



Ming Lei

Partner

Houston

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Ming advises clients on domestic and international mergers, divestitures and acquisitions, joint ventures, private equity investments, project finance and development, and complex commercial contracts in all aspects of the energy and infrastructure sector, including oil and gas exploration, midstream pipeline, marine terminalling and storage, refinery and petrochemical, and energy transition.

Additionally, Ming brings extensive experience advising China-based companies on their investments, corporate governance, dispute resolution and regulatory compliance matters in the U.S.

Key Matters

Experience represented below may have been handled at a previous firm.

Oil & Gas Upstream Assets

- Represented a large independent oil and gas company in its US\$350M acquisition of Bakken Shale oil and gas properties from another large independent oil and gas company.
- Represented Ellipsis US Onshore Holdings LLC, a Dallas-based private energy company in its various acquisitions of non-operated oil and gas assets located in multiple onshore U.S. basins.
- Represented Hilcorp Energy in its US\$2.7B acquisition of oil and gas properties in the San Juan Basin in New Mexico from ConocoPhillips.
- Represented GSO Capital Partners, as a financial partner with Sanchez Energy, in the structuring of their joint venture in connection with the purchase by Sanchez and Blackstone of oil and gas properties in the Eagle Ford Shale from Anadarko for US\$2.3B.
- Represented FourPoint Energy in its US\$200M acquisition of Anadarko Basin oil and gas properties from a private E&P company.
- Represented FourPoint Energy in its US\$385M acquisition of Andarko Basin oil and gas properties from Chesapeake
- Represented Tokyo Gas America in its 30% strategic equity investment into Castleton Resources LLC, a subsidiary of Castleton Commodities International LLC, which owns upstream and midstream assets in East Texas and Louisiana.
- Represented Tokyo Gas America in its acquisition of a 25% stake in certain Eagle Ford shale gas formation from VirTex.
- Represented LOGOS Resources, a portfolio company of ArcLight, in its acquisition of legacy gas properties and undeveloped Mancos acreage located in the San Juan Basin from WPX Energy, which included approximately 900 producing wells and over 200 potential horizontal gas drilling locations across approximately 134,000 net acres.
- Represented LongPoint Minerals, an affiliate of FourPoint Energy, in drafting and developing a set of form purchase agreements for mineral interests acquisitions.
- Represented a large independent company in an asset exchange transaction with respect to certain acreage in New Mexico and Texas with a major public oil and gas company.
- Represented a PE backed private E&P company in its US\$130M acquisition of an overriding royalty interest in West Texas acreage.
- Represented a large independent oil and gas company in its US\$100M sale of Eagle Ford Shale oil and gas properties.
- Represented Evolve Transition Infrastructure LP in its sale of wellbores and other associated assets located in Gonzales, DeWitt, and Zavala Counties in South Texas.

Pipelines and Other Midstream Business

- Represented Bayou Midstream, LLC (Bayou), a portfolio company of EIV Capital, LLC, in its sale of Bayou's operating subsidiaries to Bridger Pipeline LLC. Bayou's subsidiaries own and operate crude oil gathering, storage, and transportation assets and a strategic sand transloading terminal in the western Bakken Basin.
- Represented Stonepeak Infrastructure Partners in its US\$3.6B acquisition of substantially all the assets of Oryx Southern Delaware Holdings LLC and Oryx Delaware Holdings LLC, which comprises of, among others, a crude oil gathering and transportation system with approximately 1,200 miles of in-service and under-construction pipeline that cuts across the core of the Delaware Basin.
- Represented Ridgemont Equity Partners in its joint venture investment with Denham Capital Management and the Ontario Power Generation Inc. Pension Plan to back WhiteWater Midstream, MPLX LP, and West Texas Gas, Inc. to provide natural gas liquids takeaway capacity from MPLX and WTG gas processing plants in the Permian Basin to the natural gas liquids fractionation hub in Sweeny, TX.

