

James Guttman

Partner

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James Guttman helps Canadian companies access U.S. capital markets — and U.S. companies enter Canadian markets — by structuring cross-border securities offerings, exchange listings, and M&A transactions that move capital across borders efficiently.

James brings deep fluency in U.S.-Canada cross-border capital markets to clients navigating a public company's life cycle — from initial public offerings to follow-on equity offerings, debt financings, and strategic acquisitions. Working from Dorsey & Whitney's Toronto office, James advises Canadian issuers seeking to raise capital in U.S. securities markets and U.S. companies looking to participate in Canadian markets, with particular focus on the mining and natural resources, cannabis, healthcare, and technology sectors.

James structures and executes a wide range of securities transactions, including underwritten public offerings, at-the-market programs, private placements, PIPE offerings, convertible note offerings, and shelf registration statements. He regularly counsels clients on Securities and Exchange Commission (SEC) regulatory and compliance matters, including periodic and current reporting obligations for public companies, and advises on listing compliance standards for the New York Stock Exchange (NYSE), NYSE American, Nasdaq, OTCQX, and OTCQB marketplaces.

James' M&A practice spans mergers of equals, cross-border acquisitions, business combinations, and asset sales across the mining, cannabis, technology, and healthcare sectors.

James has guided more than 175 Canadian issuers through the process of trading on the OTCQX and OTCQB marketplaces, and he has led U.S. exchange listings for companies on the NYSE, NYSE American, and Nasdaq. His clients have included Lithium Americas Corp., Eldorado Gold Corporation, Kirkland Lake Gold Inc., Curaleaf Holdings, Canopy Growth Corporation, Energy Fuels Inc., and SilverCrest Metals Inc.,

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

among many others.

James is a frequent author and speaker on U.S. securities law topics for Canadian issuers, including SEC reporting obligations, EDGAR filing requirements, and exchange listing standards. He has presented at Osgoode Hall Law School and to numerous Canadian law firms and investment banks on U.S. securities law fundamentals.

James is ranked by Chambers USA in Mining & Metals (National, 2026). Lexpert has recognized him as a leading finance and M&A lawyer and named him a Lawyer to Watch in 2023 as one of Canada's leading lawyers under 40. He is a leading member of Dorsey's Cannabis Group, which Law360 named one of its Cannabis Groups of the Year in 2021, and a leading member of Dorsey's Canadian offices, which were ranked National Tier 1 in Mergers and Acquisitions Law and Securities Law by Best Law Firms – Canada for 2025.

Select Experience

- Advised Lithium Argentina AG (NYSE) on its \$180 million strategic investment by Ganfeng Lithium Group (September 2026), its \$1 billion shelf registration statement (February 2023), the up-to-\$650 million equity investment by General Motors (January 2023), its \$258 million convertible senior notes offering (December 2021), its \$400 million equity financing (January 2021), its \$100 million at-the-market program (October 2020), and its \$500 million shelf registration statement (September 2020).
- Advised Nouveau Monde Graphite Inc. (NYSE) on its \$213 million equity private placement (May 2026), \$84 million equity public offering (April 2026), its \$20 million public offering (December 2025), 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).
- Advised Cantor Fitzgerald & Co. as representative for several underwriters in the \$63 million initial public offering of Rare Earths Americas, Inc. (NYSE American) (May 2026)
- Advised American Tungsten Corp. (TSXV) on its Cdn\$40 million equity offering (March 2026).

Languages

- French

Accolades

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

Court Admissions

- Licensed Foreign Legal Consultant in Ontario

Select Presentations

- *United States Securities Law*, various Canadian Law Firms (2012, 2016, 2017, 2020-2026)

- *Listing and Continuous Reporting in the United States*, Professional Development, Fundamentals of U.S. Securities Law, Osgoode Hall Law School (2019, 2020, 2021, 2023)
 - *Law Society of Ontario Securities Law Update* (2017)
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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