**이에스엘 에이전트**

**최진영(Cassie)**

02-2675-0582

010-9286-9179

**Mark A Bailey**



**Selected Experience**

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| *Associate* **Bailey & Associates** | *Halifax, Nova Scotia***December 2011 - Present** |
| * General practitioner
* Specific focus on litigation and corporate matters
* Appearances at all levels of court
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| *Associate (Mining and Securities Group)***Cassels Brock & Blackwell LLP** | *Toronto, Ontario***May 2011 – December 2011** |
| * Securities law associate practicing in the mining group
* Specific focus on financing matters for mining and resource issuers
* Broad experience on a variety of financing transactions, including public and private offerings
 |
| *Associate (Business Law Group)***Norton Rose OR LLP (formerly Ogilvy Renault LLP)** | *Toronto, Ontario***August 2008 – May 2011** |
| * Diversified corporate-commercial law practice with an emphasis on financial services and securities law
* Significant securities law experience, including public and private offerings and assisting public companies in meeting their continuous disclosure obligations
* Experience on a variety of financing transactions, including domestic, cross-border, acquisition finance and public-private-partnerships
 |
| *Student-at Law***Norton Rose OR LLP (formerly Ogilvy Renault LLP)** | *Toronto, Ontario***May 2007 – May 2008** |
| * Completed formal rotations in business law, litigation and labour and employment departments
* Seconded to Royal Bank of Canada, Canadian Banking department
 |
| *Summer Law Student***Norton Rose OR LLP (formerly Ogilvy Renault LLP)** | *Toronto, Ontario***May 2006 – August 2006** |
| *Summer Law Student***Bailey & Associates** | *Halifax, Nova Scotia***May 2005 – August 2005** |
| *Teaching Assistant (Laws 2500 – Introduction to Law)***Dalhousie University** | *Halifax, Nova Scotia***September 2005 – May 2007** |
| *English as a Second Language Instructor***Boston Campus** | *Seoul, South Korea***2003 - 2004** |

**Education**

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| *Baccalaureate of Laws***Dalhousie University** | *Halifax, Nova Scotia***2007** |
| * Graduated with First Class Honours
* Dean’s List academic standing (2005, 2006, 2007)
* Alistair Fraser Memorial Scholarship recipient (2005, 2006, 2007)
* George Isaac Smith Memorial Award recipient (2007)
 |
| *Bachelor of Arts, History and English***Saint Mary’s University** | *Halifax, Nova Scotia***2003** |

**Bar Admissions**

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| **Nova Scotia** | **December, 2009** |
| **Ontario** | **June, 2008** |

**Affiliations**

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| **Canadian Bar Association** |  |
| **Ontario Bar Association** |  |

