



Exceptional service. Dykema delivers.



A world of automotive knowledge
Automotive Industry Group

www.dykema.com

California | Illinois | Michigan | Minnesota | Texas | Washington, D.C.

Automotive Industry Group

Dykema provides automotive OEM and supplier clients—public and private—with a full range of business services. Our more than 100 automotive attorneys have decades of industry experience, which gives us thorough understanding of the business issues faced by the automotive sector. What's more, clients benefit from our commitment to staying ahead of the pack in terms of industry trends, like autonomous vehicles, driver assist technology and evolving business practices. We not only are knowledgeable of big-picture issues, but also understand the day-to-day practical challenges facing our automotive clients. We make it a point to continually enhance our knowledge base by, for example, pursuing leadership roles and participating in industry-focused associations, in addition to advising our OEM and supplier clients on cutting edge issues.

By combining our intimate knowledge of the industry with our sharp legal focus, we help clients reduce risk, create opportunity, and partake in innovative and strategic business structures and relationships. Dykema's excellent breadth and depth of knowledge delivers strategic, timely, cost-effective and customized business services to our automotive industry clients. Our representation covers the business needs of the automotive industry, including antitrust and trade regulation, bankruptcy and creditor rights, commercial

litigation, commercial contracts, intelligent vehicle development, cross-border transactions, dealer relationship issues, distribution and joint venture issues, employee benefits and executive compensation issues, environmental government policy and lobbying, global mobility/immigration, intellectual property, mergers and acquisitions, privacy and data security, product liability litigation, securities, tax, and technology transactions.

Antitrust and Trade Regulation

Dykema's antitrust and trade regulation lawyers team with our automotive industry lawyers and clients to solve the complex issues relating to the regulation of competition and trade. Our broad wealth of experience includes structuring transactions, business relationships, sales practices and internal processes to avoid antitrust and trade regulation problems. We have also successfully represented clients in regulatory, arbitration and investigatory proceedings, as well as in state and federal court litigation throughout the United States. We are the team of choice for the automotive industry.

Bankruptcy, Insolvency and Creditors' Rights

Dykema delivers creative, practical and cost-effective solutions to the varied challenges confronting automotive industry clients in financially troubled situations.

Commercial Contracts and Agreements

Dykema's legal team is experienced in negotiating, drafting, reviewing and revising virtually every type of contract used in the automotive supply chain—from manufacturing and distributor agreements to supplier and service contracts, tooling and R&D supply contracts, and property or equipment leases. Whether an automotive business wants a customized supplier



agreement, a complex “strategic alliance,” or simply a review of its standard terms and conditions to ensure they comport with strong contracting practices and current law, we are the lawyers to call.

Commercial Litigation

With decades of experience in commercial litigation ranging from administrative actions to complex class actions matters, Dykema trial attorneys bring seasoned professionalism to the courtroom in business and commercial matters. Our strong commercial litigation practice includes arbitrators, mediators, trial and appellate counsel, and consultants. We have litigated disputes pertaining to commercial and business issues, contracts, warranties and Uniform Commercial Code issues, high stakes product recalls, class actions, securities, real estate, and many other matters. Our attorneys have been selected as national counsel for clients who have litigation exposure throughout the United States.

Helping our clients stay out of court by limiting or preventing liability is a key element of our approach to business disputes. To support fully our clients and their business needs, Dykema attorneys also explore the risks and benefits of cost-effective strategies, such as alternative dispute resolution, mediation and arbitration.

Cross-Border Transactions

We represent automotive companies headquartered throughout the world. Being deeply involved in the industry on this large-scale, global basis, we are uniquely positioned to provide our automotive industry clients with a full range of services and advice on cross-border transactions. With the increasingly global nature of the automobile industry, our abilities in this context are a real plus to clients.

Dealer Relationship Issues

Our experienced attorneys provide comprehensive counseling on the administration of dealer agreements and compliance with state dealer laws. We negotiate, draft and revise dealer and dealer startup agreements; advise on dealer prospecting and letters of intent and counsel on compliance with state laws in market representation actions (adding or terminating dealers). We have experience litigating dealer relationship issues (terminations, modifications, warranty claims, incentive claims) before state regulatory bodies and courts. Our practice emphasizes litigation strategies that focus on manufacturer goals rather than mere adherence to state and federal laws and regulations. Partnering with clients, we provide sound and pragmatic guidance on their dealer programs and relationships.

