

# Gibson Energy Announces Closing of \$215 Million Bought Deal Offering of Common Shares and Exercise in Full of Over-Allotment Option

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CALGARY, Feb. 17, 2026 - [Gibson Energy Inc.](#) ("Gibson" or the "Company") (TSX: GEI) is pleased to announce the closing of its previously announced bought deal offering (the "Equity Offering") of common shares ("Common Shares"). Pursuant to the Equity Offering, Gibson issued a total of 8,160,325 Common Shares, inclusive of the Common Shares issued pursuant to the exercise in full of the over-allotment option granted to the underwriters. The Common Shares were issued at an offering price of \$26.35 per Common Share for total gross proceeds of approximately \$215 million.

The net proceeds from the Equity Offering are intended to be used by Gibson to fund a portion of the purchase price to acquire Teine Energy Ltd.'s Chauvin Infrastructure Assets (the "Transaction"), as previously announced. Closing of the Transaction is expected to occur in the second quarter of 2026, subject to the satisfaction of customary closing conditions, including clearance under the *Competition Act* (Canada) and other applicable regulatory reviews.

The Equity Offering was made through a syndicate of underwriters co-led by CIBC Capital Markets and Scotiabank.

## About Gibson

Gibson is a leading liquids Infrastructure company with its principal businesses consisting of the storage, optimization, processing, and gathering of liquids and refined products, as well as waterborne vessel loading. Headquartered in Calgary, Alberta, the Company's operations are located across North America, with core terminal assets in Hardisty and Edmonton, Alberta, Ingleside and Wink, Texas, and a facility in Moose Jaw, Saskatchewan.

Gibson shares trade under the symbol GEI and are listed on the Toronto Stock Exchange. For more information, visit [www.gibsonenergy.com](http://www.gibsonenergy.com).

This press release does not constitute an offer to sell securities, nor is it a solicitation of an offer to buy securities, in the United States or any other jurisdiction. The Common Shares have not been or will be registered under the U.S. Securities Act of 1933, as amended, or any state securities laws, and such securities may not be offered or sold in the United States absent registration or pursuant to an available exemption from such registration.

## Forward-Looking Statements

Certain statements contained in this press release constitute forward-looking information and statements (collectively, "forward-looking statements"). All statements other than statements of historical fact are forward-looking statements. The use of any of the words "anticipate", "plan", "aim", "target", "contemplate", "continue", "estimate", "expect", "intend", "propose", "might", "may", "will", "shall", "project", "should", "could", "would", "believe", "predict", "forecast", "pursue", "potential", "possible", "capable" and similar expressions are intended to identify forward-looking statements. Forward-looking statements included or referred to in this press release include, but are not limited to statements with respect to: the Transaction; the closing of the Transaction and the timing thereof; and the use of net proceeds from the Equity Offering.

The forward-looking statements reflect Gibson's beliefs and assumptions with respect to, among other

things; the satisfaction of all conditions to closing the Transaction and the timing thereof; the successful completion of the Transaction; and general economic and industry conditions. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. Although Gibson believes these statements to be reasonable, no assurance can be given that the results or events anticipated in these forward-looking statements will prove to be correct and such forward-looking statements included in this press release should not be unduly relied upon. Actual results or events could differ materially from those anticipated in these forward-looking statements as a result of, among other things, failure to complete the Transaction in all material respects in accordance with the Transaction purchase and sale agreement; failure to obtain, in a timely manner, regulatory, and other required approvals in connection with the Transaction; unexpected costs or liabilities related to the Transaction; competitive factors and economic conditions in the industries in which Gibson operates; prevailing global and domestic financial market and economic conditions; Gibson's ability to access various sources of debt and equity capital, generally, and on terms acceptable to Gibson; changes in government policies, laws and regulations, including environmental and tax laws and regulations; and levels of demand for Gibson's services and the rate of return for such services.

The forward-looking statements contained in this press release represent Gibson's expectations as of the date hereof and are subject to change. Gibson disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as may be required by applicable laws. Readers are cautioned that the foregoing lists are not exhaustive. For additional information on the Company's assumptions, and the risks and uncertainties that could cause actual results to differ from the anticipated results, please refer to the risks and uncertainties described in "Forward-Looking Information" and "Risk Factors" included in the Company's Annual Information Form dated February 18, 2025, Management's Discussion and Analysis for three and nine months ended September 30, 2025, and 2024, and the prospectus supplement dated February 12, 2026, each as filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

For further information, please contact:

Investor Relations  
Phone: (403) 776-3077  
Email: [investor.relations@gibsonenergy.com](mailto:investor.relations@gibsonenergy.com)

Media  
Phone: (403) 476-6334  
Email: [communications@gibsonenergy.com](mailto:communications@gibsonenergy.com)

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