



**Denis G. Silva**

**Partner**

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Denis G. Silva focuses his practice on corporate finance and mergers and acquisitions and has extensive experience advising public and private clients in the mining, technology and financial sectors on a full range of business law matters.

Denis regularly assists companies and dealers on capital markets transactions, mergers and acquisitions, reorganizations, options and joint ventures, proxy contests, and exchange listings. He is also experienced in a broad spectrum of securities products, including equity and debt securities, and has worked on numerous financing transactions. Denis has been recognized in Lexpert as a leading lawyer in mining, cannabis and corporate mergers & acquisitions.

Notable experience:

- Metalla Royalty & Streaming on its US\$35 million At-The-Market Equity Program
- Draganfly on its Nasdaq listing and US\$20 million US prospectus offering
- Neptune Digital Assets on its \$40 million institutional investment
- Nova Royalty on its public listing on the TSX Venture Exchange, \$15 million prospectus offering and \$15 million loan facility with Beedie Capital
- Brixton Metals on USD\$44.5 million joint venture agreement on Hog Heaven copper-silver-gold project
- Needham, Canaccord Genuity and Raymond James on a US\$69 million public offering of common shares of Absolute Software and concurrent initial listing on the Nasdaq
- Adventus Mining Corporation in connection with its \$38 million bought deal public offering of common shares
- Metalla Royalty & Streaming Ltd. in connection with a USD\$23 million secondary offering of common shares by Coeur Mining, Inc.
- Askott Entertainment Inc. in connection with a \$50 million reverse takeover transaction of FansUnite Entertainment Inc., private placement and listing on the Canadian Securities Exchange
- Tempus Resources Limited in its acquisition of the Blackdome-Elizabeth Mine in British Columbia from Skeena Resources Limited

In addition to traditional legal advice and services, Denis provides value for his clients by leveraging his network to facilitate introductions, originate deals and generate revenue for his clients and referral sources.

- Corporate
- Mergers and Acquisitions
- Capital Markets
- Finance
- Emerging Growth and Venture Capital
- Private Equity

- Mining
- Energy and Natural Resources
- Technology

English Portuguese

## LANGUAGES SPOKEN

- English
- Portuguese

## EXPERIENCE

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- Metalla Royalty & Streaming on its US\$35 million At-The-Market Equity Program
- Neptune Digital Assets on its \$40 million institutional investment
- FPX Nickel Corp. on its \$16.1 million bought deal public offering
- Brixton Metals on USD\$44.5 million joint venture agreement on Hog Heaven copper-silver-gold project
- Nova Royalty on \$25 million at-the-market equity program
- FansUnite Entertainment in \$27 million prospectus offering
- Metalla Royalty & Streaming Ltd. in its acquisition of a portfolio of royalty assets from Alamos Gold Inc.
- Metalla Royalty & Streaming Ltd. in connection with a \$35 million convertible loan facility with Beedie Capital to fund acquisitions of new royalties and streams
- Draganfly Inc. in connection with a recapitalization, reverse takeover transaction and listing on the Canadian Securities Exchange
- Adventus Mining Corporation in connection with a bought deal placement of common shares
- Wikileaf Technologies Inc. with respect to its reverse takeover transaction, private placement and listing on the Canadian Securities Exchange
- Metalla Royalty & Streaming Ltd. in its acquisition of a net smelter royalty on St. Barbara Limited's Fifteen Mile Stream project in Nova Scotia
- Brixton Metals Corporation with respect to its private placement of securities, including a strategic investment by Eric Sprott
- Adventus Mining Corporation with respect to its private placement of common shares, led by Unionar S.A., a subsidiary of Consorcio Nobis S.A., one of Ecuador's largest private business conglomerates
- Nova Royalty Corp. in its acquisition of a portfolio of royalties from Pacific Empire Minerals Corp.
- Neptune Dash Technologies Corp in connection with its private placement and listing on the TSX Venture Exchange
- Nova Royalty Corp. in its acquisition of a net smelter return royalty on the Dumont Nickel-Cobalt project
- Maverix Metals Inc. in its acquisition of a net smelter return royalty on the Silvertip Mine
- Underwriters in connection with various private placements and public offerings of securities