Distribution and Joint Venture Issues

Drawing on the experience and insights of colleagues from across the Firm, we offer exceptional assistance in distribution and joint venture issues. We advise clients on the formation and separation of the joint ventures; pricing issues, including those associated with joint pricing, resale pricing, price discrimination and price setting; integration issues arising in joint ventures; asset purchases; and dealer termination and exclusivity issues. We help clients identify joint venture opportunities and, in turn, provide them with the comprehensive set of services to form those ventures effectively and to run them successfully. Additionally, we assist clients in resolving disputes that may arise in distribution and joint venture arrangements.



Our more than 100 automotive attorneys have decades of industry experience, which gives us thorough understanding of the business issues faced by the automotive sector.

Employee Benefits and Executive Compensation

We effectively represent clients in both traditional and emerging areas of employee benefits law. We help clients design and/or administer pension, profit sharing, 401(k), money purchase pension, severance and medical plans and guide them in welfare benefit, executive and stock compensation, and fringe benefits issues. We are also experienced in structuring customized executive compensation packages that meet the specific needs of our clients.

Environmental

Our environmental lawyers have decades of experience representing OEMs and suppliers on regulatory, transactional and litigation matters. We have attorneys and lobbyists with extensive experience in environmental matters working from our offices located in California, Illinois, Michigan, Texas and Washington, D.C. Our environmental regulatory practice spans federal and state levels in site remediation (including specialization in large-scale Superfund cleanup projects) and permitting, enforcement and compliance counseling/auditing regarding air quality, waste management, water quality/resources, community right to know reporting and storage tanks.

We also have extensive experience assisting automotive clients on facility dispositions, decommissioning and redevelopment, including a keen knowledge of Brownfield project funding, undertaking due diligence and drafting/negotiating sale agreement terms for corporate and real estate transactions involving properties which are, or may be, impaired. Our environmental litigation work includes defending several OEMs and suppliers against claims by government and private parties for remediation, cost recovery, penalties, and property/natural resource damages concerning environmental conditions and regulatory requirements.

Global Mobility/Immigration

We help global manufacturers comply with U.S. immigration laws regarding the transfer of their foreign personnel to work in the U.S. In particular, we have more than 25 years of experience with the challenges of cross-border immigration assignments.

In mergers and acquisitions, we assist companies in their efforts to retain the immigration status of foreign personnel as well as to address worksite compliance challenges, including E-Verify. *Chambers USA* and *Chambers Global* have recognized members of our practice group for their expertise and service. Examples of other typical areas of service include: inadmissibility issues, waivers, consular processing, trusted traveler programs, labor certifications, nonimmigrant (e.g. Ls, TNs, Es, Hs, Os, etc) and immigrant visa strategies and compliance, agency audits, visa denials, security checks, administrative processing delays, etc.

Government Policy, Practice and Lobbying

Dykema helps our automotive industry clients formulate and execute efficient government policy strategies that get real-world results. Through our many years on Capitol Hill and working with many federal and state agencies, we have developed a deep and solid understanding of the inner workings of both the federal and state governments, and formed close relationships with many high-ranking officials, lawmakers and staff.



We maintain those relationships with integrity and credibility—which translates into substantial value to our clients.

Increasing numbers of automotive industry business leaders are coming to understand that to sustain long-term success in the marketplace requires not only compliance with existing laws, but also active participation in the formulation of future laws. It is no longer enough to jump through today's regulatory hoops while hoping they get no higher or tighter. Sound business practice demands businesses, industries and trade associations make their voices heard by lawmakers to influence the rules of the marketplace of tomorrow. We help our automotive industry clients amplify their political voices and achieve their important objectives.

Intellectual Property

Dykema's intellectual property attorneys have the breadth of legal, technical and scientific knowledge and experience, as well as the support of firmwide resources to counsel our automotive clients in all aspects of the procurement, management, and enforcement of intellectual property rights. Our attorneys deliver strategically focused solutions across the life cycle of intangible intellectual property assets for companies of any size, including patented inventions, trademarked brands and copyrighted works.

