

Jennie Jackson Miller



Associate

600 Travis
Suite 4200
Houston, TX 77002
P: 713.220.4327
F: 713.238.5006
jenniemiller@andrewskurth.com

Jennie's practice focuses on general corporate/securities matters. She assists clients in U.S. capital markets transactions, mergers and acquisitions and general corporate financings, and advises companies in connection with periodic SEC reporting. She has extensive experience with Master Limited Partnerships.

REPRESENTATIVE EXPERIENCE

- Representation of both issuers and underwriters in connection with debt and equity offerings totaling, in aggregate, \$750 million in 2012, \$3.6 billion in 2011, \$2.2 billion in 2010 and \$3.5 billion in 2009
- Representation of public companies regarding compliance with periodic reporting, insider reporting and other requirements of federal securities laws
- Representation of both private and public corporate clients in mergers and acquisitions, asset restructurings, asset purchases, securities registrations, corporate governance and other general corporate matters

Recent M&A Experience

- Representation of acquirer in \$3.3 billion merger with Duncan Energy Partners, L.P. (2011)
- Representation of acquirer in \$9.0 billion merger with Enterprise GP Holdings, L.P. (2010)
- Representation of acquirer in \$5.6 billion merger with TEPPCO Partners, L.P. (2009)
- Representation of private equity investors in joint ventures of midstream energy assets totaling approximately \$1.0 billion
- Representation of target mortgage lending arm in potential merger with private equity bank (2011)

Recent Capital Markets Experience

- Representation of midstream MLP in \$750 million registered senior notes offering (2012)
- Representation of midstream MLP in private sale of common units of Energy Transfer Equity, L.P. totaling \$875 million (2012)
- Representation of underwriters in \$215 million initial public offering by Oiltanking Partners, L.P. (2011)
- Representation of retail issuer in proposed initial public offering (2011)
- Representation of midstream MLP in \$411 million and \$480 million common units offerings (2011)

INDUSTRIES

Energy
Energy Services
Energy Transactions
Finance
Liquefied Natural Gas (LNG)
Natural Gas
Oil and Gas
Private Equity

PRACTICES

Capital Markets
Corporate
Debt Financing
Governance
Initial Public Offerings (IPO)
Master Limited Partnerships (MLPs)
Mergers and Acquisitions
Private Equity
Securities

EDUCATION

JD/BCL, 2008, *magna cum laude*, Louisiana State University School of Law, *Louisiana Law Review*, Managing Editor, Order of the Coif
BS, 2001, Applied Mathematics Engineering, University of Virginia

ADMISSIONS

Texas 2008
Louisiana 2010

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- Representation of midstream MLP in \$412 million common units offering (2011)
- Representation of midstream MLP in \$1.5 billion registered senior notes offering (2011)
- Representation of midstream MLP in \$545 million and \$354 million common units offerings (2010)
- Representation of underwriters in \$150 million common units offering by Sunoco Logistics Partners L.P. (2010)
- Representation of midstream MLP in \$450 million registered senior notes offering (2010)
- Representation of underwriters in \$500 million registered senior notes offering by Sunoco Logistics Partners L.P. (2010)
- Representation of underwriters in \$152 million secondary offering by Sunoco Partners LLC (2010)
- Representation of midstream MLP in \$150 million private placement (2009)
- Representation of midstream MLP in \$1.1 billion registered senior notes offering (2009)
- Representation of midstream MLP in \$233 million common units offering (2009)
- Representation of underwriters in \$103 million common stock offering by Encore Acquisition Company (2009)
- Representation of midstream MLP in \$143 million common unit offering and affiliate repurchase (2009)
- Representation of midstream MLP in \$500 million registered senior notes offering (2009)
- Representation of underwriters in \$37 million common units offering by Encore Energy Partners L.P. (2009)
- Representation of underwriters in \$225 million registered senior notes offering by Encore Acquisition Company (2009)
- Representation of an international oil and drilling corporation in \$1.2 billion registered senior notes offering (2009)
- Representation of an international oil and gas exploration and production company in \$800 million registered senior notes offering (2008)

PUBLICATIONS

- Recent Ruling Allows a Shareholder Lawsuit to Proceed After a Negative Say-on-Pay Vote: Quirk or Harbinger? (October 6, 2011)
- DC Circuit's Proxy Access Decision to Stand, but SEC to Allow "Private Ordering" of Proxy Access (September 20, 2011)
- Oil and Gas Companies Should Expect Increased SEC Scrutiny of Operations and Reserves (September 6, 2011)
- SEC Replaces Credit Ratings with New Wide Market Following Test for Shelf Registration Statement Eligibility (September 1, 2011)
- PCAOB Floats Possibility of Mandatory Audit Firm Rotation *Financial Fraud Report (January 2012)* (August 31, 2011)
- DC Circuit Panel Vacates Proxy Access Rule (July 28, 2011)
- PCAOB Considers Changes to Standards for Auditors' Reports on Audited Financial Statements *Financial Fraud Report (November/December 2011)* (July 6, 2011)
- SEC Proposes Rules for Compensation Committees and Compensation Advisers (April 21, 2011)
- SEC Proposes Rules to Implement the Dodd-Frank Act's Mine Safety Disclosure Requirements (January 25, 2011)
- SEC Proposes Disclosure Rules for Payments by Resource Extraction Issuers (January 13, 2011)
- SEC Issues Interpretive Guidance Regarding Liquidity and Capital Resources Disclosures (October 20, 2010)
- SEC Proposes Enhanced Short-Term Borrowing Disclosure Rules (October 20, 2010)
- "Saving Private Development: Rescuing Louisiana from Its Reaction to Kelo," *Louisiana Law Review*, Volume 68, Winter Issue

AFFILIATIONS

- LSU Young Alumni Leadership Council
- Houston Bar Association
- State Bar of Texas
- State Bar of Louisiana

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- Houston Young Lawyers Association
- Texas Young Lawyers Association