



James Munro*

Vancouver

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*Law Corporation

education and year of call

- Called to the British Columbia bar - 2005
- Queen's University, LLB - 2004
- University of British Columbia, BA - 2000

practice areas

capital markets
business law
mergers and acquisitions
corporate finance
corporate governance
going private
public disclosures
takeover bids

industries

food, beverage and agribusiness
mining
energy
private equity - buyouts & venture
capital investment
cannabis practice group

profile

James Munro is a partner in the firm's Capital Markets group in Vancouver. His practice focuses on securities, corporate finance, cannabis law and mining law.

As part of his securities and corporate finance practice, James advises private and public clients in a range of industries in connection with venture capital financings, initial public offerings, private placements, public equity and debt financings, mergers and acquisitions, stock exchange listings, corporate governance, securities regulatory matters, contested shareholder meetings and proxy contests, and general corporate and securities law matters.

As part of his medical cannabis practice, James advises both Canadian private and public clients with respect to a broad range of licensing, transaction, and corporate compliance matters. James co-founded the firm's Cannabis Practice Group in 2016.

As part of his mining law practice, James advises private and public clients with respect to property option agreements, joint venture agreements, earn-in and farm-out agreements, royalty agreements, strategic alliances, asset purchase and sale transactions, surface right matters, and technical disclosure.

James was seconded to Cravath, Swaine & Moore LLP in New York as a Foreign Associate from September 2005 to September 2006.

directorships and professional associations

- Vancouver Bar Association

- Canadian Bar Association
- Rocky Mountain Mineral Law Foundation

representative matters

- Acted for Harvest One Cannabis Inc. in its acquisition of ACMPR Licensed Medical Cannabis Producer and Swiss Medical Cannabis-Based Health Products company. The transaction was valued at approximately \$50 million (inclusive of acquisition cost and retirement of debt).
- Acted for iAnthus Capital Holdings, Inc. as lead counsel in connection with a \$20 million bought deal private placement of 8% unsecured convertible debentures.
- Acted for Bit Stew Systems Inc. in connection with the acquisition of Bit Stew by GE Digital, via a plan of arrangement. The transaction was valued at \$153-million (U.S.).
- Acted for iAnthus Capital Holdings, Inc. as lead counsel in connection with a \$20 million bought deal and concurrent \$1.5 million non-brokered private placement. The financing was the first bought deal offering to be completed on the Canadian Securities Exchange.
- Acted for iAnthus Capital Management, LLC in the completion of its reverse merger with Genarca Holdings Ltd. Concurrent with the closing, the Company changed its name from Genarca Holdings Ltd. to iAnthus Capital Holdings, Inc. and had 16,900,000 total shares outstanding. In connection with the listing iAnthus raised \$6,706,000.
- Acted for Sanatana Resources Inc. in a decision that awarded significant costs to Sanatana by the Ontario Mining and Lands Commissioner.
- Acted for a Toronto Stock Exchange listed issuer in connection with a US\$170 million senior subordinated note offering.
- Acted for a Toronto Stock Exchange listed issuer in connection with its merger, through a plan of arrangement, with another Toronto Stock Exchange issuer (transaction value \$27 million).
- Acted for a TSX Venture Exchange listed issuer in connection with the acquisition of gas lease blocks in the Gulf of New Mexico and associated development funding (transaction value \$60 million).
- Acted for a TSX Venture Exchange issuer in connection with a \$30 million private placement financing.
- Acted for a TSX Venture Exchange issuer in connection with the acquisition of a producing gold and silver mine located in Mexico (transaction value US\$26 million).

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- Acted for a TSX Venture Exchange issuer in connection with a base metals streaming agreement (transaction value \$8.5 million).
- Acted for a TSX Venture Exchange Capital Pool Company in connection with its Qualifying Transaction and related private placement financing (transaction value \$6.5 million).

