



Larry Veselka, *Partner*

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In more than thirty-eight years of practice, Mr. Veselka has tried fifty-plus jury trials to verdict. He has briefed and argued some fifty appeals before the Texas Courts of Appeals, the Texas Supreme Court, the Wyoming Supreme Court, and the U.S. Courts of Appeals for the Fifth, Tenth, Eleventh, and D.C. Circuits. Mr. Veselka has handled cases pertaining to oil and gas, securities, real estate, breach of contract, fraud, RICO, professional liability, and various business torts and statutory claims. He has handled matters throughout Texas, as well as in Arkansas, Colorado, California, Illinois, Louisiana, Pennsylvania, Nevada, New York, Oklahoma, Wyoming and Washington, D.C. He has advised

both insureds and insurers on coverage issues, and has successfully prosecuted claims for coverage and/or bad faith. Mr. Veselka has both prosecuted and defended securities and consumer class actions, as well as shareholder derivative matters. Besides the complex civil cases which predominated in the first twenty years of his practice, Mr. Veselka has handled white-collar criminal matters at the grand jury, pre-trial, trial and appellate stages as well as SEC investigations and prosecutions.

Mr. Veselka served full-time as Administrative Assistant to Lt. Governor Bill Hobby while attending law school full-time. After graduation, he joined the firm of Vinson & Elkins, LLP, working in their Houston and Washington D.C. offices and is licensed in both Texas and the District of Columbia. He made partner at Vinson & Elkins in 1984. In 1985, he was appointed Regent of Texas Southern University by the Texas Governor and served in that position for six years. Mr. Veselka joined Craig Smyser and Lee Kaplan to form Smyser Kaplan & Veselka, L.L.P., where he continues to win significant victories in trial and on appeal. He has been named a Texas Super Lawyer each year since 2005, a Local Litigation Star by Benchmark Litigation 2013-2016, and a Litigation Star by Benchmark Appellate in 2013.

Mr. Veselka remains active in the civic and legal communities and is a member of the Texas Southern University Foundation Board, the Houston chapter of the American Board of Trial Advocates, and the American Bar Association's Litigation and Criminal Justice Sections. He is a Texas Bar Foundation Sustaining Life Fellow and a Houston Bar Foundation Fellow, and a former member and one of the founders of the Houston Lawyer Chapter of the American Constitution Society. Mr. Veselka is happily married to his high school sweetheart and remains an active member of St. Luke's United Methodist Church, often teaching Sunday school class.

EDUCATION AND EXPERIENCE

Yale University

B.A., Economics, 1973

University of Texas Law School

J.D., 1976

Texas Law Review

Founding Partner

Smyser Kaplan & Veselka, L.L.P., 1995-Present

Partner

Vinson & Elkins, L.L.P., 1984-1995

Associate

Vinson & Elkins, L.L.P., 1976-1984

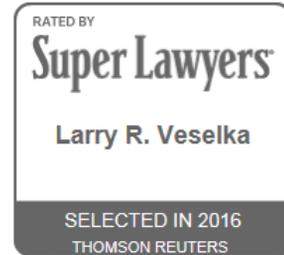
PROFESSIONAL RECOGNITION

Top 50 Verdicts for 2016
Texas Super Lawyer, 2005-2016.
Martindale Hubbell AV Preeminent Rating
Local Litigation Star by Benchmark Litigation, 2012-2016.
Litigation Star by Benchmark Appellate, 2013.



ADMISSIONS

State Courts of Texas.
District of Columbia
United States Supreme Court
United States Court of Appeals for the Fifth Circuit
United States Court of Appeals for the Eleventh Circuit
United States Court of Appeals for the District of Columbia Circuit
United States Court for the District of Columbia
United States District Court for the Southern, Northern, Eastern, and Western Districts of Texas



ORGANIZATIONS

- American Bar Association, Litigation and Criminal Justice Sections Member
- American Board of Trial Advocates, Houston Chapter
- ABA White Collar Crime Institute attendee
- American Leadership Forum
- Houston Bar Foundation Fellow
- Houston Bar Association, Federal Practice, Litigation, and Oil, Gas & Minerals Sections Member
- Houston Lawyer Chapter of the American Constitution Society, Past member and one of the founders
- Leadership Houston, Alumnus
- State Bar of Texas, Antitrust and Business Litigation, Litigation, and Oil & Gas Energy resources law section
- Texas Bar Foundation Sustaining Life Fellow
- Texas Southern University Foundation Board
- Twice appointed by the United States District Court for the Southern District of Texas to serve on the Merit Selection Panel for Magistrate Judges



REPRESENTATIVE MATTERS

Enduring Resources v. Big Lake Gas

Enduring Resources acquired certain oil and gas assets in the Permian Basin in 2011. In 2012, Big Lake Gas Plant asserted that these assets were subject to a Right of First Refusal ("ROFR") in a terminated gas purchasing contract between Big Lake and Enduring's predecessors. Enduring disputed this claim and later sold the gas to other processors. In 2014, American Energy-Permian Basin (now Permian Resources) acquired Enduring's interest in this acreage. Big Lake sued Enduring, Permian, DCP Midstream, and Lucid Energy Group, alleging that Enduring and Permian breached the ROFR by failing to deliver all gas to the Big Lake. Big Lake sought damages ranging up to \$12 million and, alternatively, specific performance. Enduring Resources denied, inter alia, that a valid ROFR exists and that Big Lake's exercise of it was effective. A Confidential settlement was reached in December 2016.

