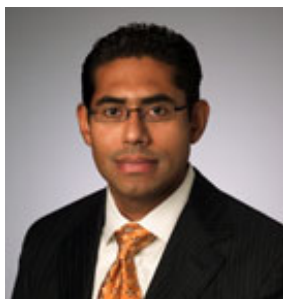


M. Dilshad Kasmani



Associate

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Dilshad is an Associate in the Corporate/Securities section in Andrews Kurth's Houston office. His practice focuses on a wide variety of corporate and securities matters, primarily in the context of mergers and acquisitions, private equity investing and corporate governance.

Prior to his law career, Dilshad was a legislative aide for a Texas State Senator, and later the Chief Economist for a local government entity.

Dilshad was mobilized from the US Navy Reserve to Afghanistan, in support of Operation Enduring Freedom, from January to October 2011.

REPRESENTATIVE EXPERIENCE

Mergers and Acquisitions

- Representation of the equity owner of Pipeline Supply & Service, LLC, a Houston, Texas based pipeline supply, service and rental company, in its acquisition by Cadent Energy Partners. (2010)
- Representation of the equity owners of Entessa, Inc., a leading provider of oil and gas pipeline management software, in its acquisition by Energy Solutions International, Inc. (2010)
- Representation of the Quintana Capital Group in its acquisition of the equity interests of Genesis Energy, LLC, the general partner of the master limited partnership, Genesis Energy, L.P. (2010)
- Representation of GSO Capital Partners in its acquisition of the Series A Convertible Preferred Units of Crosstex Energy, L.P., a master limited partnership. (2010)
- Representation of HOERBIGER (Canada) Ltd. in its acquisition of the operating assets of Trittech Compression Inc., a leading service provider for natural gas and oil field equipment operators for field and shop services and parts supply for compressors and gas engines in Northern Alberta, Canada. (2009)
- Representation of the Lloyd's Register Group, through Lloyd's Register Americas, Inc., in the acquisition of Ryerson, Master and Associates, Inc., one of the leading climate change verification organizations in the USA. (2009)
- Representation of HOERBIGER Holding AG in the acquisition of Altronic, Inc., a worldwide leader of ignition systems for industrial gas and diesel engines and a leading provider of products used to control and monitor gas engines and compressors. (2009)

INDUSTRIES

Energy
Energy Transactions
Finance
Investment Funds
Manufacturing and Sales
Private Equity
Technology
Technology and Emerging Companies

PRACTICES

Capital Markets
Corporate
Master Limited Partnerships (MLPs)
Mergers and Acquisitions
Private Equity
Technology and Emerging Companies

EDUCATION

JD, 2007, South Texas College of Law, *Corporate Counsel Review*, Associate Editor
MA, 2003, Economics, University of Houston
BA, 1999, *University Honors and Honors in Majors*, Economics and Political Science, University of Houston

