

Lytch T. Gutmann

Partner

lytch.gutmann@bracewell.com

HOUSTON

+1.713.221.1133



Lytch Gutmann represents public and private companies, master limited partnerships (MLPs) and special committees in a variety of corporate transactions, including stock and asset purchases and sales, joint ventures, mergers and other business combinations. She also provides counsel to private equity funds and their portfolio companies, along with management teams seeking private equity capital.

Lytch's practice focuses on the midstream and upstream areas of the energy industry. Her recent experience includes acquisitions and divestitures of oil and gas pipelines and storage terminal facilities, water infrastructure assets, and other midstream companies and assets.

Lytch is ranked in *Chambers USA* for Texas Corporate/M&A (2021-2024), which notes that "she is a standout in her ability to quickly distill and draft to accommodate complicated and unique matters into workable deal documents. Her counsel and attention to detail have been key to our success." (2022).

Experience

Enbridge, Inc.

- investment as a 45 percent equity partner in OnStream CO₂, LLC, a joint venture with Carbonvert, LLC and Castex Carbon Solutions, LLC that is developing CO₂ capture, transportation and sequestration projects, in which Enbridge will act as OnStream's preferred CO₂ transportation provider

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Phillips 66

- acquisition of Pinnacle Midland Parent LLC, which owns a natural gas gathering and processing system in the Midland Basin, from Pinnacle Midstream II LLC for cash consideration of approximately \$550 million

TC Energy Corporation

- \$1.14 billion divestiture of Portland Natural Gas Transmission System to funds managed by BlackRock and Morgan Stanley Infrastructure Partners

Kinder Morgan, Inc.

- sale of a 25.5 percent interest in Elba Liquefaction Company, L.L.C. to an undisclosed financial buyer for approximately \$565 million
- sale of a 49 percent interest in Elba Liquefaction Company, L.L.C. to EIG Global Energy Partners
- sale of a 50 percent interest in Utopia pipeline project to Riverstone Investment Group LLC
- signing of a definitive agreement valued at \$568 million with Philly Tankers LLC to take assignment of contracts for the construction of four Jones Act vessels
- approximately \$2 billion drop down of 50 percent of Ruby Pipeline, 50 percent of Gulf LNG and 47.5 percent of Young Gas Storage to EPB
- approximately \$1.655 billion drop down of 50 percent of El Paso Natural Gas Company, L.L.C. and 50 percent of former El Paso Midstream assets in Utah and South Texas to KMEP
- approximately \$6.22 billion drop down of 100 percent of Tennessee Gas Pipeline and a 50 percent interest in El Paso Natural Gas Company, L.L.C. to KMEP

Sol Systems

- minority investment from KKR to scale Sol Systems' Impact + Infrastructure approach and the formation of a strategic partnership with a commitment from KKR of up to \$1 billion to acquire shovel-ready solar development projects

Sixth Street

- \$700 million acquisition of equity interests in joint venture owning various energy products pipelines and related logistics assets

COG Operating LLC

- contributions of saltwater disposal wells and large-diameter produced water gathering pipelines in the Delaware Basin to Solaris Water Midstream, LLC in exchange for cash and equity in Solaris Midstream Holdings, LLC

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

Altus Midstream Company and Altus Midstream LP

- \$625 million of preferred equity in a private placement and amend its revolving credit facility to \$650 million

Equity Investors in CN Jackalope Holdings, LLC

- \$235 million preferred equity investment by CN Jackalope Holdings, LLC in Crestwood Niobrara LLC, led by Global Infrastructure Partners. The preferred investment was used in part to finance the acquisition by Niobrara of the remaining 50 percent interest in Jackalope Gas Gathering Services, L.L.C.

COG Operating LLC

- a subsidiary of Concho Resources, Inc., in the sale of produced water assets in the southern Delaware Basin to WaterBridge Resources LLC

Global Infrastructure Partners

- preferred equity investment of up to \$200 million in Dos Rios Crude Intermediate LLC, a subsidiary of Noble Midstream Partners LP formed to hold Noble Midstream's 30 percent equity interest in the EPIC Crude Pipeline, which is being designed with an initial capacity of 590 MBbl/d from the Permian Basin and Eagle Ford to the Gulf Coast

Halcón Resources Corporation

- \$325 million divestiture of water infrastructure assets across the Delaware Basin to a subsidiary of WaterBridge Resources LLC

Harvest Midstream Company

- \$1.125 billion acquisition from Williams Partners L.P. of certain assets in the Four Corners area, including over 3,700 miles of pipeline, two gas processing plants and a CO2 treating facility

Plains All American Pipeline, L.P.

- sale of 100 percent of the equity interests of Bluewater Natural Gas Holding, LLC to WEC Energy Group, Inc.

La Caisse de dépôt et placement du Québec

- partnership with GE Energy Financial Services, to jointly acquire Southern Star Central Corporation, owner of the Southern Star Central interstate gas pipeline, from Morgan Stanley Infrastructure

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Vopak North America, Inc.

- sale of three terminals and undeveloped land to a subsidiary of Kinder Morgan, Inc. for \$158 million

UNOCAL, a member of the Chevron Group

- sale of the Beaumont Terminal to Phillips 66

Conflicts Committee of the Board of Directors of the General Partner of Tallgrass Energy Partners, LP

- merger agreement between Tallgrass Energy GP, LP (TEGP) and TEP, in which TEGP will acquire all TEP common units held by the public
- TEP's acquisition over three transactions of a 98 percent interest in Tallgrass Pony Express Pipeline, LLC
- merger with Andeavor Logistics LP in a unit-for-unit transaction valued at \$1.8 billion

Credentials

Education

- South Texas College of Law - Houston, J.D., 2010, *cum laude*
- Hollins University, B.A., 2007

Bar Admissions

- Texas

Affiliations

- State Bar of Texas
- Houston Bar Association
- Houston Young Lawyers Associates
- Women's Energy Network
- Texas Bar Foundation

Recognition

Chambers USA

- Texas Corporate/M&A, 2021 – 2024

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The Legal 500 United States

- Mergers & Acquisitions (M&A) Large Deals (\$1+ Billion), 2021, 2023 – 2024

Lawdragon Inc.

- *Lawdragon 500 Leading Dealmakers in America*, Corporate & Securities, Especially Energy, 2024 – 2025
- *Lawdragon 500 X – The Next Generation*, Corporate & Securities, Especially Energy and Infrastructure, 2024

South Texas College of Law

- *South Texas Law Review*