



# TSX and TSX Venture Mining Sector Overview Brazil and TSX

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# Outline

## Globally Competitive Exchanges

### Mining Sector and Brazil

### Uniqueness of TSX and TSXV

# TMX Group is a Multi-Asset Class Market Leader



## Equities



## Derivatives



## Fixed Income



## Energy



## Data



# Canada's Economy is Stable and TMX is Robust



## Canada

Currency - Increasing against USD

Strong Banking System

Resource-Rich

Crude Oil/Oil Sands, Natural Gas, Potash, Uranium,  
Nickel, Copper, Gold

Increased Investment from Asia

Access to Capital at Early Stage for Juniors

Balanced Corporate Governance Model

## TMX

1st in Mining and 1st in Energy for  
public companies

Record Year in Finance

Market Choice for Resource and SME  
Companies

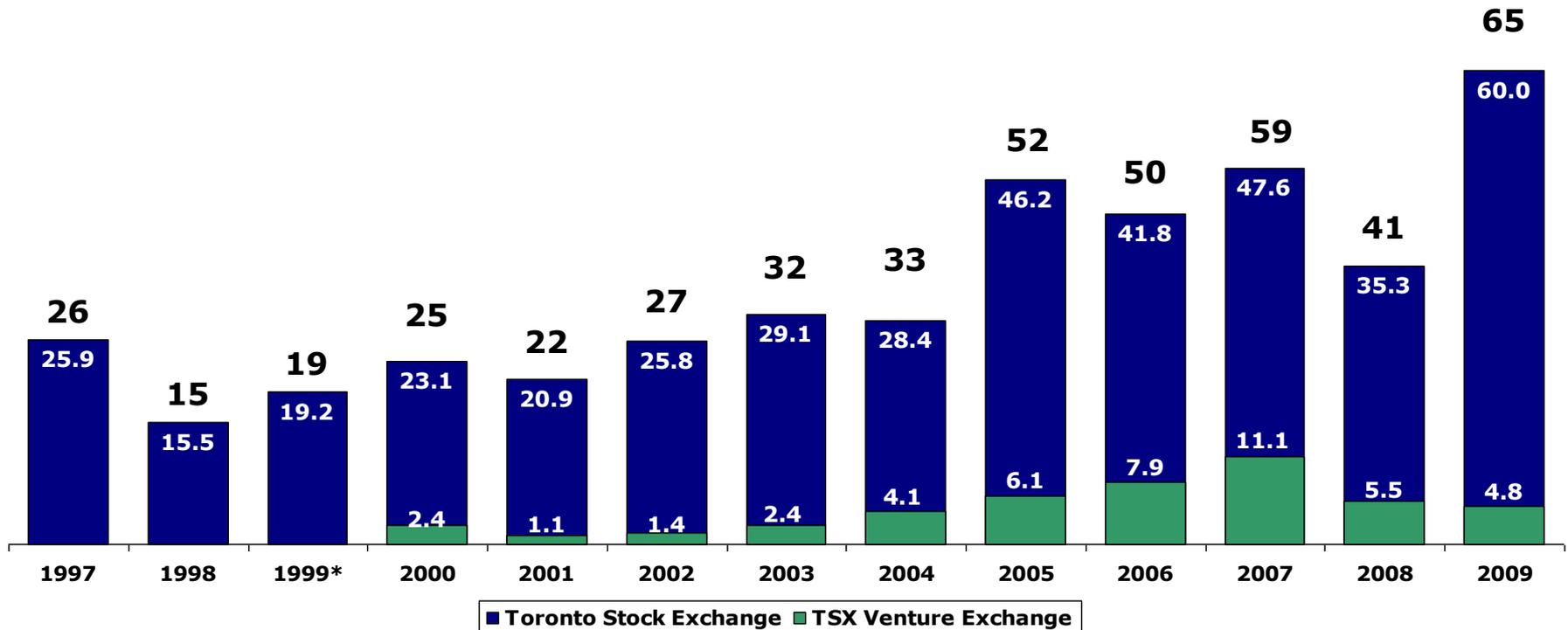
Sustained Access to Capital

Strong Trading Liquidity

Access to U.S. capital without higher  
cost of regulatory compliance

# Access to Capital: All time record year for financing on TSX

Toronto Stock Exchange and TSX Venture Exchange  
Total Financings (C\$Billions) 1997 - 2009