Enduring v. AEPB

Enduring sold its Permian Basin oil shale play to a unit of American Energy Partners (the late Aubrey McClendon's post Chesapeake venture) for \$2.5 billion. When American Energy did not pay the approximately \$25 million post-closing purchase price adjustment as calculated by Enduring, Enduring sued to collect the \$25 million. American Energy counterclaimed for \$150-178 million. A Confidential settlement was reached in April 2016.

REPRESENTATIVE MATTERS (continued)

Griffiths v. Golovnia, et. al.

SKV's Larry Veselka was co-counsel with David Dunham and Isabelle Antongiorgi of Austin's Taylor, Dunham & Rodriguez in obtaining a favorable jury verdict of approximately \$3.5 million on behalf of Trevor Griffiths in state district court in Harris County. In breach of that relationship, they defrauded him into investing half of his life savings in a new venture they were forming to manufacture a new method for safely and economically transporting petroleum products and potentially hazardous liquids by multimodal means. Their new business was EPT Ltd, the business and assets of which were rolled into EPT, Inc. The two Defendant EPT entities operated out of Houston. Despite promising Griffiths 2% of the equity in the business, Defendants spent the money on the business but excluded Mr. Griffiths from all the benefits and rights from his equity ownership. In a week-long trial in May 2016 Mr. Veselka picked the jury and cross-examined EPT's former CFO. The jury found the defendants breached their contract with Mr. Griffiths, breached or aided and abetted the breach of the fiduciary relationship with Mr. Griffiths, and defrauded him. On August 29, 2016, District Judge Brent Gamble entered a judgment on that verdict, awarding Mr. Griffiths a total of more than \$3.5 million in actual damages, forfeitures, interest, and costs. On October 5, 2016 Judge Gamble denied the Defendants' motion for a new trial.

Somers ex. Rel. EGL, Inc. v. Crane

Mr. Veselka defended the members of a special committee of the Board of Directors in direct and derivative claims brought by shareholders when the CEO made an offer to take the public company private. The trial court dismissed both the direct class and derivative claims, allowing a \$2 billion offer to take the company private and paying the shareholders \$47.50 per share when the first bid was \$36.00 per share. With Mr. Veselka and other SKV partners handling the briefing and argument, the ruling was affirmed by the First Court of Appeals and the Texas Supreme Court denied review. The ruling clarified important questions of Texas law on shareholder litigation.

United States of America v. Jack Stanley

Mr. Veselka represented Mr. Stanley, the former chairman of KBR, in the FCPA prosecution regarding the award of the engineering, design, and construction contract for the Bonny Island LNG project in Nigeria. Mr. Stanley was the first cooperator in a prosecution that led to multiple felony guilty pleas, deferred prosecution agreements, and fines or restitution approaching \$1.7 billion dollars for multiple multinational corporations and individuals. After pleading guilty under an agreement to serve seven years, SKV convinced the Court to give him the benefit of his cooperation and other factors in reducing the sentence to only 30 months.

Hosford, et al. v. Stroud Production, LLC, et al

In 2014, Larry Veselka and Land Murphy prevailed in the Texas Supreme Court in a closely-watched oil and gas dispute. The litigation arose out of an oil and gas lease termination in the High Island Field in Galveston County in 2004. The plaintiffs owned overriding royalty interests in the lease and argued that they were injured when the lease terminated for lack of production, extinguishing their overriding royalty interests. The Supreme Court's denial of the plaintiffs' petition for review kept in place the First Court of Appeals' opinion that SKV's clients owed no duty to the overriding royalty interest owner plaintiffs and reversed a judgment entered by the District Court against Stroud Production LLC, et al. The Court of Appeals rejected the plaintiffs' theory that the Stroud entities owed the plaintiffs special or fiduciary duties arising out of the assignment of overriding royalty interests. SKV partners Larry R. Veselka and Land Murphy tried the case and briefed and argued the appeal and briefed the petition for review in the Texas Supreme Court. Plaintiffs were asserting claims unrecognized in Texas and which would have disrupted well-established concepts of Texas oil and gas law.

Additional Representative Matters

Mr. Veselka represented former head of exploration and production for a Fortune 500 energy corporation in a four-year criminal/civil/regulatory investigation and litigation arising from the corporation's \$1 billion write-down of reserves. The federal criminal investigation resulted in no indictments. The civil class action shareholder and derivative cases settled with no contribution by our client. The SEC case settled with a consent decree neither admitting nor denying charges but with SEC agreement to allege only claims based on negligent conduct and not fraud.

Obtained dismissal of a multimillion dollar securities class action in federal district court and a related derivative action in state district court for the same publicly traded healthcare company. The class action plaintiffs ultimately dismissed their appeal of the class action dismissal two weeks before the argument before the U. S. Court of Appeals for the Fifth Circuit.

Successfully obtained a resolution by deferred prosecution agreement in Department of Justice investigation of alleged Lanham Act violations in U.S. District Court in Portland, Oregon.

Obtained successful summary judgment for NL Industries, dismissing case seeking tens of millions of dollars in remediation of lead paint in school district buildings. SKV got the summary judgment affirmed by the Court of Appeals. The basis of summary judgment - lack of proof of causation - led to voluntary dismissals of four other cases around Texas in addition to two other cases in Harris County.