

Automotive and Industrial driven to succeed

With our base in Detroit and more than 90 years of experience representing automotive and industrial clients, Bodman has a keen grasp of the unique features and challenges these clients face.

We use our knowledge to help clients respond with speed and precision to every legal issue – whether it involves a dispute, a contract, a labor agreement, a workout, an acquisition, or a joint venture. As global forces reshape American industry, our clients and our region are adapting to a radically new environment, with complete support from our team.

We have represented automotive and industrial clients since the firm was founded in 1929. Our experience has led to several significant and ongoing assignments in which our clients in these industries have asked us to work on-site with their legal departments. These experiences have provided our attorneys with close and in-depth knowledge of the issues our clients face. We have worked side-by-side not only with in-house counsel but with executives from a variety of departments, including business development, treasury, environmental, real estate, purchasing and others, which has given our attorneys experience in the business aspects, as well as the legal aspects, of major corporate transactions.

SERVICES

Our services include:

- **Corporate/M&A/Joint Ventures**

Our corporate attorneys routinely handle all manner of public and private mergers and acquisitions, international transactions, joint ventures, complex contracts, private equity funded transactions, SEC compliance work, tax planning, and related issues. We represent industrial clients internationally in establishing vendor and customer relationships, establishing joint ventures, and buying or selling businesses. Automotive and industrial clients often ask us to manage the work of law firms in other jurisdictions and, as a result, we have developed

relationships with firms across Europe, Asia, and North and South America.

- **Litigation and ADR**

Bodman's Litigation and Alternative Dispute Resolution Practice Group members have extensive automotive and industrial experience, having successfully represented suppliers, automotive OEMs, and general manufacturers in lawsuits involving unilateral supplier price increases, construction disputes, intellectual property disputes, breaches of contract, indemnity disputes, and many other issues. Based upon the recommendations of our clients and peers, the journal *Benchmark Litigation* named Bodman its Michigan Litigation Law Firm of the Year for 2014, 2015 and 2016. *Chambers USA* ranks Bodman among the state's top commercial litigation firms.

- **Workplace Issues**

Our workplace law attorneys have a deep appreciation of our automotive and industrial clients' need for quick, direct answers to employment law questions. Members of Bodman's Workplace Law Group provide clients with a full range of HR legal services, whether workers are hourly or salaried; blue, green or white collar; production, technical or professional; or something in between, from hire to fire, layoff or retirement. We cover policy, process, agreements, union grievances, litigation, and bargaining and administration of labor contracts.

- **Real Estate**

Our real estate attorneys represent automotive and industrial clients in all phases of the real property ownership cycle, from pre-purchase to purchase, construction or remodeling, ongoing management, and eventual disposition. Bodman has served as exclusive real estate counsel to several major manufacturers and helped those clients realize maximum value from their real estate assets. For example, we have helped automotive suppliers in multiple sale and leaseback transactions of manufacturing facilities achieve maximum value before an anticipated drop in the market, in the consolidation of existing facilities, in the renegotiation of leases, and in the sale of excess real estate.

- **Environmental**

Our environmental law attorneys help automotive and industrial clients secure permits, satisfy regulatory requirements and litigate environmental issues. Bodman attorneys have assisted many manufacturing clients in the redevelopment of former industrial locations and other areas that had significant environmental contamination, were functionally obsolete, or were blighted. We have experience designing and implementing tax credits and incentives for Brownfield redevelopment and work closely with clients facing the challenges and opportunities associated with pending greenhouse gas regulations and other "green" initiatives.

- **Troubled Supplier**

Bodman lawyers have led demanding, detailed negotiations for accommodations from troubled suppliers. We have negotiated waivers of set-off, price adjustments, payment acceleration, and inventory and equipment purchases.

REPRESENTATIVE MATTERS

Representative matters in the Automotive and Industrial industry include:

CORPORATE/M&A/JOINT VENTURES

- **Global Top 10 Automotive Supplier Acquires Two Electronics Manufacturers**

We represented a global “top 10” automotive supplier in its acquisition two electronics manufacturers which significantly enhanced our client’s product offerings in the rapidly expanding automotive electrical connectors business.

- **Supplier Sells Entire Stock to International Tier-1 Canadian Supplier**

We represented a manufacturer of lock rods, hinges and wire products with operations in the U.S., Canada, and China in the sale of all of its stock to an international Tier-1 automotive supplier based in Canada.

- **Castings Manufacturer Sells Business and Real Estate to Private Equity Firm**

We represented a manufacturer of heat, corrosion, and abrasion resistant castings and machined components in the sale of the business and associated real estate to a private equity firm. The transaction included the negotiation of employment agreements and an escrow agreement, advising on environmental issues, and tax matters associated with the sale and roll-over investment.

- **Precision Metal Stampings Owners Sell Company to Private Equity Firm**

We represented the owners of a supplier of precision metal stampings and its Mexico-based subsidiary in the sale of the company to a private equity firm. The complex transaction included five related sale agreements – two stock purchase agreements, one asset purchase agreement, and two real estate purchase agreements.