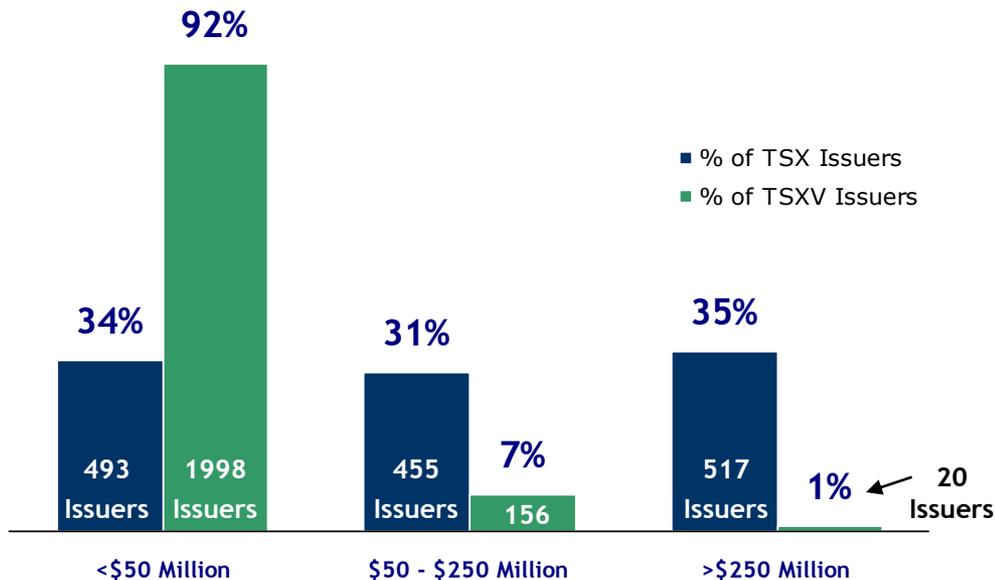


\*TSX Venture Exchange commenced operations on November 29 1999

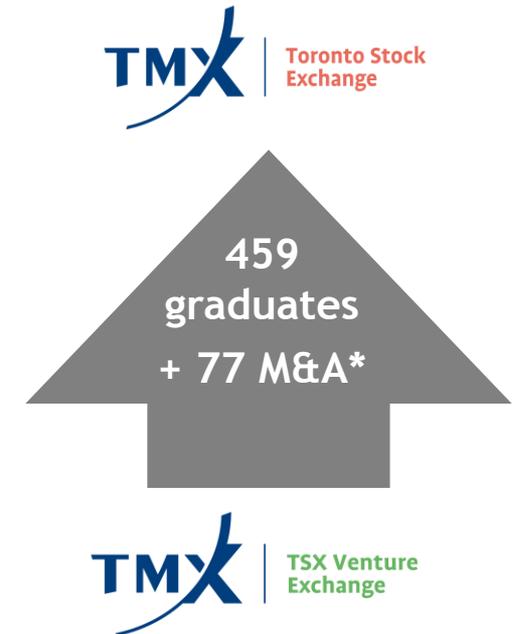
# TMX Group Serves Companies at all Stages of Growth

## Market Capitalization Toronto Stock Exchange and TSX Venture Exchange

As at March 31, 2010



## Unique feeder system



\*From January 1, 2000 - March 31, 2010

Toronto Stock Exchange issuer base: 1,465 issuers, ~\$1.8 trillion market cap  
 TSX Venture Exchange issuer base (excludes NEX): 2,174 issuers, ~\$39.9 billion market cap

# International Investment Community Trades on Toronto Stock Exchange

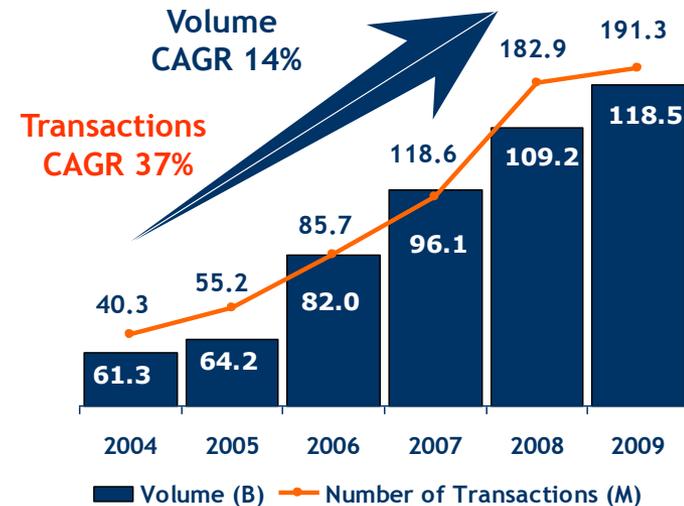
## 25 International Brokers including:

- Barclays Capital
- Citigroup
- CSFB
- Deutsche Bank
- Goldman Sachs
- HSBC
- JP Morgan
- Macquarie Capital Markets
- Merrill Lynch
- Morgan Stanley
- Raymond James
- Thomas Weisel
- State Street
- UBS

## 80 Canadian Brokers including:

- BMO Nesbitt Burns
- Canaccord Adams
- CIBC World Markets
- GMP Securities
- RBC DS
- Scotia Capital Markets
- TD Securities
- National Bank Financial

