Daniel E. Hemli
Partner

New York
T: +1.212.938.6402
F: +1.800.404.3970
E: daniel.hemli@bracewell.com

About Daniel

Daniel Hemli regularly advises clients on complex antitrust issues relating to mergers, acquisitions and joint ventures and advocates before federal, state and foreign antitrust authorities. He has experience representing both buyers and sellers in connection with investigations of numerous national and multinational acquisitions and joint venture transactions across a broad range of industries, including oil and gas, electric power, chemicals, commercial and industrial equipment, waste services, construction materials, consumer goods, healthcare, technology and financial services. He has advised on transactions in a variety of contexts, including negotiated deals, hostile takeovers and distressed situations. Dan also counsels clients on a broad range of antitrust matters arising out of their day-to-day operations and assists clients in designing and implementing antitrust compliance programs. He prides himself on having a thorough understanding of his clients' business operations and objectives and providing very practical and business-focused advice.

Before joining Bracewell, Dan practiced with the New York law firm Wachtell, Lipton, Rosen & Katz.

Recent Notable Matters

TC Energy Corporation — $1.14 billion divestiture of Portland Natural Gas Transmission System to funds managed by BlackRock and Morgan Stanley Infrastructure Partners

Phillips 66 — $3.8 billion acquisition of all of the publicly held common units of DCP Midstream, LP in a cash for unit merger transaction; realignment of its economic and governance interests in DCP Midstream, LP and Gray Oak Pipeline, LLC through the merger of existing joint ventures owned by Phillips 66 and Enbridge Inc.

Drilling Tools International — business combination with ROC Energy Acquisition Corp., a special purpose acquisition company, that resulted in DTI becoming a US publicly listed company

Sixth Street — $700 million acquisition of equity interests in joint venture owning various energy products pipelines and related logistics assets

Sabalo Energy, LLC — sale of Midland Basin assets to Laredo Petroleum Inc. for $606 million in cash and 2.507 million shares of Laredo's common stock

Cornerstone Building Brands, Inc. — acquisition of Prime Window Systems, LLC

Equinor — $1.1 billion sale of a 50 percent interest in two US offshore wind development projects to BP, including formation of a partnership to develop and operate the Empire Wind project offshore New York and Beacon Wind project offshore Massachusetts, which together could generate up to 4.4 GW

TC Energy Corporation — approximately $1.275 billion sale of US midstream assets held by its subsidiary, Columbia Midstream Group, to a subsidiary of UGI Corporation

Halcón Resources Corporation — $325 million divestiture of water infrastructure assets across the Delaware Basin to a subsidiary of WaterBridge Resources LLC

East Texas Medical Center Healthcare System — sale of substantially all assets to Ardent Health Services, including a network of 9 hospitals, 39 clinics, 2 inpatient facilities, 13 regional rehabilitation facilities, physician clinics, 2 emergency centers, regional home health services covering 41 counties, a comprehensive seven-trauma center care network, and an EMS fleet of more than 45 ambulances and 4 helicopters. In connection with the acquisition, Ardent and The UT Health Science Center formed a partnership and will invest more than $125 million in the new UT Health East Texas health system to support operations and fund improvements.

Holly Energy Partners, L.P. — $250 million acquisition from Plains All American Pipeline, L.P. of the 50 percent and 75 percent interest in Frontier Aspen LLC and SLC Pipeline LLC, respectively, that Holly Energy Partners does not already own

Great Plains Energy Incorporated — stock-for-stock merger of equals transaction with Westar Energy, Inc., creating a company with a combined equity value of approximately $14 billion, and with nearly 13,000 MW of generation capacity and more than 51,000 miles of distribution lines

Chevron Corporation — sale to ONEOK Partners, LP of the Mesquite Pipeline and its 80 percent interest in the West Texas LPG Pipeline Limited Partnership for approximately $800 million

Southern Waste Systems/Sun Recycling — sale of residential, commercial, and industrial solid waste collection, processing/recycling and transfer operations and assets to Waste Management Inc. of Florida

