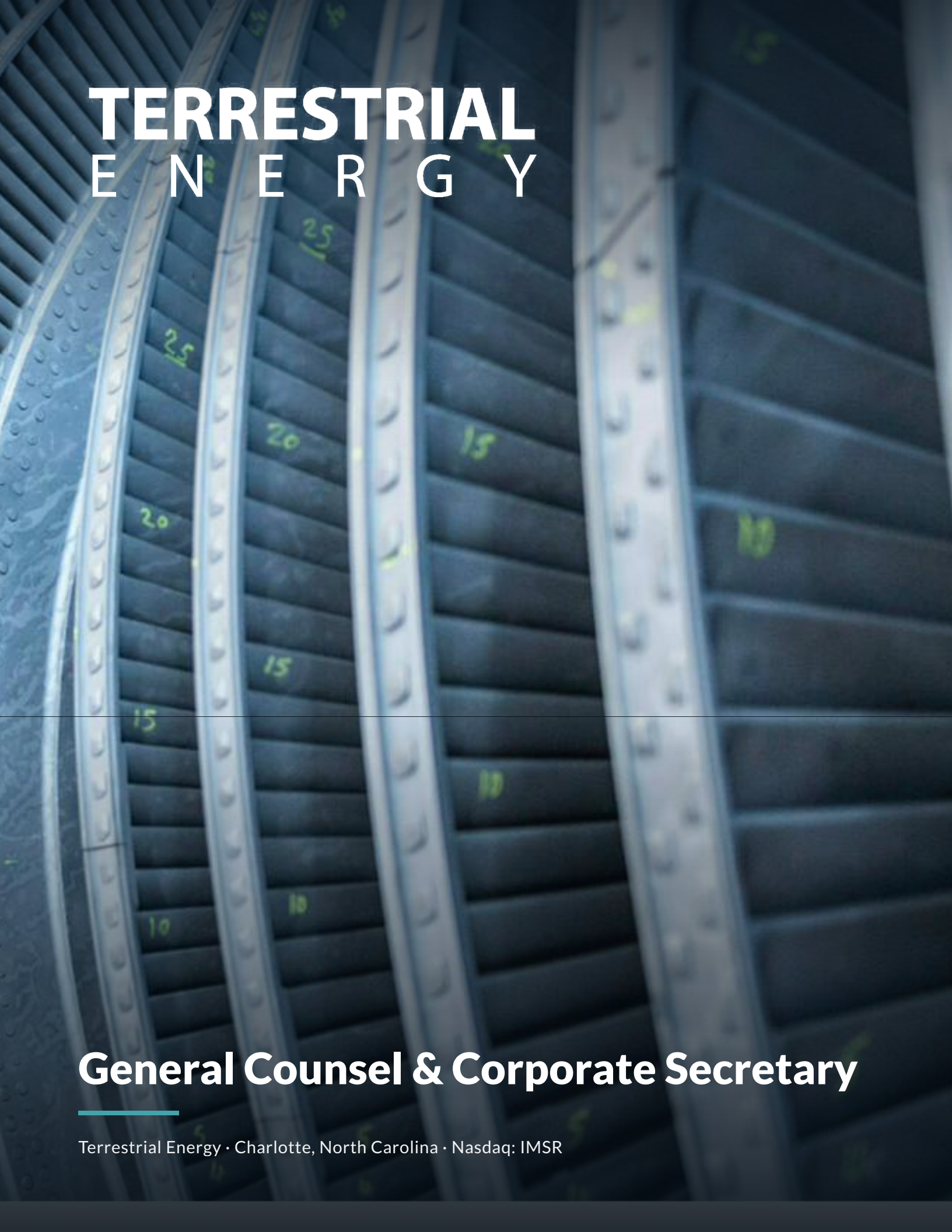


General Counsel & Corporate Secretary

Terrestrial Energy · Charlotte, North Carolina · Nasdaq: IMSR

About Terrestrial Energy

Founded in 2013, Terrestrial Energy (NASDAQ: IMSR) is a U.S. nuclear technology company developing Generation IV nuclear reactor technology, with its flagship product being the Integral Molten Salt Reactor (IMSR), a 390-MWe small modular reactor (SMR) plant designed to produce cost-competitive, high-temperature thermal energy with zero emissions. The IMSR plant uses molten salt reactor technology, characterized by its distinctive use of a molten fluoride salt eutectic that functions simultaneously as nuclear fuel and reactor coolant, enabling stable, high-temperature reactor operation that supports both high-efficiency electricity generation and direct supply of clean thermal energy for industrial operators.

$1.4T	390 MWe	$298M	2013
OECD SERVICEABLE MARKET	IMSR REACTOR CAPACITY	2025 YEAR-END CASH	COMPANY FOUNDED

Terrestrial Energy completed a business combination in late 2025, raising approximately $292 million, and began trading on NASDAQ under the ticker IMSR in October 2025. The company closed 2025 with approximately $298 million in cash on its balance sheet. Headquartered in Charlotte, North Carolina, Terrestrial Energy is actively building out its commercial, engineering, and business development organizations to execute on its U.S. market growth strategy.