## Toronto Stock Exchange Volume and Transactions (2004-2009)



**~35% of daily trading originates from International brokers**

# TMX Group Global Leadership Strengths

## Leading Growth Platform

Products and services tailored to small cap public companies

**3640** issuers

**301** going public events

**\$64.9 B** equity raised

**Average Financing:**

TSX \$73.7 M

TSXV \$2.2 M



## Mining

**1428** issuers

**55%** of the world's public mining companies

**104** going public events

**\$22 B** equity raised

**\$365 B** value traded



## Energy & Energy Services

**439** issuers

**Over 35%** of the world's public oil and gas companies

**26** going public events

**\$9.2 B** equity raised

**\$272 B** value traded



## Clean Technology

**125** issuers

**Number one** in the world by number of public clean technology companies

**11** going public events

**\$1.5 B** equity raised

**\$6.5 B** value traded



# Outline

## Globally Competitive Exchanges

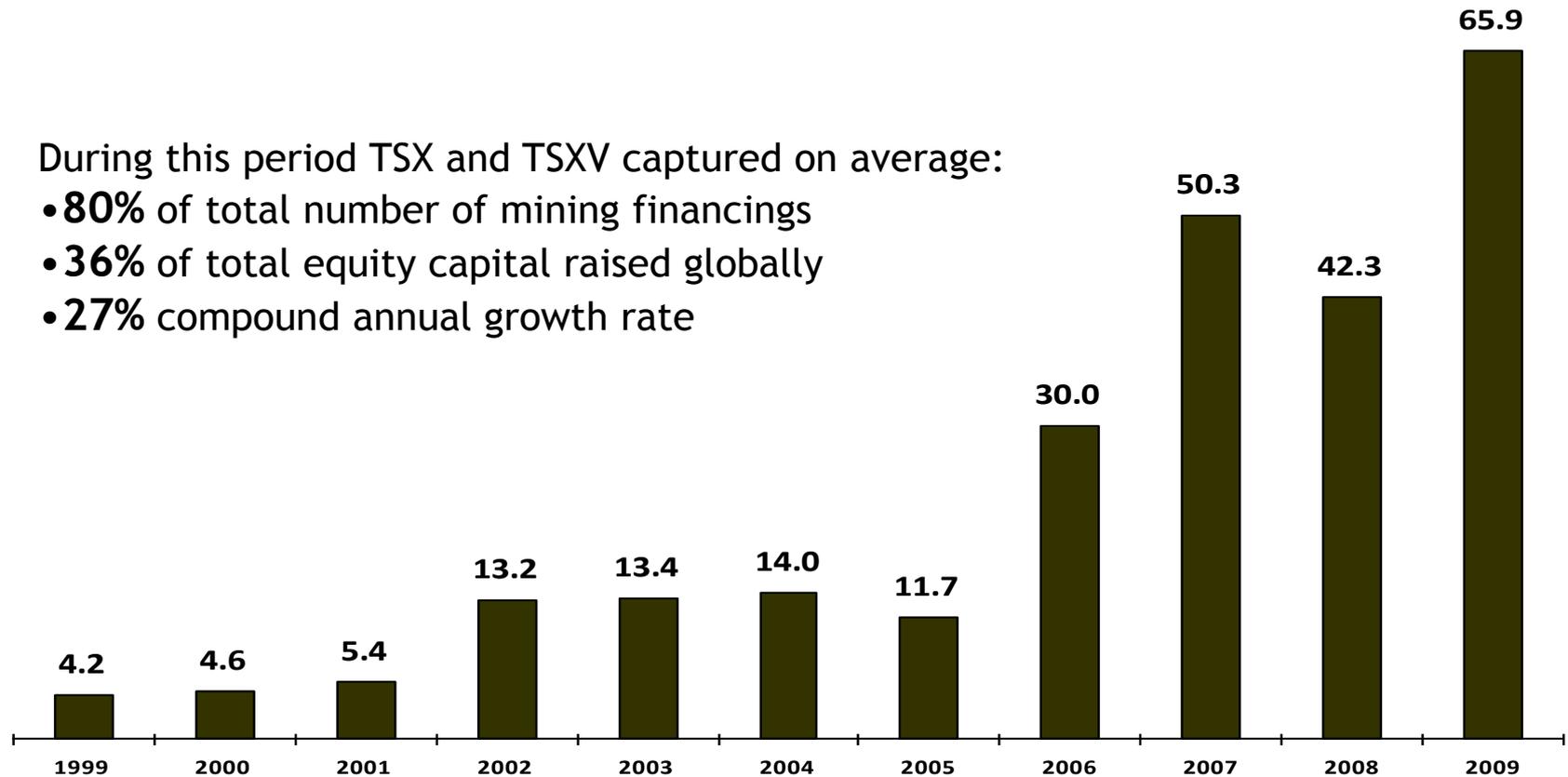
### Mining Sector and Brazil

## Uniqueness of TSX and TSXV

# Equity capital raised globally for mining has increased dramatically

During this period TSX and TSXV captured on average:

- **80%** of total number of mining financings
- **36%** of total equity capital raised globally
- **27%** compound annual growth rate



Global Mining Equity Financing Trend 1999-2009 (C\$ Billions)

Source: Gamah International, 1999-2009, compiled by Toronto Stock Exchange

# TMX: Record Breaking Year for Mining

Over **\$22 B** raised on TSX/TSXV in 2009 for mining  
Over **1900** financings  
**75** financings over \$50 M

North America:  
**\$4.3 B** financing by Barrick Gold Corporation (TSX:ABX) was the largest in Toronto Stock Exchange and Canadian history

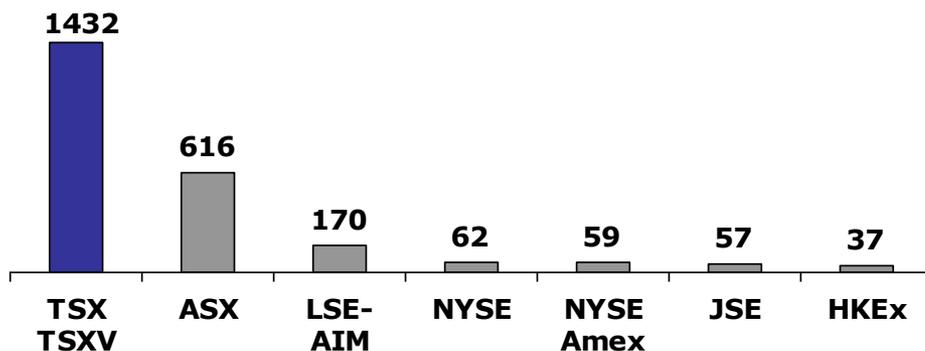
Latin America:  
**\$3.5 B** raised for projects

Africa:  
**\$2.6 B** raised for projects

Australia:  
**\$2.2 B** raised by Australian Cos.

