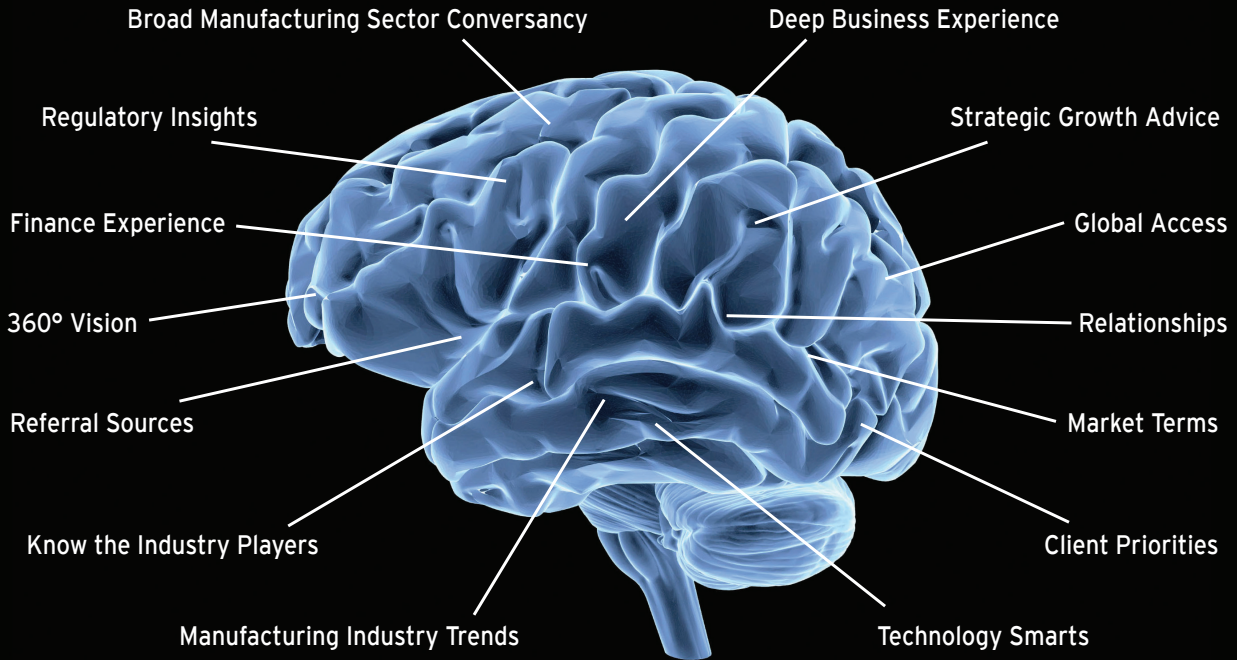


INSIDE THE MIND OF THE DUANE MORRIS DEAL LAWYER



Duane Morris represents manufacturers in nearly every industry, including aerospace and defense, automotive, chemicals and gases, electronics, semiconductor, pharmaceuticals, retail products, heavy machinery, telecommunications and more. With our national footprint, as well as an international presence, Duane Morris has the capabilities and network to assist manufacturers on a global scale.

RANGE OF SERVICES

- ▶ CORPORATE
- ▶ FINANCE
- ▶ LITIGATION
- ▶ INTELLECTUAL PROPERTY
- ▶ LABOR AND EMPLOYMENT
- ▶ TAX
- ▶ REAL ESTATE
- ▶ PRODUCTS LIABILITY
- ▶ ENVIRONMENTAL
- ▶ BANKRUPTCY AND REORGANIZATION

Chambers
AND PARTNERS

THE 2021 CHAMBERS AND PARTNERS GUIDES recognized 37 Duane Morris practice areas

with citations for excellence in Banking & Finance, Bankruptcy/Restructuring, Construction, Corporate, Intellectual Property, Labor & Employment, Litigation, Real Estate and Cannabis Law, among others.

EXAMPLES OF OUR MANUFACTURING WORK

Corporate

- ▶ Represented private equity firm **CLARION CAPITAL PARTNERS** and its portfolio company Lenox Corporation in Lenox's successful \$22.2 million bid in the U.S. Bankruptcy Court for the District of Massachusetts to acquire, in a Chapter 363 sale, substantially all the assets of Reed and Barton Corporation, a prominent American silversmith manufacturer.
- ▶ Represented a specialty lender in connection with a \$5 million asset-based revolving loan and \$70 million term loan to a manufacturer of pharmaceutical products.
- ▶ Represented a bank in connection with a \$4.5 million asset-based revolving loan and \$31 million term loan to a manufacturer of precision machined components.
- ▶ Represented national lender in connection with \$40 million of secured loans to a jewelry manufacturing company.
- ▶ Represented a privately-held biometric fingerprint sensor designer and manufacturer in connection with private financings in excess of \$80 million.
- ▶ Represented **CALUMET ARMATURE & ELECTRIC, LLC**, an Illinois-based provider of design, manufacturing, assembly and repair services of electric motors for the industrial and mass transit markets, in the sale of all its membership interests to a wholly-owned subsidiary of Integrated Electrical Services, Inc. (NASDAQ: IESC).
- ▶ Represented **PRICOA CAPITAL GROUP** in connection with its €30 million debt and equity investment in AMA SpA, which engineers, manufactures and distributes components and accessories primarily for agricultural machinery and off-highway vehicles, as well as for gardening equipment.
- ▶ Represented a private equity fund in the purchase of the assets of MSA, Inc., and the stock of FCL, Inc. and related companies engaged in the manufacture and sale of aircraft windows.

