

**Hogan
Lovells**

Driving Ahead

Our Global Automotive Capabilities

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Automotive at Hogan Lovells

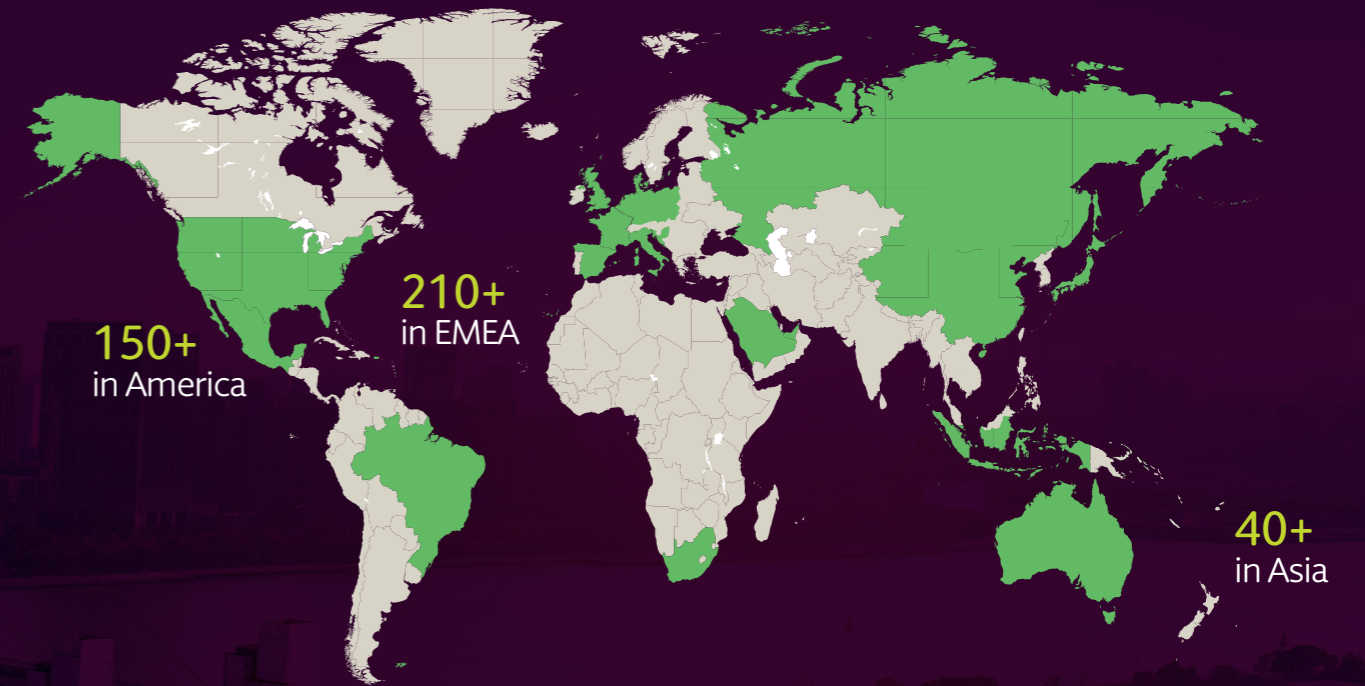
Our global automotive industry sector team tackles the present, plans for the organic growth of the industry and prepares you for changes yet to come. We anticipate trends and steer you towards further innovative milestones while understanding the legal implications and minimizing risks. Companies in this industry are no longer linear and require their legal solutions to be as adaptive and forward thinking as they are.

With 45+ offices on six continents, our global network is capable of assisting you wherever an issue arises, leveraging our deep knowledge of the industry and broad experience across a wide range of practice areas to advise you on your most challenging issues. Our Automotive industry sector team of more than 400 lawyers is one of the profession's largest and most experienced group of lawyers representing the automotive industry worldwide.

