Michael Piazza

Partner

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Houston



Michael De Voe Piazza is a partner in Gibson Dunn's Houston office, and serves as Co-Chair of both the U.S. Private Equity Practice and GP Solutions Practice. Michael focuses his private equity practice on mergers, acquisitions, dispositions, joint ventures and equity and debt offerings, including control, minority and preferred investments and structured equity and asset-level investments and financings. He regularly represents clients in the financial, oil and gas, energy transition and power sectors. Michael represented two of the largest E&P continuation funds ever, and routinely works with both private equity sponsors and portfolio companies in the oil and gas industry. He has significant experience advising private equity funds and other financial sponsors in "GP stakes" transactions, seeding arrangements, asset management M&A, leveraged buyouts, portfolio company investments and fund formation projects. Michael also has developed expertise in transactions involving the wealth management industry, the mineral and royalty business, the renewable fuels business, volumetric production payments and "DrillCo" structures.

Michael is a nationally ranked lawyer with deep expertise in his field. Clients have commented "Michael is very business-oriented, has a strong pulse on the market, and is able to take complex issues and questions and put them in digestible formats," (Chambers 2025). In 2025, Michael was recognized as the leading M&A deal lawyer by deal count in the State of Texas and Michael was also recognized as Energy & Industrials Dealmaker of the Year at The Deal's Middle Market Awards in 2020. In 2015, he was one of only seven lawyers under the age of 40 to be named a "Rising Star" by Law360 in the area of Energy. It was his third consecutive "Rising Star" honor. In 2013, Michael was also named a "Legal Leader on the Rise" by Texas Lawyer.

Chambers Global (2025) ranks Michael among the leading individuals practicing in the areas of Energy: Oil & Gas (Transactional) in the United States and Chambers USA (2025) ranks Michael in the areas of Energy: Oil & Gas (Transactional) for Nationwide, and Private Equity: Buyouts and Corporate/M&A in Texas. One client emphasized Michael's "deep understanding of the private equity industry" and "impeccable client service" and remarked: "His attention to detail, commercial awareness and ability to manage nuanced processes are extremely valuable to our business."

Before joining Gibson Dunn, Michael was a partner at an international law firm, where he served as Co-Head of the firm's Energy practice and Co-Managing Partner of its Houston office.

Michael graduated from Georgetown University Law Center, *cum laude*, in 2008 and received his undergraduate degree from Princeton University, *magna cum laude*, in 2001.

Michael's experience includes:*

Recent Representative Transactions

Capabilities

Private Equity
Energy and Infrastructure
Family Office
Mergers and Acquisitions
Oil and Gas
Power and Renewables
Royalty Finance

Credentials

Education

Georgetown University - 2008 Juris Doctor
Princeton University - 2001 Bachelor of Arts

Admissions

Texas Bar

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- Represented Capital Constellation, a fund managed by Wafra, Inc., in (i) its strategic investment in Citation Capital, a private equity firm specializing in partnering with founder- and family-led businesses, (ii) its strategic investment in Greenbelt Capital Partners, a private equity firm targeting private equity, infrastructure development and late-stage growth opportunities, (iii) its $150 million strategic partnership with Ara Partners Group, whereby Capital Constellation acquired a substantial minority ownership interest in Ara Partners and provided the firm and its affiliates with significant investment capital, (iv) its sale of its minority stake in Ara Partners to Affiliated Managers Group, Inc. and (v) its significant equity investment in, and capital commitment to, Pollen Street Capital, a UK-based asset manager focused on the financial and business sectors in the UK and Europe
- Represented Affiliated Managers Group, a global asset manager, on its acquisition of a strategic minority ownership interest in NorthBridge Partners, a real estate investment management firm
- Represented IPI Partners, LLC, a digital infrastructure fund manager, in connection with the sale of its business to Blue Owl Capital Inc., a leading alternative asset manager, for a purchase price of approximately $1 billion
- Represented HighPost Capital, LLC in connection with the sale of a controlling interest to Azimut Group, via its U.S. subsidiary Azimut Alternative Capital Partners LLC, one of Europe’s largest independent asset managers
- Represented Carnelian Energy Capital Management in connection with (i) Ridgemar Energy, LLC’s acquisition of Callon Petroleum’s Eagle Ford business for $655 million and (ii) Percussion Petroleum II, LLC’s sale to Callon Petroleum in a cash and stock transaction involving consideration of $475 million
- Represented Oak Street Real Estate Capital in its $1.6 billion acquisition by Blue Owl Capital
- Represented Oaktree Capital Management L.P. in connection with (i) its $2 billion strategic partnership with an affiliate of Diversified Energy Company to jointly identify and acquire producing oil and gas assets in the continental United States, (ii) its agreement to sell its interests in certain oil and natural gas assets to Diversified Energy for $410 million, (iii) multiple joint acquisitions with Diversified Energy Company, including its substantial acquisition from Tapstone Energy Holdings and a related party, (iv) its joint ABS transaction with Diversified Energy Company and (v) its sale of all of its joint venture assets to Diversified Energy Company
- Represented Constellation Wealth Capital in (i) its preferred equity investment in AlTi Global, Inc, as part of a $450 million investment made by CWC and Allianz X, (ii) its acquisition of a minority stake in Lido Advisors, a wealth management firm with greater than $19 billion in assets under management, (iii) its acquisition of a minority stake in Alphacore, a wealth management firm with over $2.5 billion assets under management, (iv) its acquisition of a minority stake in Merit Financial Advisors, a wealth management firm and (v) its minority investments in Avior Wealth Management, LLC, Bogart Wealth, LLC, Procyon Enterprise LLC and Requisite Capital Management LLC, each an independent wealth management firm with significant assets under management
- Represented Esperanza Capital Management in (i) its strategic partnership with Cockrell to create a platform to make acquisitions of assets and businesses in the Gulf of Mexico and (ii) its joint acquisition, with Andros Capital Partners, of ExxonMobil’s assets in the ursa and Princess Fields of the Gulf of Mexico and on the formation of a strategic joint venture focused on the acquisition and development of upstream and infrastructure assets in the Deepwater Gulf of Mexico
- Represented Sammons Financial Group in (i) its strategic partnership with Northrock Partners, a wealth management firm with more than $5 billion in assets under management and (ii) on its acquisition of Wealthcare, a Registered Investment Advisor firm and platform services provider

