate/M&A); Jim Dinning (Competition); Paul Lamarre and John Lennard (Tax); Sarah Powell (Environment); Natalie Renner (Finance); and Seann McAleese and Guy-Étienne Richard (Employment).