

## Edward V. Kayukov

SENIOR OF COUNSEL

Energy and Climate  
Solutions  
Century City

ekayukov@wsgr.com  
323-210-2941



### FOCUS AREAS

Climate and Clean  
Technologies

Energy and Climate  
Solutions

Environmental, Social, and  
Governance

Project Finance and Tax  
Equity

### HIGHLIGHTS

#### Representation of Leading Renewable Energy Developers and Lenders

Edward has represented both leading developers of renewable energy projects and the companies spearheading energy transition, such as Goldman Sachs Renewable Power, Sunrun, Cypress Creek Renewables, Guzman Energy Group, Nautilus Solar, and Swell Energy, in a broad array of project finance transactions, including debt and tax equity financings. Edward also represents financial institutions providing financing to renewable energy projects, including Siemens Financial Services and Société Générale.

#### Extensive International Experience

Edward has supported clients in the financing of energy projects in Canada, Mexico, Brazil, and other jurisdictions.

#### Energy Industry Veteran

Edward has more than 20 years of experience in various sectors of the energy industry, including renewable energy (including energy storage), conventional power, and infrastructure.

### EXPERIENCE

Edward V. Kayukov is Senior Of Counsel in the Century City office of Wilson Sonsini Goodrich & Rosati and a member of the firm's energy and climate solutions practice. He focuses on representing both leading developers of renewable energy projects and the companies spearheading energy transition, such as Goldman Sachs Renewable Power, Sunrun, Cypress Creek Renewables, Guzman Energy Group, Nautilus Solar, and Swell Energy, in a broad array of project finance transactions, including debt and tax equity financings. Edward also represents financial institutions providing financing to renewable energy projects, including Siemens Financial Services and Société Générale.

Edward's practice involves the representation of sponsors, borrowers, lenders, arrangers, and equity investors in the energy and infrastructure field, with a particular emphasis on renewable energy sectors (such as solar, wind, geothermal, and biomass), community solar, energy storage and distributed energy resources. He also has considerable experience with conventional power and infrastructure projects, as well as with acquisitions and dispositions of power and infrastructure projects. Edward has supported financing of international energy and infrastructure projects, including in Brazil, Canada, and Mexico.

Prior to joining the firm, Edward was a partner in Milbank Tweed's Los Angeles office.

### CREDENTIALS

#### Education

- J.D., Stanford Law School, 1996  
*Editor*, Stanford Journal of International Law
- B.A., Moscow State Linguistics University, 1992

### Honors

- Named in the Band 1 category with respect to "Renewable and Alternative Energy Projects" in the 2010-2013 editions of *Chambers USA: America's Leading Lawyers for Business*

### Admissions

- State Bar of California

## MATTERS

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### Select Transactions

- Represented Sunrun in \$835 million non-recourse financings supporting a 335 MW portfolio of leases and power purchase agreements.
- Represented lenders in the construction, letter-of-credit, and working capital debt facilities provided to a subsidiary of Pattern Energy Group in connection with the repowering of its 283 MW Gulf Wind project in Texas.
- Represented an energy services provider in structuring a complex credit sleeve financing with a major financial institution for the acquisition of power from a utility-scale wind energy project.
- Represented a power energy wholesaler in a private placement underwritten by four institutional investors.
- Represented Sunrun Inc. in a mezzanine debt financing facility.
- Represented an affiliate of Goldman Sachs Renewable Power in connection with the acquisition of more than 200 distributed generation solar projects in nine states totaling 233 MW in installed capacity from an affiliate of SunPower.
- Represented subsidiaries of Nautilus Solar in the construction and debt financing of four Minnesota community solar projects with the aggregate capacity of 21 MW and a 7 MW community solar project in New Jersey.
- Represented financing parties in the construction and term financing for the 200 MW Imperial Valley Solar/Mount Signal Solar 1 project in California, developed by Silver Ridge Power, including (1) Citibank, Morgan Stanley, Rabobank, and DNB as placement agents and seven institutional investors in the private placement of \$416 million in senior secured notes; (2) Citibank and Morgan Stanley providing a \$220 million cash grant bridge loan; and (3) Rabobank and DNB as issuing banks providing an \$80 million letter of credit facility. The transaction included the negotiation of an interparty/forbearance agreement among the financing parties and Google in its capacity as a tax equity investor in the project.
- Represented a subsidiary of Invenergy Wind in the refinancing of a 90 MW Vantage wind project in Washington state.
- Represented a developer in the acquisition and a sale-leaseback financing of a 35 MW project in Arizona.
- Represented Union Bank, Mizuho Corporate Bank, Sovereign Bank, Keybank, Landesbank Hessen-Thüringen Girozentrale, and Zions First National Bank in a construction and term financing of the 66 MW Alpine Solar Project, located in Los Angeles County, California, developed by a subsidiary of NRG Energy.
- Represented Union Bank, Rabobank, BayernLB, Siemens Financial, CIBC, and CoBank in the \$236 million construction and term financing of the 70 MW Kawaihoa wind project in Hawaii developed by a subsidiary of First Wind.
- Represented Sumitomo Mitsui Banking Corporation in a construction and single-investor sale-leaseback financing of a 20 MW solar photovoltaic generating facility located in Tulare County, California developed by a subsidiary of Samsung Construction & Trading.
- Represented Rabobank and Union Bank in the construction financing of the 141 MW Orangeville wind project in the State of New York developed by a subsidiary of Invenergy Wind North America.
- Represented CIT in the leveraged lease financing of the 23 MW Punta Lima wind project in Puerto Rico, developed by a subsidiary of Gestamp Eolica.
- Represented Union Bank, Mizuho Corporate Bank, and KeyBank in a construction and term financing of the 26 MW Borrego Springs solar PV project in California, developed by a subsidiary of NRG Energy.
- Represented Union Bank, Mizuho Corporate Bank, and KeyBank in a construction and term financing of the 25 MW Avra Valley solar PV project in Arizona, developed by a subsidiary of NRG Energy, Inc.
- Represented KeyBank in the construction and backleverage financing of a 24 MW portfolio of solar projects in Massachusetts developed by affiliates of First Wind.

