



## Harry Kingsley

### Partner

Melbourne  
+61.3.9205.2093

[Harry.Kingsley@klgates.com](mailto:Harry.Kingsley@klgates.com)

## OVERVIEW

Harry Kingsley is a corporate and commercial lawyer specializing in equity and debt capital markets and M&A. He also has deep experience in land-based logistics and transport, in particular rail.

Being highly numerate, Harry has developed a reputation as an effective negotiator who is commercially driven and outcome focused. He is a trusted advisor to his clients and is sought after for his practical approach.

## PROFESSIONAL BACKGROUND

Harry has a diverse background and is uniquely placed to understand clients' needs having been a partner at his previous firm, a member of the leadership team and General Counsel for Pacific National, Australia's largest rail operator and a director of a mid-market investment bank.

He has also served as the Senior Strategy and M&A counsel for Asciano Limited working on large transformative M&A projects, mainly for Patrick in its Ports and Logistics divisions.

Prior to Asciano, Harry was a Director for a boutique investment bank and was co-head of its resources team working on IPOs, secondary market raisings and M&A transactions for small and mid-cap ASX listed companies.

## ACHIEVEMENTS

- Listed in *The Best Lawyers in Australia*™ for Corporate Law, 2020-2025

## EDUCATION

- LL.M., Monash University, 2001
- LL.B., Monash University, 1998
- B.Com, Monash University, 1996

## ADMISSIONS

- Supreme Court of Victoria

## THOUGHT LEADERSHIP *POWERED BY HUB*

- 23 June 2020, COVID-19 (Australia): Temporary Relaxation of Continuous Disclosure Requirements – What Does It Mean?
- 23 June 2020, COVID-19 (Australia): ASX Class Waiver to Give Effect to ASIC Reporting Relief
- 18 June 2020, COVID-19 (Australia): ASIC Provides Interim Guidance on Board Oversight of Executive Variable Pay Decisions During COVID-19
- 7 May 2020, COVID-19 (Australia): Operating a Business During COVID-19: The Implications for Public Companies
- 26 March 2020, COVID-19: (Australia) ASIC Outlines "No-Action" Stance on Delayed AGMs During the COVID-19 Crisis

## NEWS & EVENTS

- 28 July 2022, K&L Gates Advises Security Matters Limited on Scheme of Arrangement, De-SPAC and Merger with Lionheart III Corp.
- 19 July 2021, K&L Gates Acts for Fintech Butn Limited on Pre-IPO and ASX Listing
- 24 March 2020, K&L Gates Welcomes Corporate Team in Melbourne

## AREAS OF FOCUS

- Capital Markets
- Emerging Growth and Venture Capital
- Energy Finance
- Executive Compensation
- Mergers and Acquisitions
- Oil and Gas
- Private Equity Transactions
- Public Companies
- Rail and Roads

- Technology Transactions and Sourcing

## INDUSTRIES

- Energy
- Financial Services
- Private Equity

## REPRESENTATIVE EXPERIENCE

### Capital Markets

- Acted for Melbourne, Australia-based Butn Limited (ASX: BTN), a founder-led B2B funder innovating the way SMEs fund and grow their businesses, in an underwritten accelerated non-renounceable entitlement offer (ANREO).
- Acted for Ord Minnett Limited, an Australian wealth management company, in relation to an underwritten AU\$20 million two tranche placement for Bluebet Holdings Limited (ASX:BBT), an international online wagering provider and bookmaker, to fund the acquisition of Betr, a sports betting and sports media company.
- Acted for Australia-headquartered Alta Group Global Limited, a UFC/MMA fitness company, as Australian counsel on its listing on the New York Stock Exchange.
- Advised Nutritional Growth Solutions Limited (ASX: NGS), a global provider of pediatric nutritional products, in relation to its listed options capital raise.
- Represented LTR Pharma Limited (ASX: LTP), an Australian clinical-stage biopharmaceutical company that has developed and is commercialising a 'First in Class' nasal spray (SPONTAN) to treat patients with ED, in its initial public offering and capital raising.
- Represented Multicom Resources Limited, a Queensland, Australia-based mining exploration company, in its underwritten AU\$60 million rights issue, AU\$2 million structured sell down, and an AU\$10 million shareholder loan conversion into equity.
- Acted for Titomic Limited (ASX: TTT), a Melbourne, Australia-headquartered company specialising in industrial-scale metal additive manufacturing, in its underwritten accelerated entitlement offer (PAITREO).
- Acted for Evolution Capital, as lead manager to a A\$35 million capital raising of Anteris Technologies Ltd (ASX:AVR, OTCMKTS: AMEUF), a medical device company. The deal was corner stoned by two institutional holders, L1 and Perceptive Advisors.
- Representing Smart Urban Properties Australia Limited in its raising of Secured Convertible Notes.
- Acted for Evolution Capital Pty Ltd, as underwriter for a AU\$100 million underwritten rights offering for Australian Pacific Coal Ltd.
- Representing Internet 2.0 Pty Ltd in a funding round led by Bondi Partners and Ellerston Capital.

