

Thomas J. Perich



Chairman

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Tom is the Chairman of the firm and a member of the firm's Policy Committee. Tom centers his practice in the areas of banking and finance. The matters on which he has counseled clients include:

- Documentation of domestic and international commercial, construction, real estate development and energy (focusing on upstream/E&P) loans
- Acquisition financing including loans to finance the acquisition of public and private energy companies and assets
- Leasing and project finance
- Monetization and structured finance, including off-balance-sheet financing, production payments, prepaid forward contracts and credit insurance
- Bank regulatory issues
- Workouts and restructurings, with extensive experience in creditors' rights and bankruptcy
- Lender liability and usury

Tom has also represented banks and bank holding companies before state and federal regulatory and administrative agencies, and in the acquisition and disposition of banks and bank assets.

REPRESENTATIVE EXPERIENCE

- Counsel to Capital One Bank, N.A. on the \$110 million EIP loan to Black Elk Energy Offshore Resources
- Counsel to Credit Suisse on loans designed to monetize various structured finance products owned by various Cayman and Luxembourg entities
- Counsel to The Royal Bank of Scotland plc in a \$1 billion financing to Fayetteville Express Pipeline LLC, a joint venture of Energy Transfer Partners L.P. and Kinder Morgan Energy Partners, L.P.
- Counsel to ATP Oil and Gas Corporation and ATP Titan LLC on a \$350 million project financing of the offshore production platform Titan
- Counsel to BMO Capital Markets and Bank of Montreal in E&P loan to Magnum Hunter

INDUSTRIES

Banking/Financial Services
Credit Financing
Energy
Energy Services
Finance
Franchise
Health Care
Natural Gas
Oil and Gas
Real Estate
Solar Energy
Wind Energy

PRACTICES

Banking/Financial Services
Bankruptcy and Financial Restructuring
Central Asia/China
Corporate
Debt Financing
Economic Recovery and Government Opportunities
Energy
Latin America/Caribbean
Mergers and Acquisitions
Middle East
Project Finance
Real Estate
Structured Finance and Securitization

EDUCATION

JD, 1975, *with honors*,
The University of Texas
School of Law, *Texas
Law Review*, Order of
the Coif

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- Borrower/Developer Team Leader on portfolio project finance project named "International Deal of the Year" by *Project Finance Magazine* that included client ANP Funding I and its parent, American National Power, Inc., in the \$1,375,900,000 financing of five gas-fired power plants located in the states of Texas and Massachusetts. The affiliates included International Power plc. The bank group was led by five lead arrangers, ABN AMRO Bank, N.V., Citibank, N.A., Deutsche Bank AG New York Branch, ING (U.S.) Capital LLC and Societe Generale, New York Branch and included approximately a dozen other banks, funds and financial institutions.
- Part of team representing Sinopec in its purchase of Argentine offshore oil concession from Occidental
- Counsel to JPMorgan Chase, as administrative agent, on \$1 billion syndicated floor plan and acquisition facility to Group 1 Automotive, Inc.
- Counsel to The Royal Bank of Scotland plc on a series of Drilling/Funding Agreements with Anadarko Petroleum Corporation.
- Counsel to The Bank of China on a combined \$235 million revolver and term acquisition loan to ION Geophysical Corporation.
- Counsel to HSBC on various energy and commercial financings to Houston-based companies.
- Counsel to GFI Oil & Gas, Inc. in financing development of concessions in Thailand and Indonesia with major foreign banks
- Counsel to Scorpion Drilling in multiple level financing of construction of offshore drilling rigs with Nordea Bank and Morgan Stanley
- Counsel to JP Morgan Chase, as administrative agent, on \$800,000,000 syndicated floor plan and acquisition facility to Asbury Automotive Group, Inc.
- Counsel to JPMorgan Chase in a \$110,000,000 equivalent multi-currency facility to Dynamic Materials Corp.
- Counsel to Wells Fargo, as administrative agent, on a \$70,000,000 revolving credit and term facility to Petroleum Wholesale, Inc.
- Counsel to ArcLight Capital Partners in formation of joint venture with Quest Energy and acquisition and financing of oil and gas properties from Devon.
- Counsel to ERG Resources on \$100,000,000 Senior Secured Financing from Citibank, N.A., and \$15,000,000 second Lien Loan from CIT Capital USA Inc.
- Counsel to Cheniere Marketing, Inc. on \$100,000,000 trade receivables financing from BNP Paribas.
- Advisor for many years to Houston affiliates of numerous major financial institutions, including JPMorgan Chase, Wells Fargo, NA, The Royal Bank of Scotland plc, HSBC, Citibank, and others, in loan and related financial accommodations given to independent E&P companies and oilfield service companies.
- Counsel for Sinopec, CNOOC, Sinochem and other Chinese oil and gas companies in international M&A activities.

MA, 1971, *with honors*, Economics, The University of Texas
BSFS, 1967, Georgetown University-School of Foreign Service

ADMISSIONS

Texas 1976

US District Court for the Southern District of Texas

US District Court for the Northern District of Texas

LANGUAGES

German

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- Tom has worked on financings, energy development and M&A activities all over the world, including projects in Thailand, Indonesia, India, Nigeria, Angola, Egypt, Gabon, Argentina, Luxembourg, Netherlands, UK, Norway, the UAE, Saudi Arabia, Bermuda and numerous Caribbean countries.

