



Hugh Tucker

Partner

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PRACTICES Energy, Power and Natural Resources, Oil and Gas, Mergers and Acquisitions, Project Finance and Development, Chemical, Downstream, Mining and Metals, Real Estate, Hydrogen

Hugh Tucker is a partner in the Energy, Power and Natural Resources Practice Group in Haynes Boone's Houston office.

His practice focuses on energy transactions involving the oil and gas, chemical, real estate and energy industries, including acquisitions, divestitures, joint ventures, and project development and financing.

He advises on M&A, project development and joint ventures in both domestic and cross-border settings." *Chambers Global*, *Chambers and Partners 2022* stated: "He's hard-working, a strong performer and steeped in the industry."

Hugh's oil and gas practice focuses on acquisitions and sales of refineries, oil and gas companies, unconventional (shale, CBM, tight sands) and conventional exploration and producing properties through stock acquisitions, asset acquisitions and mergers, exploration and development programs, farmouts, joint operating arrangements, joint ventures and other investment vehicles. He has extensive experience in auction processes from seller and buyer perspective, gas sales, processing and transportation arrangements; public and private financings of refineries and oil and gas assets and companies; expansion, construction, and acquisition of refineries, gathering and processing facilities and pipelines; acquisition of pipeline rights-of-way; ethane and other NGL sales and transportation agreements; biofuels alliances, coal to liquids and gas to liquids project development and other alternative fuels projects and investments.

Hugh is experienced in project development and financing work related to several independent power, chemical, coal to liquid, gas to liquids, refinery, NGL and infrastructure projects in the U.S. and internationally, including structuring of investments, bid preparation, host government arrangements, site acquisition, development and EPC arrangements.

Hugh's chemical industry practice has focused on the sale of business units and subsidiaries; formation of joint ventures for specialized product lines and sale of chemicals and other products; financing of chemical facilities, inventory and receivables; steam and electricity agreements with adjacent cogeneration facilities; purchase of feedstocks, logistics and other transportation issues (rail, pipeline, truck and barge); integration and sharing of services, utilities and fuel streams with adjoining plant owners; and management of real estate and pipeline assets.

Hugh has been actively involved in all facets of the development, operation, leasing and financing of Class "A" real estate projects in cities across the United States as well as several international cities, including land assemblage; negotiation of construction and service contracts; negotiations with governmental authorities; negotiations with anchor tenants (including cash flow participation and equity participation in the ownership of the project); negotiation of debt and equity financing by life insurance companies, national banks, public and private pension funds, REITs, and other U.S. and international institutional investors; formation of partnerships and limited liability companies; and renegotiation of arrangements with lenders, equity investors and other partners.

QUALIFICATIONS

EDUCATION

- J.D., Southern Methodist University Dedman School of Law, 1982, Order of the Coif, Member, *Journal of Air Law & Commerce*
- B.A., Economics & Business Administration, Vanderbilt University

ADMISSIONS

- Texas
 - District of Columbia
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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- State Bar of Texas: Oil, Gas and Mineral Law Section; Real Property, Probate and Trust Law Section
 - Houston Bar Association
 - Institute for Energy Law Advisory Board
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SELECTED CLIENT REPRESENTATIONS

Upstream Acquisitions Divestitures and Joint Ventures

- Independent energy company - acquisition of Alaska North Slope assets from a private energy company
 - Oilfield services company - joint venture with a private equity fund for the acquisition of assets in the U.S.
 - Oilfield services company - multiple acquisitions through "drillco" structures of assets in Canada and the U.S.
 - Private equity fund - acquisition financing of Eagle Ford shale assets
 - Private equity fund - acquisition of an overriding royalty interest in, and joint development of, Eagle Ford shale assets
 - Independent energy company - \$1.75 billion sale of Marcellus and Utica shale assets
 - Major energy company - farmouts of Marcellus and Utica shale acreage
 - Private equity fund - various investments in, and acquisition of, acreage in the Utica and Woodford
 - Private equity fund - acquisition from, and joint venture with, independent energy company in the Utica
 - International energy company - acquisition from, and joint venture with, a major energy company covering deepwater properties in the Gulf of Mexico
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- Oilfield services company - acquisition of Eagle Ford shale properties and joint venture with an independent energy company
- Independent energy company - acquisition of private equity backed portfolio company holding primarily Mississippi Lime oil properties in Oklahoma
- Private equity fund - joint ventures with, and acquisitions from, independent oil and gas companies in the Eagle Ford and Bakken
- Major energy company - sale of substantially all of its oil and gas assets in Alaska to an independent energy company
- Major energy company - \$750 million acquisition of significant Eagle Ford assets from private equity backed portfolio company
- Independent energy company - \$593 million acquisition and joint venture transaction in Utica Shale properties in eastern Ohio
- Major energy company - acquisition of company holding significant Eagle Ford shale assets for \$3.5 billion
- Independent oil & gas company - sale of the company with assets primarily in Appalachia to a major international energy company
- Major international energy company - acquisition of Eagle Ford shale properties in excess of \$1 billion, including a joint development arrangement and formation of midstream company related thereto
- Major energy company - sale of Appalachian oil and gas business, including significant Marcellus shale acreage
- Independent oil and gas company - acquisition of, and formation of joint venture for development of, natural gas properties and related midstream assets in the Marcellus Shale
- Major energy company - farmout of Marcellus shale properties
- Private equity funds - direct and indirect investments in oil and gas properties (including conventional, offshore GOM and unconventional sources - CBM, shale, tight sands), alternative energy projects and energy-related companies
- Major energy company - divestiture of approximately 5.5 Tcfe of onshore and offshore U.S. exploration and production assets in four separate asset sales totaling approximately \$13 billion, including restructuring several volumetric production payments
- Majors and independents - oil and gas acquisitions, exploration, development, operation and finance, both in the United States and internationally