## CREDENTIALS

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### Admissions

- British Columbia, 2009

### Recognitions

- *Canadian Legal Lexpert Directory* (Corporate Mid-Market), 2019-2021
- *Lexpert Special Edition Mining*, 2020
- *Lexpert Special Edition Agribusiness and Cannabis*, 2020
- *The Legal 500 Canada* (Cannabis) 2022; (Technology) 2022; (Corporate M&A) 2022

### Education

- LLB, University of British Columbia, 2008

- MPA, Queen's University, 2004
- BA, University of British Columbia, 2002

## Memberships

- Canadian Bar Association
- Law Society of British Columbia

## INSIGHTS

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### Publications

#### **The OBCA's directors' residency requirement is no more, but is it enough for Pubco's?**

25 June 2021

On July 5, 2021, the Ontario government will be making significant amendments to the *Business Corporations Act* pursuant to Bill 213, *Better for People, Smarter for Business Act, 2020*. This article will focus on the abolition of the directors' residency requirement, which marks an important change to the OBCA, as many non-Canadian businesses have historically incorporated in other jurisdictions in Canada where there are no director residency requirements.

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#### **TSX Venture Exchange rewrites Capital Pool Company program**

3 December 2020

On December 1, 2020, the TSX Venture Exchange announced significant changes to its Capital Pool Company program, which we expect to be well-received by participants in the CPC program. Subject to the receipt of all requisite regulatory approvals, the amendments to the TSXV's Corporate Finance Manual will become effective on January 1, 2021. This article provides an overview of the amendments, with a focus on certain of the key changes in the Amended CPC Policies.

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## NEWS

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#### **DLA Piper Canada advised FansUnite Entertainment on its US\$58 million acquisition of American Affiliate**

25 November 2021

On November 22, 2021, FansUnite Entertainment Inc. announced that it will acquire the businesses and brands of American Affiliate LLC for US\$58 million.

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#### **DLA Piper Canada recommended by *Legal 500 Canada 2022***

12 November 2021

DLA Piper (Canada) LLP and its lawyers have been recommended in the latest edition of the *Legal 500 Canada*.

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#### **DLA Piper Canada advised Nova Royalty on acquisition of producing royalty on Aura Mineral's Aranzazu copper**

## **mine and on its public offering of shares**

30 August 2021

On August 27, 2021, Nova Royalty Corp. (TSXV: NOVR) announced that it had completed its acquisition of an existing 1.0% net smelter return royalty on the Aranzazu copper-gold-silver mine in Zacatecas, Mexico, which is 100% owned by Aura Minerals Inc. (TSX: ORA) for US\$9 million.

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## **DLA Piper Canada advises Draganfly on its Nasdaq listing and US\$20 million public offering**

August 3, 2021

On July 29, 2021, Draganfly Inc., a drone manufacturer and systems developer, announced the completion of its Nasdaq listing and a US \$20 million public offering with common shares.

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## **DLA Piper Canada advising emerging growth companies across multiple sectors in continued business expansion**

3 August 2021

DLA Piper Canada's Startups, Emerging Companies and Technology group has advised a number of up-and-coming companies on transactions intended to assist with their continued growth.

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## **DLA Piper Canada advised FansUnite Entertainment in \$25 million public offering**

21 July 2021

On July 15, 2021, FansUnite Entertainment Inc., a technology company providing leading online gaming solutions, announced the closing of its public offering for gross proceeds of approximately \$25 million. DLA Piper Canada advised FansUnite on this transaction.

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## **DLA Piper Canada advised Surge Copper in \$14 million private placement**

10 June 2021

On June 9, 2021, Surge Copper Corp. (TSXV: SURG) announced that they had closed a bought deal private placement for total gross proceeds of \$14 million. DLA Piper Canada advised Surge Copper on this transaction.