- ▶ Closed on behalf of **HPI DIRECT, INC.**, a company specializing in the design, manufacture and distribution of uniforms and corporate apparel, the sale of substantially all of its assets to Superior Uniform Group, Inc. (NASDAQ: SGC) for aggregate consideration in excess of \$32.5 million.
- ▶ Represented a national door manufacturer in a \$700 million recapitalization.
- ▶ Represented **WRIGHT MEDICAL TECHNOLOGY, INC.** in the acquisition of an orthopedic ankle system from a Netherlands-based owner and manufacturer, including post-acquisition European manufacturing and distribution agreements.
- ▶ Acted as Special U.S. Gaming Regulatory Counsel to **UBS AG, STAMFORD BRANCH** in connection with a \$1.3 billion syndicated loan to a gaming equipment manufacturer to fund an acquisition.

Litigation

- ▶ Obtained confidential settlement on behalf of a multinational manufacturer of environmental controls against a major global oil company in a contract dispute in federal court in California, stemming from the design and supply of a pollution control system for the company's largest domestic refinery located in Indiana, and which involved highly technical issues of computerized modeling and combustion.
- ▶ Represented a client in connection with false advertising class action claims made against major athletic shoe manufacturer, which made coverage and bad faith claims under an eRisk Protection Policy.
- ▶ Lead trial counsel for a global medical device manufacturer related to its "metal on metal" hip implant system. Hundreds of cases are part of a medical device litigation being handled in the U.S. District Court in the Northern District of Georgia and consolidated matters in the state court of California.

Intellectual Property

- ▶ Represented **POPEYES LOUISIANA KITCHEN, INC.** in connection with the purchase from Diversified Food and Seasonings Inc. ("Diversified") for \$43 million of the recipes and formulas for Popeyes' core products and a long-term supply agreement for Diversified to manufacture and supply these core products and certain other products to Popeyes.
- ▶ Represented a national appliance manufacturer, **MAYTAG**, on appeal in affirming summary judgment in a products liability case.
- ▶ Represented defendant **ION AMERICA LLC** in a patent infringement matter relating to the method and apparatus for diagonal processing of video data, the method and apparatus for video data compression, and the system, method and article of manufacture for decompressing digital camera sensor data.
- ▶ Represented **KYOCERA COMMUNICATIONS**, a Japanese manufacturer of mobile phones, in a patent infringement suit brought in the Eastern District of Texas involving multiband antenna technologies.
- ▶ Facilitated the sale of trademark portfolio of client, an international agricultural and irrigation products manufacturer and distributor, to John Deere Water Technologies, a manufacturer of high-performance plastic micro and drip irrigation products, headquartered in San Marcos, California.

Real Estate

- ▶ Represented an international automotive manufacturer in connection with a \$5 billion greenfield automotive manufacturing facility outside the UK in partnership with a third party.
- ▶ Represented an American petroleum and petrochemical manufacturer in the transfer of an industrial complex to subsidiaries for \$60 million.

- ▶ Represented an international company in the potential acquisition of a shuttered manufacturing facility in Georgia being sold by a competitor, including due diligence, land use, potential tax credits/enhancements, environmental, and other issues pertaining to such potential acquisition.

Employment

- ▶ Currently representing a leading global supplier of remanufactured and new automotive parts in the prosecution of trade secret, breach of contract, unfair competition and fraud claims against a former employee and current industry competitor.
- ▶ Obtained on behalf of **FRESENIUS USA MANUFACTURING INC.** a ruling from the National Labor Relations Board (NLRB) that it lawfully fired a warehouse worker after the man scribbled vulgar pro-union statements on union newsletters before a decertification election and then lied about it when questioned.
- ▶ National counsel to a medical device manufacturer for complex matters involving commercial disputes, distributorship agreements, restrictive covenants, confidentiality obligations, trade secrets, and employment matters.

OFFICE LOCATIONS & REACH



UNITED STATES

| | |
|-------------|------------------|
| Atlanta | Los Angeles |
| Austin | Miami |
| Baltimore | New York |
| Boca Raton | Newark |
| Boston | Philadelphia |
| Cherry Hill | Pittsburgh |
| Chicago | San Diego |
| Dallas | San Francisco |
| Houston | Silicon Valley |
| Lake Tahoe | Washington, D.C. |
| Las Vegas | Wilmington |

INTERNATIONAL

| | |
|------------------|-----------|
| Hanoi | Myanmar |
| Ho Chi Minh City | Shanghai |
| London | Singapore |

▶ Also satellite offices, including Bangor and Portland, Maine; and Seattle, Washington

▶ Alliances in Mexico and Sri Lanka

▶ Leadership position with international network of independent law firms

FOR MORE INFORMATION, PLEASE CONTACT:

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