By helping clients protect their intellectual property assets, we help them achieve and maintain competitive market advantages. Our attorneys—many of whom are registered with the U.S. Patent and Trademark Office—draw on technical backgrounds in such diverse fields as mechanical, electrical and computer engineering; automotive and aerospace technologies; chemistry; biochemistry and molecular biology to provide exceptional representation to clients. Our range of IP legal services includes IP litigation, counseling and prosecution, as well as due diligence on intellectual property asset portfolios.

Intelligent Vehicle Development

Cutting-edge technologies are redefining the role of the automobile. Where it used to be solely up to drivers to avoid crashes, new technology is capable of warning drivers of upcoming dangers and assist drivers in avoiding collisions. In fact, intelligent vehicles will assume more and more traditional driver functions as the industry increasingly automates vehicle operations. Combined with emerging vehicle-to-vehicle and vehicle-to-infrastructure communications, the emerging automobile will dramatically change how we drive, as well as our driving environment. Dykema automotive industry professionals have been at the forefront of the regulatory, product liability, intellectual property, privacy, data security and ownership, and other legal issues raised by this new generation of automobiles.

Mergers and Acquisitions

We deliver customized solutions and comprehensive counsel on business transactions, including public and private mergers; private equity acquisitions and dispositions; stock and asset purchases and sales; spin-offs; acquisitions and divestitures involving ESOPs; leveraged buyouts; exchange and tender offers; proxy contests; divisional purchases and sales; and cross-border transactions involving businesses around the world.

Privacy, Data Security and E-Commerce

Dykema's Privacy, Data Security and E-Commerce practice navigates the complex and developing laws governing information technology and Internet services to help ensure data and products are well-protected and that applicable regulatory requirements are satisfied. Our knowledge has developed from years of experience representing software developers, providers of software tools and applications, website developers and other Internet services companies. We also have substantial experience advising companies planning to outsource information technology functions, as well as those pursuing transactions or entering disputes in the technology field. In this work, we have been on both

By combining our intimate knowledge of the industry with our sharp legal focus, we help clients reduce risk, create opportunity, and partake in innovative and strategic business structures and relationships.

the vendor and the user sides of the equation and understand each party's goals and viewpoints well—a key advantage for our clients.

We have significant experience representing clients regarding licenses, contracts and other agreements, including software licenses and development contracts, U.S. and international software distribution agreements, as well as counseling and compliance, including intellectual property protection of technology, electronic privacy matters, development of policies for electronic communications and computer use and advice on federal and state policies and regulations.

Product Liability Litigation

Recognized nationally by Chambers USA and Legal 500, Dykema's Product Liability Litigation Group stands up every day for what the men and women in the automotive industry do. We understand the complex competing considerations involved in product design and development, testing, integration, and manufacture, and we know how to win cases by explaining difficult scientific principles to judges and juries. This is what it takes to successfully represent automotive manufacturers and suppliers in product liability cases throughout the country. It is our passion.

Dykema's team of "tremendous" and "well prepared" litigators (*Chambers USA*) provides high-quality and high-value litigation, trial and appellate, and counseling services to the worldwide automotive industry, including automakers and Tier 1, 2 and 3 suppliers. We also help our clients avoid potential litigation, with proactive product development counsel and advice.

Our product liability lawyers represent clients in courts across the country in a wide range of complex, high-profile cases involving high-stakes product liability, class action and toxic tort claims. In addition to successfully defending at trial claims brought in some of the most challenging venues, Dykema is nationally acknowledged as a leader in case management and discovery counsel services.

Our defenses of even the toughest bet-the-company product liability lawsuits are predicated on our intimate knowledge of the technical features of our clients' products, automotive design and development procedures, governmental and industry standards and practices, access to expert witnesses and by our ability to quickly identify the key issues surrounding each claim. The result is a sustained record of bringing even the most challenging automotive-related product liability lawsuits to verdict in some of the nation's toughest jurisdictions.

Public Company

Our in-depth knowledge of the automobile industry makes Dykema a top choice for public companies in the industry. Dykema attorneys regularly advise our public company clients on the full range of compliance issues—from SEC requirements to Sarbanes-Oxley, and from stock exchange regulations to conflicts minerals disclosures, and corporate communications. We help clients fulfill the oft-changing myriad of reporting obligations imposed on public companies and are especially adept at recognizing the industry-specific factors and events that may trigger heightened disclosure obligations.