- **Tier-1 Supplier Sells Entire Assets to North American Automotive Supplier**

We represented a Tier-1 supplier of automotive sealing systems in all aspects of the sale of its assets, which included operations in the United States, Canada, Mexico, and China, to one of North America’s largest auto suppliers.

- **Multinational Manufacturer Acquires International Business**

We counseled a multinational manufacturer in the strategic acquisition of a business with operations in Germany, Mexico and the United States.

- **Automotive Supplier Acquires Michigan-Based Company, Obtains \$5 Million in Incentives**

We represented a supplier of driveline components in the acquisition of an automotive parts business in Michigan, including helping our client secure local and state tax abatements and incentives totaling nearly \$5 million.

DISTRIBUTOR/DEALERSHIP DISPUTES

- **Automotive OEM Sued for \$100 Million by Greek Distributor of Vehicles for Fraudulent Inducement**

We represent an automotive OEM in a lawsuit brought by the Greek distributor of its vehicles claiming that it was fraudulently induced into settling a prior lawsuit and seeking \$100 million in damages. To date we have achieved dismissal of most of the claims against our client in this matter, which involves unique issues of product development, over 100 potential witnesses, and over 1.2 million documents.

- **Global Manufacturer Involved in International Arbitration Related to Distribution Agreements in Iraq and Lebanon**

We successfully represented a global manufacturer before the London Court of International Arbitration in multinational litigation/arbitration involving the termination of a distribution relationship in Lebanon and Iraq. The proceedings involved complex questions of “transnational law” with witnesses scattered throughout the world.

REAL ESTATE

- **Global Manufacturer Establishes National Network of Warehouse, Distribution, and Training Centers**

As real-estate counsel for a multi-billion dollar global manufacturer, we helped our client establish a national network of warehouse, distribution and training centers. The project involved all due diligence and the negotiation of leases for more than 2 million square feet of space in 25 facilities in multiple states.

- **Industrial Manufacturer Acquires and Renovates Two Historic Buildings in Downtown Detroit**

We assisted a major industrial client in the acquisition and renovation of two historic buildings in downtown Detroit. Our work included the negotiation of purchase agreements, due diligence investigations, and construction agreements.

- **Irish-Based Global Manufacturer Constructs New Facility in Pennsylvania**

We represent a diversified global manufacturer, based in Ireland with U.S. headquarters in North Carolina, in real estate purchases, sales, and leases throughout North America. In one recent transaction, we negotiated lease and construction agreements for a new facility in Pennsylvania.

SUPPLY CHAIN/TROUBLED SUPPLIER MATTERS

- **Tier-1 Automotive Suppliers Reject Unilateral Pass-Through Raw Material Price Increases**

We have represented several automotive Tier-1 suppliers in disputes arising out of their vendors' attempts to unilaterally pass through raw material price increases.

- **Components Supplier Obtains Order to Stop TRO, Preventing Financial Loss**

We persuaded a judge to void a temporary restraining order against our client, a supplier of cast, forged, and machined components, that would have required our client to produce a bank of parts at a \$1 million loss.

- **Tier-1 Supplier Obtains Injunction Against Lower Supplier to Stop Sale of Business to Prevent Break in Supply Chain**

We successfully represented a Tier-1 supplier in connection with a threatened break in our client's supply chain due to a vendor's decision to sell the automotive portion of its business. We obtained an injunction against the sale until satisfactory substitute supply arrangements could be made.

- **Automotive OEM's Financing Arm Obtains Dismissal of \$300 Million Software Suit**

We defended the financing arm of an automotive OEM in a lawsuit brought by a vendor of leasing software claiming damages of \$300 million for inappropriate use of its software. Through a series of motions over more than four years, we achieved dismissal of all of the software company's claims against our client.

WORKPLACE ISSUES

- **Manufacturer Sued by Employee Under Whistleblower Law**

When an employee filed a state court whistleblower complaint against our client, a manufacturer of specialty building products, we successfully removed the lawsuit to federal court where we obtained dismissal of the employee's claim. The employee appealed to the Sixth Circuit, which upheld the lower court's dismissal of the lawsuit.

- **Automotive Roof Supplier "Right Sizes" North American Workforce While Avoiding Employment Claims**

We counseled a multinational supplier of automotive roof systems on strategy for staffing adjustments to its North American workforce, allowing our client to remain the right size to

efficiently satisfy customer demand, while avoiding employment claims.

- **Manufacturer Outsources Work Traditionally Performed by Union Members, Prevails at Arbitration**

When the union grieved a manufacturer's decision to outsource work that had traditionally been performed by union members, Bodman handled the arbitration. The arbitrator found that our client had complied with all relevant provisions of the labor agreement and upheld our client's prerogative to outsource as a means of addressing economic pressures.