

# Rob Eberschlag

Partner

## Toronto

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## Practice Areas

Corporate & Commercial

Securities

Mining

Public Companies

Energy & Utilities

Mergers & Acquisitions

Private Equity

Venture Capital

Start-Ups

Rob Eberschlag is a Partner at WeirFoulds LLP with a practice focused on Corporate law, Securities law, M&A and Corporate Governance.

He advises corporations, investment banks, investors, and entrepreneurs in corporate finance, mergers and acquisitions, stock exchange listings, corporate governance, private equity, venture capital and securities law matters.

Rob enjoys working with emerging growth companies and the people who invest in them. He guides companies through their capital formation stages and going public transactions, advising on initial public offerings, follow-on public offerings, PIPE, and private financings, Reverse Take-Overs, de-SPAC transactions, and Qualifying Transactions. Rob has been involved with several Capital Pool Companies.

Rob has helped list many companies on stock exchanges, established several investment funds, executed complex public company M&A transactions, and negotiated numerous acquisition, joint venture, and royalty transactions. He also advises foreign investors with respect to direct investments in Canadian public companies. His sector experience includes transactions involving life sciences, mining, renewable energy, cleantech, technology, and oil/gas.

Rob is a member of the board of directors of the Private Capital Markets Association and is a past member of the investment committee of The Atmospheric Fund.

## WeirFoulds LLP

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## Called to the Bar

- Ontario, 2000

## Education

- University of Victoria LL.B. 1998
- Dalhousie University M.A 1994
- Queen's University B.A. 1993 Hons.

Significant Transactions

Rob has been counsel in the following transactions:

- Arizona Metals Corp. in its \$27,077,090 bought deal public offering of common shares.
- Kernaghan & Partners Ltd. as lead agent and sole bookrunner in a brokered private placement offering of flow-through units of Golden Spike Resources Corp.
- Acted as Canadian counsel to Psyence Group Inc, a life science biotechnology company pioneering the use of natural psilocybin in mental health and well-being, and Psyence Biomedical Ltd., in their business combination agreement with Newcourt Acquisition Corp., a special purpose acquisition company (SPAC). The combination resulted in Psyence Biomedical Ltd. listing on NASDAQ as a public company that leverages natural psilocybin in the treatment of palliative care.
- Orford Mining Corporation in its sale to Alamos Gold Inc. pursuant to a court approved plan of arrangement.
- Mink Ventures Corporation in its closing of Qualifying Transaction and Concurrent Financing, completed by way of a property option agreement which provides Mink Ventures with an option to acquire an 80% interest in the Montcalm Property. In connection with the Qualifying Transaction, Mink Ventures also completed a private placement offering of subscription receipts raising gross proceeds of \$891,876.
- XAU Resources Inc. in its closing of a Qualifying Transaction and Concurrent Financing, completed by way of a property option agreement which provides XAU Resources with an option to acquire a 100% interest in the Noseno Property. In connection with the Qualifying Transaction, XAU Resources also completed a private placement offering of subscription receipts raising gross proceeds of \$1M.
- Orford Mining Corp. in its closing of a \$4.4M non-brokered private placement, with each hard dollar unit consisting of one common share and one-half of a common share purchase warrant.
- StageZero Life Sciences Ltd. in the closing of a \$4.2M private placement of its Common Shares and Warrants to purchase Common Shares with institutional investors.
- PNG Copper Inc. in its closing of the third and final tranche of a \$1.12M private placement, with each unit consisting of one Class A common share in the capital of the Company and one Share purchase warrant.
- Orford Mining Corp. in its closing of a \$1.92M non-brokered private placement of: flow-through units and hard dollar units, with flow-through units consisting of one common share and one-half of a common share purchase warrant.
- Psyence Group Inc. in its listing on the Canadian Securities Exchange; including its reverse take-over transaction with MindHealth Biomed Inc.; and MindHealth BioMed Corp.'s \$9.3M non-brokered common share and subscription receipt private placements.
- StageZero Life Sciences Ltd. in its \$7.2M public offering of 9,243,700 units. Each Unit was comprised of one common share and one-half of one common share purchase warrant.
- Orford Mining Corp. in its closing of a \$5.25M non-brokered private placement of: flow-through units at an issue price of C\$0.315 per unit, and hard dollar units at an issue price of C\$0.18 per unit.
- Hemlo Explorers Inc. in its closing of a fully-subscribed \$3.5M non-brokered private placement.
- Kontrol Energy Corp. in its \$2.7M acquisition of New Found Air, paid as \$1.55 Million in cash, \$750,000 vendor take-back loan having performance conditions, and the issuance of 727,272 Kontrol common shares at a deemed price of \$0.55 cents per share.
- Kontrol Energy Corp. in its \$2M private placement of Units, each of which consisted of one

\$1,000 8% unsecured convertible debenture and 1,000 warrants.

- StageZero Life Sciences Ltd. in its \$4.6M public offering.
- Antibe Therapeutics in its \$28.75M bought deal public offering.
- Canadian Orebodies Inc., a junior natural resource exploration and development company with a number of mineral properties located in Canada, in its acquisition of Hemlo Area Properties from O3 Mining Inc.
- Kontrol Energy Corp., developer of smart energy solutions and technologies, in the \$3.4-million acquisition of CEM Specialities Inc., a leading integrator of turn-key emission monitoring equipment and solutions.
- Antibe Therapeutics Inc. in a \$5.75-million bought deal public offering of 23,000,000 units of the Company at a price of \$0.25 per Unit.
- Pelangio Exploration in a non-brokered \$750,000 private placement.
- Pelangio Exploration in its acquisition of 2522962 Ontario Inc. (5SD Capital), a private company engaged in the trading and exploring of Canadian mineral properties.
- Pelangio Exploration in a non-brokered \$1,200,000 private placement of units.

## Awards

- Repeatedly recognized in the *Canadian Legal Lexpert Directory* as a leading lawyer in Corporate Finance & Securities; Mining
- Recognized in the *Canadian Legal Lexpert Directory* as a leading lawyer in Corporate Mid-Market, 2025
- Recognized in the *Lexpert Special Edition: Energy, 2023*
- Repeatedly recognized in *Best Lawyers in Canada* as a leading practitioner in Mining Law
- Recognized in the *Lexpert Special Edition: Technology and Health Sciences, 2023*
- Peer ranked "AV Preeminent" by Martindale-Hubbell Peer Review (Martindale's highest ranking)

## Professional Activities

- Member, Board of Directors – Private Capital Markets Association
- Past Member, Investment Committee – The Atmospheric Fund

## Papers

- Lexis Practice Advisor Canada module on joint ventures (co-author)
- "Financing and Other Exploration, Development and Production Considerations" (co-author), chapter in *American Law of Mining, 2nd ed.*, The Rocky Mountain Mineral Law Foundation, LexisNexis Matthew Bender
- "New Prospectus Exemptions for Issuers" (co-author), *CIM Bulletin*, November 2005
- "Culture Clash: Canadian Periodical Policies and the WTO," *Manitoba Law Journal*, 26, p. 65-96, 1999