Adam Whitehouse

Partner

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Houston



Adam Whitehouse is a partner in the Houston office of Gibson, Dunn & Crutcher, where he advises clients on complex transactions across the energy and power sectors. A member of the firm's Energy and Infrastructure, Oil and Gas, Data Centers and Digital Infrastructure, Cleantech, Power and Renewables, Mergers and Acquisitions, and Private Equity Practice Groups, Adam represents companies, investors, and project sponsors in strategic transactions that drive the evolving energy landscape. Adam is a key member of the firm's Data Centers and Digital Infrastructure practice, where he advises data center developers, hyperscale users, energy producers, and infrastructure investors on all aspects of powering and supplying large-scale data center projects—including power purchase and tolling agreements for grid-connected and on-site generation, natural gas procurement and transportation, development and construction agreements, and the energy provisions of data center leases and customer agreements.

Adam's practice spans the full spectrum of corporate and commercial matters, with a particular focus on mergers, acquisitions, divestitures, and joint ventures. He regularly counsels clients across the data center and digital infrastructure, upstream, midstream, and energy transition value chains, combining technical understanding with practical business insight.

He has extensive experience with:

- Data center and digital infrastructure projects, such as power purchase and tolling arrangements, gas procurement and transportation, development and construction agreements, and equipment procurement and backstop agreements supporting high-efficiency, large-scale data center facilities.
- Upstream oil and gas matters, ranging from purchase and sale agreements, drilling partnerships, joint development arrangements, farmout and participation agreements and other joint venture arrangements.
- Midstream commercial arrangements, including transportation, processing, interconnection, purchase, and NAESB agreements, as well as midstream joint ventures, acquisitions, and divestitures.
- Tax credit transactions, including the acquisition and divestiture of renewable energy and clean technology credits.

Recognized for his leadership and excellence in the legal field, Adam has been listed in Best Lawyers: Ones to Watch in America™ (2023 and 2024 editions) for Corporate Law. He was selected for the 2025 Houston Energy Leadership Cohort and the 2022–2023 Leadership Class of the Institute for Energy Law, where he serves on the Advisory Board and as Chair of the Young Energy Professionals organization. He is also active in the Association for International Energy Negotiators and the Houston Producers Forum.

Before joining Gibson Dunn, Adam practiced with a leading international law firm and

Capabilities

Oil and Gas
Cleantech
Data Centers and Digital Infrastructure
Energy and Infrastructure
Mergers and Acquisitions
Power and Renewables
Private Equity

Credentials

Education

University of Virginia - 2010 Juris Doctor
North Carolina State University - 2007 Bachelor of Arts

Admissions

Texas Bar

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GIBSON DUNN

served as counsel at Exxon Mobil Corporation, gaining invaluable in-house experience that enhances his commercial and strategic perspective.

Law Firm Experience

- Private Date Center Company – advised on energy and power aspects of data center project, including power purchase agreement and gas supply
- Fermi (NYSE: FRMI) – advised on private offering of $431.25 million in convertible senior notes
- SM Energy (NYSE: SM) — $12.8 billion merger with Civitas Resources (NYSE: CIVI)
- Aris Water Solutions (NYSE: ARIS) — $2 billion sale to Western Midstream Partners (NYSE: WES)
- Public Midstream Company — advised on data center project relating to pipeline construction and operation and gas transportation
- Private Data Center Company — advised on data center project, including relating to the supply and purchase of natural gas
- SilverBow Resources (NYSE: SBOW) — $2.1 billion sale to Crescent Energy (NYSE: CRGY)
- Private Company — advised on sales of tax credits, including Section 48 and Section 45Z credits
- Western Midstream Partners, LP (NYSE: WES) — $885 million acquisition of Meritage Midstream Services II, LLC
- Private Data Center Company — advised on data center matters, including Power Reservation Agreement and procurement of generators and high voltage breakers
- HighPost Capital — "GP stakes" transaction involving the sale of a controlling interest to Azimut Group, via its U.S. subsidiary Azimut Alternative Capital Partners LLC
- North Hudson Resource Partners — acquisition of producing assets from White Rock Energy, LLC in the Elm Coulee field in the Williston Basin of Montana and North Dakota, in partnership with TXO Partners, L.P.
- ProFrac Holdings Corp (NYSE: ACDC) — acquisition of all the equity of an oilfield service company from an undisclosed private seller, which included acquisition financing and a sale leaseback of a portion of the acquired assets
- USD Partners (NYSE: USDP) and US Development Group — sales of certain rail terminals
- Oaktree Capital Management L.P. — (i) $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) multiple joint acquisitions with Diversified Energy Company, including its substantial acquisition from Tapstone Energy Holdings and a related party and (iii) its joint ABS transaction with Diversified Energy Company
- LandBridge Company — advised the underwriters on initial public offering
- Hilcorp Alaska — $5.6 billion acquisition of BP's (NYSE: BP) upstream and midstream business in Alaska
- Callon Petroleum Company — $3.2 billion acquisition of Carrizo Oil & Gas, Inc. in an all-stock transaction
- Private Equity Consortium — represented lead investors of a private equity consortium in connection with acquisition of Verdad Resources
- Andros Capital Partners — (i) $150 million Permian Basin drilling joint venture with MPDC and (ii) its $122 million acquisition of mineral and royalty interests from an