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- Represented Andros Capital Partners in (i) each of its inaugural $250 million energy fund targeting flexible capital investments, its $750 million second energy fund targeting flexible capital investments and its $1 billion third energy fund targeting flexible capital investments, (ii) its $150 million Permian Basin drilling joint venture with MPDC, (iii) its $122 million acquisition of mineral and royalty interests from an undisclosed seller and (iv) its participation, as a lead investor, in a $1.6 billion continuation fund with respect to HG Energy
- Represented lead investors of a private equity consortium in connection with the acquisition of Verdad Resources from Ares
- Represented Beemok Capital in its acquisition of the Western & Southern Open from the United States Tennis Association
- Represented Lime Rock Partners in its investments in (i) Prairie Energy, (ii) multiple San Jacinto Minerals platforms, (iii) Wayfinder Resources and (iv) Axis Energy Services
- Represented (i) Avolta LLC in its joint venture with Energy Capital Partners with respect to a joint venture to develop renewable natural gas products and (ii) Nacelle Logistics, LLC, a leading provider of RNG O&M and gas conditioning services, in connection with its investment from Energy Capital Partners
- Represented Devon Energy, as lead investor, in a $244 million funding of Fervo Energy, a leading geothermal development business
- Represented USD Clean Fuels, a leading developer of logistics infrastructure in North America for the renewable fuels value chain, in its sale of a majority interest to Ara Partners
- Represented Carnelian Energy Management in connection with multiple equity commitments to upstream oil and gas companies, including SandPoint Resources, LLC, Veritas Permian II, LLC and Percussion Petroleum
- Represented JP Morgan in its $220 million volumetric production payment transaction to Antero Resources

Other Representative Transactions

Mergers and Acquisitions

- Represented Juniper Capital in its creation of North Peak Oil & Gas through the combination of two existing portfolio companies and a substantial acquisition from a private oil and gas company
- Represented Veritas Energy and Carnelian Energy Capital Management in the sale of Permian Basin assets to Northern Oil and Gas for $406.5 million
- Represented Lime Rock Partners VIII, L.P. and its portfolio company San Juan Offshore LLC in a management-led buyout of all of Arena Energy, LP's Gulf of Mexico assets out of bankruptcy
- Represented Juniper Capital in its $188 million strategic investment in independent oil and gas company Penn Virginia
- Represented Springbok in the sale of mineral and royalty interests to Kimbell Royalty Partners for $175 million
- Represented Samson Resources II, LLC in the $215 million sale of its Powder River Basin Assets to Continental Resources
- Represented Hilcorp Energy Company in connection with its acquisition of all of the Alaska oil and gas assets of a Chevron subsidiary, including interests in multiple offshore and onshore fields, gas storage facilities, numerous drilling rigs and tank farms
- Represented a private equity natural resources fund in connection with its acquisition of upstream oil and gas assets located in the Williston Basin in

