



Doug Getten

Partner, Corporate Department
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Doug Getten is a partner in the Securities and Capital Markets practice as well as the Mergers and Acquisitions practice at Paul Hastings and is based in the firm's Houston office. He is the chairman of the Houston office corporate department, chairman of Talent Acquisition for the Houston office and a member of the firmwide Opinion Review Committee. His emphasis is on corporate finance and securities law matters, including public and private securities offerings, mergers and acquisitions, divestitures, and other investment activities primarily related to publicly traded master limited partnerships (MLPs) and royalty trusts. He has also represented his clients in mergers and acquisitions, including public company mergers. He has extensive knowledge and experience with exploration and production companies, midstream businesses as well as the oil field services sector. Mr. Getten's capital markets experience includes the representation of public and private companies, MLPs and investment banking firms in capital markets offerings. He has also advised private equity investors including sovereign wealth funds. He regularly advises his public company clients with corporate governance issues and securities law disclosure and compliance issues, including Section 16 reporting obligations.

Recent Representations

- Represented BofA Securities, Wells Fargo Securities, BMO Capital Markets, Goldman Sachs & Co. LLC, Barclays and Capital One Securities as joint book-running managers in the offering of \$1 billion aggregate principal amount of senior notes by Laredo Petroleum, Inc., an independent energy company focused on the acquisition, exploration and development of oil and natural gas properties, primarily in the Permian Basin of West Texas. The offering included \$600 million of 9.50% senior notes due 2025 and \$400 million of 10.125% senior notes due 2028. As part of such refinancing, represented BofA Securities, as the sole Dealer Manager, in connection with a cash tender offer and consent solicitation by Laredo Petroleum for 5 5/8% senior notes due 2022 and 6 1/4% senior notes due 2023.

Houston

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Practice Areas

Mergers and Acquisitions
Securities and Capital
Markets
Energy
Oil and Gas

Admissions

Texas Bar

Education

LSU Paul M. Hebert Law
Center, JD / BCL 2006
Sewanee: The University of
the South, B.A. 2001

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- Represented Flexi-Van Leasing, Inc. in connection with the private offering of \$300.0 million of its 10.00% Senior Secured Second Lien Notes due 2023.
- Represented BMO Capital Markets Corp., Citigroup Global Markets Inc., Wells Fargo Securities, LLC and Capital One Securities Inc. as joint book-running managers in the private offering of \$700 million aggregate principal amount of 7.500% senior notes due 2026 issued by Moss Creek Resources Holdings, Inc., a wholly owned subsidiary of Surge Energy US Holdings Company.
- Represented an affiliate of Paulson & Co. Inc. in its underwritten public offering of 3,322,666 shares of William Lyon Homes (NYSE: WLH) Class A Common Stock;
- Vanguard Natural Resources, LLC in its pre-arranged Chapter 11 bankruptcy case in the S.D. of Texas with respect to asset sales, governance, exit financing and securities law compliance (emerged August 1, 2017)
- Atlas Growth Partners, L.P. in its \$1 billion continuous public offering of common units representing limited partner interests
- Represented Vanguard Natural Resources, LLC (NASDAQ: VNR) in connection with its exchange of \$168.2 million of its existing 7.875% Senior Notes due 2020 for \$75.6 million of its newly issued 7.0% Senior Secured Second Lien Notes due 2023
- Represented CrossAmerica Partners LP (NYSE: CAPL) in a public offering of 4,600,000 common units representing limited partner interests in the CrossAmerica for net proceeds of approximately \$159.4 million
- Upstream master limited partnership in multiple equity and debt offerings including a first of its kind public offering of preferred units by an MLP and a subsequent Series B offering
- Private company in a novel tender offer and exchange of royalty trust units
- Multiple engagements representing investment banks and sponsors in initial public offerings of royalty trust units
- Issuer in the initial public offering of common stock in the general partner of a public master limited partnership
- Chinese sovereign wealth fund in investment in convertible preferred stock of a public exploration and production company
- Private oilfield service company in issuance of multiple tranches of senior secured convertible notes and subsequent corporate migration to Brazil including a recapitalization involving significant investment by a Brazilian private equity fund
- Underwriters in multiple high yield debt offerings by an offshore drilling company including associated tender offers related to the refinancing transactions
- Offshore driller in an dual tranche offering of secured and unsecured notes