Alinda Capital Partners and GE Energy Financial Services — sale of SourceGas Holdings LLC to Black Hills Corp. for $1.89 billion

American electric power holding company — $2.8 billion sale of its Midwest merchant generation business to a subsidiary of Dynegy Inc., which includes ownership interests in 11 power plants with a total capacity of approximately 6,100 MW, as well as Duke's competitive retail electric and gas business; Platts Global Energy Awards, 2015 Strategic Deal of the Year

Lufkin Industries, Inc. — $3.3 billion acquisition by a global conglomerate of a manufacturer of oilfield equipment and industrial gearboxes

Phillips 66 — exchange of Phillips Specialty Products Inc. to Berkshire Hathaway Inc. for shares of Phillips 66 stock held by Berkshire Hathaway affiliates, valued at approximately $1.4 billion

Dexter Axle Company — a designer and manufacturer of trailer axles, brakes and related components, in the acquisition of AL-KO Vehicle Technology from AL-KO Kober SE for €370 million to form DexKo Global Inc.

Apache Corporation — $3.75 billion sale of its Gulf of Mexico Shelf operations and assets to Fieldwood Energy LLC, an affiliate of Riverstone Holdings

Old World Industries, LLC and Old World Management, Inc. — sale of its chemicals business to Indorama Ventures PCL for $795 million

FTS International, Inc. — sale of substantially all of the assets of its proppant mining and processing business and related logistics assets to Fairmount Minerals

Rockland Capital, LLC — acquisition of a portfolio of six generating plants with a combined generation capacity of 972.5 MW from AES Ohio Generation, LLC

The Sterling Group — sale of Universal Fiber Systems, a manufacturer of high-performance, specialty synthetic fibers, to funds managed by HIG

Howard Midstream Energy Partners, LLC — purchase of northeast Pennsylvania gathering assets from Southwestern Energy Company for $500 million

One of the largest energy companies in North America — sale of interests in two natural gas pipeline systems for over $6 billion

Publications and Speeches

"Criminal Prosecutions over No-Poaching Arrangements Are Coming," *Society for Human Resource Management*, April 5, 2018.

"Reassessing and Optimizing the Value of an Effective Compliance Program", *2016 Oil & Gas Regulatory Symposium*, Bracewell LLP, October 6, 2016.

“Beating the Competition: Antitrust Issues in Mergers & Acquisitions,” *Recycling Today*, May 2016.

“Navigating the Turbulent Waters of Aggressive Antitrust Merger Enforcement,” *Association of Corporate Counsel Greater New York Chapter*, July 23, 2014.

"FTC Broadens Notification Requirements for Transfers of Pharmaceutical Patent Rights," *IP Today*, January 2014.

"Deal Makers Take Note: Recent Trends in Merger Enforcement at the U.S. Antitrust Agencies," *Ethics & Compliance Officers Association Annual Conference*, Sept. 25-27, 2013.

"Shining a Light on the Middle Market," *AM&AA Summer Conference*, July 9-11, 2013.

"The United States," *The Design of Competition Law Institutions: Global Norms, Local Choices*, 329-383 (Oxford University Press, 2013).

Education

New York University School of Law, Master of Laws
2004

University of New South Wales, Australia, Bachelor of Laws
2000

University of New South Wales, Australia, B.Sc.
2000

Noteworthy

Chambers USA, New York Antitrust, 2016 - 2017

The Legal 500 United States, Antitrust - Merger Control, 2016 - 2019; Energy: Transactions, 2014

Delinian Limited, *IFLR1000 Financial & Corporate and M&A Guide*, 2019 - 2023

Thomson Reuters, *New York Metro Super Lawyers*, 2021 - 2023

Thomson Reuters, *New York Metro Super Lawyers*, Rising Stars, 2015 - 2016

Affiliations

American Bar Association

New York State Bar Association

Association of the Bar of the City of New York

Law Society of New South Wales

Bar Admissions

New York
New South Wales, Australia