- Representing Cannatrek Limited in conducting a AU\$13 million capital raising led by River Capital, and a sell down of the CannTrust stake in Cannatrek.
- Advising Cricket Australia, the Australian men's national cricket team, in an equity investment with the Australian Cricketers' Association (ACA) into Rario, an India-based global cricket NFT platform.
- Acting for ThinkMarkets, a multi-asset online brokerage, on raising US\$10 million in the form of convertible notes.
- Representing Titomic Limited (ASX: TTT), on industrial-scale metal additive manufacturing, in a private placement and a share purchase plan to raise AU\$9.5 million.
- Acting for BirdDog Technology Limited (ASX: BDT), a world leader in network device interface and Internet protocol video technology, in its AU\$133 million initial public offering and associated capital raising.
- Representing Australian antiviral drug development company Island Pharmaceuticals Limited (ASX: ILA) in its initial public offering and associated capital raising totaling AU\$20.2 million.
- Representing Rocketboots Limited (ASX: ROC), a Sydney, Australia-based developer of artificial intelligence software, in its initial public offering.
- Representing Energy Technologies Ltd. (ASX: EGY) in connection with an underwritten entitlement offer raising AU\$11 million in a placement of ordinary shares and attaching options.
- Representing Yumbah Aquaculture Ltd in connection with its Underwritten Entitlement Offer of AU\$9 million to shareholders of Yumbah Aquaculture Limited to fund the cash component of the acquisition of oyster farm Cameron of Tasmania Pty Ltd.
- Representing Butn Limited, an Australian Fintech business, on its AU\$12.5 million pre-IPO fund raising and oversubscribed initial public offering raising AU\$20 million.
- Representing BirdDog Australia Pty Ltd in its AU\$13.75 million pre-IPO convertible note funding
- Acting for Israeli company, N.G. Solutions Limited, on its IPO on the ASX (ASX:NGS).
- Advising Titomic Limited on its institutional placement of AU\$19 million.
- Advising Evolution Capital Pty Ltd on an institutional placement of ordinary shares for Harris Technology Limited (ASX:HT8).
- Advising a Seattle, Washington-based boutique advisory firm uniquely focused on serving technology start-ups on the capital raising to fund Westgold into a controlling position in the Murchison Region and to retire pre-paid gold debt.
- Advising b.energy on its AU\$10 million convertible note pre-IPO funding round
- Advising a leading independent equities provider in Australia as underwriter of an Australia-based cannabis supplier.

- Advised a Canada-based cannabis extractor developing patented technology for distilling THC and CBD oils for the wholesale market, on its Australian pre-IPO raising listing ahead of its listing on the Canadian Securities Exchange (CSE).

### Corporate/Mergers & Acquisitions

- Represented Toys R Us ANZ Limited (ASX: TOY) in its acquisition of the key assets of 50-year-old arts and crafts retail brand RIOT, and secured convertible note and debt funding from a US-based investment fund managed by C/M Capital Partners, LP.
- Acted for Smart Urban Properties Australia in the AU\$50 million partial acquisition by Global Institutional Investment Manager, IFM Investors.
- Represented Australia-based Yumbah Aquaculture Limited, a shellfish aquaculture company, in its acquisition of the land and business of Eyre Peninsula Seafoods.
- Represented AWN Food and Fibre Holdings Pty Ltd in the acquisition of a minority stake in Dyson Jones (WA) Pty Ltd.
- Represented Vocus Group Limited in its acquisition of Challenge Networks.
- Acted for the vendors of Imaging Independently Peninsula, a provider of medical imaging care, in its sale to private equity-backed Imaging Associates.
- Represented Melbourne, Australia-based Security Matters Limited (ASX: SMX), a security software development company, in its acquisition by Empatan Limited and Lionheart III SPAC Corporation in a scrip-for-scrip scheme of arrangement which valued SMX at US\$200 million and culminated in a de-SPAC transaction listing Security Matters on the NASDAQ.
- Represented Smart Urban Properties Australia Limited in its acquisition of SUPA Technologies, Connexx, and Fiber Asset Management.
- Representing Macarthur National Ltd in a scrip for scrip acquisition of a number of long day care centers and a retirement village and a simultaneous AU\$10.6 million capital raise. The value of the acquisitions and capital raised was AU\$43.1 million.
- Representing Australia-based Countrywide Renewable Hydrogen Limited in its acquisition by ReNu Energy Limited (ASX: RNE), a renewables company.
- Representing Titomic Limited (ASX: TTT) on its acquisition of Dycomet Europe B.V.
- Representing Titomic Limited's (ASX: TTT) subsidiary, Titomic USA, Inc., in its acquisition of the business, Tri-D Dynamics Inc.
- Representing Yumbah Aquaculture Ltd in connection with its acquisition of all the shares in Cameron of Tasmania Pty Ltd, an oyster farming concern, for AU\$20 million in cash and shares.
- Advising Balance Internet Pty Ltd on all legal aspects of its sale to Publicis Group S.A.

- Advising a fully licensed Australian vertically integrated medicinal cannabis enterprise on its joint venture and equity deal with an Australian health and beauty company.
- Advising Cannatrek Ltd on its private placement of AU\$10 million.

### **Work undertaken prior to joining K&L Gates**

- Equity capital markets including IPOs, right issues, private placements, SPPs, hybrids and convertibles in both underwritten and non-underwritten environments acting for issuers, lead managers and underwriters.
- Complex domestic and cross border M&A, strategic sales processes, takeovers and takeover defence in the energy and resources, transport and logistics, food and fibre, infrastructure and the general and technology services sector.
- General commercial work including negotiating complex take or pay and variable transport agreements with and for freight forwarders, minerals and mining companies, suppliers of construction products, grain producers and other agribusiness, access providers and steel producers.
- Major projects involving multiple work streams including infrastructure projects, complex tenders and joint ventures.
- Corporate governance matters including corporate structuring and restructuring, board policies, company secretarial advice, ASX listing rule advice, advice on ASIC policies and employee share plans.