



LANGLEY & BANACK  
INCORPORATED

Attorneys and Counselors at Law

**Lui Chambers**

*Shareholder*  
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Lui Chambers represents a broad array of national and international companies in complex corporate, M&A, finance and compliance matters and transactions. She is widely known as a highly skilled legal mind with strong business acumen.

Prior to joining Langley & Banack, Lui was divisional general counsel for a large European multinational corporation and served on the boards of several subsidiary entities. Her focus there was providing legal and compliance support for assets in the U.S., Brazil, Mexico, Romania, Ghana, Côte d'Ivoire, Sierra Leone, Cameroon, Nigeria and Western Europe. Lui also spent significant time working on commercial contracting matters, including in the Middle East. Further, Lui has conducted acquisition due diligence across the world and in a number of languages.

Prior to becoming an attorney, Lui was an originator and derivatives trader at Phibro and Goldman Sachs, both in London. Lui moved to Houston, Texas in 1998 to become director and then, managing director at two large multinational corporations, where she headed up a risk analytics division and led and structured corporate, project and structured finance transactions.

**Practice Areas**

- Corporate and Business
- International
- Mergers and Acquisitions
- Finance and Derivatives
- Oil, Gas and Energy

**Representative Experience**

- Represented the two individual trustees of *Macondo* \$20.0 billion offshore deepwater oil spill fund; headed team that conducted due diligence on Gulf of Mexico offshore deepwater assets pledged to trust



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- Represented Russian private equity fund in the acquisition of assets and associated entities offshore West Africa and in Europe
- Represented major New York-based hedge fund in negotiations of all its ISDA, prime brokerage and other trading documentation
- Represented Dallas-based hedge fund regarding its derivatives documentation
- Represented global placement agent as U.S. securities counsel in a \$600 million private placement of equity securities of a services company (Rule 144A/Reg. S)
- Represented administrative agent in negotiation of \$500.0 million first-lien revolving credit facility
- Represented the initial purchasers in the issuance of \$250.0 million senior unsecured notes (Rule 144A/Reg. S)
- Represented company in \$235.0 million notes exchange offer
- Represented public chemicals company with respect to all its '34 Act filings
- Represented a large public company in its negotiations with its lender group under a number of structured lease transactions for three offshore platforms in the Gulf of Mexico with respect to the leases' windstorm insurance requirement
- Represented Assured Guaranty and Goldman Sachs in the restructuring of \$1.2 billion debt and equity of The Weinstein Company resulting inter alia in a \$500.0 million structured debt facility and a \$45.0 million working capital revolver
- Represented U.S. based private equity fund in refinancing of €140.0 million credit facility
- Represented second lien lender in its due diligence of its collateral pool in a Chapter 11 bankruptcy (approx. \$500.0 million underlying facility value)
- Headed compliance and administration of \$3.0 billion subsidiary-level power plant assets debt portfolio
- Co-led negotiation of \$600.0 million contingency Debtor-in-Possession facility
- Led negotiation of \$200.0 million cash-collateralized Letter-of-Credit facility (the first of its kind in terms of size and structure at the time in the market)
- Member of management team that negotiated and structured \$6.2 billion Amended and Restated Credit and Guaranty Agreement by restructuring a \$2.9 billion Bridge Term Loan facility, \$800 million Revolving Credit/Term Loan facility, \$800 million Revolving Credit facility, and a \$1.4 billion Synthetic Lease facility
- Performed South and Central American, Asian, and European physical asset portfolio risk exposure management and divestiture valuation. Re-valuation and re-structuring of company's international financial transactions and asset positions, including risk exposure, workout and divestiture strategy
- Co-led project/finance team in shale asset joint venture negotiations, construction and term loan financing and ultimate divestiture of investments in Lost Creek Gathering Company L.L.C.'s Wind River Basin gathering system (\$50.0 million)



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- Co-led project/finance team in the shale asset joint venture negotiations, construction and loan financing and ultimate divestiture of investment in Fort Union Gas Gathering LLC's Powder River Basin gathering system (\$50.0 million)
- Co-led finance team on behalf of Houston Pipe Line Company HCC Holdings, Inc. in the divestiture of Meter Acquisition Company and the issuance of approx. \$45.3 million in term notes in connection therewith
- Key participant in developing the Goldman Sachs German inland natural gas curve and related risk management products
- Headed up client legal crisis management and internal investigation (*in-house*)
- Advised management on export, trade regulations, KYC, sanctions, and FCPA matters (*in-house*)
- Drafted and/or reviewed 1,000+ commercial contracts (*in-house*)
- Advised multi-national companies, swap dealers and end-users on Dodd-Frank compliance
- Implemented comprehensive corporate governance structure (*in-house*)
- FCPA and UK Bribery Act compliance, U.S. export/trade regulations training programs, re-certifications and investigations
- Represented privately-held company in \$42.0 million divestiture of its business
- Represented company in financing of 6th generation drillship, taking vessel out of the yard (Korea), registration of vessel in flag state (Bermuda), and associated \$775.0 million notes issuance (Rule 144A)

### Bar Admissions

- State Bar of Texas

### Education

- University of Houston Law Center, J.D. *cum laude*, 2008
- University of Chicago, MBA, 2000
- London School of Economics, M.Sc. (Econs), 1993
- Leeds University, B.A. with Joint Honors, 1989

### Accolades

- *Order of the Coif*
- Houston Law Review, Articles Editor
- Order of the Barons
- Tax Executives Institute Scholarship 2008

### Professional Affiliations and Community Involvement

- San Antonio Bar Association
- IMPACT San Antonio; grant review committee member, financial reviewer



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- Torch Club, San Antonio (Region 9, Texas)

**Languages**

- Spanish, fluent
- German, fluent
- Mandarin Chinese and Russian, conversational