**Selected Transactions**

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| **Paradigm Capital Inc. & Synchronica plc – Private Placement of Subscription Receipts** |
| Date of Closing: | July 15, 2011 |
| Approximate Value: | $7,325,000 |
| Description | Lead associate counsel to a syndicate of underwriters in connection with a brokered private placement of subscription receipts by Synchronica plc. |
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| **Midlands Minerals Corporation – Proxy Battle** |
| Date of Closing: | June 30, 2011 |
| Approximate Value: | Undisclosed |
| Description: | Lead associate counsel to a group of dissident shareholders in the successful removal of the board of directors of Midlands Minerals Corporation. |
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| **Mpathix, Inc. – Acquisition of OEM Business Unit** |
| Date of Closing: | April 27, 2011 |
| Approximate Value: | Undisclosed |
| Description: | Lead associate counsel to Mpathix, Inc. in connection with the acquisition of the OEM Business Unit of NewNet Technologies LLC. |
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| **Brookfield New Horizons Income Fund – Initial Public Offering** |
| Date of Closing: | April 4, 2011 |
| Approximate Value: | $130,000,000 |
| Description: | Lead associate counsel to MGI Securities Inc. in the initial public offering of units by Brookfield New Horizons Income Fund. |
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| **Newport Partners Income Fund – Second Amended and Restated Senior Credit Agreement** |
| Date of Closing: | March 23, 2011 |
| Approximate Value: | $106,000,000 |
| Description: | Counsel to the borrower in connection with the second amendment and restatement of a senior secured credit facility. |
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| **RBC Dominion Securities & Bauer Performance Sports Ltd. – Initial Public Offering** |
| Date of Closing: | March 3, 2011 |
| Approximate Value: | $75,000,000 |
| Description: | Lead associate counsel to a syndicate of underwriters in the initial public offering of common shares by Bauer Performance Sports Ltd. |
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| **Newport Partners Income Fund – Assignment of Senior Secured Credit Facility** |
| Date of Closing: | December 20, 2010 |
| Approximate Value: | $106,000,000 |
| Description: | Counsel to the borrower in connection with the assignment of a senior secured credit facility to a syndicate of lenders. |
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| **Infrastructure Ontario – Thunder Bay Consolidated Courthouse** |
| Date of Closing: | November 19, 2010 |
| Approximate Value: | $473,500,000 |
| Description: | Lead associate counsel to Infrastructure Ontario and the Ministry of the Attorney General of Ontario in the structuring, procurement, negotiation and settlement of project documents in connection with a public-private-partnership project to design, build and maintain a new consolidated courthouse facility in Thunder Bay, Ontario. |
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| **MGI Securities Inc. & Exploration Orbite V.S.P.A. Inc. – Brokered Private Placement** |
| Date of Closing: | November 8, 2010 |
| Approximate Value: | $12,500,000 |
| Description: | Lead associate counsel to MGI Securities Inc. in connection with a brokered private placement of units by Exploration Orbite V.S.P.A. Inc. |
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| **MGI Securities Inc. & Quantum Rare Earth Developments Corp. – Brokered Private Placement** |
| Date of Closing: | November 5, 2010 |
| Approximate Value: | $6,501,561 |
| Description: | Lead associate counsel to MGI Securities Inc. in connection with a brokered private placement of flow-through units by Quantum Rare Earth Developments Corp. |
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| **MGI Securities Inc. & Crown Gold Corporation – Brokered Private Placement** |
| Date of Closing: | October 29, 2010 |
| Approximate Value: | $1,500,000 |
| Description: | Lead associate counsel to MGI Securities Inc. in connection with a brokered private placement of units by Crown Gold Corporation. |
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| **3P International Energy Corp. – Private Placement** |
| Date of Closing: | October 26, 2010 |
| Approximate Value: | $13,000,000 |
| Description: | Lead associate counsel to 3P International Energy Corp. in connection with a non-brokered private placement of common shares. |
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| **Bank of America, N.A. & Channel Commercial Corporation – Amendment and Restatement of Credit Facilities** |
| Date of Closing: | October 13, 2010 |
| Approximate Value: | US$15,000,000 |
| Description: | Counsel to lender in connection with an amendment and restatement of a senior secured asset-based revolving credit facility. |
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| **MGI Securities Inc. & Argex Mining Inc. – Brokered Private Placement** |
| Date of Closing: | September 30, 2010 |
| Approximate Value: | $5,250,000 |
| Description: | Lead associate counsel to MGI Securities Inc., the lead agent, in a syndicated brokered private placement of special warrants by Argex Mining Inc. |
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| **3P International Energy Corp. – Private Placement** |
| Date of Closing: | September 30, 2010 |
| Approximate Value: | $5,000,000 |
| Description: | Lead associate counsel to 3P International Energy Corp. in connection with a non-brokered private placement of common shares. |
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| **3P International Energy Corp. – Acquisition of Galizien Energy Corp.** |
| Date of Closing: | July 21, 2010 |
| Approximate Value: | $1,320,000 |
| Description: | Lead associate counsel to 3P International Energy Corp. in the acquisition of all the issued and outstanding shares of Galizien Energy Corp. |
