

# Marie L. Gibson

Skadden

Partner, New York

Mergers and Acquisitions



T: 212.735.3207  
F: 917.777.3207  
marie.gibson@skadden.com

## Education

J.D., Fordham University School of Law, 1996 (Order of the Coif)

M.B.A. and B.B.A., Pace University (combined degree program), 1991

## Bar Admissions

New York

## Publications

"Insights Conversations: Life Sciences," *Skadden's 2015 Insights*, January 2015

Marie L. Gibson concentrates primarily on mergers and acquisitions and general corporate matters. She has represented acquirers, targets and financial advisors in U.S. and international mergers and acquisitions, including public and private transactions as well as negotiated and contested acquisitions. Her experience includes proxy contests, corporate governance advice, work with distressed businesses and other general corporate matters. Although her practice is broad-based, she has extensive experience in the health care and energy industries. Ms. Gibson has been named Woman Dealmaker of the Year by The M&A Advisor and repeatedly has been named as a Financial & Corporate Star in *LMG Life Sciences'* rankings. She also was named as one of *Crain's New York Business'* 2021 Notable Women in Law and as a 2020 BTI Client Service All-Star.

Significant representations include:

- Castle Harlan in its sale of portfolio company Tensar to Commercial Metals Company for \$550 million;
- Foamix Pharmaceuticals Ltd. in its innovative cross-border merger with Menlo Therapeutics and in the sale by the resulting company, Vyne Therapeutics, of its dermatology products to Journey Medical and its transformation to a BioPharma company focused on developing immuno-inflammatory assets;
- Rite Aid Corporation in its sale of stores for \$4.38 billion to Walgreens Boots Alliance, as well as its planned combination (later terminated) with Albertsons Companies Inc.;
- A. Schulman, Inc. in its \$2.25 billion acquisition by LyondellBasell N.V.;
- Moody's Corporation in its €3 billion acquisition of Amsterdam-based information services provider Bureau van Dijk, as well as its \$278 million acquisition of Reis Inc.;
- Triumph Group Inc. in its sale of operations and assets relating to its Global 7500 wing manufacturing program to Bombardier;
- Various contract development and manufacturing organizations in multiple transactions, in Europe and the U.S., including with AstraZeneca, Astellas, Elanco, GlaxoSmithKline, Noramco, Novartis, Pfizer, Schering-Plough and UCB;
- Nasdaq in its equity investment in eBX LLC, which operates Level ATS, a U.S. equity "dark pool" trading venue;
- Intrawest Resorts Holdings in its \$1.5 billion sale to a new entity formed by Aspen Skiing Co. and KSL Capital Partners;
- Anheuser-Busch InBev in its \$20.1 billion acquisition of the remaining stake of Grupo Modelo, S.A.B. de C.V. not previously owned by it;
- DigitalGlobe, Inc., a provider of earth imagery and geospatial information solutions, in its \$900 million merger with GeoEye, Inc., an information technology provider for the aerospace and defense industry;
- Bausch Health Companies, Inc. (formerly known as Valeant Pharmaceuticals International, Inc.) in multiple acquisitions and licensing agreements, including its \$8.7 billion merger with Bausch & Lomb; its \$1 billion acquisition of Sprout Pharmaceuticals; its acquisition

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of the largest Egyptian pharmaceutical company, Amoun Pharmaceuticals; its acquisition of Synergetics, Inc.; its \$440 million acquisition of Obagi Medical Products; its \$312 million acquisition of OraPharma from Water Street Healthcare Partners, LLC; its \$425 million acquisition of Dermik, a developer of dermatological products, from sanofi-aventis; the \$345 million acquisition of Ortho Dermatologics from Janssen Pharmaceuticals, Inc., an affiliate of Johnson & Johnson; its acquisition of the North American rights to Elidel® and Xerese™ from Meda AB; and the \$300 million acquisition of the U.S. and Canadian rights to Zovirax® from GlaxoSmithKline plc;

- Collagen Matrix Inc., a manufacturer of collagen- and mineral-based extracellular matrices for tissue and organ repair and regeneration, in its sale to Metalmark Capital LLC, a private equity firm;
- Mylan Inc. in a variety of matters, including its \$1.6 billion acquisition of the Agila injectables businesses from Indian pharmaceutical company, Strides Arcolab Limited; its acquisition of India-based Matrix Laboratories Ltd.; its attempted acquisition of King Pharmaceuticals; and its defense against an unsolicited offer by Carl Icahn to acquire Mylan and in a related proxy fight;
- Greenhill & Co., Inc. in its acquisition of Cogent Advisors;
- Castle Harlan, Inc., a private equity firm, in its acquisition of IDQ Holdings, Inc. from Arsenal Capital Partners;
- Carnegie Hall in a variety of corporate matters;
- MDS Inc. in the \$650 million sale of its analytical technologies business to Danaher Corporation;
- Delphi Corporation in a variety of corporate matters relating to its Chapter 11 case, including the stalking horse bid that eventually led to its exit from bankruptcy;
- Fairfield Greenwich Group in a variety of matters, including the transfer of its fund of funds business to Sciens Capital Management, LLC;
- Anheuser-Busch Companies, Inc. in its \$52 billion acquisition by InBev N.V. (Brazil-Belgium). This deal was named U.S. M&A Deal of the Year for 2008 at the *Financial Times* and mergermarket M&A Awards Americas (October 30, 2008);
- Bentley Pharmaceuticals, Inc. in its \$360 million sale to Teva Pharmaceutical Industries Limited and the related spin-off of CPEX Pharmaceuticals, Inc.; and
- VISX, Incorporated in its successful proxy contests with Carl Icahn.

Ms. Gibson has represented numerous companies in the energy sector, including:

- TECO Energy in its sale to Emera in a deal valued at \$10.4 billion;
- CMS Energy Corporation in the sale of its ownership interests in businesses in the Middle East, Africa and India to the Abu Dhabi National Energy Company; and the sale of its natural gas gathering and processing field services business to a Morgan Stanley Capital Partners portfolio company;
- New England Electric Systems in its merger with National Grid Group plc and its acquisition of Eastern Utility Associates; and
- National Grid in its acquisition of KeySpan Corporation.

Ms. Gibson co-chairs Skadden's Pro Bono Committee and is a member of its Diversity, Equity & Inclusion and Associate Training Committees. She serves as a board member at Lawyers Alliance of New York and is on the Alumnae Committee at Pace University. She earned a Certified Public Accountant license and practiced as an auditor at Price Waterhouse prior to attending law school. She also has been a visiting clinical lecturer in law at Yale Law School.