Terrestrial Energy has also established a meaningful lead in regulatory readiness relative to Generation IV peers. In April 2023, Canada's Nuclear Safety Commission (CNSC) completed its multi-year Vendor Design Review of the IMSR plant design, finding no fundamental barriers to licensing the IMSR for commercial use and making the IMSR the first Generation IV reactor design to complete this CNSC Vendor Design Review. In the United States, the U.S. Nuclear Regulatory Commission (NRC) recently accepted the IMSR's Principal Design Criteria in late 2025. These regulatory achievements, spanning two major nuclear jurisdictions, represent a significant validation and a meaningful de-risking of the technology's commercialization path.



The Opportunity

Terrestrial Energy is entering an exciting phase, transitioning from a development-stage enterprise into a commercialization and execution organization, having spent the past decade advancing the science, engineering, and regulatory foundations of its IMSR technology. Reporting directly to CEO Simon Irish, the General Counsel & Corporate Secretary will serve as the company's primary legal advisor and a close working partner to the CEO and executive team, a role defined as much by trust and judgment as by legal expertise.

This is a unique opportunity to own the General Counsel and Corporate Secretary function in full at a publicly traded (Nasdaq: IMSR) nuclear technology company, with direct responsibility for the SEC reporting, securities compliance, and board governance obligations of a public company still early in its post-transaction life. The CEO is looking for someone who can personally handle both the strategic and hands-on dimensions of the role, from advising on commercial agreements to managing board governance directly, rather than someone focused primarily on building and overseeing a larger legal department.

Terrestrial Energy has built real momentum toward bringing its technology to market, achieving credible and sector leading regulatory milestones in both Canada and the United States and forming partnerships with organizations including Texas A&M, Ameresco, and the U.S. Department of Energy. The role is also expected to carry increasing board exposure and involvement in future M&A activity as the company scales.



The General Counsel Mandate

As the company moves closer to its first commercial deployments, the General Counsel will play a direct role in protecting its growing intellectual property and supporting the agreements underpinning that growth.

Legal Advisory & Corporate Governance

- Serve as the primary legal advisor to the CEO, Executive Leadership Team, HR, Finance, and other internal functions on a regular, hands-on basis.
- Advise the Board of Directors on governance matters and legal responsibilities and personally own the full cadence of Corporate Secretary duties: drafting board minutes, running board meeting logistics, and maintaining formal public-company governance protocols.
- Manage the administration of equity incentive plans, including board grants and award agreements, ensuring proper governance of the company's stock option and equity compensation programs.
- Participate directly in strategic planning and decision-making, advising on the legal implications of business initiatives, mergers, and acquisitions as the company scales.

Contracts & Commercial Negotiation

- Draft and negotiate commercial agreements and contracts across the business, applying business judgment first and legal risk analysis second.
- Lead negotiation of federal and state government agreements, including CRADAs, SPPs, Cooperative Agreements, Assistance Agreements, and settlement terms.
- Manage outside counsel relationships while assisting the CEO as the final voice on every material contract decision.

Compliance & Risk Management

- Ensure the company complies with relevant laws and regulations, including U.S. securities law, SEC public-company compliance, employment law, and industry-specific guidelines.
- Oversee stock transfers, assignments, and warrant exercises, including administration of the company's outstanding public warrants (Nasdaq: IMSRW), and collaborate with the company's transfer agent to support compliance with shareholder agreements.
- Identify and manage legal risk across the organization, implementing pragmatic strategies that protect the company without slowing it down.
- Oversee legal disputes and coordinate with external law firms on litigation matters as needed, while keeping litigation a last resort rather than a first instinct.
- Provide legal guidance on employment-related matters, including contracts, policies, and workplace disputes, ensuring fair and lawful treatment of employees.

Intellectual Property

- Prosecute and protect the company's IP strategy, including trademarks, patents, and copyrights, safeguarding Terrestrial Energy's innovations as it builds a meaningful IP moat around its reactor technology.
- Sit on and help shape the direction of the company's active IP committee.

The Ideal Candidate

The ideal candidate is a seasoned, public-company General Counsel with direct experience in SEC reporting, securities compliance, and Section 16 obligations. This person leads with judgment and understands the way to help a company find a workable path forward.