# Mining Listings and New Listings Update - Q1 2010

## Total Number of Mining Issuers

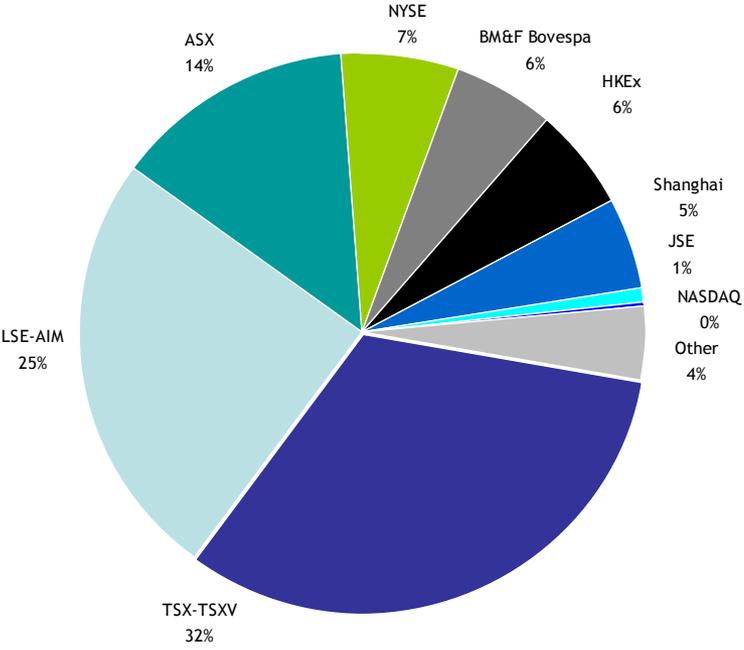


## New Mining Listings 2005 to Q1 2010

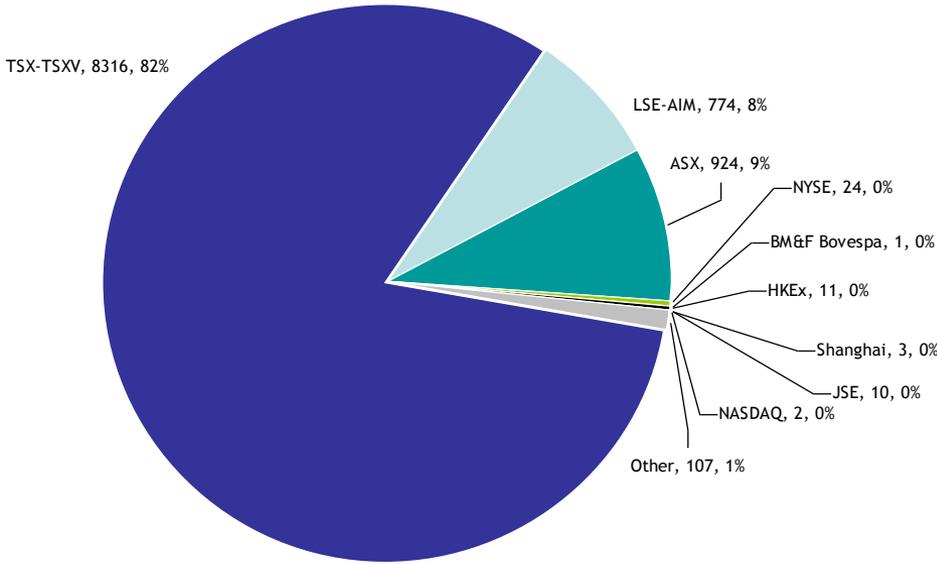
	TSX/TSXV	LSE/AIM	ASX	NYSE Amex	NYSE	HKEx	JSE
Q1 2010	43	2	6	1	0	1	0
2009	104	4	22	1	1	1	0
2008	138	29	9	5	3	3	2
2007	186	142	33	13	3	n/a	4
2006	112	70	55	14	6	n/a	10
2005	86	53	67	17	3	n/a	6

# TMX Group is the Leading International Exchange Group for Mining Financing

Value of Equity Financings  
 5-Year (2005 to 2009)  
 Total = \$200.3 Billion

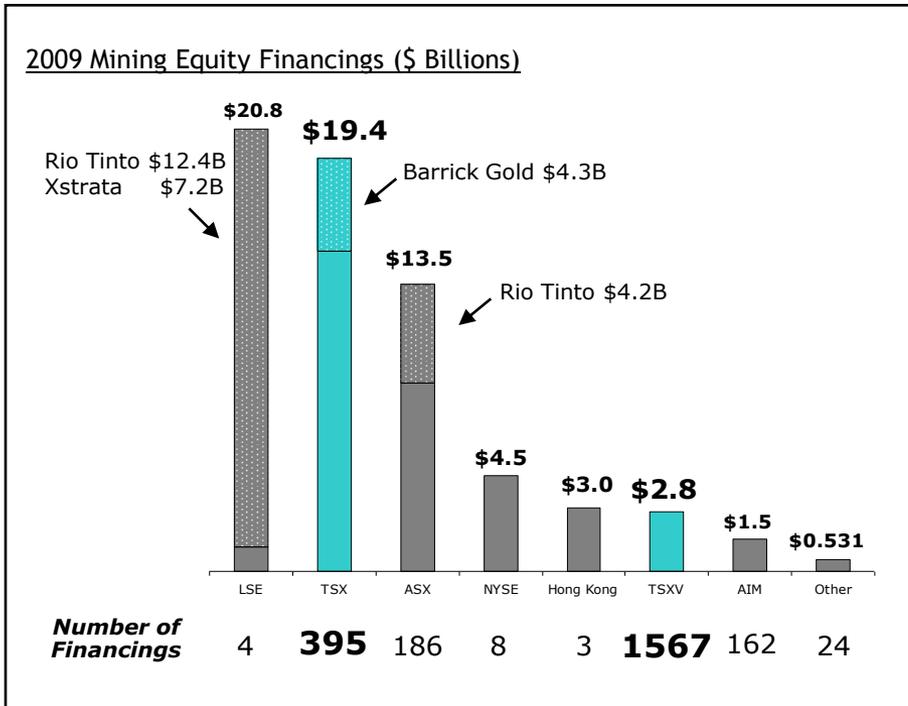


Number of Equity Financings  
 5-Year (2005 to 2009)  
 Total = 10,172 Deals



Source: Gamah International, 2005-2009  
 Compiled by TMX Group

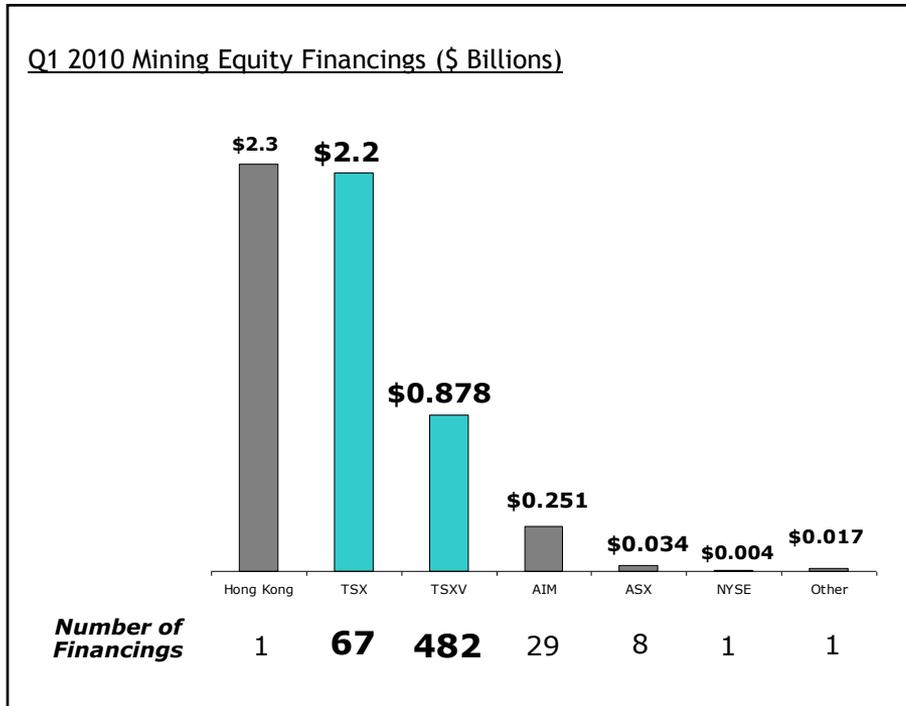
# A record \$22.2 billion was raised on TSX and TSXV by our listed mining companies in 2009