ADMISSIONS

Texas 2007

M. Dilshad Kasmani

- Representation of Weatherford International Ltd. in the acquisition of a 50% interest in an international joint venture specializing in the development of industry leading managed pressure drilling systems. (2008)
- Representation of the equity owners of Remedial Construction Services, L.P., a leading provider of environmental and geotechnical remediation and construction services to petroleum companies, in its acquisition by Lindsay Goldberg. (2008)
- Representation of Lloyd's Register Capstone, Inc. in the acquisition of Celerity3 Engineering, Inc. (2008)
- Representation of Provident Energy Trust in the sale of U.S. oil and gas assets (producing and non-producing crude oil reserves) for \$345 million. (2008)
- Representation of Provident Energy Trust in the sale of U.S. oil and gas assets (producing and non-producing crude oil reserves) for \$305 million. (2008)
- Representation of the equity owners of Pasadena Tank Corporation, a leading provider of engineering, fabrication, construction and maintenance services for aboveground storage tanks in the petrochemical industry, in its acquisition by HMT Inc., a portfolio company of Berkshire Partners. (2008)
- Representation of Regency Energy Partners LP, in the acquisition of CDM Resource Management, Ltd., a leading natural gas compression services firm. (2008)
- Representation of HOERBIGER Service Inc. in the acquisition of the operating assets of the Revak Companies, a leading provider in the repair and service of turbo machinery used in the refining, petrochemical and process industries. (2008)
- Representation of the equity owners of TNT Crane & Rigging Inc., a privately held full service crane and rigging operator based in Houston, Texas, in its acquisition by Mezzanine Management. (2007)
- Representation of Newpark Resources, Inc. in the acquisition of the operating assets of SEM Construction Company, a full-service well site construction company engaged in construction, reclamation, maintenance and general rig work at drilling locations for the oil and gas industry throughout Western Colorado. (2007)
- Representation of Frontier Oil and Refining Company in the acquisition of Ethanol Management Company, whose primary assets included a products terminal and blending facility located near Denver, Colorado. (2007)
- Representation of El Paso Exploration & Production Company in the acquisition of Laredo Energy III, L.P. partnership interests and working interests in producing properties and undeveloped acreage in Zapata County, Texas. (2007)

Private Equity and Fund Formation

- Representation of RNS Fund Advisors LLC, a commodities investment fund advisor, in its formation and private placement of RNS Capital II LP. (2009)
- Representation of Quantum Energy Partners, a leading provider of private equity to the global energy industry, in its formation of Icon NGS, LLC. (2009)
- Representation of Trillium Partners Venture I, LP, in its recapitalization of DIGIOP Technologies, Ltd. (2009)
- Representation of Quantum Energy Partners, a leading provider of private equity to the global energy industry, in its formation and private placement of Primary Natural Resources III, LLC. (2009)
- Representation of Native American Resource Partners, LLC, a leading promoter energy-focused commercial activity on tribal reservation lands, in its formation of Rocky Boy Energy Company, LLC in conjunction with the Chippewa Cree Tribe of the Rocky Boy's Reservation. (2009)
- Representation of Quantum Energy Partners, a leading provider of private equity to the global energy industry, in its formation of Crump Energy Partners, LLC. (2009)
- Representation of Native American Resource Partners, LLC, a leading promoter energy-focused commercial activity on tribal reservation lands, in its formation of Fort Peck Energy Company, LLC in conjunction with the Assiniboine and Sioux Tribes of the Fort Peck Indian Reservation. (2009)
- Representation of Quantum Energy Partners, a leading provider of private equity to the global energy industry, in its formation and private placement of Dunn Exploration, LLC. (2009)

M. Dilshad Kasmani

- Representation of Quantum Energy Partners, a leading provider of private equity to the global energy industry, in its formation of Crump Energy Partners, LLC. (2009)
- Representation of Quantum Energy Partners, a leading provider of private equity to the global energy industry, in its formation of Chalker Energy Partners III, LLC. (2008)
- Representation of Quantum Energy Partners, a leading provider of private equity to the global energy industry, in its formation of Merchant Energy Partners, LLC. (2008)
- Representation of Quantum Energy Partners, a leading provider of private equity to the global energy industry, in its formation of Quantum NGS Holdings , LLC. (2008)

Securities

- Representation of the underwriters in Oxford Resource Partners, LP's initial public offering of 8,750,000 common units representing limited partner interests. (2010)
- Representation of Quicksilver Gas Services LP, a natural gas gathering and processing company, in its initial public offering of 5,000,000 common units representing limited partner interests. (2007)
- Representation of Apache Corporation in a public offering of \$1.5 billion in Senior Notes in two tranches. (2007)

AFFILIATIONS

- Member
 - American Bar Association
 - State Bar of Texas
 - Texas Young Layers Association
 - Houston Bar Association
 - Houston Young Lawyers Association
- U.S. Navy Reserve