

Ata Dirlenc

Of Counsel

adirlenc@gibsondunn.com

T: +1 212.351.2617

New York



Ata Dirlenc is of counsel in the New York office of Gibson Dunn and a member of the firm's Power and Renewables Practice Group. He is an experienced counselor to clients across a variety of transactional and commercial matters, with a focus on capital-intensive projects.

Ata advises clients on acquisitions & divestitures, joint-ventures, tiered equity investments, energy tax credit monetization, commodity price hedging and offtake contracts, and other commercial contracts involving energy infrastructure projects and other closely-held companies. He also advises borrowers and lenders, including both commercial banks and non-bank financial institutions such as private equity firms and other specialty lenders, in a range of financings, including project financings and mezzanine loans. Ata has been recommended by *Legal 500* (2013) for his experience in the project finance area.

He applies his decades of experience and industry knowledge to a range of M&A, financing and commercial issues facing clients to facilitate innovative structuring on complex transactions.

His recent experience includes representing AIP, a Danish investment fund, in its investment in the Little Bear 160 MWac solar project in California and in the Prospero 300 MWac solar project in Texas and representing a subsidiary of The Carlyle Group in the sale of an interest in a 600 MW gas-fired power project.

Ata has been a panel moderator at numerous energy-sector conferences and is the author of "Financing Renewable Energy Projects: An Inflection Point?," *Infrastructure Journal*, January 6, 2009.

He received his Juris Doctor in 1997 from Fordham University School of Law, where he was a Notes & Articles Editor on the *Intellectual Property, Media & Entertainment Law Journal*. Ata earned his Bachelor of Arts in International Studies (with a concentration in Economics) from Johns Hopkins University in 1993.

Representative recent transactions:

- Represented Talen Energy in its negotiation and documentation of power purchase agreements for up to 650 MW of capacity from its Susquehanna nuclear power plant in Pennsylvania with adjacent behind-the-meter data centers.
- Representing Clearway Energy in the acquisition of a 136 MW operating wind power project and related new offtake agreement.
- Advising Berkshire Hathaway Energy in the development of the Ravenswood solar project in West Virginia and related power offtake arrangements with an adjacent titanium production facility.
- Advising Berkshire Hathaway Energy as tax equity investor in the 184 MW Lockett

Capabilities

Projects

Energy and Infrastructure

Finance

Infrastructure

Mergers and Acquisitions

Oil and Gas

Credentials

Education

Fordham University - 1997 Juris Doctor
Johns Hopkins University - 1993 Bachelor of Arts

Admissions

New York Bar

and 122 MW Elbow Creek wind power projects in Texas in connection with new power purchase agreements with behind-the-meter data centers at each project.

- Representing the sponsors of a planned 683 MWdc solar power project in Texas in connection with the negotiation and documentation of various power purchase agreements.
- Representing Danish investment fund AIP Management in its upstream equity investments and related mezzanine debt financing in:
 - the Victory Pass and Arica solar and battery storage projects in California;
 - the 379MWdc Prospero 1 solar power project in Texas;
 - the 215MWdc Little Bear solar power project in California;
 - the Garland and Tranquility solar and battery storage projects in California; bids for large solar power portfolios in the U.S. offered by EDP Renewables, EDF and D.E. Shaw & Co. and related negotiations
- Advising Berkshire Hathaway Energy as investor in billions of dollars of investment in over two dozen well-publicized utility-scale renewable energy projects in California, Texas and other U.S. states in recent years, including those sponsored by Lincoln Clean Energy, Innergex (f/k/a Alterra Power Corp.), Blackrock, Invenergy, Ares Capital, Longroad Energy, and Clearway; as well as the acquisitions of the Santa Rita wind project and Agua Caliente solar project.
- Advised Global Infrastructure Partners on the \$1.4 billion acquisition of MAP RE/ES, the renewable energy business of MAP Energy, which develops and owns portfolios of royalty-producing interests in renewable power projects. The acquired assets include more than 1.6 gigawatts of operating wind and solar projects in the U.S.
- Represented Terna Energy, a Europe-based independent power project developer, in its acquisition, development and financing (tax equity and tiered debt) of several large utility-scale wind energy project in Texas and in its related power price hedging arrangements.
- Represented Vistra Energy in its acquisitions of development-stage power project companies.
- Represented an affiliate of Softbank Energy, a member of the Softbank group of companies, in its acquisition of a portfolio of U.S. utility-scale solar power projects with a combined capacity of more than 1.7 gigawatts and in related project financings.
- Represented The Carlyle Group in the sale of interests in the Sandersville 640 MW gas-fired power project in Georgia.
- Represented PacifCorp, a subsidiary of Berkshire Hathaway Energy, in its acquisitions of several development-stage wind power projects in Montana and Wyoming from Invenergy.
- Representing Orion Renewables, a U.S. power project development company, in the sale of various development-stage renewable energy projects.
- Represented Korean banks as lenders in their \$325 million secured term loan refinancing of a U.S. coal mining company.
- Represented a Europe-based utility company in its potential acquisition of an electricity transmission system in the U.S.
- Represented Sempra Energy as strategic investor in its potential acquisition of a multi-billion dollar gas pipeline project in Peru.
- Represented a major international commercial bank in its planned construction debt financing of two 60 MW gas-fired power projects in Argentina.
- Represented a Japanese conglomerate in its equity sponsorship of a solar power project in Chile.

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- Represented a municipal electric company in Texas in its \$200+ million equipment and construction services procurement contracts for a planned gas-fired power project.

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