Chemical Projects and Transactions

- Major chemical company - development of world scale EO/EG facility in Texas
- International energy company - development of world scale ethane cracker and world scale GTL facility in Louisiana
- Energy company - coal to liquids project with a Native American tribe in Montana
- Major chemical company - acquisition of joint venture partner's interest in a heavy crude refinery and negotiation of a long-term crude supply agreement
- Major chemical company - auction sale process of worldwide titanium dioxide business unit
- Major chemical company - formation and operation of a propylene oxide joint venture between two large chemical companies in connection with the sale of the company's polyols business
- Major chemical company - formation and operation of a petrochemical and polymer joint venture between three large chemical companies including handling acquisitions and divestitures of business units and financing arrangements
- Major chemical company - sale of its polypropylene business and the formation of a propylene joint venture
- Major chemical company - sale of its catalysts business

Other Energy Projects and Transactions

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- Renewable fuels developer - development of biofuels to liquids refineries
- Royalty owners - formation of royalty master limited partnerships in the upstream and coal industries
- Major chemical company - long term ethane supply agreements together with long term transportation and terminalling agreements
- Major energy company - long term ethane sales agreements
- Independent energy company - formation of publicly traded royalty trust related to producing properties in Colorado
- Major energy company - transportation arrangements for crude oil in the Bakken
- Integrated energy company - sale of processing and fractionation facilities and restructuring of processing arrangements involving Appalachian gas production, including production from Marcellus Shale
- Underwriters - formation of various publicly traded royalty trusts related to shale assets and other producing properties in Texas, New Mexico, Colorado, Oklahoma, Kansas, Pennsylvania and West Virginia
- Major oil company - development of gas to fuels technology and commercial implementation
- Independent oil company - upgrade, expansion, and financing of a heavy crude refinery in Alabama
- Major oil company - joint venture with a major food company for renewable diesel production
- Sponsors and investors - formation of U.S. and international project partnerships in connection with power projects, chemical plants and infrastructure projects to be financed on a project finance basis
- Large endowment of a major university - investments in the energy sector through net profits interests and investment funds
- Major independent coal producer - sale of coal assets in exchange for units in a master limited partnership
- Investment affiliate of a utility - roll-up of numerous partnership interests in connection with several exploration and production programs

Real Estate

- Hotel developer - public private partnership for development of a downtown convention center hotel in Houston
- International developer - formation of, financing for, and sale of interests in numerous joint ventures between real estate developers and equity investors (public and private pension funds, offshore investors, U.S. and international insurance companies and individuals) for Class "A" commercial income-producing properties in the form of general partnerships, limited partnerships and limited liability companies
- Real estate acquisitions, development, leasing and financing (including debt and equity participation by institutions and international investors) in connection with office, mixed-use, master-planned community, retail, hotel and apartment projects
- Professional sports franchise - public and private funding, construction and long-term lease and operation of a multiuse sports arena in downtown Houston
- Landlords and tenants - major tenant leases involving regional and national headquarters for Fortune 500 companies, energy companies, telecommunication companies, national law firms and various other service and professional firms
- International developer - formation, financing and operation of real estate development funds with multiple investors as limited partners, including subscription and mortgage financings

** Some of these representations were handled by Hugh prior to his joining Haynes Boone.*

AWARDS AND RECOGNITIONS

HAYNES BOONE

- Recognized by *Chambers USA*, Chambers and Partners, as a leading lawyer in Energy: Oil & Gas (Transactional) – Nationwide and Projects – Nationwide, 2011-2023
- Recognized by *Chambers Global*, Chambers and Partners, as a leading lawyer in Energy: Oil & Gas (Transactional) – USA and Projects – USA, 2013-2020 and 2022
- Recommended as a leading lawyer for energy transactions in the *Legal 500 US*, 2013-2017, and also included in the Hall of Fame for Energy Transactions: Oil and Gas
- Listed in *The Best Lawyers in America*, Woodward and White, Inc. for Natural Resources Law, 2007-2024; Oil and Gas Law 2009-2024; Energy Law, 2019-2024
- Recognized as a *Texas Super Lawyer*, Thomson Reuters, 2008-2011, 2014-2018