

Harry Kingsley

Partner

Melbourne
+61.3.9205.2093

Harry.Kingsley@klgates.com

OVERVIEW

Harry Kingsley advises clients on complex capital markets transactions, mergers and acquisitions, and corporate governance matters. With a background in both private practice and in-house advisory, Harry brings a commercial mindset and calm precision to high-stakes corporate work.
Harry's practice spans a broad cross-section of industries, including fintech, life sciences, agribusiness and aquaculture, tech, health, energy, and advanced manufacturing. He has led equity and debt raisings for ASX-listed companies and private businesses, including initial public offerings, underwritten entitlement offers, institutional placements, convertible note issuances, and pre-IPO fundings. His experience includes advising innovative Australian companies expanding into global markets, as well as offshore clients navigating the Australian regulatory landscape.

In the mergers and acquisitions space, Harry has worked on landmark transactions ranging from strategic acquisitions and divestments to cross-border schemes of arrangement and private equity investments. His clients include founder-led growth companies, institutional investors, and some of Australia's most recognised listed entities.

Known for his collaborative style and attention to detail, Harry is a trusted adviser to boards and executives on corporate structuring, shareholder engagement, and regulatory compliance. He regularly supports clients through all stages of the corporate lifecycle—from startup capital raisings to public listings, transformational transactions, and beyond.

PROFESSIONAL BACKGROUND

Before joining K&L Gates, Harry gained experience working on a wide range of domestic and international transactions, building a reputation for delivering practical, commercially focused advice on deals that matter.

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

- Recognised by *The Legal 500 Asia Pacific* as a Recommended Lawyer for Corporate and M&A in Australia, 2024-2026
- Listed in *The Best Lawyers in Australia*™
  - Commercial Law, 2026-2027
  - Corporate Law, 2020-2027

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*

- 3 November 2026, Guide to US Flip-Ups
- 24 September 2026, Australia's Enhanced Substantial Holding Disclosure and Beneficial Ownership Disclosure Regime Comes Into Effect From 4 December
- 21 August 2026, Proposed Changes to the Pre-Lodgement Advertising and Publicity Regime: What Does It Mean?
- 22 May 2024, New Guidance Released for Australian Listed Companies on Continuous Disclosure Obligations During a Cyber Incident
- 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

- 11 June 2026, K&L Gates Advises Cannatrek on Merger With Little Green Pharma
- 16 April 2026, More Than 80 K&L Gates Lawyers Across Asia-Pacific Recognised in 2027 Best Lawyers, Ones to Watch Editions
- 5 January 2026, K&L Gates Advises Ektimo on Strategic Acquisition by PEMBA Capital Partners
- 4 September 2025, K&L Gates Advises Fredon Industries on AU$200 Million Strategic Acquisition by NRW Holdings
- 30 July 2025, K&L Gates Advises Connectivity Solutions Provider Elsight in AU$60 Million Capital Raise
- 24 July 2025, K&L Gates Advises Australian Seafood Producer Yumbah on AU$60 Million Takeover of Yellowtail Kingfish Farmer
- 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

OTHER MEDIA MENTIONS

- Quoted, "K&L Gates Advises Connectivity Solutions Provider Elsight in AU$60 Million Capital Raise", *Legal Desire*, 31 July 2025
- Mentioned, "K&L Gates Advises Australian Seafood Producer Yumbah on AU$60 Million Takeover of Yellowtail Kingfish Farmer", *Legal Desire*, 30 July 2025

AREAS OF FOCUS

- Capital Markets
- Emerging Growth and Venture Capital
- Energy Finance

- Executive Compensation
- Mergers and Acquisitions
- Private Equity Transactions
- Public Companies
- Technology Transactions and Sourcing

INDUSTRIES

- Apparel and Footwear
- Consumer Goods and Services
- Energy
- Financial Services
- Household Goods
- Oil and Gas
- Physical AI and Autonomous Systems
- Private Equity
- Rail and Roads
- Technology
- Transportation and Logistics

REPRESENTATIVE EXPERIENCE

Initial Public Offerings (IPO)

- 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.
- 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.
- 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 Butn Limited, an Australian fintech business, on its AU$12.5 million pre-IPO fundraising and oversubscribed initial public offering raising AU$20 million.
- Acting for Israeli company, N.G. Solutions Limited, on its IPO on the ASX (ASX: NGS).
- Acting for Security Matters Limited (ASX: SMX) in its initial public offering.
- Acting for Titomic Limited (ASX: TTT) in its initial public offering.
- Acting for Imagion Biosystems Limited (ASX: IBX) in its initial public offering on the ASX.

Secondary Raisings

- Represented Vection Technologies Ltd (ASX: VR1), a seller of customised AI software solutions, in its AU$20 million equity raise.
- Represented Elsight Limited (ASX: ELS), a carrier-agnostic connectivity solutions company, in its secured firm commitment for an AU$60 million one single-tranche placement of new fully paid ordinary securities at AU$1.70 per share.
- Acted for Butn Limited (ASX: BTN), a B2B funder, in an institutional equity raise and debt raise for a total of AU$20 million in share and loan notes to clients of United Capital Partners.
- Acted for LTR Pharma (ASX: LTP) on its AU$25 million institutional placement to support the commercialisation of its SPONTAN therapy.
- Represented Smart Urban Properties Australia Limited, a Victoria, Australia-based developer of simple, low-cost, reusable safety and efficiency products, in its entitlement offer underwritten by IFM Investors.
- Represented Titomic Limited (ASX: TTT), a manufacturer of industrial-scale metal additives, in an institutional two tranche placement of AU$30 million.
- Advised Toys R Us ANZ Limited (ASX: TOY) on the placement of convertible notes, loan options, and shares from Mercer Street Global Opportunity Fund II LP, a US-based investment fund.
- 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.
- Advised Nutritional Growth Solutions Limited (ASX: NGS), a global provider of pediatric nutritional products, in relation to its listed options capital raise.

