



Kwame Nkrumah Cain

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PROFILE

Kwame Nkrumah Cain is a corporate lawyer with experience in corporate restructuring, mergers and acquisitions, securities law, and finance. Kwame specializes in distressed mergers and acquisitions, joint ventures, and investments in and financings of projects in industries as varied as manufacturing, technology, transportation, energy, media, and real estate. He has extensive experience representing major U.S. and international companies in restructurings out of court and in court around the globe. Kwame advises boards of directors and debtors and creditors in complex workout, insolvency, restructuring, and bankruptcy planning matters worldwide. Kwame also regularly serves as outside general counsel to a number of U.S. companies in all aspects and stages of their business.

Kwame previously served as general counsel at Lazarus Energy Holdings, LLC, where he focused on oil and gas matters, corporate transactions, and compliance. Prior to Lazarus, he was in-house counsel to Alondra Financial, LLC, where he represented asset managers and investors in the alternative asset management industry.

EDUCATION

- J.D., Harvard Law School, 2001
- B.A., Stanford University, 1998

CLERKSHIP

- U.S. District Court, Southern District of Texas – Law clerk to the Honorable Vanessa D. Gilmore

BAR ADMISSIONS

- Texas, 2016
- New York, 2003

LANGUAGES

- English
- French
- Spanish

REPRESENTATIVE MATTERS

- Represented the Official Committee of Unsecured Creditors in the chapter 11 case of In re HOVENSA L.L.C. HOVENSA L.L.C., was once owner of one of the ten largest oil refineries in the world. At the time of its bankruptcy filing, HOVENSA had approximately US\$2 billion of prepetition indebtedness, exclusive of significant legacy liabilities primarily in the form of environmental obligations, pension obligations, and retiree benefits.
- Represented International Finance Corporation, bondholder and largest shareholder in the Chapter 11 cases of In re: BPZ Resources, Inc.
- Represented several portfolio companies owned by a private equity fund in the acquisition of oil refineries and related energy assets in Texas and Louisiana.
- Represented a publicly-traded independent refiner and marketer of petroleum products in a broad range of environmental, real estate, regulatory, tax, and transactional matters, as well as in litigation and resolution of disputes with private parties and government regulators.
- Represented HSBC Canada & USA in the negotiation and structuring of a US\$275 million term loan facility for Petrogas Energy Corp. and Petrogas, Inc.
- Represented several Danish banks in the restructuring of a €165 million term loan facility for Genan Holdings A/S, Genan Invest A/S, and Genan, Inc.
- Represented TransTexas Gas Corporation in the negotiation and structuring of a US\$66.9 million refinancing facility.
- Represented Aretex LLC, a private equity fund, in the negotiation and structuring of a US\$169 million commitment in a US\$3 billion term loan facility to Union Power Partners, L.P.
- Represented Philips Services Corporation in the negotiation and restructuring of US\$700 million of debt and a US\$170 million exit financing facility.
- Represented a merchant bank in connection with the consideration, structuring and negotiation of potential investments in the debt or equity of public oil and gas companies.
- Represented an exploration and production company in its disposition of its working interest in the North Sumatra Basin – Langsa Field offshore Indonesia.

- Represented a private equity company in its acquisition of a provider, aggregator, trader and transporter of natural gas and related energy assets in Tulsa, Oklahoma.
- Represented a pipeline company in the acquisition of various pipeline systems and related real estate and energy assets in Brazoria County, Texas.
- Represented a public oil and gas company in the disposition of certain real property interest to an operator of a liquefied natural gas (LNG) terminal in Freeport, Texas.
- Represented a public oil and gas company in the disposition of a saltwater disposal well and related assets in Mermentau, Louisiana.
- Represented an independent oil refiner in obtaining a term loan to finance costs to refurbish its facilities.
- Represented a private equity company in the consideration, structuring, and negotiation of funding for the construction of a liquefied natural gas facility.

SELECTED PUBLICATIONS

- "Will Texas Courts Uphold Recent Decisions Applying Texas Law and Striking Down Midstream Contracts" Texas Lawyer Magazine, (September 27, 2016)
- "Current Trends in Oil and Gas Finance", Lexology (February 18, 2016)
- "Treatment of Gas Gathering Contracts in Bankruptcy" Lexology (March 14, 2016)