DAVIES



Melanie A. Shishler
Partner

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Expertise
Mergers and Acquisitions
Mining
Corporate Governance
Capital Markets and Securities

Bar Admissions
Ontario, 1999

Dedicated and pragmatic, Melanie is considered “an extremely capable M&A lawyer,” with one client stating she is “one of the best strategic deal counsellors we’ve come across in any sector, not just mining.”

Chambers Global

Melanie’s ability to bring strategic thinking to clients’ public and private mergers and acquisitions is the reason organizations across numerous sectors rely on her expertise for their complex transactions.

A significant portion of Melanie’s M&A practice is working with clients in the mining sector. Her skill in this area has earned Melanie recognition in *Chambers Global* for Mining. She is lead counsel on worldwide and significant M&A initiatives for a variety of senior, intermediate and junior mining companies.

She is well regarded by clients for her insight into the business realities of Canadian and international M&A. Melanie, says a client, “gives frank advice, which is always top notch, but also grounded in commercial sense, regarding what’s possible and how to do the transaction.” (*Chambers Global*)

Melanie is a member of our Management Committee.

Representative Work

Roxmore Resources Inc.
Acting for **Roxmore Resources Inc.** on its C$712-million sale to SSR Mining Inc. by way of a court-approved plan of arrangement, for consideration of cash and shares of a newly-formed spin-out entity that will hold Roxmore’s exploration properties.

Rogers Communications Inc.
Acted for **Rogers Communications Inc.** in its C$4.35 billion acquisition of Kilmer Sports’ 25% ownership stake in Maple Leaf Sports and Entertainment.

BHP
Acted for **BHP** in its US$4.3-billion silver streaming agreement with Wheaton Precious Metals International Ltd. relating to its share of Antamina silver production – the most valuable streaming transaction to date based on upfront consideration received.

Barrick Mining Corporation
Acted for **Barrick Mining Corporation** in the sale of the Hemlo Gold Mine to Carcetti Capital Corp., which is to be renamed to Hemlo Mining Corp. upon closing of the transaction, for up to US$1.09 billion.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in the US$1.1-billion sale of its 50% interest in the Donlin Gold Project in Alaska to affiliates of Paulson Advisers LLC and NOVAGOLD Resources Inc., with an option for NOVAGOLD to purchase related debt.

Rogers Communications Inc.
Acted for **Rogers Communications Inc.** in its C$4.7 billion acquisition of BCE Inc.’s

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ownership stake in Maple Leaf Sports and Entertainment.

Patriot Battery Metals
Acted for **Patriot Battery Metals,** a lithium exploration and development company, in the C$69-million strategic investment, offtake and strategic partnership with Volkswagen and PowerCo, to supply Volkswagen’s battery subsidiary PowerCo's battery cell production activities in Europe and North America.

Edge Copper Corporation
Acted for **Edge Copper Corporation** in its acquisition of the Zonia Copper Project in Arizona from World Copper Ltd. by way of plan of arrangement and concurrent non-brokered private placement financing.

Red 5 Limited
Acted as Canadian counsel to **Red 5 Limited**, an Australia-based gold miner, in a merger of equals with Silver Lake Resources, creating a leading mid-tier gold company with a combined value of approximately A$2.2 billion.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in an auction transaction for the sale of its 50% interest in Kalgoorlie Consolidated Gold Mines in Western Australia, resulting in the sale to Saracen Mineral Holdings Limited for US$750 million.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in its agreements with the governments of Pakistan and Balochistan and three federal state-owned Pakistani entities to reconstitute the Reko Diq Project in the country's Balochistan province, which hosts one of the world's largest undeveloped open pit copper-gold porphyry deposits. The reconstituted project is held 50% by Barrick and 50% by Pakistani stakeholders. A separate agreement provided for Barrick's partner Antofagasta PLC to exit and be replaced by the Pakistani parties in the reconstituted project.

