

# Manufacturing

## Overview

Schiff Hardin has been representing Chicago manufacturers since the 1870s. Today, we represent modern manufacturers across the United States, from makers of high tech products like computers and mobile phones to food ingredients, consumer goods, and industrial and construction equipment.

Tapping lawyers from virtually every practice area within our firm, we counsel public and private companies on a full range of issues, including:

- public and private financing
- mergers and acquisitions
- restructuring
- supply, distribution and customer contracts
- taxes
- construction
- buying and leasing of real estate
- equipment purchases and leases
- environmental
- labor and employment
- intellectual property
- product liability
- litigation
- regulatory issues

Schiff Hardin's success in representing manufacturers is based on the strong relationships we develop. Our lawyers work to fully understand your business and to recognize the needs, opportunities and challenges you face on a daily basis. We offer not only strategic counsel on major decisions, but general corporate advice and input on day-to-day business matters, especially for private companies without in-house counsel. We pride ourselves on our responsiveness and accountability, and take a practical approach that delivers successful results.

## Experience

### Food and Beverage

- Advised a consortium of manufacturers of food and beverage ingredients in its formation, capital raising, governance and investment activities, including a recent \$6 million preferred stock investment in Ecuador-based beverage ingredient manufacturer.
- Represented a large publicly-owned food and beverage company in the negotiation of its strategic divestitures of its non-core businesses, including certain well-known brands.
- Helped establish World's Finest Chocolate as a market leader. We represented the company in its strategic acquisition of the Queen Anne candy brand and cordial cherry production assets from Gray and Co. The purchase included a long-term cherry supply agreement with Gray & Co., the world's leading maker of maraschino cherries, ensuring that our client will have a low-cost, reliable source of the product. We have also represented the company in various litigation matters.
- Advised and successfully defended a food and beverage equipment manufacturer in claims of product liability for personal injury and property damage. Our client's product was involved in both the manufacturing of a baby formula and the beverage delivery system for fast food chains.

### Consumer and Commercial Products

- Represented Newell Rubbermaid Inc. (NYSE: NWL) in a capital structure optimization plan including a note offering, debt tender offer, exchange offer and accelerated stock buyback.

- Represented Newell Rubbermaid Inc. in major acquisitions, including:
  - • The \$615 million acquisition of the worldwide stationery products businesses (PaperMate, Parker, Waterman and Liquid Paper brands) of The Gillette Company, which included the acquisition of stock and assets in more than 40 countries.
  - • The \$450 million acquisition of American Saw & Manufacturing Company, a manufacturer of saw-blade products.
  - • The \$445 million acquisition of Technical Concepts®, a leading global provider of innovative restroom hygiene systems for the away-from-home washroom category.
- Schiff Hardin lawyers counsel and defend manufacturers of consumer and commercial products in litigation and potential litigation. Such representation often includes successful trial victories throughout the country. More often, we are able to avoid litigation by getting involved early and counseling of clients throughout the manufacturing process. Examples include:
- Representing several global manufacturers of children's products in catastrophic litigation, as well as counseling such clients in structuring vendor and retailer contracts, warnings, and regulatory issues to minimize litigation risk and exposure.
- Representing Owens Illinois (NYSE: OI) in a variety of matters ranging from product liability and mass tort to employment and environmental. Our mass tort representation has spanned over 30 years in virtually every U.S. Jurisdiction.
- National representation and counseling of 3M Purification Inc (NYSE: MMM) in matters alleging defects in, consumer and commercial water filters and resulting personal injury and property damage.
- Representing Newell Rubbermaid in product liability matters across the United States alleging defects in the design and manufacture of its products and resulting injury.
- Nationally representing a large U.S. computer/electronic company in its product liability matters. Allegations have included design defect and manufacturing defect causing serious and catastrophic injury. Have represented client facing allegations that exposure to electromagnetic frequency from cellular phones caused brain cancer.
- Representing and counseling Techtronic Industries, Inc. in claims of design defect in its table saws, usually involving cases of catastrophic injury.

### **Water and Fueling Systems**

- Represented Franklin Electric Co., Inc. (Nasdaq: FELE) in its:
  - • \$121 million acquisition of Little Giant Pump Company, a worldwide manufacturer of submersible and above-ground water pumps and products
  - • \$35 million acquisition of Healy Systems, Inc., a worldwide provider of Stage II Vapor Recovery Systems and Components used primarily at gasoline stations to reduce gasoline vapor emissions during vehicle refueling
  - • Disposition of its engineered motor products division of Franklin Electric Co., Inc.

Represented and counseled 3M Purification Inc., a subsidiary of 3M Company (NYSE: MMM) in its claims involving commercial, industrial and consumer claims of product defects and intellectual property claims of patent infringement.

Represented manufacturers in intellectual property claims involving patent infringement and trade mark violations.

### **Aviation**

- Represented AAR CORP. (NYSE: AIR) in several acquisitions, including the purchase of a provider of expeditionary airlift services and aircraft modifications to U.S. and other government customers.
- Represented and defended Raytheon Aircraft Company and Hawker Beechcraft in product liability matters.

### **Railroad and Construction**

- Represented Amsted Industries Incorporated in a number of transactions since its leveraged buyout by an Employee Stock Ownership Plan (ESOP)-led entity.

### **Wire and Cable**

- Represented a private equity fund portfolio company in the wire and cable manufacturing industry in an initial public offering and continues to represent the public company.

### **Industrial Equipment**

- Represent Deere, Inc (NYSE: DE) in transactional work, product liability matters, mass torts and commercial litigation throughout the United States.
- Represented 3M Company in product liability matters and mass torts throughout the United States.
- Represent Altec Industries, Inc. in product liability matters involving aerial devices used in the electrical utility and telecommunications industries

### **International Manufacturers**

Schiff Hardin has an international practice that serves foreign manufacturers entering the United States for business. Our lawyers advise foreign clients on the best practices for manufacturers entering this market. The U.S. tort and regulatory system is quite different and may prove challenging if not properly considered. Our experience in this arena enables us to understand each international company's business objective and how to proceed in the United States. Examples include:

- Representing Wolfkran AG in the entry of its Tower Crane into the United States market, the creation of its U.S. subsidiary, as well as counseling in contracts, warranties, insurance, and regulatory issues in order to minimize their litigation risk and exposure.
- Representing Binder AG in product liability matters in the United States involving its industrial separation equipment.

## AWARDS & HONORS

- BTI "Innovation Builder"

We were singled out by corporate counsel as one of only 28 percent of law firms clients view as a BTI "Innovation Builder," which recognizes firms that bring change to the legal market through new technology, services, strategies, or structures.