The firm's technical and automotive industry expertise and experience, pragmatism and responsiveness, and the results achieved, have made Honigman lawyers an important partner to our in-house legal department.

Valeo, Inc.
Troy, Michigan

For manufacturers and suppliers alike, a smooth-flowing supply chain is critical to maintaining the pulse of business. No matter the geography or the industry—automotive, technology, manufacturing, aerospace, consumer products, healthcare, or defense—success in the development and delivery of goods and services is dependent on a robust contractual infrastructure. With decades of experience advising multinational public corporations—some with annual purchasing budgets that exceed the gross national product of many countries—as well as private middle-market and smaller businesses, Honigman’s Commercial Transactions team possesses the judgment, experience, and skill necessary to meet our clients’ mission-critical challenges head on.

We understand the complex and interdependent relationships between manufacturers, suppliers, equity holders, strategic partners, financiers, and customers, and we identify and address potential issues to minimize risk while furthering opportunity. When problems do arise, we provide around-the-clock strategic and tactical counsel at every step. We also understand that no one size fits all. We develop a deep appreciation for our clients’ unique objectives, industries, and competitive landscapes and tailor cost-effective solutions. Our practice is strengthened by our value-driven culture of cross-functional collaboration within the firm.

Our practice includes international, large-scale, and day-to-day transactions in the following areas of focus:

**Commercial Law and Agreements**

We help clients negotiate and document complex commercial agreements, including:

- Long- and short-term procurement agreements and contracts for the sale of critical goods and services
- Research and development agreements
- Joint ventures, teaming, and strategic alliance agreements
- Contracts with insolvent and bankrupt customers and suppliers
- Standard contract terms and conditions
- Bailment and warehousing agreements
- Tooling and specialty equipment agreements
Commercial Transactions (Cont)

- Shipping, logistics, and distributorship agreements
- Outsourcing agreements

**Troubled Supplier Management**

For decades we have been at the forefront of the art of negotiating agreements between OEMs and their financially troubled suppliers; we developed and standardized the key agreements that are widely used to stabilize troubled businesses and support the interrelated needs of all constituencies—customers, suppliers, lenders, and equity. Given the just-in-time nature of the automotive and other manufacturing industries, we develop, draft, and negotiate the contractual framework necessary to ensure the continuity of supply and, consequently, business operations.

**Distressed Mergers and Acquisitions**

Mergers, acquisitions, and dispositions may offer an effective solution to manage troubled businesses and their assets. We work closely with members of our Bankruptcy, Reorganization, and Creditor Rights practice to quickly and efficiently negotiate and complete distressed transactions. We regularly advise clients, including stalking-horse buyers, regarding purchases and sales under the Bankruptcy Code and with respect to Article 9 proceedings.

**Restructurings and Workouts**

We provide full-spectrum counsel in out-of-court restructurings, liquidations, receiverships, and other arrangements, to address:

- Liquidity problems
- Troubled financing arrangements
- Supply continuity
- Contingency preparation
- Distressed company disputes
- Liquidations, receiverships, and other arrangements

We help troubled borrowers negotiate financing agreements, including forbearance agreements, loan amendments, replacement financing, and inter-creditor arrangements.

**Export Compliance**

We regularly assist clients in navigating the complex laws and regulations that govern the control and export of commercial, dual-use, and military goods and technology, including the International Traffic in Arms Regulations and Export Administration Regulations, and in addressing economic sanctions and embargoes by the U.S. Department of the Treasury’s Office of Foreign Assets Control and other government agencies in numerous areas, including:

- Developing and implementing customized export compliance programs
- Preparing and submitting registration statements, commodity jurisdiction and classification requests, and export license applications and agreements
We also represent businesses in enforcement matters, including internal investigations and voluntary disclosures of violations, and defending civil and criminal enforcement proceedings.

**Minority and Women-Owned Businesses**

We advise qualified business and their constituents with respect to the creation of certified business entities—including businesses owned by women, minorities, and others—to help position them to benefit from related customer and government incentives. We also assist in the development of the policies and procedures necessary to meet the rigorous requirements of these diversity incentives and programs.