ANDREWS KURTH LLP ATTORNEYS

STRAIGHT TALK IS GOOD BUSINESS. ®

Jon W. Daly

Partner

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Jon's area of practice is corporate and securities law with an emphasis on mergers and acquisitions and the representation of issuers and investment banks in connection with public and private offerings of equity and debt securities.

Jon also advises companies on corporate governance matters, periodic reporting and other requirements of the federal securities laws, the New York Stock Exchange, the NASDAQ Stock Market and other exchange rules.

REPRESENTATIVE EXPERIENCE

- Representation of upstream master limited partnership (MLP) in its $110 million initial public offering on the NASDAQ (2011)
- Representation of upstream MLP in its $202 million initial public offering on the NYSE (2011)
- Representation of underwriters in $3.2 billion initial public offering of common stock of NYSE-listed energy transportation and storage company, which ranked as the second-largest energy IPO in U.S. history at the time (2011)
- Representation of acquirer in $3.9 billion merger with Mariner Energy, Inc. (2010)
- Representation of underwriters in $161 million initial public offering of common units of NYSE-listed coal MLP (2010)
- Representation of acquirer in $5.6 billion merger with TEPPCO Partners, L.P. (2009)
- Representation of NYSE-listed natural gas gathering company in $250 million joint venture with NYSE-listed midstream MLP (2009)
- Representation of underwriters in $305 million follow-on public offering of common units of NYSE-listed MLP (2008)
- Representation of acquirer in $31 million acquisition of telecommunications company (2011)
- Representation of underwriters in $208 million secondary offering of common units of NYSE-listed coal MLP (2011)
- Representation of underwriters in $247 million offering of senior notes of NYSE-listed midstream MLP (2010)
- Representation of underwriters in $124 million offering of common units of NYSE-listed midstream MLP (2010)
- Representation of underwriters in $145 million offering of common units of NYSE-listed midstream MLP (2010)
- Representation of private exploration and production company in private placement of $350 million senior notes (2010)

INDUSTRIES

Energy
Energy Services
Energy Transactions
Finance
Natural Gas
Oil and Gas
Private Equity

PRACTICES

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

EDUCATION

JD, 2003, *cum laude*, University of Mississippi School of Law, *Mississippi Law Journal,* Moot Court Board

BA, 2000, *cum laude*, English, University of Florida

ADMISSIONS

Texas 2003

US District Court for the Southern District of Texas

- Representation of conflicts committee of a midstream MLP in $95 million acquisition of midstream gathering and treating assets (2010)
- Representation of midstream MLP in $450 million offering of senior notes (2010)
- Representation of NYSE-listed pressure pumping and oilfield services company in $250 million public offering of senior notes (2008)
- Representation of NASDAQ-listed drilling and marine services company in $250 million private placement of convertible senior notes (2008)
- Representation of underwriters in $208 million public offering of common units of NYSE-listed midstream MLP (2008)
- Representation of underwriters in $350 million public offering of senior notes of NYSE-listed midstream MLP (2008)
- Representation of underwriters in $1.5 billion public offering of three series of senior notes issued by NYSE-listed midstream MLP (2008)
- Representation of conflicts committee of a midstream MLP in $734 million acquisition of the publicly traded corporate owner of its general partner (2008)
- Representation of midstream MLP in $750 million “dropdown” transaction and with related $349 million public offering of common units (2007)
- Representation of Special Committee of EGL, Inc., a publicly traded company that initially entered into a going-private transaction with a management-led group, but later terminated that agreement, paid a break-up fee and was acquired by CEVA, an affiliate of Apollo Management, for $2.3 billion (2007)
- Representation of NASDAQ-listed drilling and liftboat services company in $2.3 billion acquisition of NYSE-listed provider of oil and gas drilling services (2007)
- Representation of E&P MLP in connection with its formation and $120 million initial public offering of units (2007)
- Representation of underwriters in $267 million offering of common units by selling unitholders of NYSE-listed midstream MLP (2007)
- Representation of underwriters in private placement of $600 million senior notes issued by development-stage natural gas pipeline joint venture (2007)
- Representation of underwriters in private placement of $450 million senior notes issued by midstream MLP (2007)
- Representation of underwriters in public offering of $500 million senior notes issued by NYSE-listed midstream MLP (2007)
- Representation of investors in $70 million PIPE offering by NYSE-listed provider of natural gas contract compression services (2007)
- Representation of NYSE-listed midstream MLP in $1.22 billion “dropdown” transaction and with related public and private equity and 144A debt financing transactions (2006)
- Representation of NYSE-listed midstream MLP in $2.4 billion merger with another NYSE-listed midstream MLP (2006)
- Representation of NASDAQ-listed drilling and liftboat services company in $50 million acquisition of liftboat assets in Nigeria from a large oilfield services company (2006)

PUBLICATIONS

- 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)
- SEC Proposes Disclosure Rules for Payments by Resource Extraction Issuers (January 13, 2011)
- "Reverse Cramdown: The Senior Creditor’s 'Tip' to The Lower Classes" *79th Annual Meeting of the National Conference of Bankruptcy Judges* (November 2, 2005)

Jon W. Daly

PROFESSIONAL RECOGNITION

Texas Rising Star, *Texas Monthly* (2009, 2011, 2012)

AFFILIATIONS

- Houston Bar Association
- State Bar of Texas

PRESS RELEASES

- Andrews Kurth Lawyers Recognized as 2012 Texas Rising Stars (March 9, 2012)
- Andrews Kurth Elects Eight New Partners for 2012 (November 28, 2011)
- Andrews Kurth Lawyers Recognized as 2011 Texas Rising Stars (March 17, 2011)
- Andrews Kurth Represents Underwriters in Kinder Morgan IPO (February 11, 2011)
- Andrews Kurth Lawyers Recognized as Texas Rising Stars (April 14, 2009)