

Cynthia M. Mabry

Partner

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Houston

Cynthia Mabry is a partner in the Houston office of Gibson, Dunn & Crutcher. Cynthia concentrates her practice on capital markets, securities, mergers and acquisitions and general corporate matters. She represents public and private entities, investors and underwriters in capital markets and finance transactions, including offerings of equity and debt securities.

Cynthia also provides counsel on joint ventures, corporate governance and compliance matters. She is particularly experienced with clients engaged in the energy industry, including utilities, oil and gas exploration and production, midstream, oilfield services and other related sectors. Cynthia advises clients on governance structures and rapidly evolving legal and compliance issues related to climate change, environmental, social and corporate governance (ESG) and sustainability reporting. She frequently writes and speaks on topics relating to U.S. capital markets, climate change and sustainability.

Cynthia has been named among *Lawdragon's* 500 Leading U.S. Energy Lawyers 2023 - 2024, recognized by *Chambers Global* and *Chambers USA* for Capital Markets: Debt & Equity 2023 - 2024, Expert Guides *Rising Stars 2022 Guide* and named in *The Houston Business Journal 2022 Women Who Mean Business List*. *Texas Super Lawyers Magazine* has recently named Cynthia as a 2024 Super Lawyer for Securities & Corporate Finance.

Representative matters include*:

Securities Offerings

- ProFrac Holding Corp.'s (Nasdaq: ACDC) private offering of \$520 million aggregate principal amount of senior secured notes in conjunction with the refinancing of ProFrac's existing Senior Secured Term Loan and other debt totaling \$885 million
- Ovintiv Inc. (NYSE: OVV) in connection with multiple underwritten secondary offerings of its common stock totaling \$1.1 billion
- The underwriters in NuStar Energy L.P.'s (NYSE: NS) offering of 13,000,000 common units
- The underwriters in Waste Management, Inc.'s (NYSE: WM) offering of \$2.0 billion aggregate principal amount of investment grade senior notes
- Ovintiv Inc.'s (NYSE: OVV) underwritten offering of \$2.3 billion aggregate principal amount of investment grade senior notes
- Rattler Midstream LP's (Nasdaq: RTLRL) \$765 million initial public offering of common units.
- El Paso Electric Company in a private placement of \$45 million aggregate principal



Capabilities

Capital Markets
Energy and Infrastructure
Environmental, Social, and Governance (ESG)
Mergers and Acquisitions
Oil and Gas
Securities Regulation and Corporate Governance

Credentials

Education

University of Houston - 2010 Juris Doctor
Louisiana State University - 2004 Bachelor of Science

Admissions

Texas Bar

amount of senior guaranteed notes of Rio Grande Resources Trust II

- The transaction manager and lender in a private placement of \$390 million senior secured notes to finance the acquisition of oil and gas properties

Mergers and Acquisitions

- Ovintiv Inc. (NYSE: OVV) in the financing of its \$4.275 billion acquisition of all leasehold interest and related assets of Black Swan Oil & Gas, PetroLegacy Energy and Piedra Resources
- Special Committee of the Board of Directors of Atlas Corp. (NYSE: ATCO) in a \$10.9 billion take-private transaction
- Conflicts Committee of the Board of Directors of Holly Energy Partners (NYSE: HEP) in its merger with HF Sinclair Corporation (NYSE: DINO) in a cash and stock transaction valued at approximately \$1.4 billion
- Cimarex Energy Co. (NYSE: XEC) in connection with its acquisition of Resolute Energy Corporation (NYSE: REN) in a cash and stock transaction valued at approximately \$1.6 billion, including debt
- SRC Energy Inc. (NYSE: SRC) in connection with its strategic merger with PDC Energy, Inc. (Nasdaq: PDCE) in an all-stock transaction valued at approximately \$1.7 billion
- Enterprise Products Partners L.P. in connection with the formation of an ethylene export terminal joint venture with Navigator Holdings Ltd.
- Enterprise Products Partners L.P. in connection with the development of the 650-mile Wink to Webster crude oil pipeline

Counseling

- Securities regulation counseling to public and private companies
- Strategic counseling on sustainability and ESG initiatives and disclosures for public and private companies, private equity and funds

* Includes matters handled prior to joining Gibson, Dunn & Crutcher LLP

Cynthia received her J.D. from The University of Houston Law Center in 2010. In 2004, she graduated from Louisiana State University with her Bachelor of Science in Accounting. Prior to practicing law, Cynthia worked as a senior associate at PriceWaterhouseCoopers in Houston.

Cynthia serves on the board of the University of Houston Law Foundation, and is Co-Chair of the University of Houston Law Center's Women of the Law. She is also a member of the advisory council to the Louisiana State University Ogden Honors College and the advisory council to the Tahirih Justice Center, Houston.

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