We work closely with partners and colleagues in other practice areas, including M&A, corporate, antitrust and competition, commercial, international trade, litigation and arbitration, product liability, and intellectual property, and draw from their vast experience to provide one holistic approach to the following areas and beyond:

-  Adapted supply chain struggles
-  Intellectual property disputes and licensing arrangements
-  Converging modalities and compliance with complex safety regulations
-  Consumer customization balanced with consumer privacy
-  Dealer disputes
-  Growing consumer awareness of data commoditization
-  Concerns over environmental impact
-  Cybersecurity and privacy regulation
-  Class action litigation
-  Transparent payment platforms
-  Optimizing interconnected and autonomous deployment post-dynamic pause
-  Force majeure (e.g. COVID-19)
-  Alternative energy vehicles
-  Shifting subscription models: more vehicle sharing, less ridesharing

400+ Automotive Industry Sector Lawyers



Key Contacts



Sebastian Polly
Partner, Munich
T +49 89 290 121 92
sebastian.polly@hoganlovells.com



William Yavinsky
Partner, Washington, D.C.
T +1 202 637 6540
william.yavinsky@hoganlovells.com



Automotive M&A

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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 OEM

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Our Automotive M&A Capabilities

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

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 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 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.

Tech M&A is in our DNA

We are uniquely positioned at the intersection of tech and M&A and understand the convergence of tech, the automotive industry, and emerging concepts of mobility and transportation.

We have acted as M&A counsel to many of the largest and most sophisticated players in the tech and automotive sectors.

We have decades of experience advising clients on groundbreaking and transformative tech M&A transactions. With extensive experience representing sophisticated buyers and sellers on tech M&A deals and superior knowledge of market practice, we understand and can influence deal trends and norms. Our strong global footprint with experienced international deal practitioners allows us to best meet the needs of our clients.

Some of our references

Advised **Continental Automotive** on the sale of its 50 percent stake in SAS Automotive, its cockpit systems specialist joint venture, to its partner, Faurecia.

Advised **Mercedes-Benz Group AG (former Daimler Group)** on the global reorganization of its worldwide business into three divisions: Mercedes-Benz Cars & Vans, Daimler Trucks & Buses, and Daimler Mobility.

Advised **Cooper Tires & Rubber Company** in its buyout of its tire manufacturing joint venture in Mexico, Corporación de Occidente.

Advised **Mercedes-Benz Group AG (former Daimler)** on several M&A transactions and investments, including on its entry into a 50-50 joint venture with BMW to unify certain parts of the companies' services regarding to car sharing, ride-hailing, parking, charging, and multimodality.

Advised **Dana Incorporated** on several matters, including advising on its US\$600m acquisition of the Drive Systems segment of the Oerlikon Group, including the Graziano and Fairfield brands, and advising its subsidiary Dana Italia S.r.l. on the acquisition of SME Group, an automotive parts manufacturer.

Advised **The Michelin Group** on its acquisition of automotive parts manufacturer Camso, Inc.

Advised **Ford** on several transactions, including its joint venture with Mahindra & Mahindra to develop and market vehicles in India and emerging markets; its US\$2.6bn investment by Volkswagen into Ford's autonomous vehicle platform company, Argo AI; its US\$250m acquisition of Autonomic, Inc.; and its US\$500m equity investment into Rivian Automotive.

Advised **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.

Advised **HERE International** and its shareholders, including Mercedes-Benz, BMW Group, Audi and Intel Capital, on a multibillion co-investment in HERE International by Mitsubishi Corporation and Nippon Telegraph and Telephone Corporation.

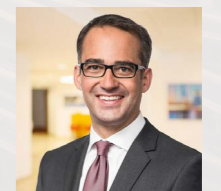
Advised **Intel** on its US\$900m acquisition of Moovit, a mobility-as-a-service (MaaS) solutions company based in Israel.

Advised **TRATON SE**, a Europe-based subsidiary of Volkswagen AG and a leading global manufacturer of commercial vehicles, trucks and buses, on its strategic equity investment in TuSimple, a U.S.- and China-based developer of autonomous long-haul trucks and related technology-supported freight network.

