

Lawyers



Catherine M. Clarkin

Partner

New York

T. +1-212-558-4175

F. +1-212-558-3588

clarkinc@sullcrom.com

Cathy Clarkin is a partner in Sullivan & Cromwell's Capital Markets and Financial Institutions Groups and is a co-head of the Firm's Capital Markets Group. She advises clients on a wide variety of capital market transactions across a broad range of industries. Ms. Clarkin has extensive experience in public and private offerings of equity and debt securities by U.S. and non-U.S. issuers, including IPOs, secondary offerings, complex debt issuances, liability management transactions and securities issued in connection with mergers, acquisitions and joint ventures. She regularly advises a broad range of clients on ongoing public company matters, including corporate governance and disclosure matters.

Ms. Clarkin has participated in multiple panels for the Practising Law Institute, including the most recent "What's New in Securities Law? Traps for the Unwary."

Rankings and Recognitions

- *The Legal 500 U.S.* – recognized for Capital Markets: Debt Offerings (2017, 2018), Capital Markets: Equity Offerings (2017, 2018), and Capital Markets: Global Offerings (2018)
- *IFLR1000 U.S.* – recognized for Capital Markets: Equity (2017-2019)
- Euromoney Legal Media Group Americas Women in Business Law Awards – shortlisted "Best in Capital Markets" (2017)
- *Law360* – won "Capital Markets MVP" award (2016)

Professional and Community Involvement

- Treasurer and Board Member, TEAK Fellowship
- Director, Lawyers Alliance for New York
- Member, NYC Bar Securities Regulation Committee

Speaking Engagements

PRACTICES & CAPABILITIES

Commodities, Futures & Derivatives

Financial Services

Corporate Governance

Capital Markets

Structured Finance

Equity

Debt

EDUCATION

1995, Catholic University of America Columbus School of Law, J.D.

1992, American University, B.A.

BAR ADMISSIONS

New York

- “What’s New in Securities Law? Traps for the Unwary,” Practising Law Institute
- “Securities Filings 2018: Practical Guidance in a Changing Environment,” Practising Law Institute
- “Understanding the Securities Laws 2018,” Practising Law Institute

SELECTED REPRESENTATIONS

Selected IPOs

- **Artisan Partners Asset Management Inc.** in its \$331 million IPO and NYSE listing
- **Byline Bancorp, Inc.** in its \$124.5 million SEC-registered IPO and NYSE listing
- **First Hawaiian Bank** in its \$557.7 million IPO, spinoff from BNP Paribas, and NASDAQ listing
- **First Republic Bank** in its \$323 million IPO and NYSE listing
- **National Australia Bank** in the IPO and NYSE listing of its U.S. bank subsidiary, Great Western Bancorp, Inc.
- Underwriters in connection with the \$150 million IPO and NYSE listing by **Cadence Bancorporation**

Selected Capital Markets Transactions

- **Artisan Partners Asset Management Inc.** in its \$500.6 million and its \$268.8 million synthetic secondary equity offerings
- **Bank of Butterfield** in its \$304 million SEC-registered follow-on offering of shares
- **BNP Paribas** in the \$649 million sale of common stock of First Hawaiian, Inc.
- **First Republic Bank** in numerous underwritten secondary equity offerings worth approximately \$2.2 billion aggregate total since its \$322.5 million IPO in 2011 and multiple subordinated notes and noncumulative perpetual preferred stock offerings worth \$1.425 billion
- **IntercontinentalExchange Group, Inc.** its \$2.5 billion underwritten notes offering, in its \$1.4 billion underwritten senior notes offering in connection with its \$8.2 billion acquisition of NYSE Euronext and its \$515.2 million underwritten secondary equity offering
- **NYSE Euronext** in connection with its \$750 million senior notes offering
- **Regions Financial Corporation** in its \$750 million offering of senior notes and related asset liability management transactions
- **Ryder System** in its SEC-registered offering of \$550 million

notes

- Underwriters in connection with the \$85 million SEC-registered offering of **Cadence Bancorporation**
- Underwriters in connection with debt offerings of \$2 billion in aggregate of **Goldman Sachs**
- Underwriters in connection with the \$1.77 billion secondary equity offering by **NYSE Group**
- Underwriters in connection with \$16.0 billion SEC-registered offering of notes by **Visa Inc.**

Selected M&A Transactions

- **Andeavor** (formerly known as Tesoro Corporation) in its acquisition of Western Refining Inc.
- **Cheniere Energy, Inc.** to acquire all of the outstanding shares of Cheniere Energy Partners LP Holdings, LLC (CQH)
- **Diebold** in its combination with Wincor Nixdorf to form Diebold Nixdorf
- **IntercontinentalExchange Group, Inc.** in its acquisition of NYSE Euronext
- **Kraft** in its merger with H.J. Heinz to form The Kraft Heinz Company
- **Praxair, Inc.** in its \$80 billion combination with Linde AG