



Ian R. Brown
Senior Counsel

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About Ian

Ian Brown advises business clients in a variety of industries in connection with securities offerings, SEC reporting, corporate governance matters and mergers and acquisitions. His primary focus is on the energy industry, including oil and gas companies at all points of the exploration, production, transportation and refining continuum. Ian also counsels companies in the financial services, online retail, food services and maritime shipping industries. In addition, Ian has experience working with master limited partnerships, from securities offerings to ongoing governance and reporting matters.

Ian advises clients in corporate finance transactions ranging from multi-billion dollar public securities offerings to Rule 144A offerings to discrete private placements. He also represents clients in connection with unsolicited tender offers and proxy contests. Ian regularly advises companies with respect to their annual and quarterly SEC reports, proxy statements and annual meetings; Section 16 reporting; corporate formation and dissolution; compliance with stock exchange listing requirements; blue sky compliance; and general corporate governance matters.

Recent Notable Matters

Phillips 66 — realignment of its economic and governance interests in DCP Midstream, LP and Gray Oak Pipeline, LLC through the merger of existing joint ventures owned by Phillips 66 and Enbridge Inc.

Multinational investment bank and financial services corporation — served as underwriter's counsel for a \$68 million "green bond" offering to finance the construction of a renewable natural gas (RNG) project in Northwest Iowa that will generate RNG captured from dairy cow manure

Veritex Holdings, Inc. — underwriters' counsel in offering of \$125 million of subordinated notes

Phillips 66 — \$1 billion offering of senior notes

Underwriters for Veritex Holdings, Inc. — \$75 million offering of fixed-to-floating rate subordinated notes

Underwriter's counsel for Green Bancorp, Inc. — \$70 million initial public offering of common stock

Sysco Corporation — public offerings of over \$10 billion of senior notes and euro-denominated senior notes

Midstream natural gas services MLP — public offerings of \$2.9 billion of senior notes

Phillips 66 — Rule 144A private placement of \$5.8 billion of senior notes and related exchange offer in connection with its separation from ConocoPhillips

Underwriter's Counsel for Independent Bank Group, Inc. — multiple public offerings of subordinated notes totaling \$105 million

ConocoPhillips and its subsidiary ConocoPhillips Company — public offerings of over \$10 billion of senior notes

Chesapeake Midstream Partners, L.P. — Rule 144A private placement of \$750 million of senior notes and related exchange offer; and secondary offerings by selling unitholders of over \$525 million of common units

Parker Drilling Company — public and private offerings of over \$400 million of senior notes and convertible notes

Superior Offshore International, Inc. — \$175 million initial public offering

Orion Marine Group, Inc. — \$95 million follow-on public offering of common stock

Enterprise Products Operating L.P. — public offering of \$500 million of 8.375 percent fixed/floating rate junior subordinated notes

Hercules Offshore Inc. — \$184 million initial public offering

Jefferies & Company, Inc. — \$153 million initial public offering by Aries Maritime Transport Limited, an international shipping company based in Athens, Greece

K-Sea Transportation Partners L.P. — \$98 million initial public offering

CenterPoint Energy Inc. — Rule 144A private placement of \$400 in a million-dollar senior notes and related exchange offer

CenterPoint Energy Inc. — Rule 144A private placements of senior notes and related exchange offers aggregating more than \$900 million

Banco Santander, S.A. — acquisition of 90 percent of the U.S. auto financing company, Drive Financial Services, from HBOS plc and other shareholders for approximately \$651 million

Luby's, Inc. — \$61 million acquisition of Fuddruckers

Pier 1 Imports, Inc. — unsolicited offer to acquire Cost Plus, Inc.

Superior Offshore International, Inc. — \$70 million sale of the Superior Achiever, a DP III deepwater construction and dive support vessel, to Hornbeck Offshore Services LLC

Education

Vanderbilt University Law School, J.D.
2000

Cornell University, B.A.
1994

Noteworthy

Vanderbilt University Law School, *Vanderbilt Journal of Transnational Law*, Executive Articles Editor, 1999 - 2000

Affiliations

Dallas Bar Association, Securities Committee, 2012

Bar Admissions

Texas