- Represented WestLB, Siemens Financial, and CIT in the refinancing of the Tapestry portfolio of wind projects developed by Edison Mission Energy, including a 129.6 MW nameplate rated wind generation facility in Oklahoma; a 55.2 MW nameplate-rated wind generation facility in West Virginia; and a 18.9 MW nameplate-rated wind generation facility in Oklahoma.
- Represented Citibank and WestLB in a financing for the 99 MW Granite Reliable wind project developed by Brookfield Renewable Energy and located in New Hampshire. The loans were partially guaranteed by the U.S. Department of Energy pursuant to its Financial Institution Partnership Program.
- Represented Société Générale, Union Bank, WestLB, Calyon, Natixis, and Landesbank Baden-Württemberg with respect to a construction and term financing of the 101.2 MW Hatchet Ridge wind energy project in California developed by a subsidiary of Pattern Energy.
- Represented UniCredit, Natixis, Mizuho Bank, Credit Agricole, Sumitomo Mitsui Banking Corporation, and Banco Santander in the construction and term financing of the 45 MW Avenal solar photovoltaic project located in California that was developed by a subsidiary of Eurus Energy America and NRG Energy. This deal was named "Americas Renewables Deal of the Year" in 2011 by *Project Finance International*.
- Represented UniCredit, Union Bank, and CoBank in the \$221 million construction and term financing of the 101.5 MW Armenia Mountain wind project in Pennsylvania developed by a subsidiary of the AES Corporation. This was the first wind project to utilize the cash grant made available under the American Recovery and Reinvestment Act of 2009.
- Represented Citibank, HSH Nordbank, The Royal Bank of Scotland, The Prudential Insurance Company of America, The Bank of Nova Scotia, BBVA, ING, Lloyds, Export Development Canada, and Dekabank Deutsche Girozentrale in a \$440 million term loan facility and \$54 million letter of credit facilities for the financing of a 384 MW portfolio of wind projects in upstate New York developed by subsidiaries of Noble Environmental. This financing was named the "Americas Renewables Deal of the Year" by *Project Finance International*.
- Represented HSH Nordbank AG in the \$352 million construction financing of the 204.7 MW White Creek project in Washington. This was the first project financing of a wind project with a prepaid PPA.
- Represented NordLB in a portfolio backleverage financing facility arranged for a portfolio of wind projects developed by Invenergy North America.
- Represented BayernLB in the financing of the 400 MW high-voltage direct current Trans Bay Cable transmission project between Pittsburg, California, and San Francisco developed by Steel River Transmission Company. This transaction was recognized as the "Transmission Deal of the Year" by *Project Finance International*.
- Represented BayernLB and Goldman Credit Partners in the \$263.3 million term financing consisting of a portfolio of the Maple Ridge project in New York State and the Blue Canyon 2 project in Oklahoma with a total capacity of 384 MW. The projects were developed by affiliates of EDP Renewables. This financing was named the "Americas Renewables Deal of the Year" by *Project Finance International*.
- Represented UFJ in the construction financing of Sweetwater I wind project in Texas, the first wind project financed by tax equity investors in a partnership flip structure.

## INSIGHTS

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### Select Publications

- Co-author with H. Scott, "How Policy Shapes Projects: Understanding Washington's Cues," *Solar Industry Magazine*, December 2010