

2024 DEALMAKERS OF THE YEAR

KARESSA CAIN AND ZACHARY PODOLSKY

By Sarah Tincher-Numbers

With favorable conditions for energy industry players in 2023, several companies within the sector took the opportunity to strike a deal. Among them were some of the biggest names in energy: Hess Corp. and Chevron Corp.

In only a few short weeks last fall, lawyers for the energy giants pulled together the second-largest deal of the year, in an all-stock transaction valued at \$53 billion.

A trio of partners from Wachtell, Lipton, Rosen & Katz — Karessa Cain, Zachary Podolsky and Martin Lipton — led a team of about a dozen associates in negotiating the sale for Hess.

“The stars aligned, and it felt like there was a window of opportunity,” Cain said.

“Hess has such a storied history in the industry, going back many decades,” Podolsky said. “Finding the right partner to continue that legacy, I think, was important.”

While Podolsky said the negotiations went “quite smoothly,” the deal certainly wasn’t without complications to navigate, as politically charged conversations regarding ESG and the consolidation of the oil and gas industry continue across the nation and globally.



Photo by Ryland West/ALM

In particular, Hess’ oil assets in Guyana are at the center of rising tensions between Guyana and neighboring Venezuela. The Federal Trade Commission also announced an inquiry into the merger two months after the deal was announced. “This deal really required a task-force approach with very close collaboration,” Cain said, noting that it was “critically important to think about issues holistically and in a multidimensional way.”

Podolsky also highlighted the amount of collaboration that went into the deal, working across practices internally, as well as working externally with the in-house lawyers at both companies, along with a team from Paul, Weiss, Rifkind, Wharton & Garrison, which represented Chevron.

“It was very collaborative,” Podolsky said. “Our client has many highly skilled in-house practitioners, and Chevron is an experienced acquirer. That combination made things run quite smoothly.”

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