



Robb McNaughton

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Robb is a partner at the national law firm of Borden Ladner Gervais LLP in the M&A and Capital Markets Group.

Robb is recognized by the Canadian Legal Lexpert Directory as a top attorney in Canada and his recognitions include the Canadian Law Awards Mid-market M&A Deal of the Year. Robb is a national leader in public listings on CBOE Canada and the TSX. He has been a leader in innovation and his accomplishments include RTO structures for CBOE Canada listings, and the first trust and international capital pool companies, among other things. Robb is a member of the National Advisory Committee of the TSX Venture Exchange.

Robb's professional experience includes working as the vice-president of Strategy and Corporate Operations at Assante Corporation, a financial services company formerly listed on the Toronto Stock Exchange that was sold to CI Financial for approximately \$850 million. He was previously an executive of a large private company in Japan.

Robb sits on multiple public and private company boards of directors and has a large shareholder activism practice specializing in hostile and special situations.

Experience

- Creating the structure and leading the team for the approximately \$125 million capital raise and listing of a Bitcoin treasury corporation

- Leading the legal team on the sale of one of Canada's largest developers of carbon offset credits to a Canadian national bank
- Leading the legal team on the approximately \$70 million acquisition of a private Canadian lithium company by an ASX listed corporation
- Advising a boutique investment bank on its \$56 million bought deal financing of a TSX listed uranium company with assets in Africa
- Advising on the concurrent financing of \$20,000,000 and listing on the NEO Exchange of a decentralized finance infrastructure and technology company.
- Advising on a subscription receipt financing of \$34,000,000 and listing on the TSXV of a copper and gold mine located in the Yukon.
- Advising an underwriter on a bought deal private placement of \$35,000,000 of a TSX listed uranium corporation.
- Advising a Swiss bank on the structuring and implementation of an opportunistic real estate fund.
- Advising on the dual listing of an Australian mining listed corporation on the TSX Venture Exchange.
- Advising on the three-cornered amalgamation of a gold streaming company with a capital pool company as its public listing and qualifying transaction.
- Advising on the prospectus offering and listing of a Hong Kong company with resource assets in Mali.
- Representing a B.C. hedge fund in a successful dissident proxy battle that defeated an entrenched management team.
- Representing the dissident team in a successful proxy battle that replaced the incumbent board.
- Representing management in a successful proxy battle that defended the existing management team.
- Designing and structuring oil and gas product for the New York office of a leading global investment bank.
- Advising on the share exchange, financing and listing of an infrastructure group that operates across Canada.
- Advising on the \$125 million long-form prospectus offering of subscription receipts to acquire oil assets in Saskatchewan.
- Advising on the management buy-out of a Canadian-based retailer for \$89 million.
- Advising on the prospectus rights offering of an energy company with a market capitalization of \$115 million.
- Advising on the \$5 million subscription receipt financing and listing of an oil and gas play with properties in Jamaica and Guyana.
- Working with a transaction team on a \$45 million merger and reorganization of periodical wholesalers.
- Advising on the three-cornered amalgamation and \$25 million subscription receipt offering of a mining play with properties in Serbia.
- Drafting documents for a tax-driven reorganization of a uniform provider with \$2 billion dollars in revenues.
- Drafting the investment policy statement, authorization guidelines and unanimous shareholders agreement for a large private financial services corporation.

Insights & Events

- Speaker, "Going Public on TSX Workshop: A practical workshop on going public on TSX or TSX Venture, including current market conditions, listing requirements, and success factors," Web 3 Expo, Las Vegas, October 2022
- Presenter, "Market View of Opportunities in the Emerging E&P Cycle," CGEF (Canadian Global Exploration Forum) Conference at the Global Petroleum Show, June 2018
- Quoted, "REITs get a new route to market," Listed, October 4, 2017

- Interviewed, "Inside Canada's newest capital pool company," Wealth Professional, August 18, 2017
- Quoted, "Trusts enter the world of capital pool companies to offer tax, time and cost advantages," The Financial Post, August 16, 2017
- Panelist, "Capital Strategies in a Low Price Environment," CGEF (Canadian Global Exploration Forum) Conference at the Global Petroleum Show, 2016
- Speaker and conference organizer Ivey Venture Forum

Beyond our Walls

Professional Involvement

- Member, National Advisory Committee of the TSX Venture Exchange.
- Member, Canadian Bar Association
- Member, Law Society of Alberta
- Member, Calgary Bar Association

Community Involvement

- Past Director, Ivey Alumni Association

Awards & Recognitions

- Recognized in the 2025 edition of *The Best Lawyers in Canada*® (Mergers and Acquisitions Law, Securities Law, Corporate Law) and since 2023 (Cannabis Law)
- Recognized in the 2025 edition (and since 2021) of the *Canadian Legal Lexpert Directory* (Corporate Mid-Market), in the 2024 edition (Corporate Finance & Securities, Mining) and in the 2023 edition (and since 2021) (Mining)
- Recognized in the 2025 and 2022 editions of *Lexpert Special Edition: Finance and M&A*
- Recognized in the 2024 edition of *Lexpert Special Edition: Energy and Mining*
- Recognized in the 2024 edition (and since 2022) of *Lexpert Special Edition: Technology & Health Sciences*
- Recognized in the 2023 edition (and since 2022) of *Lexpert Special Edition: Mining*
- Recognized in the 2023 edition (and since 2022) of *Lexpert Special Edition: Energy*
- Recognized in the 2021 edition of the *Canadian Legal Lexpert Directory* (a top attorney in Canada).
- Recognized by the *Canada Law Awards* for Mid-Market M&A Deal of the Year.

Bar Admission & Education

- Alberta, 2005
- Ontario, 2002
- MBA (Dean's list), Université de Western Ontario, 2000
- LLB, Université de Western Ontario, 2000
- BA (Hons.), Université Queen's, 1991

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Borden Ladner Gervais S.E.N.C.R.L., S.R.L. (BLG) est le plus grand cabinet d'avocats canadien véritablement multiservices. À ce titre, il offre des conseils juridiques pratiques à des clients d'ici et d'ailleurs dans plus de domaines et de secteurs que tout autre cabinet canadien. Comptant plus de 725 avocats, agents de propriété intellectuelle et autres professionnels, BLG répond aux besoins juridiques d'entreprises et d'institutions au pays comme à l'étranger pour ce qui touche les fusions et acquisitions, les marchés financiers, les différends et le financement ou encore l'enregistrement de brevets et de marques de commerce.

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