- Builds trust quickly and holds it: judgment and discretion matter more than polish or pedigree.
- Calm, cool-headed, and de-escalating; brings the steadiest presence in the room rather than the most combative one.
- Collegial and low ego, with a genuine willingness to be hands-on rather than delegate work away.
- Leads with speed and commercial pragmatism, favoring workable solutions over reflexive caution or contractual perfection.
- Operates as a trusted advisor and collaborator to HR, Finance, IT, and the executive team, not a top-down decision-maker.
- Confident and credible in front of the Board, able to project competence and command respect through professional judgment rather than positional authority.
- A genuine champion of Terrestrial Energy's core values: integrity, innovation, teamwork and collaboration, adaptability, and leadership.
- Comfortable personally handling both strategic and administrative dimensions of the role, rather than focused primarily on building out a larger legal department.
- Flexible and adaptable to shifting priorities in a fast-growing, entrepreneurial environment.



Experience and Qualifications

Required Qualifications

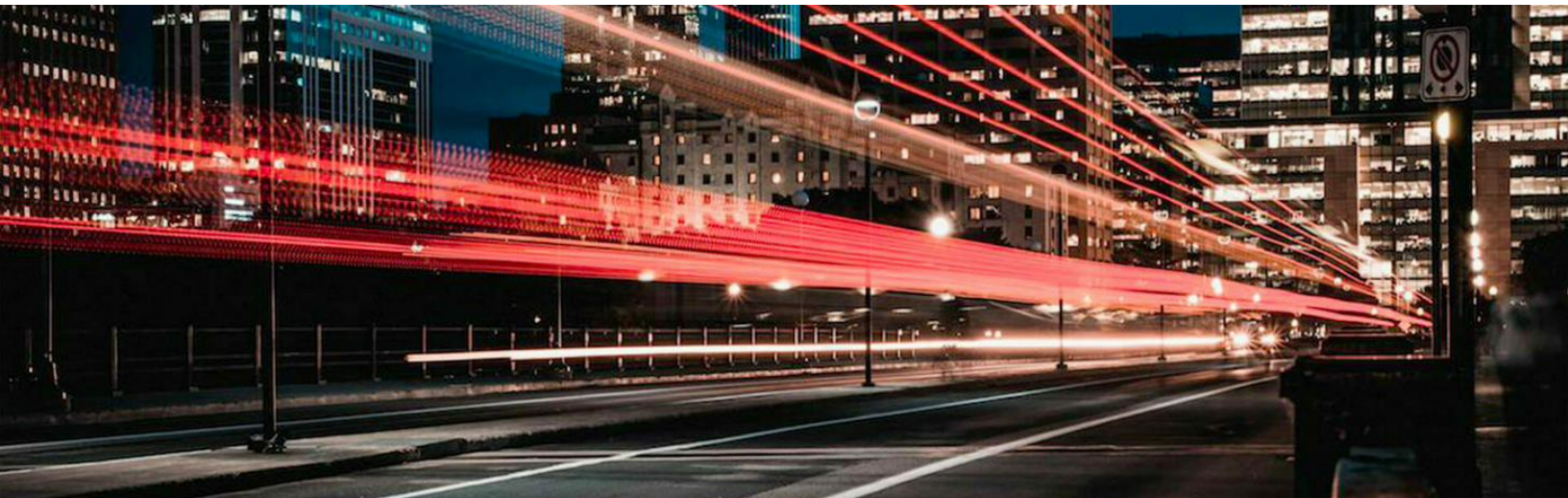
- J.D. from an ABA-accredited law school.
- Prior public-company General Counsel experience, including direct ownership of SEC reporting, securities law compliance, and Section 16 obligations.
- Minimum of 10 years of experience in a strong advisory commercial legal practice.
- Demonstrated depth in contract and commercial law, one of the highest-priority requirements for this role.
- Detailed knowledge of Title VII and EEO law, and of the FLSA, FMLA, ADA, NLRA, and other federal, state, and local labor and employment laws and regulations, including state and local employment-related tort and contract law and the law of restrictive covenants.
- Demonstrated ability to build and sustain strong working relationships, both internally and with external partners including outside counsel.
- Proficiency in Microsoft Office Suite and professional-standard document production, with the ability to pick up new tools and software quickly.
- Strong organizational skills, with the ability to manage competing priorities, deadlines, and accountabilities independently.

Preferred Backgrounds

- Intellectual property prosecution and strategy experience, particularly in technical or engineering-driven businesses.
- Experience negotiating federal and state government agreements, including CRADAs, SPPs, Cooperative Agreements, or Assistance Agreements.
- M&A and corporate restructuring experience, particularly having supported a company through a business combination or similar transaction.
- Experience with federal grant programs (e.g., DOE, DOD) and/or energy industry experience.
- Some litigation exposure is helpful given that disputes are an unavoidable part of business, though this role is not suited to a litigator-first mindset.
- General familiarity with tax matters, though deep tax expertise is not required.

Location

Charlotte, North Carolina. This is a national search with relocation support for the right candidate; regular in-office presence (five days per week) is expected given the role's proximity to the CEO and executive team.



Contact Information

CarterBaldwin Executive Search is honored to partner with Terrestrial Energy on this search. Inquiries, applications, and nominations are welcomed in confidence.

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