

# Colin B. Davis

Partner

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Orange County

Colin B. Davis is a partner in the Orange County office of Gibson, Dunn & Crutcher where he practices in the firm's Litigation Department. Colin's outstanding contributions led to his recognition as one of *Law360's* Rising Stars of 2024 in Securities. He has also been honored on *Benchmark Litigation's* 40 & Under list, showcasing the top emerging talent in litigation. And his exceptional work in Mergers and Acquisitions Law has earned him recognition in *Best Lawyers: Ones to Watch in America™*.

Colin's practice focuses on complex business and commercial litigation, with an emphasis on merger and acquisition and securities litigation. Colin represents public and private companies and their officers and directors in stockholder class actions, stockholder derivative actions, and appraisal actions, as well as related litigation in state and federal courts throughout the country. Colin also represents clients in a wide variety of other types of business litigation, including merger and acquisition disputes involving earnout provisions, fraud, and other contractual breaches. Additionally, Colin has represented clients in connection with governmental investigations and enforcement actions brought by the SEC, the Department of Justice, and other regulatory and enforcement agencies.

#### Colin's representative matters include:

- Successfully represented Star America Rail Holdco in an expedited trial before the Delaware Court of Chancery seeking a declaration that Star America had validly terminated its portfolio company's CEO. In addition to granting judgment in Star America's favor, the Court awarded fee shifting for the CEO's bad faith.
- Represented four members of the board of directors of Aerojet Rocketdyne Holdings in an expedited trial before the Delaware Court of Chancery arising from a proxy contest initiated by the company's executive chairman. Gibson Dunn's clients prevailed in the proxy contest after the court issued its post-trial opinion.
- Successfully represented China Housing and Land Development in a dissenters' rights trial before the Eighth Judicial District Court for Clark County, Nevada, resulting in a favorable judgment that the company's fair value was less than 10% of the amount sought by the dissenting stockholder.
- Represented Pivotal Software in a statutory appraisal trial and related stockholder litigation before the Delaware Court of Chancery.
- Won summary judgment on behalf of the members of the board of directors of Newport Corporation in a stockholder class action alleging breach of fiduciary duty claims arising from the company's merger with MKS Instruments. The Nevada Supreme Court fully affirmed the trial court's rulings on appeal.
- Won dismissal of a stockholder derivative action arising from a financial technology company's acquisition of a popular music streaming platform. The Delaware Supreme Court fully affirmed the Court of Chancery's decision on appeal.



## Capabilities

Securities Litigation  
Litigation  
Mergers and Acquisitions  
Trials

## Credentials

### Education

University of San Diego - 2010 Juris Doctor  
Santa Clara University - 2006 Bachelor of Science

### Admissions

California Bar

### Clerkships

USDC, Southern District of California, Hon. Janis L. Sammartino, 2010 - 2011

- Won dismissal of a Delaware Court of Chancery action challenging enhanced voting rights provisions in Carvana's certificate of incorporation.
- Secured dismissal of a securities class action alleging that a major title insurance provider made false and misleading statements about its cybersecurity practices, resulting in voluntary dismissal of parallel stockholder derivative litigation.
- Successfully opposed a preliminary injunction motion that sought to enjoin a merger of two public gaming companies, resulting in voluntary dismissal of all claims.

Prior to joining the firm, Colin served as a law clerk to The Honorable Janis L. Sammartino of the U.S. District Court for the Southern District of California. Colin earned his Juris Doctor degree *magna cum laude* in 2010 from the University of San Diego School of Law, where he served as a Lead Articles Editor and Symposium Coordinator of the *San Diego Law Review* and was elected to the Order of the Coif. In 2006, Colin received a Bachelor of Science degree in Political Science from Santa Clara University.

Colin is a member of the California bar, and is admitted to practice before the U.S. District Courts for the Central and Northern Districts of California.

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