Key Contacts



William Yavinsky
Partner, Washington, D.C.
T +1 202 637 6540
william.yavinsky@hoganlovells.com



Nikolas Zirngibl
Partner, Munich
T +49 89 290 121 31
nikolas.zirngibl@hoganlovells.com

Automotive Finance

Our Automotive Finance Capabilities

The automotive industry is constantly evolving to produce complex and sophisticated products to meet the varied needs of a diverse, worldwide market, under the pressure to innovate and reduce costs to compete with emerging new players in a rapidly changing global landscape.

We advise clients across the automotive industry, including the world's leading automotive corporations and financial institutions, on the full range of financing transactions, based on an unparalleled understanding of the automotive and lease industry.

Our structured finance team has an impressive track record of advising arrangers, sellers, and originators on securitisations in the automotive and lease sectors, including dedicated tax and regulatory experience on consumer automated lending. We also have extensive experience advising automotive companies on corporate governance and financing concepts in the capital markets.

Our banking team advises lenders and borrowers, including vehicle manufacturers and some of the world's largest financial institutions, on both "business as usual" corporate loans and more complex or innovative lending transactions, bank products, credit products, and deal structures, to meet your goals.

Our infrastructure, energy, resources, and projects team has substantial experience advising on complex structured infrastructure and energy project financings, including advising on EV charging and the electrification of transport.

We are one of the leading capital markets law firms and act worldwide for issuers, underwriters and selling shareholders. We have extensive experience advising on automotive and automotive supplier capital markets transactions, in addition to supporting on numerous IPOs and other capital market measures, representing both issuers and the syndicate banks.

Finally our business restructuring and insolvency team provides creative and effective solutions to the complexities that arise before and during insolvency, proactively and successfully driving forwards reorganizations and debt restructurings.

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The team undertakes a broad array of work in the space, with notable expertise in mandates relating to the automotive sector.

*Capital Markets: Structured Finance, Securitisation & Derivatives
Department, Chambers UK, 2020*

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Some of our references

Advised **BMW Finance**, on its securitization of Bavarian Sky French Auto Leases 4. This transaction is BMW Finance's first securitization in France carried out in accordance with the new EU requirements under the Securitization Regulation regarding simple, transparent, and standardized (STS) securitizations, which came into effect on 1 January 2019.

Advised **Volkswagen Financial Services AG** in connection with a bond issuance by Simple Way Locações e Serviços S.A., a Brazilian subsidiary of Volkswagen Financial Services AG.

Advised **Crédit Agricole** on ABS financing of the online used car dealer AUTO1 in the amount of €485m.

Advised **FCE and Ford Bank** on various public German Globaldrive transactions and their German wholesale dealer floorplan securitisation program.

Advised **Ford Credit** on its securitizations of auto consumer loan, consumer lease, and dealer floorplan receivables originated across Europe in excess of €15bn, including public and listed transactions.

Advised **LeasePlan Corporation N.V.** and its French subsidiary LeasePlan France on its €653m first French public securitization of auto lease and residual value receivables (Bumper 10 of lease receivables), as well as on a landmark €675m STS securitization transaction involving its Belgian leasing fleet. The transaction is the first ever Belgian public securitization of auto lease and residual value receivables and the first Belgian STS compliant securitization involving a Belgian issuer.

Advised **Volkswagen Financial Services** on a number of securitizations.

Advised a **major OEM** on a US\$1.4bn senior secured loan, the proceeds of which will be used in connection with an advanced technology automotive battery factory.

Advised **DZ Bank (Deutsche Zentral-Genossenschaftsbank) AG**, Frankfurt am Main, BNP Paribas, Citigroup Global Markets Europe AG, Mizuho Securities Europe GmbH, and Skandinaviska Enskilda Banken AB on the placement of three bonds of Volkswagen Leasing GmbH with a total volume of £2.5bn.

