

Hogan
Lovells

Automotive and Mobility

M&A Capabilities

Automotive and Mobility M&A Capabilities

Driving the way forward

Our capabilities in automotive and mobility M&A are unmatched

Our M&A partners are recognized for executing transactions that are transformational for the automotive and mobility sector as a whole, drawing upon and complementing the experience of our leading global industry sector team of corporate, finance, government regulatory, intellectual property, and dispute resolution lawyers who regularly advise automotive and mobility clients on the legal issues driving the industry today, tomorrow, and beyond.

Our automotive and mobility clients include:

- Original Equipment Manufacturers
- Suppliers
- Distributors of Parts and Components
- Finance Providers
- Emerging Technology Companies

500+

M&A lawyers globally

300+

Automotive and mobility lawyers globally

US\$500bn+

M&A transactions worldwide 2015–2018

>75%

Represent over 75% of automotive companies* on *Fortune's* Global 500 list for 2017

Understanding your business

The automobile transformed life in the 20th century, and now the requirements of life today are transforming motor vehicles. The promise of autonomous driving, connected cars, and artificial intelligence will continue to move the automotive industry forward – with an emphasis on mobility.

Participants in the automotive and mobility sector are looking to M&A opportunities and other strategic corporate transactions to keep pace, as evolving consumer preferences and technological change bring both incredible opportunity and considerable risk.

In the current environment, established OEMs are investing in technology-driven start-ups, traditional supply chains are being disrupted, rivals are entering into cooperation and joint development arrangements, and industry leaders are engaging in corporate restructurings.

We advise clients across the automotive and mobility industry sector on the transactions that reflect, drive, and shape regulations and policies in an evolving marketplace, as industry members compete in a race just beginning.

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The Hogan Lovells team delivered an M&A capability that was second to none. The team worked tirelessly alongside [our] team. They were our partner every step of the way in structuring, negotiating, and implementing a transaction of extraordinary breadth and depth.

Group vice president and general counsel of a leading automotive company

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Select Engagements

Argo AI

We advised Argo AI, an artificial intelligence company, on its acquisition of Princeton Lightwave, Inc., a leader in research and commercial application for light detection and ranging (LiDAR) technology.

This acquisition accelerates Argo's mission to develop self-driving cars at a price and production level for scale. Princeton Lightwave's engineering capability and LiDAR technology will help Argo improve location and detection capabilities and safety.

An M&A team from our Washington, D.C. and Silicon Valley offices led this transaction. Our M&A team was supported by lawyers from our commercial, employee benefits, government contracts, IP, labor and employment, litigation, real estate, tax, and other regulatory practices.

Daimler

We advised Daimler on its entry into a 50-50 joint venture with BMW to unify certain of the companies' services regarding car sharing, ride-hailing, parking, charging, and multimodality.

This mobility services partnership is anticipated to allow Daimler and BMW – both pioneers in automotive engineering – to help shape the future of mobility, grow an important new business model sustainably, and enable rapid global scaling of those services.

An M&A team from our Dusseldorf and Munich offices led this transaction and was supported by lawyers from our antitrust, commercial, employment, finance, IP, real estate, tax, and other regulatory practices.



Executing automotive and mobility transactions around the globe

Affinia Group on its US\$1.325bn sale to MANN+HUMMEL HOLDING GmbH.

Audi, BMW, and Daimler on their purchase, as a consortium, of the HERE mapping business from Nokia.

AutoLogic Holdings on the sale of Walon France to existing members of the Walon France management team.

BPI Holdings International, parent company to Brake Parts Inc., and its shareholders on its sale to a group of investors led by private equity firm Torque Capital Group.

The management of **British Car Auctions** on its £1.2bn sale to Haversham Holdings.

Corning on its acquisition of a Chinese manufacturer of substrates for automobile catalytic converters.

Daimler on several M&A transactions and investments, including on its acquisition of RideScout and on the subsequent internal reorganization of Ridescout and GlobeSherpa, now known as moovel North America.

Dana Incorporated on its acquisition of Brevini Group's global power transmission and fluid power businesses.