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exchange for its issuance to the sellers of preferred equity interests in a special purpose vehicle formed to acquire the underlying oil and gas assets

- Represented Millennial Energy Partners in a variety of investments in non-operated oil and gas assets across the continental United States, including its joint venture with Continental Resources and its exits to private equity backed portfolio companies
- Represented privately held oil and gas company in its sale of its crude oil trucking business to an MLP
- Represented a Fortune 500 US energy company in the $230 million acquisition of a power facility and negotiation of subsequent joint operating arrangements
- Represented a leading financial institution in connection with its acquisition of a substantial commodity trading book
- Represented an independent power developer in its sale of a mid-stage development project in the State of Texas
- Represented a strategic participant in its bid for British Gas's portfolio of gas-fired power generation assets located in New England, ultimately purchased by a private equity fund for approximately $450 million

Private Equity and Joint Venture Investments

- Represented Houston Energy in the formation of HEQ Deepwater and HEQ Deepwater II, with Quantum Energy, with more than $500 million of total equity capital commitments
- Represented Post Oak Energy Capital, LP, as investor in the PIPE transaction as part of Earthstone Energy's approximately $860 million acquisition of Bighorn Permian Resources' assets
- Represented Trace Capital and its portfolio companies Horizon Resources, Live Oak Resource Partners and Haymaker Minerals & Royalties in a variety of transactions, including investments by Trace Capital in certain of these portfolio companies
- Represented Black Knight Energy, a private energy company formed to pursue the acquisition and development of large, cash flowing oil and natural gas assets across the lower 48 states, and its management team in its $500 million equity commitment from Kayne Anderson Capital Advisors
- Represented OneNexus Environmental, a financial technology energy company, in its strategic partnership with BlackGold Capital Management to provide asset retirement solutions to oil and gas companies
- Represented the management team of AltaMar Energy in connection with the formation of AltaMar Energy, LLC and a line of equity commitment from Carnelian Energy Capital III, L.P.
- Represented the management team of Hawthorne Energy in connection with the formation of Hawthorne Energy, LLC and a line of equity commitment from Carnelian Energy Capital III, L.P.
- Represented management team in connection with the formation of Percussion Petroleum II, LLC and equity commitment from Carnelian Energy Capital
- Represented a private US developer and operator in the equity financing of two renewable natural gas projects, each related to developing and constructing a waste-to-energy facility at an industrial scale dairy farm
- Represented Denham Capital Management LP in its development of an equity line commitment structure for portfolio companies investing in mineral and royalty interests, including Denham's equity line commitments to Bradford Minerals and Horizon Resources
- Represented Lime Rock Partners in its recapitalization of TEC Well Services, an

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oilfield service company with primary operations in West Texas, East Texas and Colorado focused on providing a full suite of well service rigs and ancillary rental equipment to E&P operators

- Represented Lime Rock in its recapitalization of SDI Gas, a Marcellus oilfield services company
- Represented Riverbend Oil & Gas in a variety of fund formation, joint venture and strategic partnerships, including Fund VI, Fund VIII and Fund IX
- Represented management of Lambda Energy Resources in its strategic partnership with Redbird Capital to acquire and develop assets in the Michigan Basin
- Represented a global private equity fund in a $200 million joint venture with a strategic midstream participant for purposes of acquiring midstream transportation and logistics assets in Louisiana, together with related debt and equity acquisition financing arrangements
- Represented upstream oil and gas portfolio company in an Eagle Ford Shale joint venture covering undeveloped properties that featured 100% carry consideration
- Represented Millennial Energy Partners in its fund formation and related arrangements
- Represented Live Oak Resources in the establishment of its private equity firm and its initial private equity fund, which is focused on acquisitions of mineral and royalty interests
- Represented Live Oak Resource Partners in multiple strategic partnerships with Denham Capital Management LP and certain co-investors to target investments in mineral and royalty interests in the continental United States
- Represented Sage Road Capital in multiple portfolio company investments, including its investments in K3 Oil & Gas, Woodford Petroleum and Peachridge Energy Partners
- Represented Titus Oil & Gas in its line of equity commitment from NGP in connection with the formation of an investment platform targeting oil and gas acquisitions in the Permian Basin
- Represented upstream oil and gas portfolio company in its cash and carry joint venture covering oil and gas properties located in the State of Mississippi
- Represented Triple Crown Energy in a variety of transactions, including a cash and carry joint venture covering properties located in the State of Kansas and sales of mineral properties located in the Utica Shale and the STACK play in Oklahoma
- Represented an energy fund in connection with a $400 million joint venture in the Marcellus Shale
- Represented Kohlberg, Kravis & Roberts in connection with a Permian Basin drilling joint venture that featured a complicated farmout arrangement
- Represented Kohlberg, Kravis & Roberts in connection with a uniquely structured Fort Worth Basin upstream oil and gas joint venture
- Represented a Canadian private equity group in connection with a structured oil and gas joint venture that featured acquisition financing

