

# Welcome

— Foley | Linklaters Client Roundtable —

In a world of the Internet of Things, combined with ever-increasing regulatory scrutiny, what risks and challenges can the global automotive industry expect to deal with in 2018 and beyond across Europe, China, and the United States?

Thank you for joining us today for a roundtable discussion and networking reception which we are hosting jointly with the international law firm, Linklaters.

We will review the major developments in law, policy and M&A impacting the automotive industry over the past year and look ahead to what the future may bring.

Again, thank you for joining us. We hope you find today's program both interesting and informative.

## Future of the Automotive Sector in Europe, China and the United States

Foley & Lardner LLP Detroit Office | Tuesday, April 10, 2018 | 2:00 – 6:00 p.m.

# Agenda

— Foley | Linklaters Client Roundtable —

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| 2:00 p.m.        | Welcome<br><b>Steve Hilfinger, Partner, Foley &amp; Lardner LLP</b>   |
| 2:00 – 2:40 p.m. | Major recent cartel claims in respect to automotive parts in Europe<br><b>Bernd Meyring, Partner, Linklaters LLP</b>  |
| 2:40 – 3:20 p.m. | Key cooperation models emerging in tech M&A around the world<br><b>Steve Hilfinger, Partner, Foley &amp; Lardner LLP</b><br><b>Richard Gu, Partner, Linklaters LLP</b><br><b>Pierre Tourres, Partner, Linklaters LLP</b>                                    |
| 3:20 – 3:40 p.m. | Break   |
| 3:40 – 4:20 p.m. | Licensing challenges related to standardized technologies for connected vehicles<br><b>Pauline Debré, Partner, Linklaters LLP</b>   |
| 4:20 – 5:00 p.m. | Development of law and policies on electric and autonomous vehicles across the globe<br><b>Nick Englund, Special Counsel, Foley &amp; Lardner LLP</b><br><b>Richard Gu, Partner, Linklaters LLP</b><br><b>Ruth Knox, Managing Associate, Linklaters LLP</b> |
| 5:00 p.m.        | Closing Remarks and Networking Reception<br><b>Steve Hilfinger, Partner, Foley &amp; Lardner LLP</b>  |

## Future of the Automotive Sector in Europe, China and the United States

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**Steven H. Hilfinger***Partner***Foley & Lardner LLP**

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Steve Hilfinger is a partner and business lawyer with Foley & Lardner LLP. He has more than 25 years of transactional and finance experience, including representing private and public companies, senior lenders, mezzanine lenders and borrowers, venture capital funds and private equity funds, automotive suppliers and other manufacturers. Mr. Hilfinger focuses his practice in corporate and securities law matters, including mergers and acquisitions, corporate restructurings, private equity and venture capital transactions, debt and equity finance transactions, business formation and corporate governance, general corporate and contract counseling and government and public affairs matters. Mr. Hilfinger recently returned to Foley after serving three and a half years as a senior advisor to Governor Rick Snyder in the State of Michigan.

**R. Nicholas Englund***Special Counsel***Foley & Lardner LLP**

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Nicholas Englund is special counsel and business lawyer with Foley & Lardner LLP, and a member of the firm's NHTSA & Motor Vehicle Safety Practice. Mr. Englund focuses his practice on federal motor vehicle safety law. He represents motor vehicle manufacturers and major parts suppliers on National Highway Traffic Safety Administration issues, including advising on safety-related and noncompliance recalls, investigations and enforcement proceedings, compliance with Federal motor vehicle safety standards, rulemaking proceedings, FOIA and confidentiality matters, and other compliance issues under the Motor Vehicle Safety Act, TREAD Act, and implementing regulations.

**Mark A. Aiello***Partner***Foley & Lardner LLP**

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Mark A. Aiello is a partner and co-chair of the firm's Automotive Industry Team. He is recognized by Chambers USA as a leading lawyer nationwide who represents companies in the automotive industry. Mr. Aiello focuses on business transactions and commercial litigation, including supply chain agreements and litigation, product development and protection, as well as warranty and recall litigation. His experience includes serving as lead counsel in connection with business acquisitions and divestitures, as well as with regulatory, real estate, construction, franchise and distribution, surety and insurance, shareholder, and governance matters. He also has represented clients in arbitration and appellate proceedings, including before the state supreme court.



### Dr. Bernd Meyring

*Partner, Brussels*

**Linklaters, LLP**

Dr. Bernd Meyring is a partner at Linklaters LLP in Brussels. He specialises in competition law and related litigation, in particular in the area of merger control and cartel investigations. He has significant sector expertise in the automotive, retail, food and beverages, machinery, pharma, consumer electronics and branded consumer goods areas. He was a global sector leader for retail for four years and is currently co-leading the global Linklaters automotive sector team. In the automotive sector, his recent mandates include advising:

- **Volkswagen** on its acquisitions of MAN, Scania and Ducati as well as related matters
- A **supplier of automotive components** on the EC's car parts investigation
- **Continental** on its acquisition of Hornschuch and its current joint venture project with Osram
- A **manufacturer of car glass** on the EC's investigation and related litigation in the EU's, the UK's and Germany's courts

Bernd is a member of the Executive Committee of the College of Europe's Global Competition Law Centre. He teaches European competition law at the University of Frankfurt/Main in Germany. He is widely published, a frequent speaker at conferences and recognised as a leading competition lawyer by all major directories. Bernd is currently serving as the managing partner of the Linklaters offices in Brussels and Antwerp.