- Represented UBS Investment Bank, as financial advisor to NuStar Energy, in its US\$1.5B acquisition of Navigator Energy Services, LLC, which owns crude oil transportation, pipeline gathering, and storage assets in the Midland Basin.
- Represented Stakeholder Midstream, a portfolio company of EnCap Flatrock Midstream, in its acquisition of certain midstream gas gathering and processing assets in Yoakum County, Texas from Santa Fe Midstream.
- Represented Harvest Midstream Company, an affiliate of Hilcorp Energy, in its US\$200M acquisition of certain crude pipelines and related assets from a public interstate pipeline company.
- Represented a private company in its acquisition of a natural gas and liquids gathering and transportation business in North Texas through the acquisition of the equity interests of the seller's subsidiaries holding these assets.
- Represented a private E&P company in the acquisition of South Louisiana crude oil gathering and transportation pipeline system from publicly held energy company.
- Represented QEP Resources in the conveyance of a gas gathering system and oil terminal in the Permian Basin to its midstream affiliates and the drafting and negotiation of the related gas gathering agreement and oil terminal services agreement.
- Represented a public company in negotiating a long-term ethane supply and sale agreement for certain petrochemical facilities.
- Represented upstream and midstream companies in negotiating and executing various long-term supply and offtake, sale and purchase, gathering, transportation, processing, and marketing agreements for crude oil, crude oil products, natural gas and natural gas liquids, and supply, transportation, and disposal agreements for fresh water and produced water.

Marine Terminal and Logistics Business

- Represented Royal Vopak and BlackRock's Global Energy & Power Infrastructure Fund in the formation of a joint venture, Vopak Industrial Infrastructure Americas, LLC, and then in VIIA's subsequent purchase of three of The Dow Chemical Company's chemical storage terminals located at Plaquemine and St. Charles, Louisiana, and Freeport, Texas for US\$620M, as well as its long-term services agreements with Dow for terminalling, storage, and infrastructure services that were entered into at closing.
- Represented a private marine terminal owner and operator of its terminalling and storage facilities in connection with its marine terminal services agreements and throughput agreements with various customers at the terminal, as well as related day-to-day transactional and corporate matters.
- Represented Arrowhead Gulf Coast, an affiliate of Hilcorp Energy, in developing its terminal services agreement and related ancillary agreements in connection with its crude terminal facilities located near Cocodrie, Terrebonne Parish, Louisiana.
- Represented the Conflicts Committee of the General Partner of Andeavor Logistics LP in connection with its acquisition from certain of its affiliates of certain storage facilities, a rail terminal facility and related pipeline and ancillary assets located at Anacortes, Washington.
- Represented the Conflicts Committee of the General Partner of Enviva Partners, LP in its acquisition from a joint venture between Enviva Partners, LP's sponsor and affiliates of John Hancock Life Insurance of Enviva Port of Wilmington, LLC, which owns a fully operational deep-water marine terminal and logistics business in Wilmington, North Carolina.
- Represented a private midstream company in negotiating a terminal services agreement with an E&P company in connection with the receipt, short term storage, terminalling, and barge loading services for crude oil at its marine terminal located at Plaquemines, Louisiana.

Capital Markets and Private Equity Investments

- Represented a private equity fund in its equity investment in Sentinel Midstream (Sentinel) in connection with Sentinel's formation of a joint venture with ExxonMobil Pipeline Company LLC (ExxonMobil). The joint venture is known as Enercoast Midstream Louisiana LLC (Enercoast), which provides critical pipeline connectivity between crude oil terminals in Raceland, St. James, and Anchorage, Louisiana.
- Represented the Special Committee of the Board of Directors of Pure Acquisition Corp., a special purpose acquisition company, in connection with its initial business combination pursuant to which Pure effected a merger resulting in a newly formed and publicly traded company, HighPeak Energy, Inc. (Nasdaq: HPK), with an estimated enterprise value of US\$845M.
- Represented a private company in both its equity and debt financing of US\$285M with HPS Investment Partners in connection with its exploration and development activities in the Midland Basin.
- Represented FourPoint Energy in a \$US500M equity capital raise from Quantum Energy Partners and other then-existing equity holders in connection with its acquisition of certain strategic upstream and midstream assets in the Anadarko Basin.
- Represented the underwriters in a US\$90M equity offering by Northern Oil and Gas, Inc. in connection with oil and gas related matters in the offering.
- Represented Citi etc. as the underwriters in the initial public offering of Jagged Peak Energy, in connection with oil and gas related matters in the offering.

