



CAMERON SUTTON

SOLICITOR

London, England

+44 20 7539 7282

csutton@atllp.co.uk



Cameron Sutton, a solicitor on the U.K. Capital Markets team, is a corporate solicitor focusing on equity capital market transactions including acquisitions, fund raisings, IPOs and other related corporate work and advice.

Cameron's experience includes working with companies on flotations and secondary fund raisings on the AIM market of the London Stock Exchange PLC and the Aquis Stock Exchange, as well as providing advice in relation to acquisitions, equity-based fund raisings, capital reorganisations, reverse takeovers and the Takeover Code.

BACKGROUND

Prior to joining Armstrong Teasdale, Cameron served as a solicitor at a mid-tier boutique law firm in Western Australia, where he worked as part of the litigation team across the spectrum of commercial disputes.

EDUCATION

- College of Law (Diploma in Law, 2019)
- Curtin University (LL.B., 2018)
- Curtin University (M.B.A., 2015)
- Curtin University (BComm, 2013)

PROFESSIONAL ACTIVITIES

- Law Society of Western Australia

ACCOLADES

- The Best Lawyers in the United Kingdom® Ones to Watch, Capital Markets Law (2023-present)

THOUGHT LEADERSHIP

January 31, 2024

Doing Business in the U.K.

December 6, 2023

SERVICES AND INDUSTRIES

Capital Markets

Corporate

Emerging Companies

International

Mergers and Acquisitions

Energy and Utilities

Financial Services and Banking

ADMISSIONS

England and Wales

Western Australia

Quoted Companies Alliance (QCA) Releases Updated 2023 QCA Code

November 17, 2023

FCA Publishes Warning on Market Soundings

July 12, 2023

Takeover Panel Formalises Rules on Enhanced Flexibility for Rescue Fundraisings

July 5, 2023

FCA Publishes New Engagement Papers on Edinburgh Reforms Relating to Prospectus Regime Reforms

February 9, 2023

Proposed Changes to the Prospectus and Public Offer Regime as a Result of the Edinburgh Reforms

October 13, 2022

U.K. Regulators Send a Message on Market Abuse Regulation Failings

September 13, 2022

The ABCs of B Corporations

August 31, 2022

Proposed Recommendations from the U.K. Secondary Capital Raising Review Final Report

July 29, 2022

Public-to-Private Transactions in the U.K.

July 19, 2022

Proposed Changes to Takeover Code – Presumption of the Definition of “Acting in Concert”

April 27, 2022

Dual Listing in the U.K.

April 22, 2022

U.K. Prospectus Regime Review

March 29, 2022

Structuring Public Takeovers in the U.K.

March 29, 2022

Table: Summary of Key Differences of a Contractual Takeover Offer vs a Scheme of Arrangement

March 23, 2022

U.S. Bidders Lead the Way on U.K. Public Takeovers

March 3, 2022

Changes to Listing Requirements across London Stock Exchanges

March 3, 2022

Table: Compare the Eligibility Criteria and Continuing Obligations for the Different Market Segments of the London Stock Exchange and Aquis Stock Exchange

February 25, 2022

SPACs as a Listing Option in the U.K.: Listing a SPAC on the Aquis Stock Exchange

February 25, 2022

Table: Comparison of the Eligibility Criteria and Continuing Obligations for Listing SPACs on the Main Market and AIM of the London Stock Exchange; and the AQSE Growth of the Aquis Stock Exchange

February 24, 2022

Proposed Changes to Financial Promotion Exemptions to Strengthen Protections for Consumers

EXPERIENCE

Advised AIM-Quoted United Oil & Gas Plc on Equity Fundraising

Advised AIM-quoted oil and gas company United Oil & Gas Plc on a conditional equity fundraising by way of an accelerated bookbuild and subscription of new ordinary shares.

Advised Tungsten West on Fundraising

Advised AIM-quoted mining company Tungsten West Plc on a fundraising by way of adding an additional tranche D to its existing 2023 Convertible Loan Notes (**CLN**). The fundraising was completed by amending and restating the CLN to include a new tranche D to raise funds from existing CLN noteholders.

Equity Fundraising for Baron Oil

Advised Baron Oil Plc, an AIM-quoted oil and gas exploration company, on its equity fundraising of £3 million (before expenses) by way of an oversubscribed placing, and subscription, of ordinary shares. In addition, advised the Company in connection with a separate retail offer launched to existing shareholders through the WRAP trading platform operated by Winterflood Securities, giving existing shareholders an opportunity to participate in the fundraising at the same issue price.

Advised Tungsten West on Fundraising

Advised AIM-quoted mining company Tungsten West Plc on its fundraising, by way of a placing of secured Convertible Loan Notes, as well as advising on an Open Offer to qualifying shareholders, raising in aggregate approximately £7.1 million.

Advised AQSE-Quoted Silverwood Brands in Multimillion-Pound Acquisitions of Lush Stake and Sonotas

Advised AQSE-quoted Silverwood Brands Plc in connection with its acquisition of minority stakes in Lush, a British skincare and cosmetics manufacturer and retailer, for approximately £216.8 million, as well as with the conditional acquisition of the Sonotas Group, a Japan-based skincare manufacturer, for approximately £18 million (Japanese ¥ 3,042.2 million).

