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SCHUSTER BOYD McDONALD

SURVIVING THE GLOBAL FINANCIAL CRISIS IN THE MINING SECTOR SEMINAR

Tuesday January 13, 2009

Radisson Admiral Hotel-Harbourfront
249 Queens Quay West Toronto Canada 416.203.3333

**08h20–08h50 REGISTRATION AND NETWORKING
CONTINENTAL BREAKFAST**

**Session 1 WELCOME AND INTRODUCTION
08h50–09h00** BRUCE SHAPIRO, *President,*
MineAfrica Inc.

SEMINAR CHAIRMAN – RICHARD LACHCIK,
Partner and Head, Mining Group,
Macleod Dixon LLP

**Session 2 MARKET MELTDOWN: UNDERSTANDING
09h00–09h30 300 YEARS OF FINANCIAL CRISES**

DR. MARK MULLINS, *Executive Director,*
The Fraser Institute

Today's financial turmoil began when subprime mortgages brought down Wall Street's best and brightest. It's now testing the very foundations of the world economy. This rolling credit crisis leapt from one market to another across the globe for more than a year but is now showing encouraging signs of stability – and maybe even an early signal of future renewed growth. This session will put this once-in-a-lifetime financial turmoil in context.

**Session 3 UNDERSTANDING THE KEY INDICATORS OF
09h30–10h00 YOUR COMPANY'S ABILITY TO WEATHER THE STORM**

LEE HODGKINSON, *Chairman, Global Mining Group & Partner*
MATT TEDFORD, *Partner Advisory,*
KPMG LLP

A number of factors, both financial and non-financial, will dictate whether a company can survive the current economic crisis. This session will cover key risks and areas of focus for companies such as cash & working capital management, stakeholder engagement, and understanding other risks associated with potential solutions to dealing with issues.

**Session 4 INVESTMENT BANKING –
10h00–10h30 STRATEGIES FOR MATURE COMPANIES**

JAMES E. KOFMAN, *Vice Chairman,*
UBS Securities Canada Inc.

This session will provide a current perspective on market events, how they are impacting mining companies and strategies for going forward.

10h30–10h50 REFRESHMENT AND NETWORKING BREAK

**Session 5 INVESTMENT BANKING –
10h50–11h20 STRATEGIES FOR JUNIOR AND MID-MARKET COMPANIES**

DARYL HODGES, *Senior Managing Director,*
Head of Investment Banking
Jennings Capital Inc.

The strategies for junior and mid-market companies differ from those of the seniors. This session will cover non-traditional financing strategies in the secondary markets including; public high yield debt financing, convertible debentures, flow-through shares, off-take agreements and royalty agreements.

**Session 6 STRATEGIES FOR SUCCESSFUL FINANCINGS
11h20–11h50 WITH COMMERCIAL LENDERS**

TED KAVANAGH, *Director, Investment Banking - Mining & Metals,*
Standard Americas, Inc.

Topics to be covered in this session include:

- ! topics to be covered in this session include:
- ! how the current environment impacts new financings
- ! care and maintenance of your existing financing relationships
- ! financial health in the international banking industry
- ! what can my bank do for me
- ! strategies for a successful credit application

**Session 7 UNDERSTANDING THE KEY LEGAL AND REGULATORY
11h50–12h20 ISSUES IN THE CURRENT ENVIRONMENT**

JANNE DUNCAN, *Partner,*
BRIAN LEVETT, *Partner,*
Macleod Dixon LLP

Topics to be covered in this session include:

- ! mergers and acquisitions
- ! strategic alliances – share exchanges
- ! share buy-backs
- ! going private transactions
- ! non-traditional financing strategies in the secondary markets
- ! public high yield debt financing
- ! convertible debentures
- ! flow-through shares
- ! off-take agreements
- ! royalty agreements
- ! defensive strategies (poison pills)
- ! change of control provisions in employment contracts – golden parachutes
- ! hedging strategies
- ! under-water stock options – motivating and retaining your key employees

12h20–13h30 NETWORKING LUNCHEON

**Session 8 THE OUTLOOK FOR COMMODITY PRICES
13h30–14h00 AND THE GLOBAL MINING INDUSTRY**

PATRICIA MOHR, *Vice President, Economics & Commodity Market Specialist,*
The Scotiabank Group

Effective strategic decision-making demands accurate knowledge of global macro-economic trends. This session will provide an outlook for the mining sector globally and commodity prices.

**Session 9 INSOLVENCY AND RESTRUCTURING
14h00–14h30** DAVID PLANQUES, *National Leader*
Corporate Advisory & Restructuring
PricewaterhouseCoopers

Topics to be covered in this session include:

- ! business restructurings
- ! Bankruptcy and Insolvency Act
- ! Companies Creditors Arrangement Act
- ! proposals
- ! strategic sale of impaired assets
- ! valuing assets to achieve financing and strategic transactions-through shares
- ! mitigating risk when your partner or counter-party may be insolvent

**Session 10 PANEL DISCUSSION -
14h30–15h20 CREATIVE FINANCING ALTERNATIVES**

JANIS KOYANAGI, *Director, Business Development & Strategy,*
TMX Group (Toronto Stock Exchange)

STEPHEN PINCUS, *Partner,*
Goodmans LLP

LEON RAUBENHEIMER, *Managing Partner,*
ZED Financial Partners

KEITH SPENCE, *President,*
Global Mining Corporation

MICHAEL SPROULE, *Managing Director, Investment Banking,*
Sandfire Securities

The current environment is creating a demand for innovative financing alternatives. This interactive panel discussion will cover alternative financings (such as Special Purpose Acquisition Corporations and Capital Pool Companies), private equity, sovereign funds and special situation lending.

**Session 11 WRAP UP
15h20–15h30** SEMINAR CHAIRMAN – RICHARD LACHCIK,
Partner and Head, Mining Group,
Macleod Dixon LLP

WAYNE FLOREANI, *Vice President,*
MineAfrica Inc.