Advised **Volkswagen Financial Services Limited** on the annual update of £10bn receivables securitization programs through Driver UK Master C2 and Driver UK Master C3. The first UK consumer STS transaction.

Advised a **major OEM** on its dealings with distressed automotive suppliers, including Liberty Group, Amtek Group, JVM Castings, Collins & Aikman, Visteon Group Schefenacker, and others, including the negotiation of funding arrangements both outside and within formal insolvency proceedings and negotiating pre-packaged business and asset sales.

Advised **Jaguar Land Rover** on various secured (including borrowing base structures) and unsecured, syndicated and bilateral loan, and other bank facilities, provided by various UK and emerging market banks.

Advised **Mercedes Benz Auto Finance Ltd.** on an offering of fixed coupon asset backed securities on China Intra Bank Bond Market under the Silver Arrow 1-6 program in China.

Key Contact



Dietmar Helms
Partner, Frankfurt
T +49 69 962 362 61
dietmar.helms@hoganlovells.com



Michael Schlitt
Partner, Frankfurt
T +49 69 962 364 30
michael.schlitt@hoganlovells.com

Automotive Regulatory

Our Automotive Regulatory Capabilities

At the intersection of business and government is where value is created, and where crises are avoided or resolved. It is our sweet spot. We have a deep understanding of the automotive industry sector and of how governments, legislators, and regulators operate, in principle and in practice. We understand, interpret, and translate business needs and policy objectives, providing you with the intelligence you need to make business-critical decisions and effectively engage with both business and government decision-makers in their respective languages.

Our more than 600 regulatory lawyers globally provide holistic strategies for the most challenging issues, from pulling off a key investment in a heavily regulated and politically sensitive industry to shaping the policy environment for an innovative technology or defending your reputation and licence to operate in the face of regulatory or political challenge. To establish, grow, and defend your business in a fast-changing world where regulation and government intervention are critical to competitive success and long-term sustainability, you need advisors who know more than the law. You need advisors who know where you are going and can help you navigate the complexities and sensitivities of the regulatory, policy and political environment on your journey.

We understand your business

The future of mobility is dramatically transforming the automotive industry due to advancements in technology. These exciting developments are creating regulatory disruption opportunities for autonomous, connected, electric, and shared vehicles and services. Our automotive industry sector team can steer you through these opportunities. We have one of the largest and most experienced groups of lawyers representing traditional automotive industry companies and emerging mobility players. Our breadth of resources match the global needs of new mobility businesses.

Our team provides a unique perspective on these and other emerging issues of concern to the automotive and mobility industry. In an increasingly complex global market, we understand how vital it is for clients to anticipate, understand, and respond quickly to such challenges. Our goal is to help you achieve a competitive advantage while minimizing risk.

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“Hogan Lovells [...] handles a full gamut of road and rail litigation, but is noted in particular for its breadth of expertise in automotive class actions and its comprehensive knowledge in the areas of safety and emissions, electric cars, autonomous vehicles, and data privacy.”

The Legal 500 United States, 2020 Transport: Rail and Road - Litigation and Regulation.

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Some of our references

Consistently representing a **major OEM** on all U.S. legislative matters relevant to the company since 2000.

Consistently assisting a **major OEM** with various investigations in the U.S. on issues regarding safety, vehicle emissions, and cybersecurity.

Handling several tax issues for a **major OEM** that have provided substantial assistance to the company.

Advising a **major OEM** on the tax implications of the Biden agenda.

Advising **multiple OEMs** on litigation over U.S. emission regulations.

Advising **OEMs**, including assisting with compliance forecasting strategic decision-making, and comment drafting regarding proposed emissions, EV, and fuel economy rules under the Biden Administration.

Advising a **major OEM** on government procurement rules for EVs.

Representing **multiple OEMs** on numerous trade related issues in the U.S.

