



Scott Bailey

Of Counsel

Dallas
+1 214-453-6503

Scott has experience working with private equity sponsors and their portfolio companies, as well as public and private companies, in connection with mergers, acquisitions, and divestitures, primarily in the energy and infrastructure space.

He also has experience with corporate restructurings and capital market transactions. Prior to joining Winston, Scott worked at another international law firm where he advised clients on a broad range of matters, including oil and gas transactions, general corporate matters, and real estate and property matters.

Key Matters

Some of the experience represented below may have been handled at a previous firm.

- A private equity fund in its acquisition of an overriding royalty interest in 350,000 net surface acres in southwestern Pennsylvania from subsidiaries of Range Resources Corporation
- An ad hoc group of bondholders in the chapter 11 cases of Unit Corporation

- Aethon Energy in its US\$735M acquisition of northwest Louisiana natural gas assets from QEP Resources, Inc.
- Aethon United BR LP (a subsidiary of Aethon United (a joint venture of Aethon Energy, Ontario Teachers' Pension Plan, and Redbird Capital Partners)) in a US\$750M 144A/Reg S offering of senior unsecured notes to refinance existing indebtedness
- AK Steel Corporation in its approximately US\$3B sale to Cleveland-Cliffs, Inc.
- Basic Energy Services, Inc. in its acquisition of C&J Well Services and subsequently in connection with its chapter 11 cases and sale of substantially all its assets
- Blackstone Energy Partners, as 70% stakeholder in Vine Energy Inc., in Vine's US\$2.2B sale to Chesapeake Energy Corporation
- Cherwell Software LLC in its sale to Ivanti, Inc. (a portfolio company of Clearlake Capital and TA Associates)
- Cold Creek Solutions in joint ventures to develop cold storage facilities in the Dallas-Fort Worth area and San Antonio, Texas
- EP Energy Corporation in its chapter 11 cases, involving approximately US\$4.9B in funded debt obligations
- Fieldwood Energy LLC in its US\$1B sale of all deepwater assets and certain shallow water and other assets to QuarterNorth Energy Holding, Inc., in connection with Fieldwood's chapter 11 bankruptcy proceedings
- Kingfisher Midstream, LLC (a subsidiary of Alta Mesa Resources Inc.) in its 363 bankruptcy sale of midstream assets to BCE-Mach III LLC
- Gavilan Resources, LLC and its affiliated debtors in their chapter 11 cases and in its 363 bankruptcy sale of substantially all of its assets to Mesquite Energy, Inc. (f/k/a Sanchez Energy Corporation)
- Golden Gate Capital in the formation of Stonehill Environmental Partners and Stonehill's acquisition of the assets of Waterfield Midstream
- Government Brands Holdings, LLC (at the time, an indirect portfolio company of PSG and Greater Sum Ventures) in a recapitalization by PSG and TPG Tech Adjacencies, with Greater Sum Ventures exiting
- Guggenheim Securities in connection with the first 144A oil and gas securitization
- Guggenheim Securities in connection with the first ever rated term securitization for a nationally known oil and gas company
- Guggenheim Securities in connection with the inaugural offering by an affiliate of Jonah Energy LLC (Jonah), a leading sustainable natural gas producers in the United States, of US\$750M fully amortizing notes backed by a portion of Jonah's upstream producing assets
- Guggenheim Securities in connection with Pure West Energy, LLC's (PureWest) securitization of \$US365M of notes backed by PureWest's upstream producing assets. The offering was comprised of a combination of US\$210M of 144A Class A1 Notes and US\$155M of Class A2 Notes offered and sold as a 4(a)(2) private placement.
- Ontario Teachers' Pension Plan in its equity investment in FireBird Energy LLC and in FireBird's acquisition of upstream assets in the Midland Basin in Texas from El Dorado Resources, LLC and in connection with FireBird's US\$1.6B sale of its assets to Diamondback Energy, Inc.
- Ontario Teachers' Pension Plan, as an investor in Hawkwood Energy LLC, in the approximately \$650 million sale of Hawkwood to WildFire Energy I LLC (a portfolio company of Warburg Pincus and Kayne Anderson)
- Ontario Teachers' Pension Plan, as an investor in Chisholm Energy Holdings, LLC (a portfolio company of Warburg Pincus and OTPP), in Chisholm's US\$604M sale of its assets to Earthstone Energy, Inc
- Ontario Teachers' Pension Plan in its US\$221.6M equity investment in Sweetwater Royalties LLC
- TPG Pace Beneficial II Corp., a SPAC sponsored by TPG Pace Group, in its US\$400M initial public offering
- TPG Pace Solutions Corp., a SPAC sponsored by TPG Pace Group, in its US\$285M initial public offering

Recognitions

- *Best Lawyers in America*, “Ones to Watch”, Mergers & Acquisitions Law (2022-2023)
 - *Best Lawyers in America*, “Ones to Watch”, Leveraged Buyouts and Private Equity Law (2023)
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Credentials

EDUCATION

Scott received his J.D., *cum laude*, from Texas Tech University School of Law, where he served on the Executive Board of Texas Tech Law Review and was on the Board of Barristers. He also received his B.S. from Texas Tech University and was a member of its NCAA Division-I men’s golf team.

ADMISSIONS

- Texas

Capabilities

Transactions	Private Equity	Mergers & Acquisitions	Real Estate	Energy
Infrastructure	Oil & Gas	Energy Transition		