



## Roland Hurst

Vancouver, Toronto

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roland.hurst@mcmillan.ca

### education and year of call

- Called to the British Columbia bar - 2011
- Called to the Ontario bar - 2018
- University of Pennsylvania (Wharton Business School), Business Foundations Specialization Certificate - 2015
- University of London, LL.M. (International Business) - 2010
- University of Victoria, J.D. - 2009
- Canadian Securities Institute, Canadian Securities Certificate - 2008
- University of British Columbia, B.A. - 2006

### practice areas

business formation  
business law  
capital markets  
corporate finance  
mergers and acquisitions  
public disclosures  
stock exchange listings

### industries

electricity and utilities  
media, communications and entertainment  
mining  
natural resources  
telecommunications

### profile

Roland is a business lawyer with a focus on corporate finance & securities regulation and mergers & acquisitions. He is a trusted advisor to his clients and regularly advises public and private companies, boards of directors, and entrepreneurs on corporate and commercial, mergers and acquisitions, equity and debt financing, and securities and corporate governance compliance and disclosure matters. He works closely with Canadian and international companies and their stakeholders in connection with the formation and financing of business ventures, strategic domestic and cross-border mergers and acquisitions, and domestic and cross-border public and private securities offerings.

In addition to transactional work, Roland regularly negotiates, drafts, and implements commercial agreements for clients operating in a wide variety of industries, including companies active in the mining, power generation, oil & gas, hospitality, and technology sectors.

Roland is a member of the Law Society of British Columbia and the Vancouver Bar Association. He is also a Member of the Canadian Bar Association.

### directorships and professional associations

- Canadian Bar Association (British Columbia Branch)
- Business Law Subsection – Current Executive Committee Member (2016/2017)
- Securities Law Subsection – Member
- The Law Society of British Columbia - Member

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- Association of Corporate Growth - Member
- Prospectors and Developers Association of Canada - Member
- Vancouver Mining Alliance - Member
- Young Mining Professionals (Vancouver Branch) - Member

## representative matters

### Sample representative matters include:

#### Corporate Finance

- Canadian counsel to the issuer in connection with a Canadian mining company's \$1.83 billion rights offering on the Toronto Stock Exchange and New York Stock Exchange.
- Canadian counsel to the issuer in connection with a Canadian mining company's \$1.18 billion rights offering on the Toronto Stock Exchange and New York Stock Exchange.
- Canadian counsel to the issuer in connection with a Canadian mining company's \$493 million initial public offering on the Toronto Stock Exchange.
- Canadian counsel to the issuer in connection with a US mining company's \$350 million offering of 9.75% senior secured first priority notes.
- Canadian counsel to the issuer in connection with a Canadian mining company's \$50 million equity offering.
- Canadian counsel to the issuer in connection with a Canadian mining company's reverse takeover and listing on the Toronto Venture Exchange for \$4 million.
- Canadian counsel to dozens of issuers in the junior mining and technology start-up industries in connection with numerous private placement financings ranging from tens of thousands of dollars to tens of millions of dollars.

#### Securities Regulation and Corporate Governance

- Regularly advise public companies on compliance with continuous disclosure obligations under Canadian securities laws and stock exchange rules. Extensive experience drafting continuous disclosure documents, including: management information circulars, annual information forms, management discussion and analysis, exempt distributions reports, material change reports and press releases.
- Regularly advise public mining companies on compliance with National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*, including the review of National Instrument 43-101 Technical Reports.
- Regularly advise public companies on board of directors and board committee obligations and corporate governance best

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practices, including experience drafting board and committee charters and operating guidelines.

## **Mergers & Acquisitions**

- Canadian counsel to the purchaser in connection with a US power generation company's \$1.1 billion acquisition of a Canadian power generation company.
- Canadian counsel to the purchaser in connection with a Japanese investment bank's purchase of a 27% interest in a global finance firm for \$998 million.
- Canadian counsel to the purchaser in connection with a US mining company's \$700 million acquisition of a Canadian mining company.
- Canadian counsel to the vendor in connection with a US mining company's sale of 25% life-of-mine gold production for \$310 million.
- Canadian counsel to the purchaser in connection with a Japanese hotel chain's purchase of a Canadian hotel chain for \$210 million.
- Canadian counsel to the vendor in connection with a Canadian oil and gas company's sale of oil and gas assets for \$105 million.
- Canadian counsel to the vendor in connection with the sale of its restaurant business for \$90 million.
- Canadian counsel to the vendor in connection with a restaurant chain's sale of a 51% interest in the company for \$85 million.
- Canadian counsel to the vendor in connection with a Canadian oil and gas company's sale of one of its subsidiaries for \$45 million.
- Canadian counsel to the purchaser in connection with the purchase of a GPS focused technology company for \$13 million.
- Canadian counsel to dozens of purchasers and vendors in connection with the purchase and sale of numerous private companies by way of both share purchase and asset purchase transactions.
- Canadian counsel to dozens of shareholders in connection with private company shareholder disputes and subsequent buyouts.

## **community involvement**

- Royal Vancouver Yacht Club – AI Committee – Current Board Member (2016/2017)

## **publications**



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**October 2019**

The Next Phase of Canadian Cannabis  
Obiter Dicta

**June 2019**

The Next Phase of Canadian Cannabis: What to Expect in 2019  
and Beyond  
Business Law Bulletin

**November 2018**

Breaking New Ground: SEC Updates Rules to Modernize  
Property Disclosures Required for Mining Issuers  
Mining Law Bulletin