Energy Finance

- Represented a Second Lien Agent in connection with the Chapter 11 restructuring of Samson Resources Corporation
- Represented numerous financial institutions in acquisitions of volumetric production payments from exploration and production companies, ranging from $40 million to $1.2 billion and covering both onshore and offshore oil and gas assets, including various shale plays

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- Represented multiple western oil and gas companies in reserve-based loan facilities ranging from $25 million to $500 million
- Represented Melody Capital Partners in connection with a mezzanine oil and gas loan made to a privately held parent of a Texas-based oil and gas company that featured an issuance of warrants and a bespoke arrangement with the first lien lender
- Represented a club of investors comprised of a variety of financial institutions, including private equity funds, mezzanine lenders, hedge funds, and investment banks in connection with the club's acquisition from a publicly traded oil and gas company of a $140 million dollar-denominated production payment and perpetual overriding royalty burdening offshore oil and gas assets
- Represented mezzanine lenders in the financing of oil and gas exploration activities, including a $150 million mezzanine financing covering certain properties located in the Marcellus Shale and Montana
- Represented numerous independent oil and gas companies in connection with senior secured borrowing base revolving credit facilities

Trading, Project Development and Operational Matters

- Represented an independent oil and gas company with assets located in the Barnett Shale "Combo Play" in connection with acquisitions, development and operational matters, monetization efforts, upstream and midstream joint ventures and a corporate reorganization
- Represented an independent company with gas storage and oil and gas assets located in Texas in connection with its day-to-day operations, its implementation of a first lien credit facility, and the development, implementation and coordination of comprehensive land program, including title curative matters
- Represented independent power developers in development of power generation facilities located in Texas, including joint ventures with strategic participants and private equity investors
- Represented an international energy company in connection with its purchase of an early stage power development project in Texas and related development matters, including select environmental, public relations and regulatory issues
- Represented utilities and energy companies in connection with long-term power purchase agreements with respect to coal, petcoke, gas-fired and biomass power generation facilities
- Represented a wind power developer in connection with its implementation and administration of a comprehensive power-hedging program for a portfolio of its generation assets
- Represented multiple financial institutions in developing and negotiating both financial and physical commodity trading contracts

Selected Professional and Business Activities

Michael is a member of the Houston Bar Association and the Houston Young Lawyers Association. In 2015, Michael was elected as a fellow of the Texas Bar Foundation.

Selected Publications and Lectures

- Panelist, “M&A Perspectives” Telluride Executive Series sponsored by Daniel Energy Partners, June 2025
- Moderator, “PE Energy Trends”, Telluride Executive Series sponsored by Daniel Energy Partners, June 2024
- “Energy Private Equity: Navigating Energy Transition Investments”, *Texas Energy Forum 2023*, August 2023

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- Panelist, “Capital Markets and PE Energy Trends”, *Telluride Executive Series* sponsored by Daniel Energy Partners, June 2023
- Panelist, “The Role of Private Equity in Energy Transition”, *Institute for Energy Law’s Annual Energy Law Conference*, February 2023
- Panelist, “M&A and Capital Markets Outlook”, *Telluride Executive Series* sponsored by Daniel Energy Partners, June 2022
- Moderator, “Infrastructure in the Permian Basin”, *2022 EIC Investor Conference*, May 2022
- Panelist, “Energy Transition Capital Raising”, *Pickering Energy Partners Energy Transition Symposium*, December 2021
- “Contemporary Issues Facing the Modern O&G Startup,” *Society of Petroleum Engineers* GCS: Financing A Team & A Dream, December 2019

Recognition, Honors & Awards

- *Chambers USA*, Nationwide Energy: Oil & Gas (Transactional), 2017-2025
- *Chambers USA*, Texas, Corporate/M&A, 2017-2025
- *Chambers USA*, Texas, Private Equity, 2022-2025
- *Lawdragon,* 500 Leading Dealmakers in America, 2025
- *Lawdragon*, 500 Leading U.S. Energy Lawyers, 2023-2025
- *The Texas Lawbook,* featured as a top dealmaker, 2025
- *Who’s Who Legal*, Energy, 2018-2023
- Energy & Industrials Dealmaker of the Year at *The Deal's* Middle Market Awards in 2020
- Rising Star, *Law360*, 2013-2015
- Legal Leader on the Rise, *Texas Lawyer*, 2013

**Includes representations prior to Michael's association with Gibson Dunn.*

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