

## Jason W. Allen

### Partner

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Jason Allen is a partner and business lawyer with Foley & Lardner LLP, where he is a member and co-chair of the Energy & Infrastructure Industry Team. He is a member of the Finance & Financial Institutions, Transactional & Securities, and Private Equity & Venture Capital Practices. Jason's practice focuses on the areas of mergers and acquisitions, private equity, finance, and general corporate and commercial law, with a particular emphasis on transactions in the energy industry.

Jason's background in energy, project and infrastructure finance transactions involves the acquisition, divestiture and financing of numerous domestic and international energy projects. Jason has extensive experience in all aspects of these transactions, including the preparation and negotiation of various documentation, such as asset and stock purchase agreements, merger agreements, electric power and steam sales contracts, operation and maintenance agreements, fuel supply agreements, construction contracts, joint venture agreements, partnership agreements, shareholder agreements and LLC agreements.

In addition to energy-related projects, Jason has been involved in various types of acquisitions and financings across a broad array of other industries.

### Representative Experience

- Represented Canadian Solar, Inc. on the acquisition of Recurrent Energy LLC. The acquisition increased Canadian Solar's total solar project pipeline by 4.0 gigawatts (GW) to a total of 8.5 GW and added approximately 1.0 GW of late-stage projects. The transaction was awarded the M&A Advisor Award for the Cross-Border Deal of the Year (over \$250 million to \$550 million) at the 14th Annual M&A Advisor Awards gala on November 17, 2015.
- Represented Exelon Generation Company in its agreement to acquire John Deere Renewables for \$900 million. The deal provided Exelon with an established wind development team comprised of three dozen spinning wind farms totaling 735 megawatts of installed, operating wind capacity, as well as three near-term projects totaling 230 megawatts, which are in advanced stages

of development. The transaction was recently named “Best M&A Deal” by Institutional Investor’s Power Finance & Risk Newsletter.

- Represented Sunoco, Inc. in the sale of its refinery in Toledo, Ohio to Toledo Refining Company LLC, a wholly owned subsidiary of PBF Holding Company LLC for approximately \$400 million (consisting of \$200 million in cash and a \$200 million two-year note). In addition, the purchase agreement includes a participation payment of up to \$125 million based on the future profitability of the refinery.
- Represented SBA Communications Corporation, a leading independent owner and operator of wireless communications infrastructure, in an agreement valued at \$973 million to purchase Pacific Gas and Electric Company’s (PG&E) portfolio of license agreements for cellular installations on more than 700 PG&E electric transmission towers in Northern California.
- Represented as co-counsel RWE AG (RWE), a leading renewable energy company, in its recent purchase agreement with Con Edison, Inc., for all shares in Con Edison Clean Energy Businesses, Inc. (CEB), a leading operator and developer of renewable energy projects in the U.S., for a purchase price based on an enterprise value of \$6.8 billion.
- Represented Balanced Rock Power, a Utah-based developer of high-quality, large-scale renewable energy projects, in the completion of an equity investment by SG Energy, an Israeli renewable energy company.
- Represented Interstate Power and Light Company in the sale of its interests in the Duane Arnold Nuclear Power Plant to FPL Group for \$380 million dollars.
- Represented utility affiliates of Integrys Energy and Alliant Energy in the sale of Kewaunee Nuclear Power Plant to Dominion Resources for \$200 million dollars.
- Represented Interstate Power and Light Company in the divestiture of all of its electric transmission assets (39kv and above) in Iowa, Illinois, Minnesota and Missouri to ITC Holdings Corp. for \$784 million dollars.
- Represented IDEX Corporation in its acquisition of KZValve, LLC, bolstering IDEX’s expertise in providing critical solutions for agriculture and industrial applications.
- Represented IDEX Corporation in the acquisition of Flow Management Devices, LLC (Flow MD), a privately-held provider of flow measurement systems that ensure custody transfer accuracy in the oil and gas industry.
- Represented SunCoke Energy, Inc. in its divestiture of its coal mining business to Revelation Energy, LLC in a transaction that includes substantially all of SXC’s remaining coal mining assets, mineral leases, real estate and mining reclamation costs.
- Represented SunCoke Energy Partners, L.P. in its agreement with Raven Energy Holdings, LLC, an affiliate of The Cline Group, to acquire Convent Marine Terminal in Convent, La., for \$412 million.
- Represent a leading Midwest-based utility and its non-regulated subsidiary in connection with its decision to either divest entirely or partially its energy trading and marketing segment along with the resulting transactions.
- Represented a leading energy-focused private equity fund and its portfolio companies, in the acquisition, financing and divestiture of numerous district energy assets throughout the United States.

- Represented North American Natural Resources, Inc. (NANR) and its sister companies North American Biofuels, LLC and North American-Central, LLC, in its sale to Kinder Morgan, Inc. (KMI), one of the largest energy infrastructure companies in North America. The \$135 million acquisition in combined purchase price and related transaction costs includes seven landfill gas-to-power facilities in Michigan and Kentucky.
- Represented New Energy Equity, a national end-to-end solar development and finance company, in the sale of 100% of its membership interests to ALLETE, an energy provider that invests in transmission infrastructure and other energy-centric businesses.

### Awards and Recognition

Jason has been named to *Lawyers of Color's 2014 Hot List*, which recognizes early – to mid-career attorneys excelling in the legal profession. In 2011 – 2016, *The Legal 500* recognized Jason for his work in project finance and again for his work in energy-renewable/alternative in 2013 – 2016. He was selected for inclusion in the 2006 and 2007 *Wisconsin Super Lawyers – Rising Stars®* lists for his mergers & acquisitions work. He was also recently named to *The Business Journal of Milwaukee's* "Forty Under 40" Class of 2011.

### Board and Charitable Activities

- Board of Directors of Eagle Capital Growth Fund, Inc. (NYSE-AMEX)
- Board of Trustees of the Milwaukee Institute of Art and Design (Chair of Finance Committee/Treasurer)
- Board of Directors of Sharp Literacy, Inc.
- Board of Directors of Milwaukee Public Museum (political appointment by the Milwaukee County Executive)

### Speaking Engagements

In February 2014, Jason spoke at the Infocast Wind Power Finance and Investment Summit Conference where he was also chairman of the workshop, "Packaging Your Wind Project for Sale."

### Professional Memberships

Jason is a member of the American and the National Bar Associations.

### Sectors

- [Power & Renewables](#)

### Practice Areas

- [Corporate](#)
- [Finance](#)
- [Financial Institutions](#)
- [Japan](#)
- [Mexico](#)
- [Private Equity](#)

- Public Private Partnerships (P3), Transportation & Infrastructure
- Transactions
- Venture & Growth Capital

## Education

- University of Wisconsin School of Law (1998)
- San Jose State University (B.A., 1995)
  - Business
  - Economics

## Admissions

- California
- Wisconsin