**TSX and TSXV:**

- **84%** of total number of mining financings
- **34%** of total equity capital raised globally

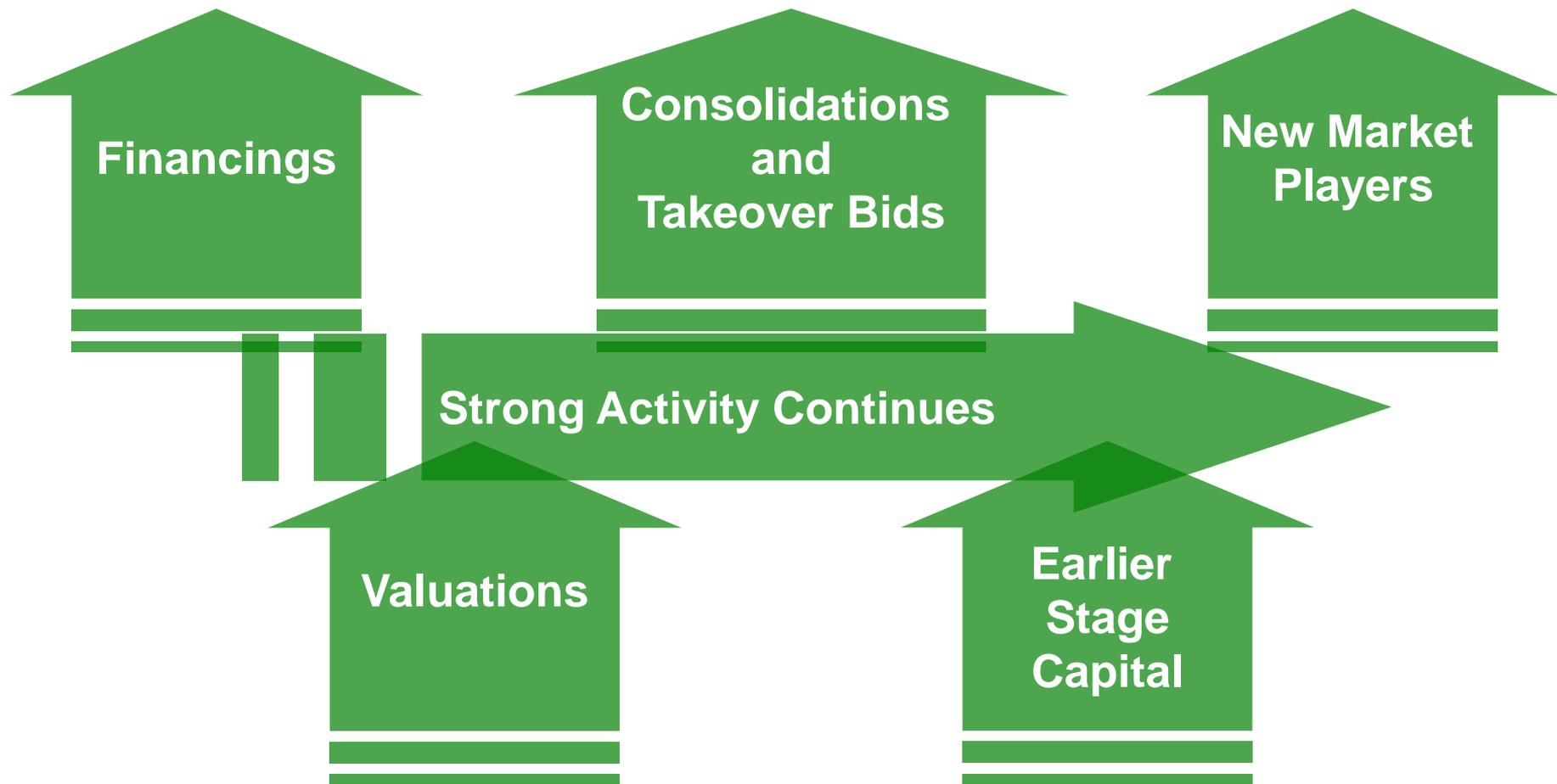
# Mining Financing Update - Q1 2010



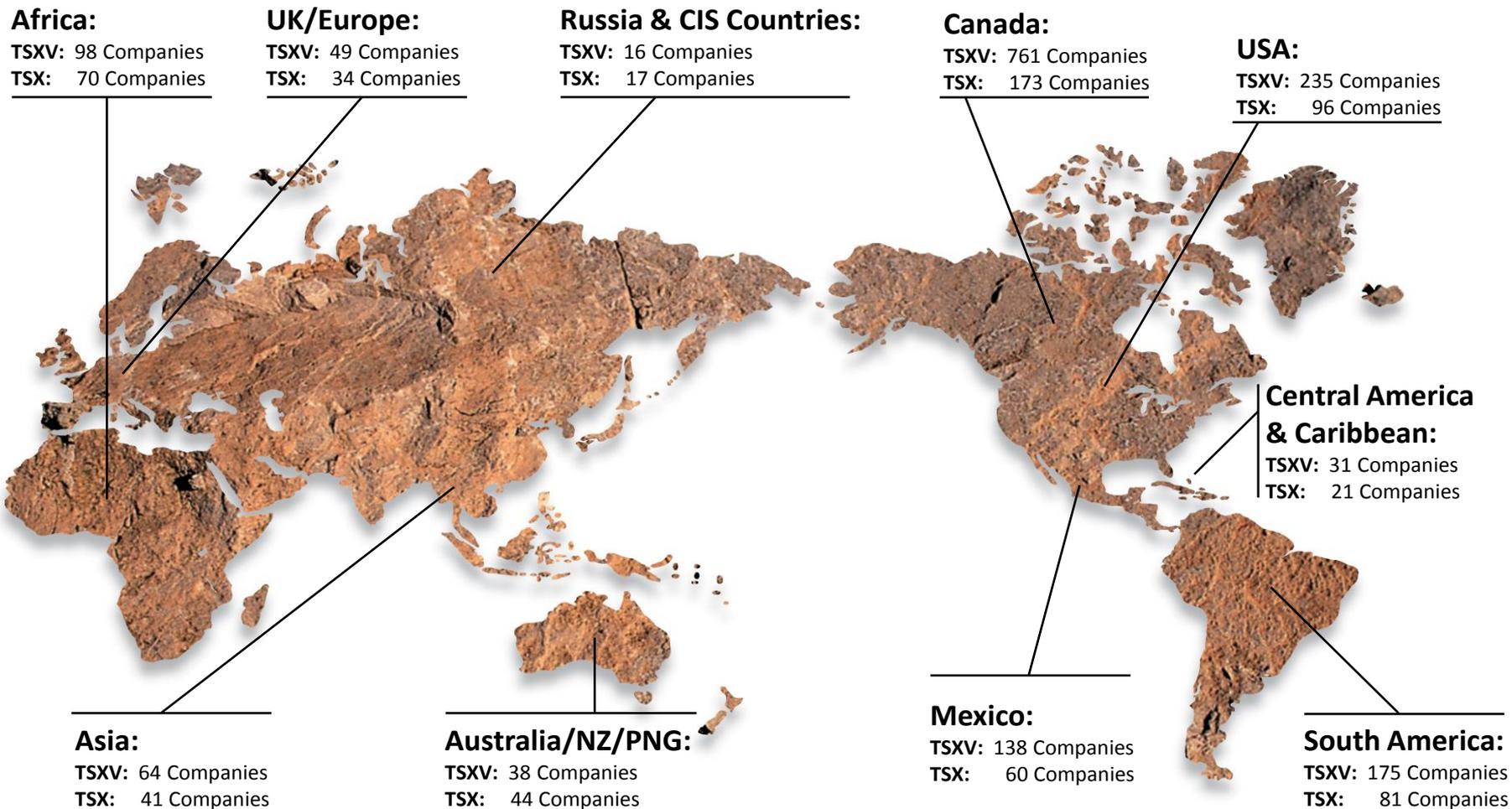
Q1 2010:

- **\$5.6 Billion** total equity capital raised globally
- **580+** financings

# Mining Trends on TSX and TSX V



# Our mining companies have operations around the world



# TMX is an important Exchange in South America

256

Number of Mining Companies in South America

1015

Number of S. American Mining Properties

\$3.0B

Amount of Equity Capital Raised in 2009 for S. American Mining Projects Through 125 Financings

46

Number of Mining Companies in Brazil (151 Mining Properties)



\$800M

Amount of Equity Capital Raised in 2009 for Brazilian Mining Projects Through 17 Financings

# Top 10 Financings for South American Projects in 2009



1. Kinross Gold Corp.: \$516 million raised for gold in Chile and Ecuador
2. Mirabela Nickel Ltd.: \$267 million raised for nickel and copper in Brazil
3. Silver Standard Resources Inc.: \$170 million raised for gold and silver in Argentina
4. Medoro Resources Ltd.: \$102 million raised for gold in Colombia
5. Andean Resources Ltd.: \$90 million raised for gold in Argentina
6. Jaguar Mining Inc.: \$86 million raised for gold in Brazil
7. Rusoro Mining Ltd.: \$80 million raised for gold and copper in Venezuela and Chile
8. Quadra Mining Ltd.: \$78 million raised for gold and copper in Chile
9. Colossus Minerals Inc.: \$72 million raised for gold and platinum group elements in Brazil
10. MBAC Fertilizer Corp.: \$57 million raised for phosphate and potash in Brazil

# 2010 New Listings and Financing Activity in South America



## New Listings:

Lithium Americas Corp.  
Minera IRL Limited  
Continental Gold Limited  
Rio Novo Gold Inc.  
Fortuna Silver Mines Inc.

## New Financings for South American Projects Q1 2010:

Silver Standard Resources: \$120 million (a portion for gold/silver/base metals in Argentina)  
