



Institute for  
**ENERGY LAW**



2019  
**5/21**

## **6th Mergers & Acquisitions in Energy Conference**

DOUBLETREE HOUSTON – GREENWAY PLAZA  
HOUSTON, TEXAS, USA



*IEL is an Institute of*

**THE CENTER FOR AMERICAN  
AND INTERNATIONAL LAW**

### **Highlights:**

- Recent Developments in the US Oil and Gas M&A Market
- Evolving A&D Transaction Structures
- International M&A – Differences and Similarities Between International and US Oil and Gas M&A
- Doing Deals with Private Equity: Issues and Opportunities
- Insurance Policies for Energy M&A Transactions
- A Litigator's Perspective on M&A Terms and Deals

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MCLE Credit will be available

5/21

# 6th Mergers & Acquisitions in Energy Conference

## Conference Co-Chairs

**Andrew Calder**  
Kirkland & Ellis LLP  
Houston, Texas

**Hal Fiske**  
International Counsel  
ConocoPhillips Company  
Houston, Texas

WiFi Sponsor:

**BAKER BOTTS**

### 8:30 Introductions

#### 8:45 Recent Developments in the US Oil and Gas M&A Market (.75 hr)

This session will look at the impact of investor apathy towards the E&P market and what that means for the A&D and M&A markets.

- **Shaun Finnie**, Senior Managing Director, Evercore, Houston, Texas
- **Sean T. Wheeler**, Kirkland & Ellis LLP, Houston, Texas

#### 9:30 Geopolitics, the Energy Transition, and Its Impact on M&A (.75 hr)

This session will look at how a focus on climate change and renewable energy is impacting M&A transactions and documents.

- **Matthew Dobbins**, Vinson & Elkins LLP, Houston, Texas
- **Alyssa Karotkin**, Manager Commercial Negotiations, Equinor, Houston, Texas

### 10:15 Break >

#### 10:45 Evolving A&D Transaction Structures (.75 hr)

This session will focus on the non-traditional transaction structures that have arisen due to traditional financing sources—capital markets (debt and equity) and banks (secured and unsecured loans)—continuing to be inaccessible to many industry players. Topics will include “DrillCo” structures, the “producer-gatherer joint venture,” and mechanisms utilized in traditional A&D transactions to bridge valuation divides.

- **Justin T. Stolte**, Gibson, Dunn & Crutcher LLP, Houston, Texas

#### 11:30 International M&A - Differences and Similarities between International and U.S. Oil and Gas M&A (.75 hr)

This session will look at the differences and similarities between international and domestic oil and gas M&A and cover important items to consider in each situation.

- **Harry W. Sullivan, Jr.**, Assistant General Counsel, Kosmos Energy; Adjunct Professor, Texas A&M University School of Law, Dallas, Texas

## SCHEDULE

12:15 Networking Luncheon > Sponsored by:



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1:15 Break >

### 1:30 Doing Deals with Private Equity: Issues and Opportunities (.75 hr)

This session will look at a wide range of considerations that arise in private equity transactions including traditional and non-traditional structures, potential risks and rewards, and implications on the parties.

- **Shamus M. Crosby**, Vinson & Elkins LLP, Houston, Texas
- **Lande Spottswood**, Vinson & Elkins LLP, Houston, Texas

### 2:15 Insurance Policies for Energy M&A Transactions (.5 hr)

This session will provide an overview on the increasing usage of representation and warranty insurance, and other insurance products, in the context of energy M&A transactions. Trends and process will be discussed, along with an overview of the nuances of transactional risk insurance in energy M&A transactions relative to other industries.

- **Sean P. Crnkovich**, Senior Vice President, Marsh & McLennan Companies, Inc., New York, New York

### 2:45 A Litigator's Perspective on M&A Terms and Deals (.75 hr)

An M&A transaction often results in a variety of litigation both when the deal is announced and after it has closed. This session will provide an overview of the various types of litigation one may expect and the deal terms that help protect against litigation risk.

- **Michael J. Biles**, King & Spalding LLP, Austin, Texas
- **Lisa R. Bugni**, King & Spalding LLP, San Francisco, California

3:30 Break >

### 3:45 Transactions with Distressed Companies (.75 hr)

- **Christopher B. Bennett**, Latham & Watkins LLP, Houston, Texas
- **J.P. Hanson**, Managing Director, Head of E&P Group, Houlihan Lokey, Houston, Texas

### 4:30 The More, the Merrier? Multi-Package and Multiple Seller Dispositions (.75 hr)

This talk will examine unique challenges in conducting concurrent sales of packages of assets, or entities, and in managing sales by multiple owners of the same assets. Pitfalls will be identified, and real world solutions explored, from the perspective of both sellers and buyers.

- **David F. Asmus**, Sidley Austin LLP, Houston, Texas

## SCHEDULE

5:15 Adjourn >

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5:15-6:15 Joint Networking Reception with Offshore Energy Law Conference

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# REGISTRATION

## 6th Mergers & Acquisitions in Energy Conference May 21, 2019 Doubletree Houston - Greenway Plaza • Houston, Texas

Registration includes the Conference, course materials online and all meals.

Check applicable box:	Received by 4/30/19	Received after 4/30/19
Regular registration fee	<input type="checkbox"/> \$435	<input type="checkbox"/> \$495
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\$150 - Add \$150 to register for the Offshore Energy Law Conference on May 22 at the Doubletree Houston - Greenway Plaza.

**REGISTRATION ROSTER:** Your name & contact information will be included on the Registration Roster, unless you indicate otherwise below.

- Include only my name & employer/company's name on the roster.
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## GENERAL INFORMATION

**CANCELLATION POLICY:** Tuition less a \$50 cancellation fee will be refunded upon receipt of written cancellation received by April 30, 2019. Email [kjohnson@cailaw.org](mailto:kjohnson@cailaw.org). After this date, no refunds, but substitution of attendees for this program will be permitted. Registrants not entitled to a refund will receive the course materials online.

**HOUSING:** The cost of housing is not included in tuition. However, rooms (in limited number) have been reserved at the DoubleTree by Hilton Hotel Houston – Greenway Plaza, 6 E. Greenway Plaza, Houston, TX 77046. Registrants should call 713-629-1200 and ask for the "Institute for Energy Law" block. If asked, the code for the block is CAI. So long as rooms remain available in the block, the reduced room rate of \$135, plus taxes and fees, will be available. The last day to obtain this special rate is May 6, 2019.

**NONDISCRIMINATION POLICY:** The Center for American and International Law does not discriminate on the basis of race, color, sex, religion, national origin, age, disability, veteran status or any other protected status in educational activities, scholarship programs or admissions.

**PRESS POLICY:** All IEL conferences are held under the Chatham House Rule. Participants, including journalists, are free to use any information received, but comments may not be attributed to any speaker identified by name or affiliation.

**MCLE CREDIT:** This program is approved by the State Bar of Texas for a total of 6.5 hours, no ethics. Course ID Number: 174044899. Credit hours for other states will vary and are subject to each state's approval and credit rounding rules.

For this conference, IEL will directly apply (if requested) for course accreditation in the following states: California, Louisiana, Minnesota, New Mexico, Ohio, Oklahoma, Pennsylvania, Texas and Virginia. Some of these states may not approve a program for credit hours before the program occurs. Attorneys may be eligible to receive CLE credit through reciprocity or attorney self-submission in other states. Attorneys filing by self-submission in certain states may be required to pay an additional fee. IEL conferences are typically accredited by all mandatory CLE states.

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**Mergers & Acquisitions in Energy Conference**  
Institute for Energy Law  
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