



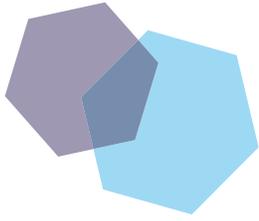
TAX

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# Tax

Bracewell's tax attorneys serve as counsel on public and private company mergers, acquisitions and dispositions, private equity investments, joint ventures, capital markets transactions and bankruptcies. We advise clients on federal, state and international tax issues related to structuring and documenting business transactions. In cooperation with our transactional counterparts, we provide comprehensive legal advice, with an eye toward optimizing business transactions and maximizing our clients' after-tax returns. We are familiar with the tax considerations relevant to c-corporations, s-corporations, partnerships, MLPs, REITs, trusts, and sovereign entities.

Market commentators in *Chambers Global* (2015) noted that our experience make us a "popular choice in the energy industry," as we regularly handle tax issues arising in transactions in all aspects of the energy sector, including upstream and midstream oil and gas, oil field services, power generation and transmission, and renewables.



*“A popular choice for counsel on tax matters in the energy space.” Said one client, “Bracewell offers exceptional client service. All of the team members have always been very responsive to any inquiries that I have made, regardless of their magnitude.”*

— **Chambers USA (2016)**

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**Our recent notable matters include advising on the following:**

**Alinda Capital Partners, LLC and GE Energy Financial Services, Inc.**

definitive agreement to sell SourceGas Holdings LLC to Black Hills Corp. for \$1.89 billion

**Apache Corporation**

\$1.4 billion sale of approximately 90,000 net acres in southern Louisiana and 115,000 net acres in the Anadarko Basin to Tapstone Energy

**Canada Pension Plan Investment Board**

\$450 million commitment by its wholly-owned subsidiary, CPPIB Credit Investments, to LongPoint Minerals, LLC, and entity formed to buy minerals and royalties in the U.S.

**Energy & Exploration Partners, Inc.**

Chapter 11 bankruptcy cases jointly administered with its subsidiary debtors

**Great Plains Energy Inc.**

\$12.2 billion acquisition of Westar Energy, the largest deal in the U.S. electricity distribution market in 2016

**HPS Investment Partners LLC**

\$350 million recapitalization of Alta Mesa Holdings, Inc. through a combination of convertible preferred stock and senior notes

**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

**Pioneer Natural Resources Company**

acquisition of 28,000 acres in the Midland Basin from Devon Energy Corporation for \$435 million

**Rockland Capital, LLC**

acquisition of 100 percent of the equity interests in Michigan Power LP, LLC, which owns a 125 megawatt natural gas-fired combined cycle cogeneration facility located in Ludington, Michigan, from affiliates of ArLight Capital Partners, LLC

**Tenaska Inc.**

development, project financing, offtake and purchase agreements with Brownsville Public Utilities Board for construction of a 800 MW natural gas-fueled combined cycle electric generation station in Brownsville, Texas

**Venoco, Inc.**

creditor negotiations and Chapter 11 reorganization, which resulted in the elimination of almost \$1 billion in debt. The bankruptcy proceeding was completed in four months and with the agreement of all creditor groups.

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