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- Midstream master limited partnership in multiple issuances of senior notes and simultaneous tender offers, and common units; also assisted in a private issuance of public equity (PIPE) transactions
- Underwriters in the issuance of common units of a shipping MLP in two transactions; the first of which was the first public offering since the company's IPO three years earlier
- Underwriters in multiple issuances of senior notes pursuant to Rule 144A of a Bermuda-based drilling company
- Underwriters in the multiple public issuances of the registered senior notes and common equity of a public exploration and production company
- Public exploration and production company in issuances of senior notes in multiple transactions and issuance of common stock
- Represented Vanguard Natural Resources, LLC (NASDAQ: VNR) in the negotiation of a definitive Agreement and Plan of Merger to acquire Eagle Rock Energy Partners, L.P. (NASDAQ: EROC) ("Eagle Rock"), in exchange for common units representing limited liability company interests in Vanguard, implying a transaction value of approximately \$614 million, including the assumption of Eagle Rock's existing debt.
- Represented the conflicts committee of Crestwood Midstream Partners LP (NYSE: "CMLP") ("Crestwood Midstream") in the negotiation of a definitive agreement to merge Crestwood Midstream and Crestwood Equity Partners LP (NYSE: "CEQP") into a single publicly traded partnership with a consolidated enterprise value of \$7.5 billion.
- Represented Vanguard Natural Resources, LLC (Vanguard) in the negotiation of a definitive Purchase Agreement and Plan of Merger to acquire LRR Energy, L.P. and its general partner, LRE GP, LLC (the "General Partner"), in exchange for common units representing limited liability company interests in Vanguard, implying a transaction value of approximately \$539 million, including the assumption of LRR Energy's existing debt.
- Represented CST Brands, Inc. (CST) in the purchase of the general partner and the incentive distribution rights of CrossAmerica Partners LP (CAPL) (formerly Lehigh Gas Partners LP) from the Topper Group
- Commodities trading company's acquisition of the general partner of a publicly traded master limited partnership from a hedge fund
- Oilfield service company in its acquisition of the land based service business from the portfolio company of a private equity fund
- Exploration and production company in acquiring leases in the Marcellus shale from a private corporation
- Oilfield service company acquiring the domestic drilling business from a private equity fund

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- Private oilfield service company in a sale of the Company to a public British service company
- Midstream publicly traded partnership acquiring another partnership in the midstream sector from a private equity fund

Professional and Community Involvement

- Member, Houston Bar Association; Houston Young Lawyers Association

Education

- Louisiana State University, Paul M. Hebert Law Center, J.D., B.C.L., 2006
(Order of the Coif; Phi Kappa Phi; Louisiana Law Review)
- University of the South, Sewanee, Tennessee, B.A., 2001
- Admitted to practice: Texas, 2006

News

January 24, 2020

BofA Securities Acts as Joint Book-Running Manager for Laredo Petroleum's \$1 Billion Senior Notes Offering and as Dealer Manager for Concurrent Tender Offers

February 26, 2018

Flexi-Van Completes Refinancing

January 18, 2018

BMO Capital Markets Serves as Initial Purchaser in Surge Energy's \$700 Million Senior Notes Offering

August 02, 2017

Vanguard Natural Resources Successfully Completes Financial Restructuring

June 16, 2015

CrossAmerica Partners LP Announces Public Offering of Common Units

May 21, 2015

Paul Hastings Represents Vanguard Natural Resources, LLC in unit-for-unit acquisition of Eagle Rock Energy Partners, L.P.

May 06, 2015

Crestwood Equity Partners LP And Crestwood Midstream Partners LP Announce \$7.5 Billion Merger

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April 21, 2015

Vanguard Natural Resources, LLC to Acquire LRR Energy

August 06, 2014

Paul Hastings Represents CST Brands in Purchase of the General Partner of
Lehigh Gas Partners LP

April 23, 2014

Paul Hastings Adds Master Limited Partnership Energy Lawyer to Houston
Office

Insights

March 09, 2015

IRS Ends Moratorium on Private Letter Rulings Related to Qualifying Income for
Master Limited Partnerships