Capital Pool Company/Reverse Takeover
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The Aird & Berlis Capital Pool Company/Reverse Takeover Group has a wealth of knowledge and experience in assisting clients with the TSX Venture Exchange (TSXV) Capital Pool Company (CPC) program and the Toronto Stock Exchange and TSXV Reverse Takeover (RTO) process — from the IPO stage to the Qualifying Transaction or RTO, and continuing on as counsel for the resulting issuer following the completion of the transaction.

Over the past several years, we have gained recognition as a leader in the CPC/RTO realm and earned a favourable reputation for providing experienced, thoughtful and efficient legal services. Members of our CPC/RTO Group and the broader Aird & Berlis Capital Markets Group often act as directors and/or officers of the CPCs and the resulting issuers.

We take pride in the fact that our clients have successfully completed a significant number of Qualifying Transactions and RTOs, and have become resulting issuers in a diverse number of industries, including mining, technology and agriculture across the globe (including North America and several countries in Africa).

Attached is a list of representative matters in respect of which we have provided legal services acting on behalf of the issuer, the target company and/or the agent.

About Aird & Berlis

Aird & Berlis is a prominent full-service law firm with a diversified international, national and local practice. Our clients benefit from our solid relationships with other renowned international law firms, major institutions and government authorities.

Many of our lawyers have been recognized by authoritative guides to the legal profession, including:

- *Chambers Global: The World’s Leading Lawyers for Business*
- *Chambers Canada: Canada’s Leading Lawyers for Business*
- *The Legal 500 Canada*
- *Martindale-Hubbell Bar Register of Preeminent Lawyers*
- *Who’s Who Legal: Canada*
- *The Best Lawyers in Canada*
- *Expert Guides: The World’s Leading Lawyers Chosen by Their Peers*
- *The Canadian Legal Lexpert Directory*

At Aird & Berlis, we are focused on satisfying our commitment to clients by providing practical, innovative and cost-effective solutions to legal and business challenges. This is one of our core values. We understand and appreciate the commitment to excellence required to succeed in an entrepreneurial culture.
Capital Pool Company/Reverse Takeover

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Capital Pool Company/Reverse Takeover

Representative Work

<table>
<thead>
<tr>
<th>Year</th>
<th>Company</th>
<th>Sector</th>
<th>Total</th>
<th>Type</th>
<th>Status</th>
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<tbody>
<tr>
<td>2019</td>
<td>Harrowside</td>
<td>Cannabis</td>
<td>In Progress</td>
<td>Reverse Takeover</td>
<td></td>
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<tr>
<td>2019</td>
<td>Vibe Cannabis</td>
<td>Cannabis</td>
<td>In Progress</td>
<td>Reverse Takeover</td>
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<td>2019</td>
<td>Bravio Technologies</td>
<td>Technology</td>
<td>In Progress</td>
<td>Reverse Takeover</td>
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<td>2018</td>
<td>MediPharm Labs</td>
<td>Cannabis</td>
<td>$22,316,600</td>
<td>TSXV</td>
<td>concurrent financing</td>
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<tr>
<td>2018</td>
<td>eVe</td>
<td>Cannabis</td>
<td>$20,800,000</td>
<td>TSXV</td>
<td>concurrent financing</td>
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<td>2016</td>
<td>ICC</td>
<td>Cannabis (Uruguay)</td>
<td>$13,000,000</td>
<td>TSXV</td>
<td>concurrent financing</td>
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<td>2015</td>
<td>Inspira</td>
<td>Financial Services</td>
<td>(formerly Chrysalis Capital IX Corporation)</td>
<td>TSXV</td>
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<td>2015</td>
<td>Syncordia</td>
<td>Healthcare/Technology</td>
<td>(formerly LL Capital Corporation)</td>
<td>TSXV</td>
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<td>2015</td>
<td>Green Space Brands</td>
<td>Diversified Industries</td>
<td>$5,300,000</td>
<td>TSXV</td>
<td>concurrent financing</td>
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### Capital Pool Company/Reverse Takeover