Rio Novo Gold: \$46 million for gold in Brazil  
Greystar Resources: \$40 million for gold/silver in Colombia  
Apoquindo Minerals Inc.: \$39 million for copper in Peru  
Golden Minerals Co: \$35 million for silver in Argentina  
Fortuna Silver Mines: \$34 million for gold/silver in Peru  
B2Gold Corp: \$32 million for gold in Colombia  
Peregrine Metals Ltd.: \$20 million for copper in Argentina  
Polar Star Mining Corp.: \$15 million for gold/silver/base metals in Chile  
Mirabela Nickel Ltd.: \$12 million for nickel and copper in Brazil

# TSX and TSXV mining companies with projects in Brazil

## There are 28 TSXV companies with 86 properties in Brazil

ADRIANA RESOURCES INC.  
ALDERON RESOURCE CORP.  
AMARILLO GOLD CORPORATION  
AMAZON MINING HOLDING PLC  
AMERIX PRECIOUS METALS CORPORATION  
APOQUINDO MINERALS INC.  
BALMORAL RESOURCES LTD.  
BRAZAURO RESOURCES CORPORATION  
BRAZILIAN DIAMONDS LIMITED  
BRAZILIAN GOLD CORP.  
CARAT EXPLORATION INC.  
CASTILLIAN RESOURCES CORP.  
DIAMOND INTERNATIONAL EXPLORATION INC.  
ECOMETALS LIMITED  
IBC ADVANCED ALLOYS CORP.  
ICIENA VENTURES INC.  
INFINITO GOLD LTD.  
KARMIN EXPLORATION INC.  
LARA EXPLORATION LTD.  
LARGO RESOURCES LTD.  
LUNA GOLD CORP.  
MAGELLAN MINERALS LTD.  
MAJESCOR RESOURCES INC.  
METALEX VENTURES LTD.  
RANDSBURG INTERNATIONAL GOLD CORP.  
SANDSTORM RESOURCES LTD.  
SOLA RESOURCE CORP.  
VERENA MINERALS CORPORATION

## There are 18 TSX companies with 65 properties in Brazil

AURA MINERALS INC.  
CARPATHIAN GOLD INC.  
COLOSSUS MINERALS INC.  
ELDORADO GOLD CORPORATION  
GOLDEN STAR RESOURCES LTD.  
IAMGOLD CORPORATION  
INTERNATIONAL NICKEL VENTURES CORPORATION  
JAGUAR MINING INC.  
KINROSS GOLD CORPORATION  
MIRABELA NICKEL LIMITED  
OSISKO MINING CORPORATION  
RIO NOVO GOLD INC.  
SOLITARIO EXPLORATION & ROYALTY CORP.  
SPROTT RESOURCE CORP.  
TALON METALS CORP.  
TECK RESOURCES LIMITED  
TROY RESOURCES NL  
YAMANA GOLD INC.



