WINSTEAD

Corporate, Securities/M&A

The Winstead Corporate, Securities/M&A Practice Group handles specialty contracting matters, including high dollar outsourcing agreements, cross-border transaction strategies, asset leasing and acquisition transactions. Our attorneys are the experienced and practical choice for public and private companies anticipating and preparing for mergers, acquisitions, dispositions, joint ventures and corporate reorganizations.

With a strong presence in every major Texas market, we are known for handling the most complex work at competitive rates and work with clients across the U.S. and around the world. Winstead provides experienced legal counsel to all industry sectors, including energy, financial services, technology, light and heavy manufacturing, healthcare, chemicals, retail and hospitality.

Focus Areas:

- Cybersecurity
- Emerging Growth Companies & Venture Capital
- Fintech, Cryptocurrencies & Emerging Technologies
- Healthcare
- Independent Sponsors and Family Offices
- Mid-Market Public Companies
- Energy/Oil & Gas
- Investment Management and Private Funds

Snapshot of Corporate Strengths

With deep experience and business-sensitive rates, Winstead is the right choice for sophisticated corporate legal needs. Our clients know and like us for our ability to handle all the details of:

- Private and public company mergers and acquisitions
- Public and private debt and equity offerings
- In-bound and out-bound international and cross-border transactions
- Asset purchases involved in reorganization and restructuring
- Technology-focused deals involving licensing or joint venture arrangements
- One-off transactions where value-oriented fees and staffing are critical
- Risk management, best practices and effective corporate governance

Experience

- **$49.6 Million Energy Acquisition** - Represented energy industry purchaser in connection with its $49.5 million acquisition of oil and gas assets.
- **$110 Million Energy Acquisition** - Represented energy industry purchaser in connection with its $110 million acquisition of oil and gas assets.
- **$42.8 Million Energy Acqusition** - Represented energy industry purchaser in connection with its $42.8 million acquisition of oil and gas assets.
- **Furniture Supply Co** - Represented furniture supply company in connection with sale of a controlling interest to a private equity investor.

- **Renewable Energy Acquisition** - Represented renewable energy company in connection with its acquisition of a wind energy generation facility.
- **$100 Million Fund Formation** - Represented registered investment advisor in launch of new $100 million fund of funds.
- **$25 Million Public Stock Offering** - Represented public biotech company in connection with $25 million offering of common stock.
- **Renewable Energy Acquisition** - Represented privately held renewable energy company in connection with its acquisition of two renewable energy facilities.
- **Financial Institution Merger** - Represented financial institution in connection with merger of its parent company into a financial services holding company.
- **$85 Million Share Acquisition** - represented private purchases in connection with its acquisition of the outstanding stock of a multi-state convenience store company.
- **$239 Million Technology Company Disposition** - represented parent company in connection with its sale of two technology company subsidiaries.
- **$121.5 Million Energy Disposition** - Represented domestic energy company in its sale of certain oil and gas assets.
- **$100 Million Oilfield Services Acquisition** - Represented private equity fund purchaser in its acquisition of an oil field waste management company.
- **$92.5 Million Energy Disposition** - Represented domestic energy company in its sale of certain oil and gas assets.
- **$65 Million Energy Disposition** - Represented domestic energy company in its sale of certain oil and gas assets.
- **$72 Million Bank Disposition** - Represented bank holding company in connection with its sale to private investors.
- **$1.94 Billion Sale -** Represented waste management client in negotiations and sale of one of its subsidiaries for $1.94 billion in cash.
- **Over $1 Billion of Aircraft & Equipment Transactions -** Represented major United States and international airlines through negotiations on the purchase and sale of aircraft and equipment used for various aircraft in their fleet, including Pratt & Whitney PW127 turboprop aircraft engines, General Electric model CF6-80A aircraft engines, Boeing model B767 200ER airframe, Boeing model 757-223, Boeing model 787, McDonnell Douglas model DC-9-82 aircraft and several others.
- **Over $1 Billion of Outsourcing Services Transactions -** Represented major United States and international airlines through negotiations on the procurement of services related to operations, including services for ground handling, facilities maintenance, transportation, aircraft and equipment maintenance, training and customer relations.
- **$270 Million Aviation Acquisition -** Represented a multinational aeronautics corporation in a $270 million acquisition of an aerospace power distribution management solutions and integrated cockpit solutions business unit.
- **$230 Million Vessel Transportation Business Sale -** Represented publicly held offshore service vessel client in negotiations and sale of the assets and business relating to its tug and tank barge fleet for cash consideration of $230 million.
- **$100.5 Million Energy Acquisition -** Represented a co-buyer in the purchase of oil and gas assets in Wyoming (both producing acreage and undrilled acreage) for $100.5 million.
- **$100 Million Fund Formation -** Represented an investment management firm in the structuring and formation of a $100 million fund consisting of a private real estate partnership and a paired real estate investment trust.
- **$75 Million Midstream Company Sale -** Represented energy private equity firm in negotiations and sale of a midstream subsidiary for aggregated consideration of $75 million.
- **$75 Million Energy Formation & Acquisition Transaction -** Represented an energy company in the company's formation with initial capital commitments of approximately $45 million. Shortly thereafter, the company acquired certain oil and gas properties in West Texas at a purchase price of $30 million.
- **$73.2 Million Acquisition By A Public University -** Represented a public university in the purchase of the law school of a private university and related assets for total consideration of up to $73.2 million.
- **$70 Million Sale -** Represented client in negotiations and sale of certain West Texas assets and properties for aggregated consideration of $70 million.

