

## Richard A. Walawender

### SERVICE AREAS

#### Business

- Oil + Gas
- Automotive
- Corporate, Securities + Commercial Transactions
  - Corporate Compliance, Governance + Restructurings
- Securities
- International + Emerging Markets
- Venture Capital + Private Equity
- Economic Development Incentives
- Mergers + Acquisitions
- Mexico
- India
- Poland
- Korea

#### Global Reach

- Mexico
- India
- Poland
- Korea

### EDUCATION

- University of Michigan Law School, J.D.
- University of Michigan, B.A.

### BAR ADMISSIONS

- Michigan
- New York

### LANGUAGES

- Polish



### Principal

#### Detroit

150 West Jefferson  
Suite 2500  
Detroit, Michigan  
48226

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#### New York

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New York, New York  
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walawender@millercanfield.com

Richard A. Walawender heads the firm's Corporate Group. He is also the director of the firm's International Practice and Automotive Practice and has served as a managing director of the firm from 2001 to 2003. His practice specialties include mergers and acquisitions, corporate and commercial law, corporate governance and securities, private equity, venture capital, equity and debt financing, international transactions and joint ventures, project finance, and franchising.

His clients include publicly traded companies, investment funds, including private equity and hedge funds, financial institutions, privately held companies, and corporate governing boards. Most recently he has been involved in co-leading the firm's International Emerging Markets Practice Team.

As director of the firm's Automotive Practice, Richard coordinates the attorneys specializing in the full range of legal issues affecting clients involved in the automotive industry. He has a wealth of experience in representing both strategic (OEM and tier suppliers) as well as private equity clients on automotive industry transactions, including mergers, dispositions, acquisitions, Section 363 acquisitions in bankruptcy, joint ventures and alliances, contract drafting negotiations and disputes, licensing, recapitalizations and refinancings, and distressed supplier/customer dealings.

As director of the firm's International Practice he has also been the lead attorney on numerous multinational M&A transactions for U.S., Canadian, European, Asian, Mexican, and other non-U.S. clients. He co-founded the firm's Polish partnership in 1991 and served as the lead attorney on the first corporate commercial paper issuance of a U.S. company in Eastern Europe, as well as on the establishment and capitalization of Solidarity Bank, one of the first private

## Richard A. Walawender

commercial banks in Poland. He frequently advises clients on outbound and inbound investment structuring and strategies, international joint ventures and strategic alliances, as well as FCPA, CFIUS, export controls, and other cross-border issues and disputes. His practice involves international law generally, but he has especially focused on Emerging Market economies, including the BRIC countries, Mexico, Eastern Europe, and Korea.

### REPRESENTATIVE MATTERS

- Chinese Investment Group Acquisition  
Represented Beijing-based Pacific Century Motors, Inc. on its acquisition of Nexteer Automotive from General Motors Co.
- Mexican Automotive Supplier Acquisition  
Represented Mexican auto supplier Metalsa SA de CV in the \$150 million acquisition of the structural products business from US-based Dana Holding Corp.
- Norwegian Automotive Supplier Acquisition  
Represented Norway-based Kongsberg Automotive ASA in the acquisition of Global Motion Systems from Teleflex Inc. for \$560 million.

### PROFESSIONAL ACTIVITIES

- American Bar Association
- International Bar Association
- State Bar of Michigan
- New York State Bar Association
- Detroit Metropolitan Bar Association
- Oakland County Planning & Economic Development, Business Roundtable Committee, Appointed, 2006

### HONORS + AWARDS

- Best Lawyers, International Trade and Finance Law 2012
- European Legal Experts 2010, Real Estate and Corporate + M&A
- DBusiness Magazine, Commercial Law, 2010
- Michigan Super Lawyers, Mergers & Acquisitions, 2009
- Crain's Detroit Business, "90 for the 90s," 1990

## CIVIC, CULTURAL + SOCIAL ACTIVITIES

- Meadowbrook Concours d'Elegance, Board of Directors, 2007-2009
- Orchard Lake Schools, Board of Regents, 2008-present
- Madonna University, Chairman, Board of Trustees, 2005-2008; Vice Chairman, Board of Trustees, 2002-2004
- Polish Institute of Arts and Sciences
- Cornerstone Schools Association, Secretary and Legal Counsel, 1990-1996

## PUBLICATIONS

### Books

The Bankruptcy and Reorganisation Law, (Co-translators Maja Binkowska and Karolina Niemirska-Fido) C.H. Beck, 2010

The Code of Administrative Proceedings (Co-translators Maja Binkowska and Andrzej Chelchowski), C.H. Beck, 2010

### Articles

"Poland's Revised Bankruptcy, Reorganization Law," (Co-author Karolina Niemirska-Fido), American Bankruptcy Institute, June 2010