media mentions

- "[Vancouver law firms vie for cannabis-related clients](#)", *Business in Vancouver*, June 5, 2019
- "[Pot is becoming an earner for once reluctant Toronto law firms](#)", by Kristine Owrarn, *BNN Bloomberg*, November 21, 2018
- "[Canadian regulator finds cannabis company disclosures inadequate](#)", by John Tilak, *Reuters*, October 10, 2018
- "[Canadians skeptical law enforcement agencies are ready for cannabis](#)", by Alexia Kapralos, *Canadian Lawyer*, October 3, 2018
- "[B.C. behind the curve on retailing recreational cannabis on eve of legalization](#)", by Derrick Penner, *Vancouver Sun*, September 18, 2018
- "[Vancouver conference tracks progress, tackles uncertainties at cusp of legalizing cannabis](#)", by Derrick Penner, *Vancouver Sun*, updated June 21, 2018
- "[Politics and Societal Moral Concerns add Layers of Complexity to Legitimizing the Sale of Cannabis](#)", by Julius Melnitzer, *Lexpert Magazine*, June, 2018
- "[Queen's Law Reports 2018 \(page 28\)](#)", *Queen's University*, 2018
- "[B.C. cannabis sales model 'fully rooted in the current landscape'](#)", by Ian Burns, *The Lawyer's Daily*, December 13, 2017
- "[Alberta cannabis framework notable for flexibility purchase options: experts](#)", by Ian Burns, *The Lawyer's Daily*, November 22, 2017
- "[Doing business in U.S. marijuana market a risky venture for Canadian firms: experts](#)", by Ian Burns, *The Lawyer's Daily*, October 23, 2017
- "[James Munro tells The Lawyer's Daily that B.C. needs to catch-up on cannabis legalization](#)", by Ian Burns, *The Lawyer's Daily*, September 29th, 2017
- "[TMX clearing shift would undermine system, Canada pot firm says](#)", by Jen Skerritt, *Financial Post*, August 23, 2017
- "[McMillan study documents rapid growth of anti-ambush proxy battle rules](#)", by Drew Hasselback, *Financial Post*,

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September 26, 2013

- Keynote Speaker at Canaccord Genuity's Cannabis Investor Day, January 26, 2017

publications

June 2019

Cannabis Law
Queen's Law Reports

June 2019

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

September 2018

B.C. behind the curve on retailing recreational cannabis on eve of legalization

June 2018

Cannabis in the Capital Markets

June 2018

Legalizing and Regulating Marijuana
Queen's Law Reports 2018 page 28

May 2018

B.C. Government Unveils Trio of Cannabis Bills for Provincial Cannabis Regulation
Business Law Bulletin

February 2018

B.C.'s Budding Industry:
Provincial Government Announces New Key Policy Decisions on Cannabis
Business Law Bulletin

December 1, 2017

Legal Cannabis: Five Things You Need to Know About 'Edibles'
The Lawyer's Daily

October 2017

Common Sense Guidance Offers Clarity to Issuers: CSA Confirms Disclosure-Based Rules for Issuers Involved in U.S. Marijuana-Related Activities
Capital Markets Bulletin

August 2017

Strong Roots in Stormy Weather: Federal Government Affirms Commitment to Legalize Cannabis by July 2018 in Light of Premier Uncertainty
Capital Market Bulletin

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July 2017

Compliant at this Time: Canada's Options Regarding its Treaty Obligations and the Legalization and Regulation of Non-Medical Cannabis
Capital Market Bulletin

April 2017

Prohibition to Go Up in Smoke: Government of Canada Introduces Legislation to Legalize and Regulate Non-Medical Access to Cannabis
Capital Markets Bulletin

December 2016

Task Force Releases Report on Cannabis Legalization in Canada
Business Law Bulletin

May 2016

Venture Issuers are Reminded to Consider Recent Regulatory Developments
Securities Bulletin

July 2014

Ontario Court Rules in Favour of Dissident in Interpreting Provision in Advance Notice Policy—Would Consideration of US Jurisprudence Have Changed the Result?
Securities Bulletin

presentations

May 2019

Discover the Global Opportunities in the Hemp
Panelist, Hemp Luncheon by McMillan LLP and CanCham HK, Admiralty, Hong Kong

January 11, 2019

Business Growth Strategies: Collaborations, Partnerships & M&As
Lift & Co. Cannabis Expo, Vancouver, British Columbia

October 30, 2018

First Mover Advantage: The Legalization of Adult Use Cannabis in Canada
Co-Host of the McMillan LLP Cannabis Conference, Toronto

September 2018

Cannabusiness, A Case Study on Starting Up in an Emerging Industry
Panelist, Vancouver Startup Week, Vancouver, British Columbia

June 2018

Cannabis in the Capital Markets
Speaker, International Cannabis Business Conference, Vancouver, British Columbia



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May 2018

Budding New Law: The Cannabis Potential

January 12, 2018

Canadian Cannabis in the Global Context

Panelist, Lift Cannabis Expo, Vancouver, British Columbia

May 2017

Canadian Securities Exchange Stockpools

Presenter, Cannabis Investment Challenge, Vancouver, British Columbia

April 2017

Securities Law: CLEBC Advanced Securities – 2017 Update

Co-presenter, Acting for Companies in Unusual Industries: A Marijuana Sampler, Vancouver, British Columbia

January 2017

Cannabis Legalization in Canada: Social, Legal and Political Hurdles

Canaccord Genuity's Cannabis Investor Day, Vancouver, British Columbia