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| **MGI Securities Inc. & Puget Ventures Inc. – Brokered Private Placement** |
| Date of Closing: | June 30, 2010 |
| Approximate Value: | $1,500,000 |
| Description: | Lead associate counsel to MGI Securities Inc. in connection with a brokered private placement of flow-through common shares and units by Puget Ventures Inc. |
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| **Ontario Municipal Employees Retirement System – Establishment of Fund for Canadian and Dutch Start-Ups** |
| Date of Closing: | June 22, 2010 |
| Approximate Value: | EUR200,000,000 |
| Description: | Canadian counsel to OMERS Strategic Investments in the establishment of INKEF Capital, a joint venture investment initiative with the Dutch pension fund ABP. |
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| **Granite Global Solutions Corp. – Acquisition of Genstar Group of Companies** |
| Date of Closing: | May 31, 2010 |
| Approximate Value: | Undisclosed |
| Description: | Counsel to the borrower in connection with the acquisition financing of a diversified group of companies. |
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| **Jacob Securities Inc. & Ironhorse Oil & Gas Inc. – Brokered Private Placement** |
| Date of Closing: | April 15, 2010 |
| Approximate Value: | $5,300,000 |
| Description: | Lead associate counsel to Jacob Securities Inc. and a syndicate of underwriters in the private placement of flow-through common shares by Ironhorse Oil & Gas Inc. |
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| **Porter Aviation Holdings Inc. & Royal Bank of Canada – Secured Credit Facility** |
| Date of Closing: | March 29, 2010 |
| Approximate Value: | $37,000,000 |
| Description: | Lead associate counsel to Porter Aviation Holdings Inc., parent corporation of Porter Airlines Inc., in connection with the establishment of a senior credit facility. |
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| **Infrastructure Ontario – Waterloo Region Consolidated Courthouse** |
| Date of Closing: | March 1, 2010 |
| Approximate Value: | $766,000,000 |
| Description: | Lead associate counsel to Infrastructure Ontario and the Ministry of the Attorney General of Ontario in the structuring, procurement, negotiation and settlement of project documents in connection with the public-private-partnership project to design, build and maintain a new consolidated courthouse facility in Waterloo, Ontario. |
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| **National Bank of Canada & Front Street Flow Through 2010-I Limited Partnership – Public Offering of Units** |
| Date of Closing: | February 18, 2010 |
| Approximate Value: | Undisclosed |
| Description: | Lead associate counsel to lender providing certain credit facilities associated with equity financing. |
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| **TransGaming Inc. – Private Placement of Units** |
| Date of Closing: | December 23, 2009 |
| Approximate Value: | $8,912,239 |
| Description: | Counsel to the issuer in a brokered private placement of units. |
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| **Bank of America, N.A. & Geradu Ameristeel – Senior Secured Asset-Based Revolving Credit Facility** |
| Date of Closing: | December 21, 2009 |
| Approximate Value: | US$650,000,000 |
| Description: | Counsel to lender in the establishment of secured credit facilities. |
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| **Aeroplan Canada – Secured Credit Facility** |
| Date of Closing: | July 30, 2009 |
| Approximate Value: | $600,000,000 |
| Description: | Counsel to lender in the establishment of secured credit facility. |
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| **Thomas Weisel Partners Canada Inc. & Semafo inc. – Brokered Private Placement** |
| Date of Closing: | July 23, 2009 |
| Approximate Value: | $40,519,500 |
| Description: | Lead associate to a syndicate of underwriters in the private placement of common shares. |
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| **International Finance Corporation & Guyana Goldfields Inc. – Private Placement** |
| Date of Closing: | June 3, 2009 |
| Approximate Value: | $17,500,000 |
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| **Hochshild Mining PLC – Acquisition of Southwestern Resources Corp.** |
| Date of Closing: | May 20, 2009 |
| Approximate Value: | $22,500,000 |
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| **Royal Bank of Canada – Bought Deal Public Offering of Preferred Shares** |
| Date of Closing: | April 29, 2009 |
| Approximate Value: | $325,000,000 |
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| **HearUSA Inc. – Disposition of Canadian Operations to Helix Inc.** |
| Date of Closing: | April 27, 2009 |
| Approximate Value: | $28,625,000 |
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| **Nortel Networks Corporation – Cross-Border Restructuring** |
| Date of Closing: | January 14, 2009 |
| Approximate Value: | Undisclosed |
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| **Thomas Weisel Partners Canada Inc. & Semafo inc. – Brokered Private Placement** |
| Date of Closing: | December 14, 2008 |
| Approximate Value: | $23,046,000 |
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| **Royal Bank of Canada – Establishment and Renewal of Covered Bond Programme** |
| Date of Closing: | October 31, 2008 |
| Approximate Value: | EUR40,000,000,000 |
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| **Royal Bank of Canada – Acquisition of Commercial Leasing Division of ABN AMBRO Bank N.V.** |
| Date of Closing: | October 1, 2008 |
| Approximate Value: | Undisclosed |
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| **Wajax Income Fund – Acquisition of Weir Process Equipment** |
| Date of Closing: | September 8, 2008 |
| Approximate Value: | $25,400,000 |