- 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).
- Acting for Evolution Capital in a number of institutional placements raising over AU$100 million for Anteris Technologies Ltd.
- Acted for Evolution Capital Pty Ltd, as underwriter for an AU$100 million underwritten rights offering for Australian Pacific Coal Ltd.
- Representing Titomic Limited (ASX: TTT), an industrial-scale metal additive manufacturer, in a private placement and a share purchase plan to raise AU$9.5 million.
- 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.
- 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).
- Advised a Seattle, Washington-based boutique advisory firm uniquely focused on serving technology startups on the capital raising to fund Westgold into a controlling position in the Murchison Region and to retire pre-paid gold debt.

Venture Capital

- Acted for Sightec Inc., an Israeli drone geolocation company, as issuer in a pre-IPO round of a US$6 million Series Preferred 3 financing.
- Advised Synchron Australia Pty Ltd, on its US$37 million investment by the National Reconstruction Fund Corporation.
- Representing Smart Urban Properties Australia Limited in its raising of Secured Convertible Notes.
- Representing Internet 2.0 Pty Ltd in a funding round led by Bondi Partners and Ellerston Capital.
- Represented Australia-based Yumbah Aquaculture Limited, a shellfish aquaculture company, in an underwritten entitlement offer of AU$40 million.
- Representing Cannatrek Limited in conducting an 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 multiasset online brokerage, on raising US$10 million in the form of convertible notes.
- Representing BirdDog Australia Pty Ltd in its AU$13.75 million pre-IPO convertible note funding.
- Advising b.energy on its AU$10 million convertible note pre-IPO funding round
- Advising Cannatrek Ltd on its private placement of AU$10 million.

Public Mergers and Acquisitions

- Advised Energy Technologies Limited (ASX: EGY), an investment company, in its acquisition of Maradin Limited's laser optical engineering IP portfolio through its wholly owned subsidiary Cogenic Pty Limited.
- Represented Cannatrek Ltd., one of Australia's leading medicinal cannabis companies, in a Federal Court of Australia-approved Scheme of Arrangement with Little Green Pharma Ltd. (ASX: LGP), an Australian-owned medicinal cannabis manufacturer. On implementation, LGP and Cannatrek created one of the largest integrated medicinal cannabis businesses in Australia.
- Advised Yumbah Aquaculture Limited, a shellfish aquaculture company, on the takeover of Clean Seas Food Limited (ASX: CSS) by way of court approved scheme of arrangement and assumption of debt.
- Represented Yumbah Aquaculture Limited in an all cash, off-market takeover offer for all securities in East 33 Limited (ASX: E33).
- Represented Australia-based Yumbah Aquaculture Ltd, a shellfish aquaculture company, in its whitewash takeover of E33 Limited to increase its stake to 56%.
- 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.

Private Mergers and Acquisitions

- Represented Clear Street Holdings LLC, an AI-native trading platform, in the acquisition of AlphaStream Markets, a leading AI platform delivering legal and financial intelligence purpose-built for private markets.
- Represented Research Corporation Pty Limited atf the Anthony Hall Family Trust in the merger of Fogarty Wine Group, Fogarty Hall Wine Group and Pressing Matters and capital raising for expansion capital, involving several SHNW individuals and Laguna Bay.
- Represented Nathan River Resources Pte Ltd in its merger of interests, raising of debt and equity involving Salmon Capital, Hamilton Investments and Glencore in relation to the Roper Bar Iron Ore Mine in the Northern Territory, Australia.
- Advised Ektimo Pty Ltd in its sale of 70% of the shares in the company to PEMBA Private Equity.

- Represented Metgasco Limited (ASX: MEL) in its sales agreement with Vintage Energy Limited (ASX: VEN) to purchase the Metagasco interests in various petroleum licences.
- Acted for Fredon Industries Pty Ltd, provider of engineering, construction and facilities services in its pre-sale restructure and sale to NRW Holdings Limited (ASX: NWH) for AU$245 million.
- Assisted Island Pharmaceuticals Limited (ASX: ILA), an Australian drug research and repurposing company, in an asset purchase agreement for the Galidesivir Program from BioCryst Pharmaceuticals Inc. (NASDAQ: BCRX).
- Represented Smart Urban Properties Australia Limited, an IFM-backed company in its management buyout by the management of SUPA Tech.
- Represented Cannatrek Ltd., one of Australia's leading medicinal cannabis companies, in its acquisition of Heyday RX's product business, a pioneer in the cannabis industry.
- Acted for Pact Group Industries (ANZ) Pty Ltd (ASX: PGH), a leader in the circular economy industry, in the sale of its shares in the VRM business to CRH Plc.
- Represented the Fogarty Wine Group, in its acquisition of Taltarni, a Victoria, Australia-based winemaker and vineyard business, and Clover Hill, a Tasmania, Australia-headquartered winemaker and vineyard business.
- Acted for Generation Development Group Limited (ASX: GDG), an Australia-based investment company, in its acquisition of the remaining 61.9% of Lonsec's fully funded diluted share capital for AU$197.4 million.
- 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 Acquaculture Limited, a shellfish aquaculture company, in its acquisition of Australia-based St Helen's Oyster Farm.
- 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 Smart Urban Properties Australia Limited in its acquisition of SUPA Technologies, connecX 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.
- Advised a fully licensed Australian vertically integrated medicinal cannabis enterprise on its joint venture and equity deal with an Australian health and beauty company.