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undisclosed seller

- Samson Resources II, LLC — $215 million sale of its Powder River Basin Assets to Continental Resources
- BKV Oil & Gas LLC, an affiliate of Banpu Pcl — $830 million acquisition of Devon Energy Corp.'s Barnett Shale assets
- HG Energy II Appalachia, LLC/Quantum — $400 million divestiture of producing, unconventional wellbores to Diversified Gas & Oil Corporation
- KKR/Haymaker Resources, LP — $404 million sale of oil and gas mineral and royalty interests to Kimbell Royalty Partners LP
- Mach Resources LLC, an oil and gas producer led by Tom Ward — formation of BCE-Mach LLC, a partnership with Bayou City Energy Management LLC dedicated to acquiring, exploring and developing oil and gas assets across Oklahoma and Kansas
- KKR/Venado Oil & Gas, LLC — $765 million acquisition of Cabot Oil & Gas Corporation's (NYSE: COG) developed and undeveloped oil and gas assets in the Eagle Ford Shale
- Private equity backed oil and gas company — negotiated and executed crude gathering agreement, crude purchase agreement and water gathering agreement
- Desert Royalty Company, LLC — combination with Kimmeridge Energy Management Company, LLC to form Desert Peak Minerals, the largest pure-play mineral and royalty company in the Delaware Basin
- Alta Marcellus Development, LLC — $115 million acquisition of Ultra Petroleum Corp.'s (NASDAQ: UPL) non-operated asset in the Marcellus Shale
- Warburg Pincus/RimRock Oil & Gas Williston, LLC — $500 million acquisition of non-operated upstream assets in the Bakken Shale from Whiting Petroleum Corporation (NYSE: WLL)
- Split Rock Resources, LLC — $97.5 million acquisition of core non-operated oil and gas assets in New Mexico and Texas
- Springbok Energy — $175 million sale of mineral and royalty interests to Kimbell Royalty Partners
- Vanguard Natural Resources, Inc. — following divestitures of oil and gas assets: (i) sale of its interest in properties located in Mississippi to private equity backed oil and gas company and private oil and gas company; (ii) sale of its interest in properties located in the Permian Basin to private oil and gas company; (iii) sale of its interest in properties located in the Green River Basin to private equity backed oil and gas company; (iv) swap of its interest in properties in Wyoming with private oil and gas company; (v) sale of its interest in natural gas properties and associated midstream assets located in Potato Hills field in the Arkoma Basin to private oil and gas company; (vi) sale of its interest in properties in Texas to private oil and gas company; and (vii) sale of its interest in natural gas properties in the Arkoma basin to private oil and gas company
- Salt Creek Midstream, LLC/Ares Management — 50/50 joint venture with Noble Midstream Partners LP to provide crude oil gathering and transportation services in the Delaware Basin
- Cobalt International Energy, Inc. — representation of Cobalt International Energy, Inc., and its subsidiaries in their Chapter 11 cases in the United States Bankruptcy Court for the Southern District of Texas. Cobalt is an independent offshore exploration and production company with significant assets in the deepwater U.S. Gulf of Mexico and offshore West Africa with approximately $2.8 billion of funded indebtedness; sale of oil and gas assets as part of its ongoing Chapter 11 proceeding: (i) sale of assets located in the Gulf of Mexico to Total E&P USA, Inc. and Statoil Gulf of Mexico LLC for $339 million; (ii) sale of assets located in the Gulf of Mexico to Total E&P USA, Inc. for $181 million; (iii) sale of assets located in

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the Gulf of Mexico to W&T Offshore, Inc. for $31 million; and (iv) sale of assets located in the Gulf of Mexico to Total E&P USA, Inc. for $25 million

- Private equity company – preparation of form DrillCo agreement to be utilized by investor in future DrillCo arrangements
- Private equity backed oil and gas company — formation of $195 million drilling partnership to develop domestic unconventional resources in the Utica Shale with a private oil and gas company

In-House Experience

- Counsel for construction of $10 billion Gulf Coast plant with third party
- Established new venture office in South Africa, including negotiating and drafting of product sharing contracts and farm-down agreements; successfully lobbied South African Parliament / Authorities to amend legislation for acquisition of oil and gas rights; involved transfer of South African affiliate to Dutch affiliate to secure Bilateral Investment Treaty protection
- Legal advisor for $1.1 billion construction project at ExxonMobil Beaumont facility
- Advised on Downstream divestment of $175M of pipeline assets in Louisiana
- Creation of new venture office in Liberia, involving a product sharing contract and farm-down agreement, as well as interactions with the Minister of Finance
- Redemption of 50% interest in Univation Joint Venture, worth approximately $600 million
- Joint evaluation with Qatar Petroleum of unconventional natural gas resources in North America and global opportunities in the area of LNG
- Venture office creation and production sharing contract drafting / negotiating for oil and gas rights in Côte d'Ivoire
- Creation of Artic Research Center joint venture in Moscow with third party
- Divestment of historic ExxonMobil King Ranch property
- Legal work relating to establishing regional venture office for exploration activities in West Africa, including scoping of locations in Monrovia, Liberia and Accra, Ghana
- Construction of $550 million plant expansion in Baton Rouge and $850 plant expansion in Baytown
- Divestment of $17.4 million terminal in Brazil
- Renegotiation of production sharing contract in Congo
- Reorganization of two internal business units with over $750 million in sales, involving the Downstream and Chemical companies
- Divestment of 24 tank terminal in Tuxpan, Mexico

Select Publications and Lectures

- Guest Lecturer – Rice University – Applied AI
- Moderator – "Power Hungry: The AI Revolution of Energy Finance" – Rice University Energy Finance Summit
- Midstream Transportation Agreements for Carbon Capture
- Unleashing American Energy: Examining the Executive Order's Impacts on the Energy Industry
- Midstream Transportation Agreements for Carbon Capture Projects: Key Issues and Considerations
- Lecturer – "CCUS in the Midstream Space" – IEL Midstream Oil and Gas Law

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Conference

- Moderator – “Developments in the Permian Basin” – Energy Infrastructure CEO and Investor Conference

** Includes matters handled prior to joining Gibson Dunn?*

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