Copper Mountain Mining Corporation
Acted for **Copper Mountain Mining Corporation** in its US$439-million all-share acquisition by Hudbay Minerals Inc. by way of a court approved plan of arrangement.

Roxgold Inc.
Acted for **Roxgold Inc.** in its C$1.1-billion business combination with Fortuna Silver Mines Inc. to create a premier growth-oriented global intermediate gold and silver producer.

SEMAFO Inc.
Acted as counsel to **SEMAFO Inc.** in its US$2.1-billion business combination with Endeavour Mining Corporation by way of plan of arrangement under the *Business Corporations Act* (Québec).

The Pallinghurst Group
Acted for **The Pallinghurst Group**, a private investor in the global natural resources sector, in its joint 50-50 acquisition with Investissement Québec of Québec-based Nemaska Lithium Inc. pursuant to a sales process under the *Companies' Creditors Arrangement Act*. The acquisition was structured as a credit bid with Nemaska's largest secured creditor, Orion Mine Finance, and achieved through a reverse vesting order granted by the Superior Court of Québec and upheld by the Québec Court of Appeal.

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Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in its proposed US$42-billion merger with Newmont Mining Corporation to combine the world's two largest gold companies.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in its historic joint venture with Newmont Mining Corporation, which combined their respective mining operations, assets, reserves and talent in Nevada to create the world's largest gold complex.

The Pallinghurst Group
Acted for **Pallinghurst Lithium Limited**, a UK-based private investor in the global natural resources sector, in the exchange of its indirect 25% ownership interest in Québec-based Nemaska Lithium Inc. for shares of Livent Corporation.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in its recommended US$18.3-billion share-for-share merger with Randgold Resources Limited. This complex and multijurisdictional transaction created an industry-leading gold company with the greatest concentration of tier one gold assets in the industry and a diversified asset portfolio positioned for growth.

Blackstone Tactical Opportunities
Acted for **Blackstone Tactical Opportunities** in its US$460-million sale with Orion Resource Partners of the gold prepay, stream facilities and an offtake agreement in respect of Lundin Gold Inc.'s Fruta del Norte mine to Newcrest Mining Limited.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in an auction transaction for the Veladero gold mine in Argentina which resulted in the sale to Shandong Gold of a 50% interest in the mine for US$960 million.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in connection with its US$610-million sale to Kinross Gold Corporation of non-core assets in Nevada, including a 50% interest in the Round Mountain mine and 100% of the Bald Mountain mine, and related arrangements for a new 50-50 exploration joint venture with Kinross that will own a large land package on the Bald Mountain property.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in an auction transaction for the Zaldívar mine in Chile which resulted in the sale to Antofagasta Plc of a 50% interest in the mine for C$1.005 billion, and related joint venture arrangements.

Barrick Gold Corporation
Acted for **Barrick Gold Corporation** in connection with its US$610-million gold and silver streaming agreement with Royal Gold Inc. for production linked to Barrick's 60 percent interest in the Pueblo Viejo mine.

The Pallinghurst Group
Acted for **The Pallinghurst Group** in its acquisition, through Pallinghurst Nickel International Limited, of a 19.2% interest in Talon Metals Corp. from Resource Capital Fund VI L.P. Talon Metals is a TSX-listed base metals company with a nickel-copper-cobalt project in the United States.

New Gold Inc.

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Acted for **New Gold Inc.** in the sale of its 30% interest in the El Morro copper-gold project in Chile to Goldcorp Inc. in exchange for a $90-million cash payment, a 4% gold stream on life-of-project gold production from the El Morro property and cancellation of a $93-million carried funding loan. In conjunction with the transaction, Goldcorp and Teck Resources Limited announced their intention to combine their respective El Morro and Relincho properties into a 50/50 joint venture with the interim name of Project Corridor.

Oliver Lennox-King

Acted for **Oliver Lennox-King** in connection with his successful proxy contest to replace the entire incumbent board of directors of **Roxgold Inc.**

Barrick Gold Corporation

Acted for **Barrick Gold Corporation** in connection with various strategic equity investments in, and negotiations of investor rights agreements with, Midas Gold Corp., Reunion Gold Corporation and Royal Road Minerals.