£5 Million Equity Fundraising for Baron Oil

Advised Baron Oil Plc, an AIM-quoted oil and gas exploration company, on its equity fundraising of £5 million (before expenses) by way of a placing and subscription, which was oversubscribed. In addition, advised the client in connection with a separate retail offer launched to existing shareholders through the REX trading platform, giving existing shareholders an opportunity to participate in the fundraising at the issue price.

Advised Silverwood Brands Plc on Equity and Debt Fundraising of £6 Million

Advised AQSE-quoted Silverwood Brands Plc as a part of its equity and debt fundraising of £6 million (**Fundraising**) announced on 13 October 2022. The team acted for Silverwood in connection with an unsecured loan facility with Castelnau Group Limited, a closed-ended investment company trading on the Specialist Fund Segment of the London Stock Exchange (**Castelnau**), for approximately £4.4 million. In addition, Castelanu agreed to subscribe for 2,285,715 new ordinary shares at a price of 70p per share in Silverwood, amounting to an aggregate of £1.6 million. The full loan facility was drawdown to enable completion of the acquisition of Nailberry by Silverwood.

Joan Yu (Partner and head of U.K. Capital Markets) led the transaction, assisted by Solicitor Cameron Sutton (qualified in Western Australia) and Trainee Solicitor Sebastian Clark.

Advised Silverwood Brands Plc on Debt Facility

Advised AQSE-quoted Silverwood Brands Plc on a debt facility. The team acted for Silverwood in connection with an unsecured convertible loan facility of £1.5 million with Castelnau Group Limited, the closed-ended investment company trading on the Specialist Fund Segment of the London Stock Exchange, for general working capital purposes.

Joan Yu (Partner and head of U.K. Capital Markets) led the transaction, assisted by Solicitor Cameron Sutton (qualified in Western Australia) and Trainee Solicitor Sebastian Clark.

Advised on Equity Fundraising for Samarkand Group Plc

Advised AQSE-quoted Samarkand Group Plc, a cross-border e-commerce technology, services and consumer brand group, on a new fundraising by way of an open offer of new ordinary shares. Samarkand is listed on the APEX segment of the Aquis Stock Exchange Growth Market. The fundraising was successful, with the new ordinary shares admitted to trading on 26 September 2022.

Joan Yu (Partner and head of U.K. Capital Markets) led the transaction, assisted by Solicitor Cameron Sutton (qualified in Western Australia) and Trainee Solicitor Sebastian Clark.

Represented Joint Brokers on Anglesey Mining Plc Equity Fundraising and Debt Restructuring

Represented joint brokers Canaccord Genuity Limited and WH Ireland Limited as part of Anglesey Mining Plc's equity fundraising and debt restructuring. Anglesey is an AIM listed company engaged in exploring and developing its Parys Mountain property in Anglesey, Wales, which hosts a significant polymetallic zinc, copper, lead, silver and gold deposit. The equity fundraising comprised a placing and separate subscription for new ordinary shares, with the net proceeds to be applied towards advancing the Parys Mountain project through further technical activities, as well as other general working capital expenses of the company. As part of the transaction, Anglesey also undertook a

debt restructuring, through a restructuring and partial conversion into further new ordinary shares of its existing working capital debt facility with its largest shareholder, Juno Limited.

Advised Metals Exploration Plc on a Reduction of Capital and Capital Reorganisation

Advised Metals Exploration Plc on a reduction of capital as a part of a capital reorganisation of the company. Metals is an AIM listed company that is engaged in mineral resource exploration and development in the Philippines. The reduction of capital has restructured the company's balance sheet to eliminate accumulated losses on the company's profit and loss account, providing the company with flexibility to pay dividends and/or make distributions to shareholders in the future. The capital reduction was approved by the High Court of England and Wales on 19 July 2022 and subsequently registered at Companies House thereafter. As a part of the capital reorganisation, the entire share capital of the company was subdivided into New Ordinary shares and Deferred shares, with the Deferred shares and the entire existing Share Premium Account of the company being subsequently cancelled. The capital reduction has created a pool of distributable reserves which can now be used in the future to absorb losses and/or effect distributions or other returns of value to shareholders.

Advised Silverwood Brands Plc on Acquisition of Balmonds Skincare Limited, Admission to AQSE Growth Market

Advised Silverwood Brands Plc in connection with its acquisition of Balmonds Skincare Limited and the contemporaneous admission of the enlarged group to trading on the AQSE Growth Market. Total consideration for the acquisition amounted to up to £8 million. (For more information, [see the 23 June 2022 announcement](#).)

Advised AIM-Quoted Oil and Gas Exploration Company, Baron Oil Plc, on an Equity Fundraising

Advised Baron Oil Plc on its recent oversubscribed equity fundraising by way of a placing and subscription. Allenby Capital Limited acted as the Company's broker in connection with the fundraising.

Baron Oil is an independent AIM-quoted oil and gas exploration company which currently holds exploration acreage in the U.K. and Timor-Leste.

The majority of the net proceeds of the fundraising will be applied towards activities in relation to the Company's operations in Timor-Leste, namely the TL-SO-19-16 PSC (**Chuditch**) project, where the Company is focused on setting up a potential two-well drilling campaign for Chuditch in 2023. In addition, the Company will apply some of the net proceeds from the fundraise towards progressing key decision points on the Company's UK P2478 Licence project situated in Inner Moray Firth.

Joan Yu, head of the U.K. Capital Markets team, led the transaction assisted by **Cameron Sutton** (Solicitor – qualified in Western Australia) and **Sebastian Clark** (paralegal).