Energy Transition and Renewable Energy

- Represented BayoTech, Inc., an innovator in hydrogen production, transportation, and storage solutions, on its strategic supply agreement with Nikola Corporation, a global leader in zero-emissions transportation and energy supply and infrastructure solutions.
- Represented Beam Suntory Inc., a world leader in premium spirits and producer of Jim Beam® bourbon, in the execution of a Renewable Energy Services Agreement with 3Rivers Energy Partners for the development of a US\$400M renewable energy expansion.
- Represented Hannon Armstrong Sustainable Infrastructure Capital in connection with its US\$30M investment to Bioenergy Devco, the North American division of Italian biogas firm BTS Bioenergy, to support the development of anaerobic digestion facilities across the U.S.
- Represented Hanwha Qcells USA Corp in its sale of an 81 MW solar park in Texas, known as the Kellam photovoltaic power plant, to Plenitude, the energy transition business of Italian oil and gas company Eni SpA (BIT:ENI).
- Represented RES America in its disposition of a wind energy generation project located in McCulloch County, Texas through the sale of 100% membership interests of the project company.
- Represented a private company in its acquisition of a wind powered electric generating project located in Oklahoma.

Oilfield Services and Other Operation Services

- Represented ProPetro Holding Corp. in connection with its \$US400M acquisition of the pressure pumping assets of Pioneer Resources.
- Represented Entrec as its U.S. counsel in its disposition of certain oil field services assets, in connection with its bankruptcy in Canada and related Chapter 15 bankruptcy in the U.S.
- Represented a court-appointed receiver in the disposition of certain oil field services equipment of a private company in connection with the receivership proceedings.
- Represented Crossbridge Energy Partners in negotiating and executing of multiple professional services agreements with various renewable energy projects developers to provide executive management, operations, and maintenance services for renewable fuels or diesel refineries.

Other

- Represented Argo Blockchain plc (LSE: ARB; NASDAQ: ARBK), a global leader in cryptocurrency mining, in a subsidiary sale of its Helios facility in Dickens County, Texas to Galaxy Digital Holdings, Ltd. (Galaxy), a digital asset and blockchain leader providing institutions, startups, and qualified individuals access to the crypto economy, for US\$65M.

Recognitions

- *The Best Lawyers: Ones to Watch in America*, Energy Law, 2024
 - *Legal 500 U.S.*, Industry Focus: Energy Transactions: Oil and Gas, 2021
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Activities

- Institute for Energy Law (IEL) Leadership Class, 2022 to 2023
 - Asian American Bar Association of Houston, Corporate Counsel Committee, Co-Chair, 2020 to 2021
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Credentials

EDUCATION

Ming received her J.D. from Duke University School of Law in 2015 and received her B.A. in Law from Wuhan University in 2011.

ADMISSIONS

- Texas
- New York

LANGUAGES

- Mandarin

Related Insights & News

- Co-Author, “Turbulence Creates Us Opportunities,” Project Finance International, August 2022
 - Moderator, IEL Conference on Renewable Project Development: Carbon Capture and Sequestration Developments, April 2022
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IN THE MEDIA

Kevin Brophy and Ming Lei Join Winston & Strawn in Houston Office
AUGUST 19, 2024

PRESS RELEASE

Winston & Strawn Adds Two Transactions Partners in Houston
AUGUST 14, 2024

Capabilities

Corporate Governance	Mergers & Acquisitions	Private Equity	Transactions	
Energy	Energy Transition	Infrastructure	Maritime & Admiralty	Oil & Gas