BAKER BOTTS

Amy Pharr Hefley



PARTNER

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EDUCATION AND HONORS

J.D., The University of Texas School of Law, 2004
Order of the Coif
with high honors

B.A., History, University of Oklahoma, 2001
Phi Beta Kappa
summa cum laude

Recognized for Oil & Gas Litigation in *Chambers USA*, 2022, 2023, 2024, 2025 & 2026

Recognized for Litigation: Securities in *Chambers USA*, 2021, 2022, 2023,

Amy Hefley is Deputy Department Chair of the firmwide Litigation practice and Co-Chair of the firmwide Securities & Shareholder Litigation practice group at Baker Botts. She is a seasoned courtroom lawyer with extensive experience representing companies and their officers and directors in all types of securities litigation, ranging from securities fraud class actions, to proxy litigation and appraisal actions, to breach of fiduciary duty and derivative suits. *Chambers USA* (2022) has recognized Amy's securities practice and describes her as "terrific" and "super smart." *The Legal 500* (2022) also has recognized Amy's leadership in the field. In addition to her securities practice, Amy has substantial experience representing companies in a broad range of complex commercial disputes involving contracts, fraud claims, trade secret misappropriation claims, and other business torts, and in energy litigation involving lease termination claims, joint operating and joint development agreements, midstream agreements, and title disputes.

Following graduation from law school, Amy served as a law clerk to the Honorable Emilio M. Garza of the United States Court of Appeals for the Fifth Circuit and to the Honorable Ewing Werlein, Jr. of the United States District Court for the Southern District of Texas.

EXPERIENCE

Securities and Shareholder Litigation

- Defense of international E&P company and its officers and directors in securities fraud class action and related government investigations
- Defense of energy infrastructure company and certain

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2024, 2025 & 2026

Listed as a "Leading Lawyer" in General Commercial Disputes by *The Legal 500 U.S.*, 2025

Recognized as a "Next Generation Partner" by *The Legal 500 U.S.*, 2020, 2021, 2022, 2023, 2024 & 2025

Recognized as a *Texas Super Lawyer-Rising Star* (Thomson Reuters), 2012-2018

COURT ADMISSIONS & AFFILIATIONS

State Bar of Texas

New York State Bar

United States Court of Appeals for the Fifth Circuit

United States District Courts for the Northern, Southern, Eastern and Western Districts of Texas and District of Colorado

Houston Bar Association, Securities Litigation & Arbitration Section, Appellate Practice Section

Women's Energy Network

Federal Bar Association - Southern District of Texas Chapter, Board of Directors

Phi Beta Kappa Alumni Association

officers and directors in securities fraud class action and related derivative lawsuit

- Defense of well-servicing contractor in securities fraud class action following SEC investigation
- Defense of chemical producer and certain of its directors in shareholder suits challenging company's acquisition by two private equity firms
- Defense of titanium producer and its inside directors in litigation challenging its acquisition
- Defense of an offshore drilling company in a series of shareholder class actions seeking to enjoin a merger
- Defense of an oil and gas refining and marketing company and its officers and directors in class actions seeking to enjoin a merger
- Defense of an oilfield services company and its officers and directors in shareholder class actions seeking to enjoin a merger
- Defense of a biotechnology company and its officers and directors in a federal class action securities fraud suit, resulting in dismissal at the pleading stage
- Defense of a private equity firm in derivative litigation concerning its investment in an oil and gas company, resulting in dismissal of successive cases for breach of fiduciary duty

Commercial Trial Matters

- Represented petrochemical company in prosecuting $10 million breach of contract claim and defending against $4.5

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million breach of contract claim; after two-week jury trial in Harris County, received a favorable judgment of over $10 million and a take nothing judgment on opposing side's counterclaims

- Prosecuted a patent infringement action for a major oilfield services company, resulting in a multi-million dollar verdict from a Dallas federal court jury
- Obtained numerous verdicts in jury and bench trials for an electric and gas utility in a variety of lawsuits, including contract, property rights, property damage, and personal injury disputes
- Prosecuted trade secret misappropriation and breach of license agreement claims for a provider of safety lighting products
- Obtained dismissal of a putative federal court class action involving various antitrust claims for an international energy company
- Prosecuted claims for breaches of representations and warranties in an asset purchase agreement, resulting in a favorable arbitration award

