

James Guttman

Partner

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Toronto – 416.367.7376



JAMES WORKS TIRELESSLY FOR HIS CLIENTS, SUCCESSFULLY GUIDING THEM THROUGH MERGERS AND ACQUISITIONS, PUBLIC AND PRIVATE OFFERINGS, AND FINANCING TRANSACTIONS.

James has broad experience in U.S. corporate law matters with particular expertise in U.S.-Canada cross border transactions. He advises Canadian companies seeking to participate in U.S. securities markets and to grow their business into the U.S. and advises U.S. companies seeking to participate in Canadian securities markets. James represents companies in a wide variety of industries including mining and natural resources, healthcare, technology, and Cannabis.

James advises clients with respect to regulatory and compliance issues, including compliance with the rules and regulations of the Securities and Exchange Commission, state securities bureaus, and self-regulatory organizations, and he prepares the periodic and current reports required to be filed by public companies. James' experience also includes advising companies on listing compliance standards of the New York Stock Exchange, Nasdaq, OTCQX marketplace, OTCQB marketplace, and the NYSE American. James's securities transaction experience includes private offerings, at-the-market transactions, underwritten public offerings and PIPE offerings.

James is ranked by Lexpert as a leading finance and M&A lawyer and as Lawyer to Watch in 2023 as one of Canada's leading lawyers under 40. James is also a leading member of the firm's Cannabis Group that was named one of Law 360's Cannabis Groups of the Year in 2021 and a leading member of the firm's Canadian offices that were ranked as National Tier 1 in Mergers and Acquisitions Law and Securities Law by Best Law Firms – Canada for 2025.

Select Experience

Education

- American University
Washington College of Law (J.D., 2007)
 - *magna cum laude* (Dual J.D./LL.B. degree program)
- University of Ottawa,
Faculty of Law (Bachelor of Law, 2008)
 - (Dual J.D./LL.B. degree program)
- University of Western Ontario, Richard Ivey School of Business (Bachelor of Arts, Honours Business Administration, 2004)
 - Graduated with Distinction

Bar Admissions

- New York

Recent Financing Activities

- Counsel to Nouveau Monde Graphite Inc. (NYSE) on its \$50 million equity offering (December 2024), its 37.5 million equity offering (May 2024), its \$50 million strategic investment by General Motors and Panasonic (February 2024), its \$22 million equity offering (April 2023), its \$50 million convertible note offering (November 2022), and its \$75 million at-the-market offering (January 2022)
- Counsel to Americas Gold & Silver Corporation (NYSE American) in its Cdn\$45 million subscription receipt financing (October 2024), its \$50 million at the market offering (May 2021), its Cdn\$30 million equity financing (January 2021), its Cdn\$75 million shelf registration statement (January 2021), and its Cdn\$35 million equity financing (August 2020)
- Counsel to Integra Resources Corp. (NYSE American) in its Cdn\$20 million bought deal equity financing August 2024), its Cdn\$15 million equity financing (March 2024) its Cdn\$35 million equity financing (March 2023), \$11 million equity financing (July 2022), \$17 million equity financing (September 2021), \$25 million at the market offering (December 2020), \$23 million equity financing (September 2020), and its Cdn\$100 million shelf registration statement (August 2020)
- Counsel to Lithium Americas Corp. (NYSE) in its \$275 million underwritten public offering (April 2024) and its \$750 million shelf registration statement (October 2023)

Court Admissions

- Licensed Foreign Legal Consultant in Ontario

Professional Affiliations

- New York State Bar Association

Accolades

- *Chambers USA*, Mining & Metals, National, 2026

Languages

- English
- French

Select Presentations

- United States securities law presentations to various Canadian law firms (2016, 2017, 2020, 2023, 2024)
- Osgoode Hall Law School, Professional Development, Fundamentals of U.S. Securities Law; Presentation on Listing and Continuous Reporting in the United States (2019, 2020, 2021, 2023)
- Law Society of Ontario Securities Law Update (2017)
- United States securities law presentations to various Canadian law firms and investment banks (2012)

Cross-Border Counselor

January 15, 2026

Prepare for the Worst, and Hope for the Best: Time to Begin Preparing for Section 16 Reporting by Insiders of SEC-reporting Foreign Private Issuers

December 29, 2025

Section 16 Reporting Requirements Expanded to Directors and Officers of Foreign Private Issuers

July 30, 2025

EDGAR Next Mandatory Compliance Deadline Is Quickly Approaching

March 31, 2025

EDGAR Next is Live – What Canadian Issuers Need to Know

December 22, 2024

EDGAR Next – Changes to Filer Access and Account Management

January 1, 2024

Corporate Transparency Act: Enforcement Continues to be Halted Pending Further Court Developments

March 16, 2022

Dorsey releases Updated Guide for Canadian issuers to trade on the OTCQX and OTCQB

August 16, 2021

The Lights Could Go Out on Over-the-Counter Companies on September 28, 2021

October 14, 2020

Dorsey releases new Guide for Canadian issuers to trade on the OTCQX and OTCQB

April 24, 2020

NASDAQ and NYSE Provide Temporary Relief from Certain Continued Listing Requirements

April 15, 2020

OTC Markets Provides Temporary Relief to OTCQX and OTCQB Issuers Due to Covid-19

March 9, 2020

New Disclosure Requirements for OTCQB Quoted Issuers

October 2, 2019

How to Avoid Being Required to Obtain Audit Partner Consents

November 16, 2018

The SEC Adopts New Rules Regarding Mining Disclosure

June 7, 2018

Canadian Cannabis Companies Begin to Trade on National Stock Exchanges in the United States

Insights

December 23, 2025

Section 16 Reporting Requirements Expanded to Directors and Officers of Foreign Private Issuers Effective March 18, 2026

June 1, 2023

FAQs on the SEC's Prescribed Clawback Policy

March 2022

Guide to Joining the OTCQX or the OTCQB Markets for Canadian and Other Foreign Issuers

February 7, 2022

Cannabis Group Of The Year: Dorsey & Whitney

September 2020

Guide to Joining the OTCQX or the OTCQB Markets for Canadian and Other Foreign Issuers