

Philip Haines



**Associate**

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Philip is an Associate in the Corporate/Securities section of the Houston office. His practice covers general corporate and securities matters. Philip assists clients in U.S. capital markets transactions and public and private acquisition transactions. He also regularly advises companies in connection with corporate governance and other periodic reporting obligations under the federal securities laws and the rules and regulations of the New York Stock Exchange, the NASDAQ stock market and other securities exchanges. Philip has worked with exploration and production oil and gas companies, midstream oil and gas companies, upstream oil and gas companies, equipment manufacturers and oilfield services companies. Philip's practice focuses on securities offerings and he has represented both issuers and underwriters in initial public offerings, follow-on offerings, registered direct offerings, tender offers and private placements.

**REPRESENTATIVE EXPERIENCE**

- Representation of the underwriters in the \$335 million follow-on offering of common units representing limited partner interests in QR Energy, LP, an NYSE-listed master limited partnership (April 2012)
- Representation of an NASDAQ-listed oilfield services company in its \$198 million follow-on offering of common stock (March 2012)
- Representation of an NYSE Amex Equities-listed energy company in its \$306 million follow-on offering of common stock (March 2012)
- Representation of the underwriters in the \$250 million registered direct offering of LP units representing limited partner interests in Buckeye Partners, L.P., an NYSE-listed exploration and production master limited partnership (February 2012)
- Representation of a NASDAQ-listed exploration and production master limited partnership in the \$97 million initial public offering of common units representing limited partner interests (December 2011)
- Representation of the trustee in the \$501 million initial public offering of common units representing beneficial interests in an NYSE-listed royalty trust (November 2011)
- Representation of a midstream master limited partnership in the \$45 million public offering of common units representing limited partner interests (September 2011)
- Representation of the underwriters in the registered offering of \$600 million of senior notes of Sunoco Logistics Partners Operations L.P., a subsidiary of Sunoco Logistics Partners L.P., an NYSE-listed master limited partnership (August 2011)
- Representation of the underwriters in the \$247 million initial public offering of common units representing limited partner interests in Oiltanking Partners, L.P., an NYSE-listed master limited partnership (July 2011)

**INDUSTRIES**

Energy  
Energy Services  
Energy Transactions  
Liquefied Natural Gas (LNG)  
Natural Gas  
Oil and Gas

**PRACTICES**

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

**EDUCATION**

JD, 2009, *cum laude*, valedictorian, Baylor Law School, *Baylor Law Review*, Executive Editor  
BA, 2006, Pennsylvania State University

**ADMISSIONS**

Texas 2009

## Philip Haines

- Representation of the trustee in the \$232 million initial public offering of common units representing beneficial interests in an NYSE-listed energy trust (May 2011)
- Representation of the underwriters in the \$285 million follow-on offering of common units representing limited partner interests in Buckeye Partners, L.P., an NYSE-listed master limited partnership (April 2011)
- Representation of the underwriters in the \$213 million secondary offering of common units representing limited partner interests in Natural Resource Partners LP, an NYSE-listed master limited partnership (March 2011)
- Representation of the underwriters in the \$3.3 billion initial public offering of common stock in Kinder Morgan, Inc., an NYSE-listed pipeline transportation company (February 2011)
- Representation of the underwriters in the private placement of \$325 million of senior notes by Texas Gas Transmission, LLC, a subsidiary of Boardwalk Pipeline Partners, LP, an NYSE-listed master limited partnership (January 2011)
- Representation of the underwriters in the \$345 million initial public offering of common units representing limited partner interests in QR Energy, LP, an NYSE-listed master limited partnership (December 2010)
- Representation of an NYSE-listed engineering, construction and services company in its \$280 million acquisition of a private engineering, procurement and construction services company (December 2010)
- Representation of a TSX-listed drilling company in the private placement of \$450 million of senior notes (December 2010)
- Representation of an NYSE-listed energy company in the fixed price tender offer and consent solicitation for one series of its senior notes and the registered offering of \$150 million of senior notes (November 2010)
- Representation of the underwriters in the \$149 million follow-on offering of common units representing limited partner interests in Sunoco Logistics Partners L.P., an NYSE-listed master limited partnership (August 2010)
- Representation of the underwriters in the \$150 million initial public offering of common units representing limited partner interests in Oxford Resource Partners LP, an NYSE-listed master limited partnership (July 2010)
- Representation of the underwriters in the registered offering of \$500 million of senior notes of Sunoco Logistics Partners Operations L.P., a subsidiary of Sunoco Logistics Partners L.P., an NYSE-listed master limited partnership (February 2010)
- Representation of the underwriters in \$150 million secondary offering of common units representing limited partner interests by Sunoco Logistics Partners L.P., an NYSE-listed master limited partnership (February 2010)

## 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)
- SEC Issues Interpretive Guidance Regarding Liquidity and Capital Resources Disclosures (October 20, 2010)
- SEC Proposes Enhanced Short-Term Borrowing Disclosure Rules (October 20, 2010)
- "Rethinking Mandatory Arbitration: Giving the Consumer Control of the Fine Print," *The Texas Mediator*, Vol. 24, No. 2
- "The Efficient Merger: When and Why Courts Interpret Business Transactions to Trigger Anti-Assignment and Anti-Transfer Provisions," *Baylor Law Review* (Spring 2009)

## AFFILIATIONS

- Houston Young Lawyers Association
- Houston Young Lawyers Foundation
- Houston Bar Association
- Texas Young Lawyers Association

## Philip Haines

- American Bar Association
- Save the Children

### PRESS RELEASES

- Andrews Kurth Represents Underwriters in Kinder Morgan IPO (February 11, 2011)