- **$68 Million Healthcare Sale -** Represented seller in $68 million sale of a home healthcare provider.
- **$65 Million Energy Assets Purchase -** Represented client in negotiations and purchase of oil and gas assets located in the Texas Panhandle and western Oklahoma for aggregate consideration of $65 million.
- **$2.3 Billion Acquisition -** Represented purchaser as lead U.S. counsel in a $2.3 billion acquisition of a financial services firm with operations in Europe, Asia and the U.S.
- **$1.5 Billion Aircraft & Equipment Transactions -** Represented a major United States airline through negotiations on the purchase and sale of aircraft, and negotiations for the purchase of equipment used for various aircraft in their fleet, including Airbus 320s, Boeing 737s, Boeing 767s, and Boeing 777s.
- **$1.25 Billion Chemical Facility Transactions -** Represented a global chemical company in building two chemical plants in South Texas and along the Gulf Coast.
- **$1.1 Billion Resorts Acquisition -** Represented purchaser in connection with the $1.1 billion acquisition of six resort properties.
- **$700 Million Financing/Public Offering -** Represented an oil and gas services company in connection with its public offering of 8.1 million shares of its common stock and a concurrent $700 million construction project.
- **$500 Million Public Offerings -** Represented a commercial bank in two $250 million universal registration statements.
- **$450 Million Rule 144A Senior Note Offering -** Represented NYSE-listed energy services company in connection with a $450 million Rule 144A private offering of senior notes and related tender offer and consent solicitation of $250 million of a series of outstanding senior notes.
- **$400 Million Acquisition -** Represented a waste services company in a $400 million acquisition.
- **$375 Million Energy Services Offering -** Represented an oil and gas services company in connection with its Rule 144A offering of $375 million in senior notes, and related tender offer, consent solicitation and redemption of a series of $300 million in previously outstanding senior notes.
- **$300 Million Rule 144A Senior Convertible Note Offering -** Represented NYSE-listed energy services company in connection with a $300 million Rule 144A private offering of senior convertible notes and related convertible note hedge transactions.
- **$255 Million Offering -** Represented an energy services company in a tender offer for $192.5 million in senior secured notes and repurchase of $20 million of first priority floating rate senior secured notes, and Rule 144A offering of $255 million in new senior unsecured notes and establishment of $75 million secured revolving credit facilities.
- **$250 Million Public Offering -** Represented a public energy services company in a registered exchange offer of $250 million of senior notes.
- **$250 Revolving Credit Facility -** Represented a public energy services company in connection with an amendment of $250 million revolving credit facility.
- **$240 Million Public Stock Offering -** Represented NYSE-listed energy services company in connection with underwritten public offering of approximately $240 million of common stock.
- **$150 Million Pipeline -** Represented a global chemical manufacturing company in negotiating long term pipeline transportation arrangements for a new $150 million pipeline system.
- **$150 Million Public Securities -** Represented a commercial bank in $150 million of Perpetual Preferred Stock.
- **$125 Million Public Securities -** Represented issuer in connection with $125 million public offering in Common Stock.
- **$120 Million E&P Acquisition -** Represented purchaser in $120 million acquisition of E&P company.
- **$100 Million Oil & Gas Reorganization -** Represented an oil and gas services company in $100 million reorganization.
- **$100 Million Real Estate Fund -** Represented a commercial real estate company in the formation and private offering of $100 million fund.
- **$100 Million Joint Development -** Represented an oil and gas exploration company in connection with $100 million joint development program.
- **$100 Million Public Securities -** Represented a commercial bank in $100 million public offering of subordinated notes.
- **$100 Million Specialty Retail Acquisition -** Represented a private equity firm in connection with proposed $100 million+ investment in specialty retail business.

- **$100 Million Timber Acquisition -** Represented a private equity firm in connection with proposed $100 million+ acquisition of timber.
- **$90 Million Oil Field Services Sale -** Represented private oil-field services company in $90 million sale to Chinese publicly listed company.
- **$70 Million Sale of Home Health Business -** Represented seller in $70 million sale of home health agency business.
- **$65 Million Sale of Specialty Health Care -** Represented seller in $65 million sale of specialty healthcare consulting company.
- **Auto Dealerships Sale -** Represented automotive retail group in connection with the sale of five automotive dealerships.