BHP Billiton

Acted for **BHP Billiton** in an auction transaction for the sale of its diamond business, comprising its controlling interests in the EKATI Diamond Mine and its Diamonds Marketing operations in Belgium, which resulted in the sale of the business to Dominion Diamond Mines Ltd. for aggregate cash consideration of US$500 million.

Barrick Gold Corporation

Acted for **Barrick Gold Corporation** in an auction for the Porgera gold mine in Papua New Guinea which resulted in the US$298-million sale of a 50% interest in Barrick (Niugini) Limited, the company that owns 95% of and manages the Porgera Joint Venture gold mine in Papua New Guinea, and related strategic cooperation agreements.

Barrick Gold Corporation

Acted for **Barrick Gold Corporation** in an auction transaction for the sale of its 100% interest in the Cowal gold mine in New South Wales, Australia which resulted in the sale of the mine to Evolution Mining Limited for US$550 million.

Barrick Gold Corporation

Acted for **Barrick Gold Corporation** in its sale of a 25% stake in the Cerro Casale Project to Goldcorp, and the negotiation of a 50/50 regional joint venture over the Cerro Casale, Quebrada Seca and Caspiche projects in Chile's Maricunga district. This highly complex and multi-faceted transaction involved the acquisition by Goldcorp of Kinross' entire 25% interest in the Cerro Casale Project and a 25% interest in the project from Barrick, whose holding in the project fell from 75% to 50%. Upon closing of the transaction, the joint venture was established.

Fronteer Gold Inc.

Acted for **Fronteer Gold Inc.** in its $2.3-billion acquisition by Newmont Mining Corporation (now known as Newmont Goldcorp Corporation). The transaction was structured as a plan of arrangement providing for cash consideration and the spin off of shares of Pilot Gold Inc., a new TSX-listed company holding exploration assets, to the former shareholders of Fronteer Gold.

Fronteer Gold Inc.

Acted for **Fronteer Gold Inc.** in its $281-million acquisition of AuEx Ventures Inc. by

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way of a plan of arrangement, including a "spin-off" of AuEx's exploration properties into a new publicly traded vehicle.

Canico Resources Corp.

Acted for the Special Committee of **Canico Resources Corp.** in connection with the $960-million acquisition of Canico Resources by Companhia Vale do Rio Doce (CVRD) (now Vale).

AuRico Gold Inc.

Acted for the Special Committee of **AuRico Gold Inc.** in connection with the sale to Minera Frisco, S.A.B. de C.V., a Mexican public company controlled by Carlos Slim, of Aurico's Ocampo mine in Mexico, together with a 50% joint venture interest in AuRico's Orion Mexican project for US$750 Million.

Barrick Gold Corporation

Acted for **Barrick Gold Corporation** in the up to US$430-million sale to Teranga Gold Corporation of a 90% interest in the Massawa gold project in Senegal by a subsidiary of Barrick and its Senegalese joint venture partner.

Nevada Gold Mines

Acted for **Nevada Gold Mines** (NGM), the Barrick-Newmont joint venture, in its asset exchange agreement to acquire the remaining 40% of the South Arturo property from i-80 Gold Corp in exchange for NGM's Lone Tree and Buffalo Mountain Properties, and in its conditional up to $50-million private placement in i-80 common shares.

Clarica Life Insurance Company

Acted for **Clarica Life Insurance Company** in connection with the merger with Sun Life Financial Services of Canada Inc. in a transaction valued at approximately $7.1 billion.

Fronteer Development Group Inc.

Acted for **Fronteer Development Group Inc.** in its successful unsolicited insider bid for the remaining 58% of Aurora Energy Resources Inc. not already owned by Fronteer, in a transaction valuing Aurora at $175 million.

Roxgold Inc.