# Outline

**Globally Competitive Exchanges**

**Mining Sector and Brazil**

**Uniqueness of TSX and TSXV**

# International Mining Companies by the Numbers

130

Inter. Mining Cos.  
on TSX and TSX V

\$52B

Market Cap

\$4.8B

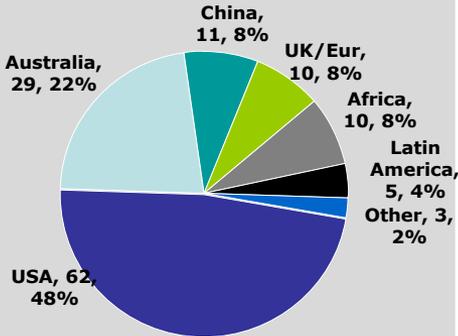
Raised Through  
140 Financings

5

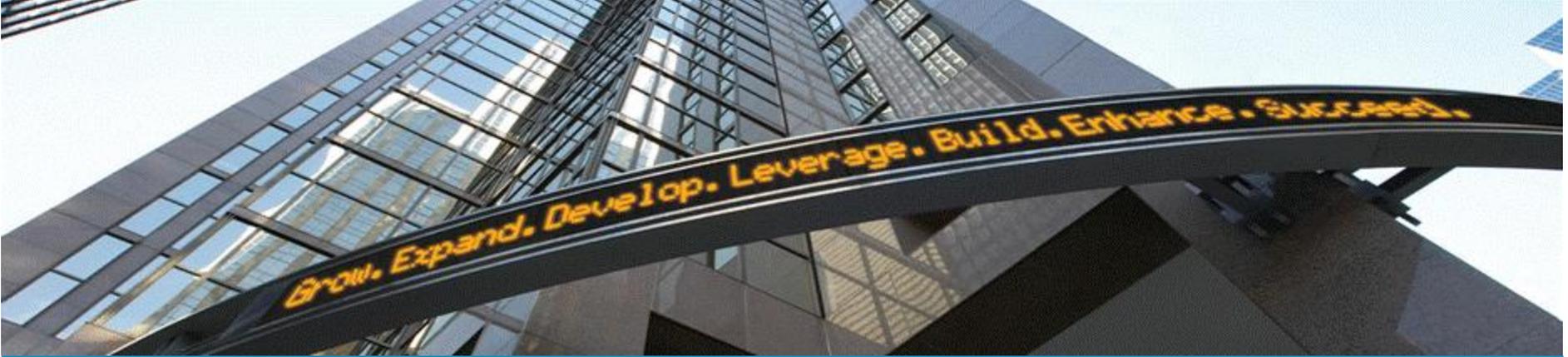
Average Number of  
Analysts Covering  
Int'l Mining Cos.

12B

Shares Traded  
Through 6 Million  
Transactions



# Differentiating ourselves from other marketplaces



Grow. Expand. Develop. Leverage. Build. Enhance. Succeed.

## Uniqueness

- Market structure facilitates graduation from junior market (TSXV) to senior market (TSX)
- Strong feeder system
- Market of choice for Resource and small and mid-cap companies

## Access to Capital

- Steady growth of capital investment over past 5 years
- Record breaking year in 2009 -- \$64.9 billion raised
- Access to North American capital

## Liquidity

- Value traded has more than doubled over the past 5 years
- Record breaking year in 2009 for trading volumes and transactions

## Issuer Services

- Unparalleled product and service support for our issuers

# Regulating Canada's Mining Sector

## Understanding the Regulatory Landscape in Canada

- TMX has supervision of new listings and matters pertaining to continued listing requirements.
- IIROC - National self-regulatory organization which oversees all investment dealers and trading activity in Canada.
- Securities Commission - Regulates investment funds and is responsible for overseeing capital markets and certain provisions of the Business Corporations Act.

## Standards-based exchanges that promote integrity for public SMEs

- Access to specialized products for TSX/TSXV listing.
- Policies for different size companies related to financial reporting, corporate governance and financing methods.

## Regulations to encourage develop of the mining sector

- Tailored listing requirements for mining sector.
- Regulations such as TMX's Timely Disclosure Policy, National Instrument 43-101 and the Qualified Person requirement.

## Mining focused economy supported by capital markets

- Milestones such as a Canada's Mineral Exploration Tax Credit and Mining Standards Task Force.
- Expertise in mining across the capital markets, legal community and stock exchanges.
- An increase in investment funds focused on mining sector.

## Canadian regulatory commissions and exchanges are customer-focused

- Access to U.S. capital without the higher cost of regulatory compliance
- Exemptions available for certain markets and dual listed companies
- Right balance of regulatory oversight and timely disclosure compared with other markets.



