

Marie L. Gibson

Partner

Mergers and Acquisitions, Corporate and Securities Law

Marie L. Gibson is a corporate partner in Skadden's New York office, who concentrates primarily on mergers and acquisitions and general corporate matters. Ms. Gibson has represented acquirors, targets and financial advisors in a number of domestic and international mergers and acquisitions, including public and private transactions, negotiated and contested acquisitions, and other corporate matters. Significant recent representations include:

- Bentley Pharmaceuticals, Inc. in its sale to Teva Pharmaceutical Industries Limited;
- International Paper Corporation in the sale of its catalog and magazine papers business to an affiliate of Apollo Management L.P.;
- Mylan Laboratories Inc. on a variety of matters, including its acquisition of a majority of the outstanding stock of Matrix Laboratories Ltd., its attempted acquisition of King Pharmaceuticals, its defense against an unsolicited offer by Carl Icahn to acquire Mylan and a related proxy fight, and its self-tender offer to repurchase almost 20 percent of Mylan's outstanding shares;
- Delphi Corporation in connection with a variety of corporate matters relating to its Chapter 11 case;
- TRW Inc. in a number of transactions, including its acquisition by Northrop Grumman Corporation (defending a hostile tender offer and then negotiating a friendly merger) and in the sale of its aeronautical business to Goodrich Corporation;
- Kelso Investments and Nortek Holdings in the sale of Nortek to an affiliate of Thomas H. Lee Partners;
- VISX, Incorporated in its successful proxy contests with Carl Icahn;
- Citigroup Inc. in its acquisition of Associates First Capital Corporation;
- Slim-Fast in its acquisition by Unilever;
- IMC Global Inc. (now part of Mosaic Global Holdings Inc.) in a variety of transactions, including in the leveraged buyouts of its salt and chemicals businesses by private equity companies;
- Reed Elsevier Inc. in divestitures of certain businesses, including *Marquis Who's Who*; and
- Starwood Hotels and Resorts Worldwide, Inc. in the sale of its Caesar's World gaming business to Park Place Entertainment Corporation.

In addition, Ms. Gibson has represented a number of companies in the energy sector, including:

- National Grid in its acquisition of KeySpan Corporation;
- CMS Energy Corporation in a number of transactions, including the sale of its ownership interests in businesses in the Middle East, Africa and India to the Abu Dhabi National Energy Company; the sale of its natural gas gathering and
- processing field services business to a Morgan Stanley Capital Partners portfolio company; and the sale of its Panhandle Pipeline business to Southern Union Company;
- Special Committee of Azurix Corp. in a going-private transaction;
- Erga S.p.A. (part of Enel) in its acquisition of CHI Energy;

- New England Electric Systems in a number of transactions, including its merger with National Grid Group plc and its acquisition of Eastern Utility Associates;
- Sierra Pacific Resources in its attempted acquisition of Portland General Electric Company;
- Entergy Corporation in its attempted merger with FPL Group, Inc.; and
- Orange & Rockland Utilities both in its merger with Consolidated Edison, Inc. and the divestiture of its generation assets to Southern Energy, Inc.

Ms. Gibson also has represented clients in the arts, including Carnegie Hall in connection with potential business combinations and The New Museum of Contemporary Art in connection with its affiliation with Rhizome.org, as well as other matters.

With respect to firm matters, Ms. Gibson is actively involved in Skadden's summer associate and training programs. Ms. Gibson earned a Certified Public Accountant license and practiced as an auditor at Price Waterhouse prior to attending law school.