



We draw on our strengths as one of the largest dedicated energy teams in the world to provide comprehensive legal advice to midstream businesses and investors in transactions across the United States and throughout the world. Our deep experience in the midstream is consistently recognized in leading industry publications, such as *Chambers* and *Legal 500*.

We represent clients on the development, regulation, ownership, operation, acquisition and disposition of gas and liquid pipelines, gathering systems, storage and processing facilities, terminals and LNG facilities. We have experience across the complete midstream lifecycle, from project development, permitting, financing and construction, to operations and sales and purchases of midstream assets and companies, to the satisfaction of regulatory requirements.

Areas of Focus

Oil & Gas

Experience

Phillips 66

- in the sale of its 25 percent non-operated common equity interest in Rockies Express Pipeline LLC to a subsidiary of Tallgrass Energy, LP for an enterprise value of approximately \$1.275 billion

TC Energy Corporation

- in the (i) \$1.14 billion divestiture of Portland Natural Gas Transmission System to funds managed by BlackRock and Morgan Stanley Infrastructure Partners; (ii) in its approximately \$1.275 billion sale of US midstream assets held by its subsidiary, Columbia Midstream Group, to a subsidiary of UGI Corporation; and (iii) as US counsel in connection with the Government of Alberta's \$1.1 billion equity investment and \$4.2 billion

BRACEWELL

loan guarantee to support construction of the Keystone XL crude oil pipeline

Black Swan Oil & Gas LLC

- in the negotiation of midstream connection, dedication and development agreements for assets in the Permian Basin

Phillips 66

- in its (i) \$3.8 billion acquisition of all of the publicly held common units of DCP Midstream, LP in a cash for unit merger transaction (M&A Transaction of the Year, 2024 Houston Outstanding Corporate Counsel Awards); (ii) sale of the Belle Chasse Terminal, formerly the Alliance Refinery, to Harvest Midstream; (iii) 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.; and (iv) formation of Bluewater Texas Terminal LLC, a joint venture with Trafigura Group Pte. Ltd., to develop an offshore deepwater port project in the Port of Corpus Christi

Pilot Travel Centers LLC

- in the acquisition and financing of ChemOil Energy, Inc., a leading independent liquid fuels transportation terminal that includes petroleum and renewable fuels focused on the Southern California market

Altus Midstream Company

- in the combination of Altus Midstream Company (NASDAQ: ALTM) and privately owned BCP Raptor Holdco LP (BCP) in an all-stock transaction. BCP is the parent company of EagleClaw Midstream, which includes EagleClaw Midstream Ventures, the Caprock Midstream and Pinnacle Midstream businesses, and a 26.7% interest in the Permian Highway Pipeline. The combination forms the largest integrated midstream company in the Delaware Basin with an estimated enterprise value of \$9 billion at announcement

Beacon Offshore Energy Development LLC

- in a series of transactions involving the offshore gathering and transportation of oil and natural gas, as well as onshore processing of natural gas, in connection with various oil and gas developments in the deepwater Gulf of Mexico

Howard Energy Partners

- in the acquisition of the Javelina Facility, a treating and fractionation plant, located in Corpus Christi, Texas

Kinder Morgan, Inc. and Kinder Morgan Canada Limited

- in its \$1.546 billion sale of the US portion of the Cochin Pipeline to Pembina Pipeline Corporation and US counsel to KML in concurrent sale of all outstanding KML common equity to Pembina

Kinder Morgan, Inc.

- in its (i) \$1.225 billion acquisition of Stagecoach Gas Services LLC, a natural gas pipeline and storage joint venture between Consolidated Edison, Inc. and Crestwood Equity Partners LP; and (ii) sale of a 25.5 percent interest in Elba Liquefaction Company, L.L.C. to an undisclosed financial buyer for approximately \$565 million

Apache Corporation

- in the creation of \$3.5 billion midstream company with Kayne Anderson Acquisition Corp., forming the only publicly traded, pure-play Permian Basin midstream company that is a C-corporation

ConocoPhillips

- in relation to the sale of its interests in the BTC pipeline in Azerbaijan to Itochu