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## **DLA Piper Canada advised Metalla Royalty & Streaming on its US\$35 million At-The-Market Equity Program**

19 May 2021

On May 14, 2021, Metalla Royalty & Streaming Ltd. (TSXV: MTA) (NYSE American: MTA) entered into a equity distribution agreement with a syndicate of agents, which included BMO Capital Markets, PI Financial Corp, and Scotia Capital. DLA Piper Canada acted as legal advisors to Metalla in connection with the establishment of its at-the-market equity program.

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## **DLA Piper Canada has strong showing in 2021 *Canadian Legal Lexpert Directory***

22 April 2021

DLA Piper (Canada) LLP has increased their rankings in the Canadian Legal Lexpert Directory for the third consecutive year.

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## **DLA Piper Canada advised Neptune Digital Assets on its \$40 million institutional investment**

20 April 2020

On April 16, 2021, Neptune Digital Assets Corp. (TSX-V:NDA) (OTC:NPPTF) announced that it had closed a securities purchase agreement for a private placement of units with institutional investors. DLA Piper Canada advised Neptune Digital Assets on this transaction.

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## **DLA Piper Canada advised FPX Nickel Corp. on its \$16.1 million bought deal public offering**

9 April, 2021

On April 7, 2021, FPX Nickel Corp., a BC-based exploration and development company listed on the TSX Venture Exchange (FPX-TSX.V), announced that it had closed a bought deal public offering of 24,769,800 common shares for gross proceeds of \$16,100,370, including the exercise of the over-allotment option.

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## **DLA Piper Canada acted for Brixton Metals on USD\$44.5 million joint venture agreement on Hog Heaven copper-silver-gold project**

5 March 2021

On March 2, 2021, Brixton Metals Corporation (TSX: BBB, OTCQB: BBBXF) announced that it had signed a USD\$44.5 million definitive earn-in agreement with High Power Exploration Inc.

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## **DLA Piper Canada's Capital Markets group has fast-paced start to 2021**

3 March 2021

Assisting on close to \$1 billion in deals in key growth sectors since the beginning of the year, our Capital Markets team has had a fast-paced start to 2021.

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## **DLA Piper Canada advises Nova Royalty on \$25 million at-the-market equity program**

1 March 2021

On February 26, 2021, Nova Royalty Corp. (TSXV: NOVR) announced that it had entered into an equity distribution agreement with BMO Nesbit Burns Inc. and PI Financial Corp. (together, the "Agents") to establish an at-the-market equity program. DLA Piper Canada acted for Nova in this transaction.

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## **DLA Piper Canada advised FansUnite Entertainment in \$13.4 million private placement**

17 February 2021

On January 11, 2021, FansUnite Entertainment Inc., a sports and entertainment company listed on the Canadian Stock Exchange, announced that it had completed a private placement of special warrants for aggregate gross proceeds of \$13,388,120. DLA Piper Canada advised FansUnite on this transaction.

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## **DLA Piper Canada advising Nova Royalty on royalty purchase agreement for Vizcachitas project and \$28 million loan facility with Beedie Capital**

11 February 2021

On February 10, 2021, Nova Royalty Corp. announced that it had entered into a royalty purchase agreement to acquire a net smelter

return royalty on part of the Vizcachitas Project in Chile. DLA Piper Canada acted for Nova in this transaction as well as a loan agreement with Beedie Capital for the acquisition of new royalties.

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#### **DLA Piper Canada acted for Pepper Esports Inc.**

23 December 2020

TGS Esports Inc. (“TGS”) (TSXV: TGS) announced the completion of its acquisition of Pepper Esports Inc. (“Pepper”) on December 21, 2020. The acquisition included Pepper executives Guy Halford-Thompson, Jackson Warren and Ben Hoffman joining the TGS executive team. DLA Piper Canada is pleased to have acted as legal advisors to Pepper.