**Representative Work**

<table>
<thead>
<tr>
<th>Year</th>
<th>Company</th>
<th>Industry</th>
<th>Offering</th>
<th>Notes</th>
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</thead>
<tbody>
<tr>
<td>2013</td>
<td>OneRoof Energy</td>
<td>Technology</td>
<td>$4,300,000</td>
<td>(formerly Chrysalis Capital VIII Corporation) TSXV: Technology concurrent financing</td>
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<tr>
<td>2013</td>
<td>Pangolin</td>
<td>Mining (Botswana)</td>
<td></td>
<td>(Key Gold Holdings Inc.) TSXV: Mining (Botswana)</td>
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<td>2013</td>
<td>MinoMetals</td>
<td>Mining (British Columbia)</td>
<td></td>
<td>Acted for sponsor Euro Pacific Canada Inc.</td>
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<tr>
<td>2013</td>
<td>Cliffordside Capital</td>
<td>Mining (Botswana)</td>
<td>$4,300,000</td>
<td>(formerly Mercury Capital Limited) TSXV: Mining (Botswana) concurrent financing *Acting for Agent Raymond James Ltd. (subject to completion)</td>
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<td>2013</td>
<td>Key Gold Holdings Inc.</td>
<td>Mining (Botswana)</td>
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<td>(formerly Carlaw Capital III Corp.) TSXV: Mining (Botswana)</td>
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<td>2012</td>
<td>Pan African Oil</td>
<td>Oil and Gas (DRC/Namibia)</td>
<td>$7,000,000</td>
<td>(Gondwana Gold Inc.) TSXV: Oil and Gas concurrent financing</td>
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<tr>
<td>2012</td>
<td>Canada Coal Inc.</td>
<td>Mining (Canada)</td>
<td>$16,436,400</td>
<td>(formerly Carlaw Capital III Corp.) TSXV: Mining (Botswana) concurrent financing</td>
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<td>2011</td>
<td>Gaiane Gold</td>
<td>Mining (Botswana)</td>
<td></td>
<td>(formerly Carlaw Capital IV) TSXV: Energy $50,000,000 concurrent financing</td>
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</table>
Capital Pool Company/Reverse Takeover

Representative Work

**2010**
- **Trevale**
  - (Kria Resources Ltd.)
  - TSX: Mining
  - (Peru/New Brunswick)
  - $50,864,755 concurrent financing

**2010**
- **Estrella**
  - TSXV: Oil and Gas Services (South America)
  - $70,000,000 concurrent financing

**2010**
- **Feronia**
  - (formerly G.T.M. Capital Corporation)
  - TSXV: Agriculture (DRC)
  - $20,778,010 concurrent financing

**2010**
- **Auryx Gold**
  - (formerly Tova Ventures Inc.)
  - TSXV: Mining (Namibia)
  - $3,302,700 concurrent financing

**2010**
- **Alexander Nuba**
  - (formerly Chrysalis Capital VII Corporation)
  - TSXV: Mining (Egypt)
  - $8,600,000 concurrent financing

**2010**
- **TrueContext**
  - (formerly Carlaw Capital II Corp.)
  - TSXV: Technology
  - $50,864,755 concurrent financing

**2009**
- **Holland Energy**
  - (formerly Chrysalis Capital IV Corporation)
  - TSX: Mining (South Africa)
  - $20,778,010 concurrent financing

**2008**
- **Homeland Energy**
  - (formerly Chrysalis Capital IV Corporation)
  - TSX: Mining (South Africa)
  - $20,778,010 concurrent financing

**2008**
- **Sable Drilling**
  - (formerly Chrysalis Capital IV Corporation)
  - TSX: Drilling (Namibia)
  - $20,778,010 concurrent financing

**2008**
- **Toba Resources**
  - (formerly Chrysalis Capital IV Corporation)
  - TSX: Mining (Namibia)
  - $20,778,010 concurrent financing

**2008**
- **Vesta Capital**
  - (formerly Chrysalis Capital IV Corporation)
  - TSX: Oil & Gas (United States)
  - $20,778,010 concurrent financing

**2008**
- **G.T.M. Capital**
  - (formerly Chrysalis Capital IV Corporation)
  - TSXV: Agriculture (DRC)
  - $20,778,010 concurrent financing