Corporate Investigations

- Represented special litigation committee of oilfield services company and obtained dismissal of derivative suits
- Represented audit committees of publicly traded companies in whistleblower investigations alleging code of conduct violations and other misconduct by senior executives
- Represented audit committee of publicly traded company in

internal investigation involving internal control and accounting issues

- Represented audit committee of a publicly traded company in internal investigation to determine whether employees had participated in a transaction to defraud the company

Appeals

- Successfully defended summary judgment based on exclusion of expert witnesses (*Burst v. Shell Oil Co.*, 2016 WL 2989261 (5th Cir. May 23, 2016)
- Briefed and argued successful defense of summary judgments on breach of contract and quantum meruit claims (*Danford Maintenance Service, Inc. v. The Dow Chemical Company*, 2013 WL 6388381 (Tex. App.—Houston [14th Dist.] Nov. 21 2013, no pet.))
- Briefed defense of dismissal of shareholder derivative claims (*Freuler v. Parker*, 803 F. Supp. 2d 630 (S.D. Tex. 2011), aff'd, 517 Fed. App'x 227 (5th Cir. 2013))
- Argued successful appeal of sanctions order (*Union Carbide Corp. v. Martin*, 349 S.W.3d 137 (Tex. App.—Dallas 2011, no pet.))
- Successfully defended directed verdict in easement dispute (*Rutherford v. CenterPoint Energy Houston Elec., LLC*, 2011 WL 3359712 (Tex. App.–Houston [1st Dist.] Aug. 4, 2011, no pet.))
- Briefed successful appeal resulting in the reversal of a multi-million dollar jury award and the rendition of a take nothing judgment in a Vioxx case (*Merck & Co. v. Garza*, 347 S.W.3d 256 (Tex. 2011))
- Briefed successful appeal resulting in the dismissal of

inheritance claims that sought to vacate decades-old judgments distributing estates and upholding inter vivos gifts to a charitable foundation (*John G. and Marie Stella Kenedy Mem. Found. v. Fernandez*, 315 S.W.3d 512 (Tex. 2010), cert. denied, 131 S. Ct. 1017 (Jan. 18, 2011))

- Briefed successful appeals defending summary judgments addressing relationship among Texas Constitution, Texas Labor Code, and Texas Wrongful Death Act in an action against an employer of the deceased for exemplary damages (*Ross v. Union Carbide Corp.*, 296 S.W.3d 206 (Tex. App.—Houston [14th Dist.] 2009, pet. denied) (en banc))
- Briefed successful petition for writ of mandamus, resulting in the striking of an improper intervention and vacatur of a severance order (In re Union Carbide Corp., 273 S.W.3d 152 (Tex. 2008) (per curiam))

PUBLICATIONS, SPEECHES, AND PRESENTATIONS

- The Law of War - Securities Litigation Risk in an Era of Armed Conflict, April 2026
- Corporate Governance Field Guide - Caremark Duties, April 2026
- The Law of War, May 2026
- Corporate Governance Field Guide - Board Communications, February 2026
- Expansion of Harris County District Courts, September 2025
- IPO Claims Moving From Courtroom to Conference Room? SEC Reverses Approach to Issuer Registration Statements with

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Mandatory Arbitration Provisions , September 2025

- Texas Corporations Gain New Governance Tools and Increased Predictability in Shareholder Disputes, May 2025
- Securities Litigation - Energy Year in Review, March 2025
- Delaware Supreme Court Confirms "Potential" Control is Not Enough to Find Actual Control, February 2025
- Think Twice: Delaware Supreme Court Issues Three Key Opinions Guiding Special Committee Formation and Operation, May 2024
- Securities Litigation: Life Sciences Annual Report, Securities Litigation Update, April 2024
- Macquarie Infrastructure Corp.: U.S. Supreme Court Confirms That 'Pure Omissions' Cannot Support Securities Fraud Liability, April 2024
- Practical Lessons for Directors After Court Rescinds Elon Musk's $55.8 Billion Award, February 2024
- 2024 Energy Litigation Outlook, Energy Litigation Update, January 2024
- Court of Appeals Grants Power Generator Mandamus in Winter Storm Uri Multidistrict Litigation, Dismissing Plaintiffs' Claims, Energy Litigation Update, December 2023
- Officer Fiduciary Liability, Supersized: Delaware Court Extends Duty of Care to Corporate Officers, Securities Litigation Update, January 2023
- 2023 Energy Litigation Outlook, Energy Litigation Update, January 2023