

Partner, Houston

Energy and Infrastructure Projects; Mergers and Acquisitions; Private Equity



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## Education

J.D., University of Texas School of Law,  
2005 (with honors)

B.A., University of Texas, 2002 (with  
honors)

## Bar Admissions

Texas

Drew Baldinger has extensive experience in matters involving the U.S. energy sector, with a particular focus on private equity and mergers and acquisitions in upstream, midstream and downstream production and renewable energy. He frequently counsels developers and investors in connection with projects relating to gas-to-liquids, solar, wind and geothermal energy generation.

Mr. Baldinger often advises on drafting and negotiating purchase and sale agreements (stock and asset deals), power and REC purchase agreements, joint venture and operating agreements, shareholder/LLC, contribution and participation agreements, fully wrapped and unwrapped EPC/BOP contracts, turbine/equipment supply agreements, operation and maintenance agreements, interconnection agreements, and security and subordination arrangements. At his previous firm, Mr. Baldinger served as U.S. co-chair of the energy practice, as well as vice-chair of its mergers and acquisitions practice.

Matters on which he advised prior to joining Skadden include:

- Solis LLC and Parasol Renewable Energy LLC on the sale to Enlight Renewable Energy LTD of Clēnera at an enterprise value of \$433 million. Clēnera is developing a portfolio of 12 GWdc solar generation facilities and 5.5 GWh of energy storage in 20 states;
- Spur Energy Partners LLC on its \$925 million acquisition of oil and gas properties in New Mexico from Concho Resources;
- Kayne Anderson Energy Funds on its \$2.4 billion (cash and stock) sale of Silver Hill Energy Partners, LLC and Silver Hill E&P II, LLC to oil producer RSP Permian Inc.;
- Terra Energy Partners LLC on its \$910 million acquisition of WPX Energy Rocky Mountain, LLC from WPX Energy, Inc.;
- Kayne Anderson Energy Funds and Silver Hill Energy Partners Holdings, LLC on the sale of Silver Hill's midstream assets — including Outrigger Delaware Operating, LLC, a joint venture to build scalable gas gathering, gas processing and crude gathering infrastructure in the Delaware Basin — to Targa Resources Corp. in an aggregate transaction for up to \$1.49 billion;
- a portfolio company of a private equity fund on the negotiation of a life-of-lease gathering agreement for over \$3 billion;
- the developer in an approximately \$1.6 billion fully wrapped engineering, procurement and construction agreement to acquire a gas-to-liquids facility in Louisiana, along with the associated technology licensing and operation and maintenance arrangements;
- the developer in an approximately \$6 billion offtake agreement for a gas-to-liquids facility in Louisiana (with floor, netback and natural gas pass-through pricing);
- a private equity fund in a joint venture to fund up to \$800 million for upstream oil and gas assets;
- a large independent energy company in the acquisition of, and the joint venture for the ownership and operation of, pipelines with a value of over \$300 million along the Gulf Coast;

# Drew Baldinger

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- a large independent energy company in the acquisitions of upstream assets in Texas for over \$250 million;
  - a portfolio company of two private funds in the sale of solar and battery storage projects for aggregate consideration of over \$300 million;
  - a portfolio company in the acquisition of oil and gas properties in North Dakota and Montana for \$225 million;
  - a portfolio company in the acquisition of oil and gas properties in North Dakota and Montana for over \$900 million; and
  - a fund in the acquisition of a partial interest in multiple interstate oil pipelines for over \$1.25 billion.