Dedienne Plasturgie and Perfectis Private Equity on the acquisition of Meca-Teno (JCB), a company specializing in plasturgy technologies for automotive parts.

FlixMobility on the merger of FlixBus with MeinFernbus, the acquisition of certain intellectual property and social media assets from Baltour, and on an arrangement between FlixBus Italia and Baltour to jointly manage certain lines and routes of passenger coaches.

Ford on several transactions, including its US\$1.8bn sale of Volvo Cars to China-based Zhejiang Geely Holding Group Co., Ltd. and on its US\$2.3bn sale of Jaguar and Land Rover to India-based Tata Motors Limited.

Ford Smart Mobility on a series of investments and acquisitions to capture emerging opportunities in mobility, connectivity, autonomous vehicles, customer experience, and data and analytics.

Guangzhou Automobile Group Company on its establishment of a strategic alliance with Uber China, along with other various outbound acquisition and investment transactions in Germany, the UK, and the United States.

HDPCI, the Hong Kong-based manufacturer of turbo parts and aluminum brakes, on its sale to Le Belier SA.

HgCapital on the sale of FTE Automotive Group to PAI Partners.

Ingersoll-Rand on the sale of its compact construction vehicles division in the Czech Republic, including an intra-company restructuring, as part of a worldwide US\$4.9bn project.

Investindustrial on the sale of Goldcar to Europcar Mobility Group, the European leader in vehicle rental services.

Kingdom Holding Company on its minority investment in Lyft.

Marujun on the sale of Indiana Marujun, the U.S.-based company engaged in providing automotive parts for Honda of America, to TOA Industry.

Mitsubishi Corporation and **GS Yuasa International** on the establishment of a joint venture with Robert Bosch GmbH.

Mitsubishi Motors on its sale of the NedCar business in The Netherlands, the largest (and only large-scale) car manufacturer in The Netherlands.

Oyat Invest on its acquisition of Treves SA, alongside Fern Acquisitions.

Renault on the acquisition of 50 percent of Renault Finance.

TE Connectivity on the acquisition of the connector business of Xiamen Delixing Electric Equipment Co., Ltd. and Xiamen SIBAS Connectors Co., Ltd. from their Chinese founders.

Tomkins/Gates with a series of equity or asset acquisitions of certain Chinese auto part and components businesses as well as advising on joint ventures and wholly foreign-owned enterprises.

Vodafone on its US\$262m acquisition of Cobra Automotive Technologies.

The supervisory board of **Volkswagen** on the €11.4bn merger with Porsche.

Wabash National Corporation on its US\$364m acquisition of Supreme Industries.

Wise SGR on the acquisition of Util Industries, a world leader in the production and sale of brake shoes and disc brake backing plates, with plants in Italy, Canada, Mexico, and China.

Woodward on the acquisition of German L'Orange GmbH from the Rolls-Royce group, in addition to the acquisition of L'Orange's operations in the U.S. and China.

Jaguar Land Rover

We advised British luxury automobile manufacturer Jaguar Land Rover UK on the launch of a distribution subsidiary in Mexico.

Having previously relied on importers, this move brings the iconic JLR brand into one of Latin America's largest and most important markets and offers local customers advantages through local sales strategies, greater availability of vehicles, and competitive pricing.

A cross-office team of M&A lawyers from Mexico City, Monterrey, and Washington, D.C. advised on this transaction with support from lawyers in our environmental, international trade, labor and employment, regulatory, and tax practices.

NEoT Green Mobility

We advised NEoT Capital, EDF, CDC, Mitsubishi Corporation, and Forsee Power on the formation of NEoT Green Mobility, a joint venture launched to provide funding for distributed renewable energies and electric mobility in France and around the world.

In partnership with selected companies, NEoT Green Mobility will provide local authorities and sector players with turnkey electric mobility solutions with the potential to cover any kind of transport, including for the autonomous mobility market.

Our M&A team from Paris led this transaction, supported by lawyers from our commercial, IP, tax, insurance, employment, finance, and government contracts practices.