Being deeply involved in the industry on this large-scale, global basis, we are uniquely positioned to provide our automotive industry clients with a full range of services and advice on cross-border transactions.

Securities

Dykema counsels issuers, underwriters, selling agents and investors on issues involving virtually every type of public and private automotive-related securities transaction.

Supply Chain Management

We are intimately familiar with the varied contractual issues presented in all levels of the supply chain—whether involving purchase orders, single source or just-in-time contracts, terms and conditions disputes, distressed suppliers or customers, tooling and ER&D, or force majeure provisions. Our lawyers regularly review and modify standardized terms and conditions, helping to ensure our clients' purchase and sale conditions include the most comprehensive and practical legal protections. Moreover, we understand how critical timely delivery is to OEMs and downstream suppliers and help our clients avoid supply chain disruptions and manage them when they do occur, whether through contract negotiations or, if necessary, aggressive litigation.

Tax

Dykema tax lawyers craft strategic solutions to help our automotive clients reduce or defer their tax liabilities and comply with the evolving tax law landscape. We know how to structure economically sound, tax-efficient transactions. Our lawyers also represent clients in adversarial tax proceedings, including property tax appeals, and on legislative and regulatory projects before the tax-writing committees of Congress and the Treasury Department.

Technology Transactions

We represent automotive industry customers with sophisticated guidance and counsel for everything from financing technology purchases to protecting their own technological advances. Our lawyers are always up-to-date in their understanding of the technology industry, technology transactions and related legal

implications, which allows us to achieve innovative, market-driven solutions that meet specific client needs.

Our Firm

Dykema is a leading national law firm, serving business entities worldwide on a broad range of complex legal issues. For more than a century, Dykema lawyers have guided their clients through the myriad of legal challenges to success in the business world. As that world has become ever more sophisticated, international and technologically driven, we have kept a step ahead, giving our clients the edge they need to succeed.

Our attorneys provide the highest-quality legal services in a cost-effective manner from technologically advanced office environs and a fully mobile workforce. With more than 500 professionals with expertise in 65 practice areas in 15 strategically located offices, Dykema delivers.

The Dykema Difference

What distinguishes Dykema is our unparalleled commitment to client service delivered through our “my client, my partner” approach to the practice of law. When we say we “partner with our clients,” we do it. Our attorneys are passionate about knowing and understanding their client's businesses, their markets and their challenges. If it keeps you up at night, we don't sleep either. We are dedicated to doing everything within our power to help our clients achieve their goals. Through focused industry groups, our attorneys study their client's industries, from Automotive to Energy, from Hospitality and Gaming to Financial Institutions. Bottom line: we make it our business to know your business.

From the courtroom to the boardroom, and the conference room to the bargaining table, our lawyers deliver unparalleled service, outstanding results and exceptional value in every engagement.

In addition to successfully defending at trial claims brought in some of the most challenging venues, Dykema is nationally acknowledged as a leader in case management and discovery counsel services.



Exceptional service. Dykema delivers.

Dykema is a leading national law firm, serving businesses worldwide on a wide range of complex business issues. For outstanding results, unparalleled service and exceptional value: Dykema delivers.

Unparalleled Service

Dykema stands behind its promise of superior service with a comprehensive set of principles and approaches developed consistent with the Association of Corporate Counsel's Value Challenge and our own century of experience. Dykema's client service commitment is our pledge not to meet, but to exceed, client expectations.

Outstanding Results

Our litigators are widely known as fierce and successful advocates. They are the "go to" trial lawyers for businesses and have successfully handled virtually every type of civil dispute. Our transactional lawyers are equally as well known for their tenacity, practicality and excellence in achieving client goals. Simply put, Dykema delivers.

Exceptional Value

Our vast experience, sophisticated level of practice and industry-leading technology synergize to provide Dykema the ability to give our clients the fullest range of services at exceptional value without jeopardizing quality or effectiveness. Our professionals, in turn, turn that ability into reality, delivering extraordinary value to every client in every engagement.

Dykema is committed to delivering clients the best in service, results and value, and that is what Dykema delivers: our best, today, tomorrow and every day. That is the Dykema difference.