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#### **DLA Piper Canada advises Tempus Resources on its dual listing on the TSX Venture Exchange**

7 December 2020

Tempus Resources Ltd will commence trading on the TSX Venture Exchange on Monday, December 7, 2020, under the ticker TMRR. DLA Piper Canada advised Tempus Resources on all matters related to the dual listing.

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#### **DLA Piper Canada advises Nova Royalty in completion of public offering of common shares**

27 November 2020

On November 20, 2020, Nova Royalty Corp. (“Nova”) (TSXV: NOVR) announced that it had closed a public offering of common shares of the Company for aggregate gross proceeds of approximately \$14.4 million.

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#### **DLA Piper Canada acted for underwriters on US\$69 million public offering of common shares of Absolute Software and concurrent initial listing on the Nasdaq**

2 November 2020

On October 30, 2020, Absolute Software Corporation, announced that it had closed a public offering of common shares in the United States and Canada. DLA Piper Canada acted as legal advisors for Needham & Company, Canaccord Genuity and Raymond James, the Underwriters in this transaction.

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#### **DLA Piper Canada advised Nova Royalty on its public listing on the TSX Venture Exchange and loan facility with Beedie Capital**

6 October 2020

On October 1, 2020, Nova Royalty Corp. announced that the common shares of the Company have commenced trading on the TSX Venture Exchange under the ticker symbol “NOVR”.

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#### **DLA Piper Canada advised Metalla Royalty & Streaming on At-The-Market Equity Program**

8 September 2020

On September 4, 2020, Metalla Royalty & Streaming Ltd. (“Metalla”) (TSXV: MTA) (NYSE American: MTA) entered into an equity distribution agreement with a syndicate of agents, which included BMO Nesbit Burns Inc., Cormark Securities Inc. and Eight Capital, as the Canadian agents, and BMO Capital Markets Corp. and Cormark Securities, as U.S. Agents.

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### **DLA Piper Canada advised Adventus Mining on \$35 million bought deal prospectus offering**

17 AUG 2020

On August 14, 2020 Adventus Mining Corporation (“Adventus”) (TSX-V: ADZN) announced it had completed a bought deal prospectus offering of \$35 million. Raymond James Ltd., Haywood Securities Inc., and National Bank Financial Inc. acted as co-lead underwriters of the Offering, with participation by Cormark Securities Inc., BMO Capital Markets Inc., Eight Capital, and Laurentian Bank Securities Inc. DLA Piper Canada was pleased to have advised Adventus on this transaction.

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### **DLA Piper Canada acted for Territory Metals Corp.**

12 AUG 2020

Gold79 Mines Ltd. announced the closing of a going public transaction which included an amalgamation transaction with Territory Metals Corp., along with a concurrent private placement, name change and continuance. DLA Piper Canada is pleased to have acted as legal advisors to Territory.

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### **DLA Piper Canada advised Askott Entertainment in its acquisition by FansUnite Entertainment**

12 AUG 2020

FansUnite Entertainment Inc., a sports and entertainment company listed on the Canadian Stock Exchange, has completed its acquisition of Askott Entertainment Inc. Askott is a Vancouver based software development company operating since 2013, which focuses on creating both B2B and B2C betting products in the rapidly growing esports industry.

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### **DLA Piper Canada advised Metalla Royalty & Streaming on \$20M increase to debt facility**

10 AUG 2020

Metalla Royalty & Streaming Ltd. entered into an amended and restated convertible loan agreement with Beedie Capital to increase its debt facility by \$20M. Metalla also completed a conversion of \$6M in principal amount standing under the Loan Facility and was advanced an additional \$5M under the Loan Facility. DLA Piper Canada acted as legal advisors to Metalla in connection with these transactions.

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### **DLA Piper (Canada) LLP welcomes Partner Denis G. Silva to the Vancouver office**

13 JUL 2020

DLA Piper (Canada) LLP is delighted to announce that Denis G. Silva has joined the firm as a Partner in the Vancouver office. Denis focuses his practice on corporate finance and mergers and acquisitions and has extensive experience advising public and private clients in the mining, technology and financial sectors on a full range of business law matters.

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