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Also when it comes to issues of the future, such as the driverless car, HL is one of the leading players in the market.

This is where the law firm brings together industry competence and regulatory expertise.

JUVE Handbook, 2016/2017

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Breadth and depth

Solving problems efficiently

We work across practice areas to provide our clients with the full range of legal capabilities necessary to achieve success in automotive and mobility transactions.

Corporate

- Capital markets
- Commercial
- Corporate governance
- Executive compensation, employee benefits, and share incentives
- Real estate
- Tax
- Transfer pricing

Finance

- Blockchain and DLT
- Business restructuring and insolvency
- Financial services

Intellectual property

- IP and technology transactions
- Patents
- Trademarks and brands

Litigation and arbitration

- Commercial litigation
- Consumer law
- Employment
- International arbitration
- Labor and union relations
- Motor vehicle franchise and distribution
- Product liability and class actions

Regulatory

- Antitrust and competition
- Environment and natural resources
- Government relations and public affairs
- International trade and investment
- Privacy and cybersecurity
- Transportation

150+

A&M lawyers in the Americas

150+

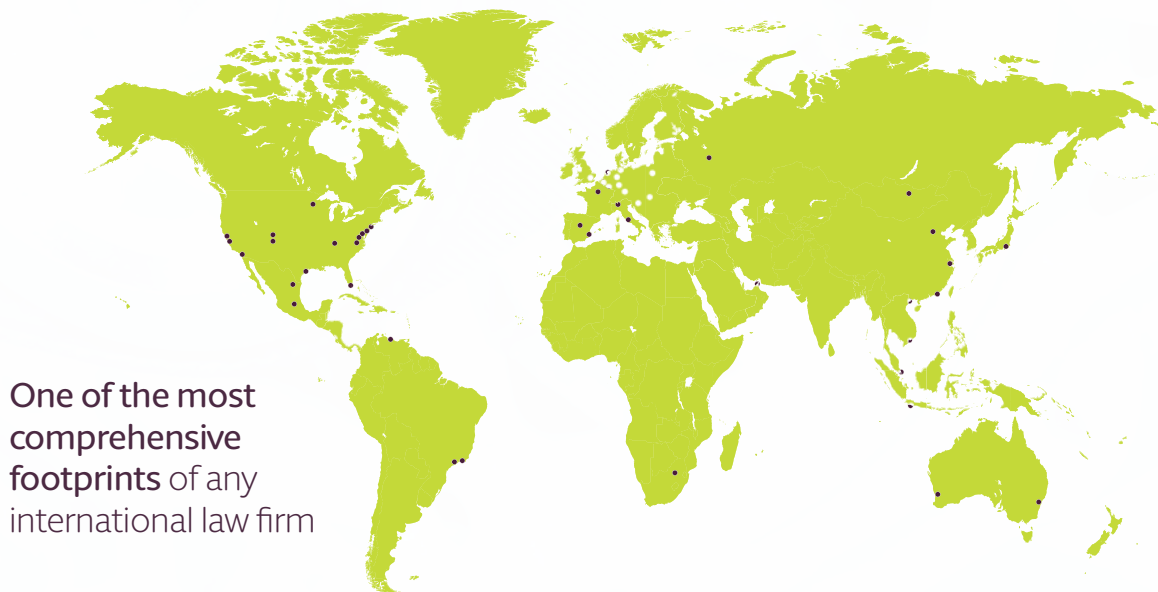
A&M lawyers in the UK, Europe, the Middle East, and Africa

35+

A&M lawyers in Asia Pacific

We deliver a global impact and presence. Our automotive and mobility reach is vast, and our lawyers work in the backyards of the industry's biggest players.