PUBLICATIONS

- *The Economic Observer*, Texas Report (October 2011)
- "Streamlining Compliance: Balancing Acts" *Counsel to Counsel Magazine*, supplement to *Corporate Legal Times* (July 1, 2004)
- "Rejection of Power Purchase Agreements in Bankruptcy" (September 1, 2003)
- "U.S. Power Contracts - Who's the Boss?" FERC vs. the U.S. Bankruptcy Code *Project Finance 2003 - Power Report Supplement* (September 2003)
- "State of the Art: An Analysis of Portfolio Power Project Financing," *Project Finance Magazine - Power Report Supplement* (September 1, 2001)
- "A Topic of Interest: An Analysis of the Status of the Usury Law of Texas" *19 South Texas Law Journal*, 525 (December 1978)
- Case Note - "Texas Law Review Income Tax - Section 102, Jensen v. United States" *511 F.2d 265 5th Cir.*, *53 Texas Law Review* 1528 (1975)

PROFESSIONAL RECOGNITION

- Profiled as one of the leading Banking & Finance lawyers in Texas, *Chambers USA: America's Leading Lawyers for Business* (2004-2011)
- *The Best Lawyers in America*, Banking Law (2006-2012)
- Texas Super Lawyer in Banking, *Texas Monthly* (2004-2010)
- Profiled as one of the leading Real Estate and Construction lawyers in Texas, *The US Legal 500* (2009)
- *Marquis Who's Who in American Law*
- *Continental Who's Who Registry*

BRIEFINGS, SEMINARS & SPEECHES

- "Banking Law Overview," presentation as part of the Houston Bar Association's—Continuing Legal Education Series (November 15, 2002)
- "Lender Liability Update," presentation to Andrews & Kurth Continuing Legal Education Seminar Program (July 14, 1993)
- "Lawyers Liability Under FIRREA," paper and presentation to the Mortgage Lending Institute, Austin and Dallas, Texas (September 1990)
- "Distressed Real Estate from the Creditors' Perspective," paper and presentation to the Distressed Real Estate Seminar, sponsored by Loran Education Services, Houston, Texas (August 9, 1990)
- "Claims Against Failed Financial Institutions," paper and presentation at Seminar on Acquisitions and Litigation Involving Financial Institutions, South Texas College of Law, Houston, Texas (December 8, 1989)
- "Legal Issues in Problem Loan Workouts," presentation to Texas Bankers Association, Austin, Texas (February 1988) and Houston (February 1989)
- "Avoiding Lender Liability Claims," series of presentations to Texas Commerce Bank officers (Winter 1988)
- "RICO and Lender Liability," paper and presentation to Executive Enterprises, Inc.; seminar on "Current Issues in Lender Liability," Houston, Texas (November 10, 1987)
- "Receivership Subsidiary Issues," presentation to FSLIC Counsel Seminar, Los Angeles, California (July 1987)

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- "Mortgage Foreclosures: Pre-Foreclosure Items: Lien Check and Title Examination," paper and presentation before Foreclosure Seminar of the Houston Young Lawyers Association, Houston, Texas (January 21, 1986)
- "Usury" (with Alfred H. Ebert), paper and presentations to the Advanced Civil Trial Lawyers Seminar of State Bar of Texas, Houston, Texas (April 1978 and April 1979)

AFFILIATIONS

Member

- Houston Bar Association
- Houston Commercial Lawyers Forum
- State Bar of Texas
- Texas Association of Bank Counsel
- Various civic and charitable organizations

Successfully completed all segments of the initial real estate certification exam of the State Bar of Texas

Served as vice consul/commercial attache in the Foreign Service, U.S. Department of State, American Consulate General, Munich, Germany (1972-1975)

PRESS RELEASES

- 54 Andrews Kurth Lawyers Named Best Lawyers in America 2012 (September 22, 2011)
- Andrews Kurth Announces 2011-2012 Policy Committee Election (August 2, 2011)
- Andrews Kurth Names Robin Russell Managing Partner of the Houston Office (February 21, 2011)
- Latin Lawyer Recognizes Andrews Kurth in High Profile M&A Deal (February 1, 2011)
- 33 Andrews Kurth Lawyers Named in Texas Super Lawyers 2010 (September 10, 2010)
- 49 Andrews Kurth Lawyers Named Best Lawyers in America 2011 (August 16, 2010)
- Andrews Kurth Announces 2010-2011 Policy Committee Election (August 10, 2010)
- 35 Andrews Kurth Lawyers Named in Texas Super Lawyers 2009 (September 16, 2009)
- Andrews Kurth Announces New Leadership for Houston Recruiting Committee (September 8, 2009)
- Andrews Kurth Announces 2009-2010 Policy Committee Election (August 31, 2009)
- 46 Andrews Kurth Lawyers Named Best Lawyers in America 2010 (August 10, 2009)
- Thirty-Five Andrews Kurth Partners Named in Texas Super Lawyers 2008 (October 3, 2008)
- Andrews Kurth Announces 2008-2009 Policy Committee Election (August 28, 2008)
- Andrews Kurth Announces New Leadership for Recruiting Committee (September 12, 2007)
- Andrews Kurth Announces 2007-2008 Policy Committee Election (August 16, 2007)
- Andrews Kurth's Tom Perich to Head Houston Office (July 5, 2007)
- Andrews Kurth Receives High Rankings in Chambers USA Guide (June 25, 2007)
- Andrews Kurth Adds Two New Faces to 2006-2007 Policy Committee (August 31, 2006)
- Andrews Kurth Adds to its 2005 Chambers USA Ranking (June 16, 2005)
- General Dynamics to Acquire Veridian Corp. for \$1.5 Billion (June 9, 2003)