

Wayne Egan

Co-Managing Partner

Toronto

Tel: 416.947.5086

Mobile: 416.843.2434

Fax: 416.365.1876

Email: wegan@weirfoulds.com



Practice Areas

Corporate

Investment Funds

Mergers & Acquisitions

Mining

Private Equity

Securities & Public Companies

International/Cross Border

Wayne Egan is the Co-Managing Partner at WeirFoulds. He also practises in the area of securities and corporate law, focusing on advising clients involved in raising money, considering and implementing going public transactions and meeting legal obligations existing in the public markets.

Wayne is experienced in advising private and public corporations on various financing and regulatory matters, including initial public offerings, private placements, mergers and acquisitions, reorganizations and stock exchange listing applications. Wayne couples his deep understanding of the highly technical and complex nature of securities law with his ability to provide clients with clear guidance and easy to understand advice in a timely and efficient manner.

Wayne is currently on the board of directors for Canadian junior oil company, James Bay Resources Limited and has years of previous experience serving as a director on a number of boards for public companies in various industries. This gives him a unique insight into the challenges his clients face allowing him to partner more effectively with clients' management teams and other professional advisors to achieve the best outcome.

He recently acted on:

- financings for resource, high-tech and industrial companies in Canada
- M&A transactions for international industrial and resource clients
- cross border initial public offerings
- registrations for investment fund clients, counsellors and dealers

Wayne has acted for investment dealers and investment advisors in a broad range of financing transactions and has represented investment and mutual funds with regard to regulatory registrations and qualification for distribution across Canada. His corporate law experience also includes matters relating to share purchase and sale agreements, shareholder agreements and commercial contracts.

WeirFoulds LLP

4100 – 66 Wellington St. West
PO Box 35, TD Bank Tower
Toronto, ON M5K 1B7

www.weirfoulds.com

He has presented at client and professional seminars and authored several papers on corporate governance issues.

Called to the Bar	Education	Affiliations
<ul style="list-style-type: none">• Ontario (1990)	<ul style="list-style-type: none">• LL.B., Queen's University, 1988• B.Comm., University of Toronto, 1985	<ul style="list-style-type: none">• Ontario Bar Association

Significant Transactions

Acted for Arena Investors, LP in connection with the negotiation of a recapitalization of Lithium Energi Exploration, Inc. (TSXV: LEXI), which included the settlement of amounts owing by LEXI under an earlier credit facility, the negotiation of a new credit facility to LEXI for up to C\$15M, with an initial draw-down of C\$7M, and the negotiation of a lithium brine processing agreement allowing LEXI to access and utilize a direct lithium extraction technology developed and owned by International Battery Metals, Ltd. March 2023.

Acted for Norrep Capital Management Ltd in completing the initial public offering of the Norrep Short Duration 2017 Flow-Through Limited Partnership, July 2017

Acted for Harte Gold (TSX:HRT / OTC: HRTFF / Frankfurt: H4O) on the closing of \$25 Million Bought Deal Private Placement including the Exercise in Full of the Underwriters' Option, July 2017

Acted for Honeywell (NYSE:HON) in the acquisition by plan of arrangement of COM DEV International Ltd. (TSX:CDV), a leading satellite and space components provider of switches and multiplexers, February 2016

Acted for Soltoro Ltd. (TSX Venture: SOL) in connection with its successful disposition by plan of arrangement to Agnico Eagle Mines Limited pursuant to which Agnico Eagle acquired 100% of the issued and outstanding common shares of Soltoro for total consideration of approximately C\$32 million

Initial public offering of Canadian Solar Inc., a Canadian solar power company operating in China and listed on the NASDAQ (NASDAQ: CSIQ) in a US \$122 million financing

Acted for Exall Resources Limited (TSX: EXL) in its merger with Southern Star Resources Inc. (TSX: SSR) to form the \$800 million gold exploration company Gold Eagles Resources Limited (TSX: GEA)

Acted for Acuity Funds Ltd. and its group of Acuity mutual funds, closed-end funds listed on the TSX and pooled funds, a mutual fund group that represents over \$8 billion in assets under administration

Acted as counsel for a TSX listed company in connection with a dissident shareholder action and contested shareholder meeting

Acts for a variety of listed companies in Canada (TSX and TSX Venture) that have raised in excess of

\$750 million in initial and secondary financing over the past 2 years

Awards

- Acritas Stars: Independently Rated Lawyers (Nominated as a stand-out lawyer by senior in-house counsel)
- Repeatedly recognized by *Best Lawyers in Canada* as a leading lawyer in Securities Law and Mining Law
- Repeatedly recognized in the *Canadian Legal Lexpert Directory* as a leading lawyer in Corporate Mid-Market
- Recognized in *Lexpert® Leading Canadian Lawyers in Global Mining 2013/2014 Special Edition*

Professional Activities

Instructor, Corporate Law, Bar Admission Course, Law Society of Upper Canada

Corporate Directorship

James Bay Resources Limited

Speaking Engagements

- Co-author and Presenter, "Mining 101 - Your First Joint Venture", Ontario Bar Association, *Natural Resources and Energy Law*, Toronto, May 19, 2010
- Presenter, "Due Diligence - A Canadian Perspective", International Business Communications, *Private Equity Investments in Emerging Markets*, New York
- Author and Presenter, "Mutual Funds - Getting Started", Ontario Bar Association, *A Securities Law Primer*, Toronto, April 5, 1997
- Co-author, "Structuring the Transaction: Legal Considerations", The Canadian Institute, *Public/Private Partnerships for Infrastructure Development*

Papers

"O'Brien's Forms – Chapter 41 – Mines and Minerals" Section

"Directors' Liability – Crucial Concerns" (co-authored with John L. Pandell) – Fifth Annual Contemporary Legal Issues Conference: New Legal Products, New Legal Problems

"Multi-National Offerings of Debt and Equity Securities" (co-author) – Young Lawyers International Association, London Congress

"Chapter 4, "Canada", International Markets and Securities Regulation, (co-author) United States, Clark Borden

Publications

- [Going Public in Canada – Listing on the TSX, TSX V, CSE or Cboe Canada, October 24, 2024](#)
- [Client Newsletter – Fall 2014, September 29, 2014](#)
- [OSC Finds Mining Disclosure Misses the Mark, July 22, 2013](#)
- [2013 Ontario Budget: Capital Markets Essentials, May 21, 2013](#)
- [2013 Federal Budget – Essentials for the Mining Industry, May 03, 2013](#)
- [Quiz: Securities, Sports and Leisure – Get in the Game, October 01, 2010](#)