

## Oilfield Services

### Practices and Industries

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#### PRIMARY CONTACTS

**Chris Wolfe**

+1 713.547.2024

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Members of the Haynes and Boone Oilfield Services Practice Group understand the needs of oilfield service companies, recognize industry practice risk allocation and represent industry leaders ranging from large multi-national conglomerates to more specialized companies serving a national or local market. As a full-service firm, we offer our experience to oilfield services clients in a wide range of practice areas, including mergers and acquisitions, contract negotiation, international, finance and restructuring, corporate, real estate, tax, environmental, intellectual property, labor and employment, litigation, and compliance.

Haynes and Boone built the Oilfield Services Practice Group to help clients maximize their potential and achieve their goals using a framework of experience offered in an efficient and cost-conscious manner. Several of our lawyers have served as in-house counsel at service companies and retain their “inside the industry” perspective. Whether a multi-million dollar deal or a smaller, yet significant, matter, our clients depend on our depth, experience, and “can do” attitude. Our firm culture allows us to focus on our client’s perspective and match our resources to our clients’ needs.

As a testament to our client service, we have earned the following energy industry awards and rankings:

- *BTI Consulting Group* named Haynes and Boone a “Leading Recommended” law firm in energy in 2017, ranked among the top three percent of all law firms
- *Expert Guides: Guide to the World’s Leading Energy and Environmental Lawyers 2017* includes seven Haynes and Boone lawyers
- *Energy & Natural Resources Super Lawyers 2016* includes more Haynes and Boone lawyers than any other law firm
- *Who’s Who in Energy 2016, The Business Journals*, includes four Haynes and Boone lawyers

Our Oilfield Services Practice Group has the necessary experience to advise our clients in all aspects of federal administrative and regulatory matters for federal lands and offshore waters including:

- Appeals of regulatory actions, both for operational matters and permit applications and findings of regulatory violations.
- Defense and handling of BSEE/BOEM investigations and citations (notices of incidents of non-compliance, or “INCs”) for accidents and other alleged violations of OCS regulations and

subsequent appeals.

- Response and investigations of accidents.
- Federal unitization agreements and unit operating agreements.
- Regulatory analysis and evaluation, including monitoring of current regulatory rule makings and filing of public comments.

With their recognized experience in their field, many attorneys in our Oilfield Services Practice Group publish articles and speak about cutting-edge issues in the industry. This commitment to serving the legal and business communities keeps us on the leading edge of important issues that affect our clients. We also stay on top of the game by participating in bar and industry organizations, including:

- Department of Energy - National Energy Laboratories EIR Merit Review Committee
- Co-Founder and Past Chair, Houston Bar Association's Mergers and Acquisitions Section
- American Bar Association's Business Law Section; Negotiated Acquisitions Committee and Venture Capital & Private Equity Committee
- Association for International Petroleum Negotiators
- Energy Law Sections of the Dallas Bar Association and the State Bar of Texas

## Seminars and publications

We also host periodic seminars for our clients and contacts engaged in the Oilfield Services sector, and some of our recent topics have included:

- [“Middle Market Oilfield Service Companies – Adapting to the New Normal of Low Prices; Part Three of Three: Artificial Intelligence – Who is Using It \(and Who Should Be\)?”](#) – November 2017
- “Middle Market Oilfield Service Companies – Adapting to the New Normal of Low Prices; Part Two of Three: Challenges for Commercializing New Technology, Using Collaborative Strategies to Bridge the Gap” – October 2017
- [“Middle Market Oilfield Service Companies – Adapting to the New Normal of Low Prices; Part One of Three: What Is Predictive Economics And How Can It Be Applied To Oilfield Service Companies?”](#) – September 2017
- [“The International Perspective for Oilfield Services”](#) – February 2017
- “FCPA, OFS and Value Destruction” – September 2016
- [“Oilfield Services Companies: FCPA, OFS and Value Destruction”](#) – September 2016
- [“Part III |Running Out of Runway.”](#) – May 2016
- [“Part II |Sorting M&A Targets Using Triage Due Diligence”](#) – April 2016
- [“Part I |Sorting M&A Targets Using Triage Due Diligence”](#) – February 2016

Finally, we publish the **“Oilfield Services Bankruptcy Tracker”** report, which lists companies that have filed for bankruptcy in 2015-2017.