Acted for **Roxgold Inc.** in connection with an $18.4-million investment in the company by International Finance Corporation (IFC), a member of the World Bank Group, by way of a non-brokered private placement of 25,783,352 units.

Canwest Global Communications Corp.

Acted for **CanWest Global Communications Corp**., which with Torstar Corporation and Metro International S.A. formed a joint venture to publish English-language free daily newspapers in various Canadian cities. Subsidiaries of CanWest and Torstar will each have a 37.5% interest and a subsidiary of Metro International will have a 25% interest in the new venture.

Barrick Gold Corporation

Acted for **Barrick Gold Corporation** in an auction transaction for the sale of its 50% stake in the South Deep mine in South Africa to Gold Fields Limited, resulting in the sale for total consideration of US$1.525 billion.

Iogen Corporation

Acted for **Iogen Corporation** in connection with its commercial alliance with Royal Dutch Shell plc, the investment made in Iogen by Goldman, Sachs & Co. and its

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financing for the development of Canada's first proposed commercial-scale cellulose ethanol production facility in Saskatchewan.

National United Resources Holdings Limited

Acted as Canadian counsel for **National United Resources Holdings Limited** in connection with its acquisition of a 29.95% interest in SouthGobi Resources Limited.

West Timmins Mining Inc.

Acted for the Special Committee of **West Timmins Mining Inc.** in connection with the $319-million acquisition of West Timmins by Lake Shore Gold Corp. effected through a share exchange plan of arrangement.

Rainy River Resources Ltd.

Acted as Ontario counsel to **Rainy River Resources Ltd.** in the acquisition by New Gold Inc. of Rainy River for $310 million.

True Gold Mining Inc.

Acted for **True Gold Mining Inc.** in connection with a strategic investment by Liberty Metals & Mining Holdings, LLC, pursuant to which Liberty acquired shares of True Gold comprising 19.95% of the issued and outstanding shares of True Gold on a private placement basis. In connection with the private placement, Liberty also acquired a 2% net smelter royalty in respect of True Gold's Karma gold property located in Burkina Faso.

True Gold Mining Inc.

Acted for **True Gold Mining Inc.** in connection with its $51.9-million financing consisting of a $42-million bought deal offering of units by way of short form prospectus and concurrent $9.9-million private placement of units to Liberty Metals & Mining Holdings, LLC, True Gold's largest shareholder.

Rothschild & Co.

Advised **Rothschild & Co.** in its provision of a long form fairness opinion to the special committee and board of directors of GT Gold Corp. in GT Gold's acquisition by Newmont Corporation for approximately $393 million.

Lundin Mining Corporation

Acted for **Lundin Mining Corporation** in its AUD$4.3-million subscription for 14.3% of the shares of PolarX Limited, which secures an option for Lundin Mining to earn a 51% interest in PolarX's Stellar Project by staged spending of US$24 million on exploration and staged payments to PolarX of US$20 million over three years.

Baosteel Resources International Co., Ltd.

Acted for **Baosteel Resources International Co., Ltd.**, part of The Baosteel Group and one of the largest steel producers in China and worldwide, in connection with its investment in Noront Resources Ltd., by way of a private placement.

Niger Uranium Limited

Acted as Canadian counsel to **Niger Uranium Limited** in connection with the demerger of its stake in Kalahari Minerals Plc by way of a special dividend of the Kalahari shares held by it.

Hudson's Bay Company

Acted for a consortium of buyers in the public company auction of **Hudson's Bay Company**, Canada's oldest public company, which was acquired by Jerry Zucker.

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Barrick Gold Corporation

Acted for **Barrick Gold Corporation** in its US$28-million subscription for shares and warrants of Celtic Resources Holdings plc, a London Stock Exchange AIM-listed company with mining interests in Russia and Kazakhstan, as well as participation rights in Celtic's future acquisitions in Kazakhstan.

