# Cassels



## Carla Potter

Partner

## Contact Information

416 860 6899
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## Office

Toronto

## Expertise

- Banking & Specialty Finance
- Cannabis
- Environmental, Social & Governance (ESG)
- Mining
- Private Equity
- Construction & Infrastructure
- U.S. Cross-Border

## Biography

Carla Potter* is a partner in the Banking & Specialty Finance Group at Cassels. Carla's practice focuses on corporate financing and equipment finance matters, representing both lenders and borrowers involved in domestic and cross-border lending and leasing transactions and corporate reorganizations. Within her corporate finance practice, Carla regularly acts for borrowers and lenders in corporate and commercial lending, project finance, asset-based finance, convertible debt, syndicated lending and securitization transactions. She has a proven track record of working with resource companies on their project finance transactions, including project debt, subordinated debt, project finance equipment facilities and on specialty finance matters in connection with project finance transactions. Within Carla's equipment finance practice, she regularly works with international and domestic commercial finance companies establishing lease and finance operations in Canada and with equipment finance companies on securitization transactions. Carla is recognized as a leader in her field by *Chambers Canada* (Banking & Finance), *Best Lawyers in Canada* (Equipment Finance, Banking & Finance Law), the *Canadian Legal Lexpert Directory* (Asset Equipment Finance/Leasing, Mining), and *IFLR1000* (Banking) and has been recognized as a leader in the field in *Lexpert*'s Special Edition on Energy and Mining**.** Carla has completed the Osgoode Certificate in ESG, Climate Risk and The Law.

Carla's experience includes acting for:

- Torex Gold Resources in connection with $150 million revolving credit facility and its $100 million term loan
- Allied Gold Corp. on its US$175 million streaming agreement for the Kurmuk Project in Ethiopia with Wheaton Precious Metals
- Nebari Natural Resources on nearly US$100 million of loan and convertible loan arrangements, including with West Red Lake Gold Mines, Empress Royalty and Ascot Resources
- Discovery Silver Corp. on the US$400 million royalty and debt agreements with Franco-Nevada in connection with the acquisition of the Porcupine Complex
- Lithium Americas in its US$2.26 billion U.S. DOE ATVM loan or financing the construction of the processing facilities at Thacker

Pass, located in Humboldt County, Nevada
- Artemis Gold Inc. in connection with the US$141 million silver stream agreement with Wheaton Precious Metals and $140 million Master Lease with Caterpillar Financial for the Blackwater Project in British Columbia
- Generation Mining in connection with the $240 million Precious Metals Purchase Agreement with Wheaton Precious Metals for the Marathon Paladium Project
- Vox Royalty Corp. on its revolving credit facility arrangements with Bank of Montreal
- Troilus Gold Corp. on its loan agreement with Auramet International, Inc.
- Sigma Lithium Corp. in connection with the US$100 million project financing in connection with the Grota do Cirilo Project in Brazil
- SilverCrest Metals Inc. in the completion of a US$120 million project finance facility for the Las Chispas Project in Mexico and the US$100 million debt refinancing package
- Integra Resources Corp. on its US$20 million convertible loan facility from Beedie Investments Ltd.
- Talisker Resources Ltd. on its royalty with Sprott Resource Streaming and Royalty Corp. in relation to Talisker's Bralorne Gold Project
- Sabina Gold & Silver Corp. (now B2Gold Corp.) in connection with its comprehensive US$520 million project financing package for the development of the Goose mine in Nunavut, Canada, including a US$125 million gold stream agreement with Wheaton Precious Metals Corp. and a US$225 million senior credit agreement and a US$75 million gold prepay facility with Orion Mine Finance
- Victoria Gold Corp. in the completion of a US$505 million construction package for the Eagle Gold Project in the Yukon, Canada, including its project finance facility and equipment finance facility and in the completion of a US$200 million corporate debt facility

Carla's equipment finance experience includes acting for:

- Stonebriar Commercial Finance Canada in its securitizations of equipment finance contracts
- Stonebriar Commercial Finance on its US$2 billion revolving syndicated credit facility

- A US-based leasing company in its securitization of equipment finance contracts, including electronic chattel paper
- Several US and international bank and non-bank equipment finance companies in establishing Canadian operations and financing packages
- An auto lease portfolio in its securitization for a private issuer
- US and international equipment finance companies on their Canadian vendor programs
- Acting for issuers and lessors on master lease and master loan arrangements, including for resource issuers

Carla is a Chartered Professional Accountant and Chartered Accountant with experience working at national accounting firms in both an assurance and business advisory capacity and brings this experience to bear in her practice. She is also a prolific author and regularly speaks on various topics relating to equipment finance and corporate finance matters. Select publications include:

- *Equipment Finance in Canada* (co-author)
- *Asset Based Lending in Canada: Canadian Primer on Asset Based Financing*, Second Edition (co-author)
- *Asset Based Lending*, Lexis Nexis Commercial Law Module (co-author)
- *Project Finance in Canada* (contributor)

**Services provided through a Professional Corporation*

## Achievements

- *Best Lawyers in Canada* (Equipment Finance, Banking & Finance Law)
- *Canadian Legal Lexpert Directory* (Asset Equipment Finance/Leasing, Banking & Financial Institutions, Mining)
- *Chambers Canada* (Banking & Finance) (2025)
- *IFLR1000* (Banking)
- *Lexology Index: Canada* (Banking)
- *Lexpert*, Rising Star Award (2025)
- *Lexpert Special Edition*, Energy and Mining
- *Monitor Daily*, Top Women in Equipment Finance

## Recent Representative Work

- Vox Royalty Expands Revolving Credit Facility Up to US$150 Million
- Generation Mining Completes Concurrent Financings for Gross Proceeds of $240 Million
- Blue Owl and Pacific Investment Management Lead $2.4 Billion Financing
- Lithium Ionic Completes US$37.5 Million Sale of Salinas Lithium Properties
- LunR Royalties Establishes Credit Facility of up to $150 Million

## Insights

- Bill C-39: A New Era for Canadian Mining Project Approvals?
- Financing GPUs and Data Center Equipment in Canada: A Practical Guide for US Equipment Finance Companies
- Stronger Together: What Mining Companies, Investors and Financiers Need to Know About Western and Northern Canada's Critical Minerals Strategy

## Education / Bar Admissions

- J.D., Queen's University, 2012
- B.Comm (Hons.), Lakehead University, 2008

- Ontario, 2013
- British Columbia, 2018

## Associations

- American Bar Association
- Canadian Bar Association
- Canadian Finance & Leasing Association
- Chartered Professional Accountants of Canada
- Chartered Professional Accountants of Ontario
- Equipment Leasing and Finance Association, Member, Women's Council
- Law Society of British Columbia
- Ontario Bar Association