## Representative Experience - Oilfield Services

- Representation of creditors, and of debtors, in bankruptcy.
- Sale of a specialty oilfield parts manufacturer.
- Drafting and negotiating joint development agreements involving oilfield technology and related products or tools.
- Due diligence, negotiation and acquisition of intellectual property portfolios involving oilfield technology including patents, trademarks, copyrights and trade secrets.
- Representation of an offshore tooling and maintenance company in leveraged buyout and sale to private equity fund.
- Representation of a technology company developing specialized products and services.
- Financing representation for offshore rigs.
- Acquisition of offshore rigs.
- Representation of a service company joint ventures/risk services arrangements.
- Negotiating and drafting master service agreements.
- Representation of service companies in Latin America, Africa and the former Soviet Union.
- Mergers and acquisitions of international oilfield service and product companies.
- Representation of drilling companies and down-hole service companies.
- Negotiation of EPC contracts.
- Representation of the owner of equipment manufactured in the U.S. remanufactured to Russian standards, shipped into Russia, and installed in Russian gas fields.
- Representation of a U.S. oilfield service company investing in Russian oilfield service companies.
- Representation of a Fortune 500 oilfield services company in its acquisition of an equipment and rental services company.
- Providing ongoing general corporate and tax advice.
- Representation of a major public international oil company in divestment of its equity interest in publicly traded midstream energy services company.
- Representation of the audit committee of an international oilfield services and equipment company to investigate alleged violations of export control laws and foreign corrupt practices.
- Representation of a corporate executive in criminal antitrust investigation.
- Representation of a publicly traded, multinational energy technology company in its acquisition of a privately held domestic energy services company.
- Representation of an energy-focused private equity fund in its preferred security investment as part of a recapitalization of an energy services company.
- Structuring and documentation involving seismic data on a license and on a proprietary basis.
- Negotiations for chartering of support vessels overseas.
- Arrests and foreclosures of offshore drilling rigs.
- Formations of privately held limited liability company joint venture for oilfield services business relating to subsea well abandonment and plugging services with respect to subsea oil and gas wells in offshore waters of the United States and other national and international waters.
- Representation of a manufacturing company and its affiliates in the sale of the assets of a group of privately held limited partnerships operating oilfield services businesses.
- Advising clients regarding updating codes of conduct and other compliance issues.
- Representation of offshore tooling and maintenance companies in leveraged buyout and sale to private equity fund.
- Represented a consortium of oilfield services companies in developing improved technologies and workflows for unconventional field development and planning.

- Represented a consortium of oilfield services companies in developing technology for tracking, identification and metrics of integrated proppant logistics.
- Represented a defense contractor and a seismic company as an alliance in converting defense technology to oilfield application comprising fiber optic sensors, telemetry and optic/electronic interfaces for seismic data collection systems.
- Representation of an energy-focused private equity fund in its preferred security investment as part of a recapitalization of an energy services company.
- Formations of privately held limited liability company joint venture for an oilfield services business relating to subsea well abandonment and plugging services with respect to subsea oil and gas wells in offshore waters of the United States and other national and international waters.
- Representation of a manufacturing company and its affiliates in the sale of the assets of a group of privately held limited partnerships operating oilfield services businesses.
- Drafting and negotiating joint development agreements involving oilfield technology and related products or tools.
- Due diligence, negotiation and acquisition of intellectual property portfolios involving oilfield technology including patents, trademarks, copyrights and trade secrets.
- Represented a technology company developing specialized products and services.
- Represented a leading geophysical service company in its purchase of an onshore seismic and multi-client library business.
- Represented a software company in the sale to a multinational energy services company.
- Structuring and documentation involving seismic data on a license and on a proprietary basis.
- Represented a microscopy company and oilfield services company in a joint development agreement relating to portable scanning electron microscope technology for use in the oil and gas industry.
- Represented an oilfield services company, a consulting firm and an academic Institution as alliance parties to collaborate and develop software for lithology and fluids prediction from seismic and wellbore data.
- Represented an oilfield services company and a cutting technology company in a joint development agreement relating to polycrystalline diamond compact cutters for downhole drilling tools.
- Represented an oilfield services company and a downhole equipment company in a joint development agreement relating to rotary steerable drilling systems for downhole drilling tools.
- Represented an oilfield services company and a downhole tool company in the joint development agreement relating to coring tools in the oil and gas industry.
- Represented an oilfield services company and a mechanical engineering company as alliance parties to collaborate to apply new mast technology to develop and improve offshore workover rigs.
- Represented an oilfield services company and another company as alliance parties develop software models for coupled linear solid/ heat flow /multi-phase fluid flow.
- Represented an optical sensor company and an oilfield equipment manufacturer company as alliance parties to collaborate to develop electronic drift tool.
- Represented an optical sensor company and an oilfield services company in a joint development agreement relating to optical computational sensor technology for the oil and gas industry.
- Represented a semiconductor research institute and an oilfield services company in a joint development agreement with a foreign national research institute relating to high temperature packaging, nano/micro electromechanical systems and signal conditioning circuits.

- Represented a sensor company and an oilfield services company in a joint development agreement relating to look ahead of the bit tool for use in the drilling industry.
- Represented a software company and an oilfield services company as alliance parties to collaborate to apply gaming visualization technology to display and animate oilfield products and services.
- Represented a software company and an oilfield services company as alliance parties to collaborate to develop software interfaces created for drilling rig activity data collection system.
- Represented a private equity-backed international manufacturer in its acquisition of a U.S. operation focused on oilfield equipment, in order to enter the U.S. market.
- Providing ongoing advice on various energy service and exploration and production services projects.
- Representation of a major public international oil company in divestment of its equity interest in publicly traded midstream energy services company.
- Representation of the audit committee of an international oilfield services and equipment company to investigate alleged violations of export control laws and foreign corrupt practices.
- Representation of a corporate executive in criminal antitrust investigation.
- Representation of offshore tooling and maintenance companies in the leveraged buyout and sale to private equity fund.