Soulpepper Theatre Company

Acted for the **Soulpepper Theatre Company** in connection with a joint venture with George Brown College to develop the Young Centre for the Performing Arts, a theatre and educational complex in Toronto's historic distillery district.

Barrick Gold Corporation

Acted for **Barrick Gold Corporation** in an integrated transaction involving (i) the sale by Barrick of all of the shares of Bullfrog Mines LLC to Bullfrog Gold Corp., a U.S.-based gold and silver exploration company; and (ii) a concurrent $22 million equity investment in Bullfrog Gold by Augusta Investments Inc. and certain individuals identified by Augusta.

Augusta Capital Corporation

Acting for **Augusta Capital Corporation** in its US$200-million earn-in agreement with Gold Reserve Ltd. to acquire 50% of Gold Reserve’s interest in the Siembra Minera gold and copper mining project in Venezuela.

Recognitions

Chambers Global
Mining (International and Cross-Border)
Band 1; Foreign Expert

Chambers Global
Corporate M&A

Chambers Canada
Energy and Natural Resources: Mining
Band 1

Chambers Canada
Corporate/Commercial: Ontario

IFLR1000
Mergers and Acquisitions

Legal 500 Canada
Energy and Natural Resources: Mining
Leading Partner

Lexpert Special Edition
Finance; Mining; M&A

Lexpert Rising Stars
Leading Lawyers 40 and Under

Lexpert 500 Cross Border
Mergers & Acquisitions

Lexpert Zenith Award
Pro Bono

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Lexpert (CLLD)
Corporate Commercial Law; Corporate Finance and Securities; Mergers and Acquisitions; Mining

Best Lawyers Canada
Corporate Governance Practice; Mergers and Acquisitions Law; Mining Law; Natural Resources Law; Securities Law

Thomson Reuters
Stand-Out Lawyers

External Engagements

Article
Public Mergers and Acquisitions in Canada: Overview, co-author
Nov 1, 2021
Practical Law – *Mergers and Acquisitions Global Guide* (Thomson Reuters)

Article
Canada Energy & Natural Resources: Mining Introduction
Dec 31, 2014
Chambers Global 2014 (Chambers & Partners)

Speaking Engagement
Osgoode Hall Law School, M&A Skills Boot Camp, "Structuring the Deal"; Toronto, ON
Apr 1, 2014

Speaking Engagement
Federated Press, 6th International Joint Ventures, "Structuring a Joint Venture"; Toronto, ON
Dec 12, 2013

Speaking Engagement
Osgoode Hall Law School, JD/MBA Conference Intersection of Law, Business and Mining, "Heigh-Ho! Off to Work in Mining Law Practice"
Feb 5, 2013

Insights

Roxmore Announces $712-Million Sale to SSR Mining
Oct 15, 2026

Davies Lawyers Recognized by *Best Lawyers*
Sep 3, 2026

Lexpert Recognizes Davies' Expertise in Mining
Sep 2, 2026

Lexpert Recognizes Davies' M&A Expertise
Apr 15, 2026

Lexpert Affirms Davies' Position as a Leading Firm
Mar 17, 2026

Lexpert Recognizes Davies' Expertise in Mining
Sep 3, 2025

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Barrick to Sell Stake in Donlin Gold Project
Apr 24, 2025

Lexpert Special Edition Recognizes Davies' Expertise in Finance
Apr 16, 2025

Lexpert Special Edition Recognizes Davies' Expertise in M&A
Apr 16, 2025

Davies Named Canada M&A Legal Advisory Firm of the Year by Mergermarket
Jun 18, 2021

Roxgold and Fortuna Combining to Create Premier Gold and Silver Producer
Apr 27, 2021

Education

University of Toronto, LLB, 1997
McGill University, BA Classics (with Great Distinction), 1994

Bar Admissions

Ontario, 1999

Community Involvement

Canadian Stage Company, former director
Doug Philpott Inner-City Children's Tennis Fund, former director
University of Toronto Faculty of Law Review, former Co-Editor-in-Chief