45+ offices on six continents



One of the most comprehensive footprints of any international law firm

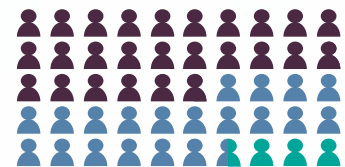


One firm worldwide built on strong relationships



One of the top three firms GCs love most in the 2016 BTI Power Rankings

2,800+ lawyers worldwide



Americas (52%)
London and Central Europe (41%)
Asia-Pacific and Middle East (7%)

Global M&A at Hogan Lovells

Our mergers and acquisitions practice is built upon four pillars. Technical excellence. Industry knowledge. Full-service capabilities. Global reach. These resources, taken together, allow us to provide our clients with world-class support on their transactions.

We are ranked among the Top 10 law firms in the world for M&A, based on the value and volume of deals on which we have advised across Europe, the United States, and Asia-Pacific, and within the United Kingdom, France, Germany, and Russia.

We put our clients first, delivering attentive, client-focused services wherever and whenever needed.

Technical excellence

Executing transactions effectively

Our M&A lawyers are recognized as leaders in their field. We provide the highest quality work product to our clients. We help our clients innovate with cutting-edge M&A strategies that enable them to lead the way in their industries, and partner with their financial advisors to maximize their success. We invest in ongoing training of our M&A lawyers to stay on top of market trends and developments. Our M&A group includes lawyers who have been recognized as *American Lawyer* Dealmakers of the Year, FT Innovative Lawyers, and have been lauded in numerous other awards.

Industry knowledge

Understanding issues in regulated industries

We understand the industries in which our clients operate and have organized our law firm to foster that understanding. Our M&A practitioners serve as members of Industry Sector Groups composed of corporate, commercial, and regulatory lawyers who immerse themselves in specific industries. These groups include lawyers with high-level government and industry backgrounds in their relevant sectors. Our multidisciplinary industry focus enables us to identify, and even anticipate, regulatory changes, market dynamics, and trends that can impact our clients' business transactions.

Top 10 M&A rankings

Source: Thomson Reuters, Mergermarket



Global



United Kingdom



Europe



Germany



United States



France

Full-service capabilities

Solving problems, on time and efficiently

We offer the full range of legal capabilities necessary to achieve success in your transactions, on time and efficiently. Whether a transaction gives rise to antitrust review, employee benefit considerations, intellectual property safeguards, tax-efficient structuring, or other issues, our M&A team can draw upon over 50 practice areas across our firm. We work together across practice areas and offices, leveraging the transactional knowledge and subject matter experience of our lawyers to provide our clients with seamless support.

Global reach

Worldwide reach, with local knowledge

Our M&A practice extends across the world's major commercial centers and emerging markets. We continuously assess our geographic capabilities and growth plans, not only in light of where business is, but where business is heading. With 500 M&A lawyers in over 45 offices across Africa, Asia, Australia, Europe, Latin America, the Middle East, and the United States, our global reach ensures that we can help with inbound, outbound, cross-border, and domestic M&A, wherever a deal takes our clients.

Alicante
Amsterdam
Baltimore
Beijing
Birmingham
Boston
Brussels
Budapest
Colorado Springs
Denver
Dubai
Dusseldorf
Frankfurt
Hamburg
Hanoi
Ho Chi Minh City
Hong Kong
Houston
Jakarta
Johannesburg
London
Los Angeles
Louisville
Luxembourg
Madrid
Mexico City
Miami
Milan
Minneapolis
Monterrey
Moscow
Munich
New York
Northern Virginia
Paris
Perth
Philadelphia
Rome
San Francisco
São Paulo
Shanghai
Shanghai FTZ
Silicon Valley
Singapore
Sydney
Tokyo
Ulaanbaatar
Warsaw
Washington, D.C.
Zagreb

Our offices
Associated offices

"Hogan Lovells" or the "firm" is an international legal practice that includes Hogan Lovells International LLP, Hogan Lovells US LLP and their affiliated businesses.

The word "partner" is used to describe a partner or member of Hogan Lovells International LLP, Hogan Lovells US LLP or any of their affiliated entities or any employee or consultant with equivalent standing. Certain individuals, who are designated as partners, but who are not members of Hogan Lovells International LLP, do not hold qualifications equivalent to members.

For more information about Hogan Lovells, the partners and their qualifications, see www.hoganlovells.com.

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