# How can International mining companies access TMX?

- Public mining companies dual list on a TMX exchange and remain listed on home exchange
- Companies can access via IPO, Capital Pool Program (CPC) or RTO onto TSX V or TSX
- Access the TSX or TSXV through an M&A transaction or equity investment

# Dual Listing Market Continues to Evolve on TSX

## Key Trends

- Growing number of dual listed success stories
- Dual listed cos. have steadily built profile
- Greater interaction between key mining exchanges
- Dual list process continues to improve

## Dual Listed Companies:

- Accessed significant capital and trading on TMX
- Improvements in home market valuations and trading liquidity
- More mines put into production

# Making a dual listing work between two mining markets

	<b>TSX</b>	<b>Brazil</b>
<b>Mutual Understanding of Mining and Related Economies</b>	Yes	Yes
<b>Mining and Public Company Experience</b>	Yes	Yes
<b>Dual Listing Success Requires Unique Offering</b>	Yes	Yes
<b>Strong Technical Standards</b>	NI 43-101 and QP	In progress
<b>Timely Disclosure/Marketing</b>	Market Leader with a very transparent and defined policy	Need to further develop
<b>Similar Accounting Standards</b>	Yes	Yes
<b>Ability to Move Securities Between Markets</b>	No	No
<b>Relationship between Stock Exchanges</b>	No	No
<b>Similar Regulations and Corporate Governance</b>	Available to select countries	No

# Capital Pool Company™ (CPC) Program has a Strong Track Record

## Anatomy of a Qualifying Transaction



## Since inception:

- Over 2050 CPCs were created
- 80% have completed their QT - over 1600 companies

## Currently:

- 329 Graduates now trade on TSX
- 96 of the grads were CPCs
- 47 of 82 QTs in 2009 were mining

# TMX Group has listing criteria specifically for the mining sector

LISTING REQUIREMENTS FOR EXPLORATION & MINING COMPANIES					
					
Minimum Listing Requirements	TSX Venture Tier 1	TSX Venture Tier 2	TSX Non-exempt Exploration and Development Stage	TSX Non-exempt Producer	TSX Exempt
Property Requirements	Material interest in a Tier 1 property <sup>1</sup>	Significant Interest In qualifying property or at discretion of exchange, hold rights to earn a significant interest in qualifying property with \$100,000 expenditures in the past three years by applicant issuer or sufficient expenditures incurred such that the property is a Tier 1 property	Advanced Exploration Property <sup>2</sup> Minimum 50% ownership in the property <sup>3</sup>	Three years proven and probable reserves as estimated by an independent qualified person (if not in production, a production decision made)	Three years proven and probable reserves as estimated by an independent qualified person
Recommended Work Program	\$500,000 on the Tier 1 property <sup>3</sup> as recommended by geological report	\$200,000 on the qualifying property as recommended by geological report	\$750,000 on advanced exploration property as recommended in independent technical report	Bringing the mine into commercial production	Commercial level mining operations
Working Capital and Financial Resources	Adequate for work program + 18 mos. C&A + 18 mos. Property payments to keep Tier 1 property <sup>1</sup> and principal properties <sup>1</sup> in good standing +\$100,000 unallocated	Adequate working capital and financial resources including work program +12 mos. C&A +12 mos. Property payments to keep qualifying property and principal properties <sup>1</sup> in good standing +\$100,000 unallocated	Minimum \$2.0 million working capital, but sufficient to complete recommended programs, plus 18 months C&A, anticipated property payments and capital expenditures. Appropriate capital structure	Adequate funds to bring the property into commercial production; plus adequate working capital for all budgeted capital expenditures and to carry on the business. Appropriate capital structure	Adequate working capital to carry on the business. Appropriate capital structure.
Net Tangible Assets, Earnings or Revenue	\$2,000,000 net tangible assets	No requirement	\$1,000,000 net tangible assets	\$4,000,000 net tangible assets; evidence indicating a reasonable likelihood of future profitability supported by a feasibility study or historical production and financial performance	\$2,500,000 net tangible assets; pre-tax profitability from ongoing operations in last fiscal year; pre-tax cash flow of \$700,000 in last fiscal year and average of \$500,000 for past two fiscal years
Other Criteria	Geological report recommending completion of work program or positive feasibility study or production levels exhibiting a likelihood of positive cash flow	Geological report recommending completion of work program	Up-to-date, comprehensive technical report prepared by independent qualified person and 18 month projection (by quarter) of sources and uses of funds, signed by CFO	Up-to-date, comprehensive Technical Report prepared by independent qualified person	
Management and Board of Directors	Management, including the board of directors, should have adequate experience and technical expertise relevant to the company's business and industry as well as adequate public company experience. Companies are required to have at least two independent directors.				
Distribution, Market Capitalization and Public Float	\$1,000,000 held by Public Shareholders; 1,000,000 free trading public shares; 200 Public Shareholders with a Board Lot and no Resale Restrictions; 10% Public Float; 20% of issued and outstanding shares in the hands of Public Shareholders	\$500,000 held by Public Shareholders; 500,000 free trading public shares; 200 Public Shareholders with a Board Lot and no Resale Restrictions; 10% Public Float; 20% of issued and outstanding shares in the hands of Public Shareholders	\$4,000,000 publicly held 1,000,000 free trading public shares; 300 public holders with board lots		
Sponsorship	Sponsor report may be required (not required for IPOs or certain other exemptions for North American properties)		Required (may be waived if sufficient previous 3 <sup>rd</sup> party due diligence)	Not required	

## Technical Listing Requirements:

- Minimum Property Ownership
- Management Track Record and Experience
- Sufficient Working Capital and/or Mine Life
- NI 43-101 Report
- Exploration & Development or Producing Requirements

# Companies can capitalize on TMX Leadership

**1<sup>st</sup>**

**in Mining**  
Home to 55%  
of the world's public  
mining companies

**Canada**

Canada's financial system has  
been ranked as the soundest in  
the world for two years in a row  
by the World Economic Forum

**2<sup>nd</sup>**

**in Listings**  
2<sup>nd</sup> in the world by  
number of listed  
companies

**1<sup>st</sup>**

**in Oil and Gas**  
Home to over 35%  
of the world's public oil  
and gas companies

**1<sup>st</sup>**

**in Clean Technology**  
1<sup>st</sup> in the world by number  
of listed clean technology  
companies

**2<sup>nd</sup>**

**in Technology**  
2<sup>nd</sup> in the world by  
number of listed  
technology companies

**6<sup>th</sup>**

largest exchange group  
by equity capital raised

**Uniqueness**

Market structure facilitates  
graduation from junior market  
(TSXV) to senior market (TSX)  
Strong feeder system

**8<sup>th</sup>**

largest exchange  
group by market  
capitalization



Toronto Stock  
Exchange

TSX Venture  
Exchange

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Toronto Stock  
Exchange

TSX Venture  
Exchange