



Andrew Betaque

Partner

Dallas
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Chicago

Andrew has extensive experience with the tax structuring of corporate mergers, acquisitions, internal restructurings, tax-free reorganizations, and spin-offs.

Andrew focuses on the taxation of domestic and cross-border corporate and partnership business transactions. Andrew has extensive experience with the tax structuring of corporate mergers, acquisitions, internal restructurings, tax-free reorganizations, and spin-offs, as well as partnership formations, joint ventures, mergers, and restructurings. He previously served as a principal of Ernst & Young.

Key Matters

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

- Advised one of the largest foreign telecommunications companies in the world regarding a cross-border tax-free spin-off of certain of its subsidiaries and obtained a private letter ruling from the Internal Revenue Service regarding same.

- Advised a publicly traded media company regarding a tax-free spin-off of one of its principal lines of business and obtained a private letter ruling from the Internal Revenue Service regarding same.
- Provided advice with respect to dozens of acquisitions and dispositions of portfolio companies for private equity companies.
- Represented the sponsors in connection with the formation of a large real estate investment fund.
- Structured the cross-border post-acquisition integration of the target corporate group into the global structure of a large multinational acquiring company.
- Advised the contributor with respect to the tax-deferred contribution of appreciated real property to a fund in return for partnership interests and cash in a leveraged partnership transaction.
- Structured the tax-free division of a partnership engaged in the business of operating movie theaters.
- Drafted the tax and economic provisions of dozens of partnership and limited liability company agreements, typically providing for profits interests, compensatory options, warrants, special allocations, debt-financed distributions, reimbursement of preformation expenditures and/or other special features.

Recent Experience

Winston Represented Zipline Logistics in its Acquisition of Summit Eleven

Winston Represented Woolpert in its Acquisition of Murphy Geospatial

Winston Represented Highstreet IT Solutions in its Sale to CIVC Partners

Sale of International Cellulose Corporation Assets to Saint-Gobain

NexPoint Storage Partners Closes \$71.7 Million Private Offering of 8.50% Series F Cumulative Redeemable Preferred Stock

Frontenac Acquisition of Integrated Openings Solutions

NexPoint Real Estate Finance Closes \$15M Follow-On Offering of 5.75% Senior Unsecured Notes Due 2026

NexPoint Real Estate Finance, Inc. Launches US\$400M Continuous Offering of 9.0% Series B Cumulative Redeemable Preferred Stock

Winston Represented MCE Holdings in Its Acquisition of Applied Industrial Controls and Engineered Systems Group

Paceline Equity Partners in Its US\$50M Investment in Kelso Industries

Recognitions

- *The Best Lawyers in America*® for Tax Law in 2016-2024
- *The Legal 500 U.S.* as a “Key Lawyer” in Tax Law in 2021

Activities

- Member, American Bar Association
- Member, Dallas Bar Association

Credentials

EDUCATION

Andrew received a B.S. from Virginia Tech in 1991, a M.S. from Virginia Tech in 1992, and a J.D. from the University of Virginia School of Law in 1999, where he was an Editorial Board Member of the *Virginia Tax Review*.

ADMISSIONS

- Texas
- Illinois
- New York

Related Insights & News

Speaking Engagements and Publications

- Presenter, “Macroeconomic Trends in the Energy Industry and the Impact on Asset Valuation and Tax Planning” at Tax Executives Institute, Houston, Texas, February 2015
- Presenter, “Federal Income Tax Issues for Foreign Investors in U.S. Real Estate Funds” at National Association of Real Estate Investment Managers, Irving, Texas, November 2013

RECOGNITIONS

Winston Attorneys Recognized in *The Best Lawyers in America*® 2024

AUGUST 17, 2023

RECOGNITIONS

Winston & Strawn Attorneys Recognized in *The Best Lawyers in America*® 2023

AUGUST 18, 2022

BLOG

House Ways and Means Committee Tax Proposal

NOVEMBER 30, 2021

RECOGNITIONS

Winston Wins Energy & Industrials Deal of the Year (Middle Market) Award During the 2021 Deal Awards

SEPTEMBER 23, 2021

RECOGNITIONS

Winston & Strawn Attorneys Recognized in *The Best Lawyers in America*® 2022

AUGUST 19, 2021

RECOGNITIONS

Winston & Strawn Recognized in *The Legal 500 U.S.* 2021

JUNE 10, 2021

RECOGNITIONS

Winston & Strawn Attorneys Recognized in *The Best Lawyers in America*® 2021

AUGUST 20, 2020

NEWS

Winston & Strawn Represented HC Private Investments in its Strategic Partnership with Epicurean Butter Co.

SEPTEMBER 6, 2019

RECOGNITIONS

Winston & Strawn Lawyers Recognized in *The Best Lawyers in America*® 2020

AUGUST 15, 2019

IN THE MEDIA

Winston's Involvement in One Equity's Strike Sale to Sentinel Featured in *Texas Lawbook*

OCTOBER 24, 2018

CLIENT ALERT

Tax Reform: Impact on Lending

JANUARY 16, 2018

CLIENT ALERT

Tax Reform's Impact on Private Equity and M&A

JANUARY 4, 2018

Capabilities

Tax

Technology, Media & Telecommunications

Health Care