"Europe," Co-Author with Andrzej Chelchowski, The International Lawyer, American Bar Association, Volume 4, Number 2, Summer 2009

"Directors' Duties for Corporations Near Insolvency," Miller Canfield Corporate Law Bulletin, October 2008

"Legal Considerations in Exit Strategies: IPO vs. Sale," in Harry Cendrowski, et al., eds., Private Equity (John Wiley & Sons, Inc. 2008) pp. 357-398

"Licensing Option for U.S. Companies Doing Business Abroad," Crain's Detroit Business, June 1995

"Bonding and Finance for Municipalities in Poland," series of articles printed in Wspolnota Polska (Poland), 1995

"At-large Elections, A Quantitative Analysis, Note," Journal of Law Reform, March 1986; reprinted in Roger L. Kemp, ed., Local Government Election Practices (McFarland & Company, Inc., 2006)

"Polish Diplomacy During the Second World War, Review Article,"  
The Polish Review, June 1984

## SEMINARS + EVENTS

- Prognosis for the Healthcare Industry in Poland: Opportunities for the Private Sector
- Healthcare Investment Opportunities in Poland
- Mexico Update: Privacy Laws, Export Control and other New Laws in Mexico: Are you Compliant?
- International Business Briefing: Legal Compliance When Doing Business in Emerging Markets, the E.U. and U.S.
- Update on Important Recent Developments in Business and Investments in Poland
- Mexico Briefing: Business Prospects and Legal Developments
- Cappuccino with Counsel: Strikes and Strife in China
- Cappuccino with Counsel: How to Protect Your Investment - and Your Employees - in Mexico
- International Trade Briefing on Mexico: Grand Rapids
- International Trade Briefing on Mexico: Lansing
- International Trade Briefing on Mexico: Kalamazoo
- International Trade Briefing on Mexico: Troy
- International Trade Briefing on Mexico: Windsor
- International Trade Briefing on Mexico: Toronto
- International Trade Briefing on Mexico: Chicago
- Doing Business in Poland
- Cappuccino with Counsel
- Cappuccino with Counsel (Business Hot Spots: China, Mexico and Canada)
- SAE Automotive Luncheon Briefing
- Employee Reductions and Plant Closings: Legal Considerations in the United States, Mexico, Canada, China, India and Europe - Grand Rapids
- Employee Reductions and Plant Closings: Legal Considerations in the United States, Mexico, Canada, China, India and Europe - Troy
- The Border Advantage: Looking to Canada Can Save You Money!

## ARTICLES

- Doing Business in North America (Volume 2 - Mexico)
- Doing Business in North America (Chinese) (Volume 1 - United States)
- Doing Business in North America (Volume 1 - United States)
- Doing Business in Poland
- Doing Business in Poland (Chinese)
- Russia Set to Join WTO
- Global Automotive Newsletter
- Are you in Compliance with Mexico's Personal Data Protection Requirements?
- Electronic Invoicing in Mexico Now Mandatory
- New Export Control Law for Mexico
- Mexico International Newsletter
- Global Automotive Newsletter
- Acquiring Businesses in the USA (An Overview for Global Buyers)
- Acquiring Businesses in the USA (Chinese)
- International Franchising Newsletter
- Franchising in China
- Franchising in India
- Franchising in Mexico
- Franchising in Poland
- Franchising in the UK
- Automotive Guide
- Automotive Guide (Chinese)
- Polish Law Update: Personal Bankruptcy Now Available in Poland
- Understanding and Safeguarding Your Position in Dealings with Financially Troubled Customers and Suppliers in the U.S. (English)

## NEWS

- Miller Canfield and Polish Embassy Address Healthcare Opportunities in Poland - March 22 in Baltimore
  - Miller Canfield Lawyer Addresses National Healthcare Conference on Opportunities in Poland
  - VIDEO: Opportunities in Shale Gas Development
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## Richard A. Walawender

- VIDEO: Regulatory Challenges When Bringing a Vehicle to Market in the U.S.
  - VIDEO: Counseling Business in Emerging Markets
  - Miller Canfield Advises Chinese Company in Acquisition of Nexteer Automotive
  - Miller Canfield Lawyers Contribute to Bankruptcy, Administrative Proceedings and Real Estate Management Publications in Poland
  - Miller Canfield Lawyers Featured Speakers at International Business Group of West Michigan September 8 Meeting
  - Miller Canfield Lawyers Karolina Niemirska-Fido and Richard Walawender Contributing Authors in June 2010 ABI Journal
  - Miller Canfield Lawyers Serve as Contributing Authors to The International Lawyer
  - Miller Canfield to Open Office in Mexico
  - Miller Canfield Organizes Financial Crisis and Recovery Team
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