### Richard Gu

*Senior Consultant, Shanghai*

**Linklaters, LLP**

Richard specialises in China-related inbound and outbound M&A work. He is one of our global auto sector leaders. His auto sector experience includes advising:

- **Cevian Capital** on its sale of its entire shareholding in AB Volvo to Zhejiang Geely Holding Group
- **SAIC's Yanfeng Automotive Trim Systems** on its US\$8.5bn global automotive interiors joint venture (the world's largest automotive interiors supplier) with Johnson Controls
- **AB Volvo** on its RMB 5.5bn acquisition of 45% of the Chinese automotive manufacturer, Dongfeng Commercial Vehicles
- **SAIC Motor** on its investment in the General Motors initial public offering
- **SAIC Motor** on its joint venture with General Motors in India
- **Volvo Construction Equipment** on its acquisition of a majority stake in Shandong Lingong Construction Machinery

Richard is qualified in China. He also has certified public accountant and certified tax advisor qualifications. Richard is fluent in Mandarin and English.



### Pierre Tourres

*Partner, Paris*

**Linklaters, LLP**

Pierre is a partner in our Corporate/M&A group based in Paris. He advises corporate clients on public and private M&A transactions and corporate restructurings. He has particular experience on international transactions involving sensitive sectors or complex legal issues. He advises a diverse base of clients, including major banks, pharmaceutical companies, large industrial players and companies in the consumer sector. Pierre is co-head of the global Linklaters Automotive sector team. Recent transactions include advising:

- **Peugeot SA** on the disposal of Citer and Atesa to Enterprise
- **Linamar Corporation** on the public tender offer for all the outstanding shares of Montupet
- **PSA Peugeot Citroën** on the sale and strategic alliance with Mahindra & Mahindra on PSA Peugeot Citroën scooter business
- **Sierra Wireless** on the acquisition of Wavecom by way of public tender offer, of Mobiquithings and of the M2M business of Sagemcom
- **Sanofi** on the €83m divestiture of a portfolio of select consumer healthcare products in certain European territories to Ipsen
- **Bank of America Merrill Lynch** in connection with the public offer made by Safran for Zodiac Aerospace
- **Cegid** in the €580m tender offer by funds advised by Silver Lake and Alta One
- **CGG**, a leading geosciences services provider, on one of the largest ever restructurings of a French listed company
- **Casino Guichard-Perrachon** on the €1bn disposal of its Vietnamese business operations to Central Retail Corporation Limited
- **Holcim** on the merger with Lafarge
- **Sperian Protection** on the public takeover by Honeywell Inc. Pierre is admitted to practice in France and New York State.



### Ruth Knox

*Managing Associate, London*

**Linklaters, LLP**

Ruth Knox is a Managing Associate in the Environment and Climate Change practice. Since joining the Linklaters automotive sector team, Ruth has led the development of the firm's practice in respect of electric and autonomous vehicles. Her practice encompasses the allocation and management of environment, health and safety and product-related risks and liabilities in large scale M&A transactions. Notable transactions where she has taken a lead advisory role include the €6.825 billion sale of Unilever's global spreads business and the sale of four distribution networks as part of a hive-down and share sale by National Grid. She is also one of the firm's experts on a number of product and energy regulatory areas including the Construction Products Regulations, the EU REACH Regulation, the EU Energy Efficiency Directive and UK mandatory carbon reporting.

She combines strong technical ability with great people skills; enhancing team spirit and client relationships.



### Pauline Debré

Partner, Paris

Linklaters, LLP

Pauline heads the Intellectual Property and Technology, Media and Telecommunications practice of Linklaters in Paris. Pauline has been involved in national and cross border patent litigations, notably in various industrial sectors: automotive, defense, telecommunications. Pauline has also gained a strong experience advising and assisting clients with trademarks, designs and models, copyright, unfair competition and parasitism litigation, as well as with negotiating and drafting contracts related to intellectual property rights (licences, assignments, R&D agreements, co-existence agreements). Pauline works in close connection with our antitrust experts across Europe and the U.S. in response to the growing influence of antitrust considerations in patent strategies. Pauline has notably been involved in several matters involving SEP and FRAND issues, notably:

- **Advising and assisting a company specialised in the development of M2M equipment and services** in a dispute related to essential patent licences covering 2G and 3G standards – Co-ordinating a team comprising competition, IP and arbitration specialists from Europe, U.S. and China, filing a Complaint with the EU Commission, the FTC and the ETSI, representing the company in two arbitration proceedings (ICC London)
- **Assisting a company in the IT and multi-media sector** in a patent dispute relating to four patents covering the MPEG audio technology (MP3 standard) counterclaim for revocation and defence on infringement (non-essential defence and non-infringement defence) Other relevant experiences include advising:
  - **A group specialising in cars' auction services** in a dispute related to the interpretation of trademarks and trademark names coexistence agreement a company specialised in the development of defence, security and aerospace systems in a patent infringement action related to a submarine neutralisation device
  - **Peugeot** in the context of the selling of its scooter business to Mahindra
  - A **mechanical and engineering group** in the course of a bidding process for purchasing the defence activity of a major automotive group
  - A **global supplier of engineering solutions for the railway industry** in relation to a patent litigation relating to a braking system for high-speed trains in France, Germany and Italy
  - A **leading manufacturer of automatic pool robots** in several patent infringement actions and expertise on the assessment of damages

Pauline is an active member of AIPPI (Co-Head of the Standing Committee on Patents and Standards, Co-Head of the French Patent Commission), LES and EPLAW.



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