Representing a **major OEM** in an investigation by the FTC on the cybersecurity risks of certain apps without the need for a consent agreement.

Advising a **major OEM** on FCC rules applicable to potential product offerings.

Advising a **major OEM** on various labor related issues associated with union organizing campaigns.

Representing a **major OEM** in the procurement and repayment of a Department of Energy Loan for the construction of a battery plant and various improvements to its manufacturing plant.

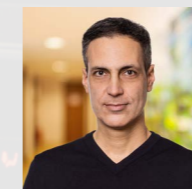
Advising **various OEMs** on emissions investigations in Europe.

Advising **various OEMs** on autonomous driving regulations in Europe.

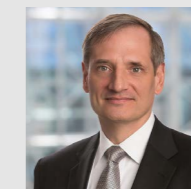
Advising a **few OEMs** on connectivity services across the globe.



Key Contacts



Patrick Ayad
Partner, Munich/Berlin
T +49 89 290 122 16
patrick.ayad@hoganlovells.com



Lance D. Bultena
Senior Counsel, Washington, D.C.
T+ 1 202 637 8397
lance.bultena@hoganlovells.com



Joanne Rotondi
Partner, Washington, D.C.
T +1 202 637 7261
joanne.rotondi@hoganlovells.com

Automotive IPMT

Our Automotive IPMT Capabilities

Compared to other industries, automotive companies deal with some of the broadest and most complex intellectual property issues. This is why we have many IP lawyers focused on the automotive sector, to meet the unique challenges you face. Our IPMT group helps drive your business growth by protecting and leveraging your ideas and innovations, your brand, and your creative works.

We support you in reaching your goals and jointly shaping the world of the future.

Your assets make your business unique, and **we are here to protect your growth engines.** We can support you on all IP requirements and are one of the few firms that have truly global IP capabilities across the life cycle of IP assets – from development to commercialization, and licensing through to maturity.

Many of our lawyers and patent attorneys hold advanced degrees in engineering and the physical sciences, helping us to fully appreciate your products and processes. We frequently coordinate complex IP and technology transactions and IP litigation and manage patent and trademark portfolios for market leaders in high tech, mobility, and transportation areas.

We have extensive knowledge of the biggest forces disrupting your industry, from artificial intelligence and electrification to autonomous vehicles, allowing us to help you anticipate issues and opportunities in those areas and share best practice with you.

Automotive manufacturers are not just making cars anymore. They are making data, much of which is personal. We help you create a successful data strategy that is enhancing customer trust and loyalty, improving safety, both for vehicle occupants and others, facilitating new business models such as mobility services, in-vehicle entertainment, vehicle-as-a-service, etc. and is integrating high levels of compliance, e.g. with the GDPR.

We represent clients in adversarial matters concerning data use, whether dealing with European Union data protection authorities or before the United States Federal Trade Commission (FTC), Department of Health and Human Services, state lawyers general, or in private party litigation. We are well versed in local regulations, laws affecting cross-border data transfer, and laws regulating sectors that collect sensitive personal information.

Some of our references

Advised a **leading Japanese car manufacturer** in trademark searches, applications, office actions, oppositions, cancellations, negotiations and agreements with third parties in over 100 countries and generally reviewing and advising on every aspect of the client's global trademark portfolio and strategy as well as drafting, negotiating and advising, on a large volume and range of IP related contracts.

Represented **ZF TRW Automotive** in a successful case before China's Supreme People's Court involving opposition action against a trademark application for its brand "TRW", filed by a trademark squatter.

Successfully represented **Peiker Acoustic**, a subsidiary of Valeo, in more than ten patent infringement proceedings filed by Nokia and Conversant against Peiker's client **Mercedes-Benz Group (former Daimler)** before the District Courts in Germany.

Lead counsel for **Mercedes-Benz** in multiple patent infringement litigations in district courts and the ITC involving automotive, navigation and media technologies.

Successfully represented **Lewis Hamilton, Mercedes-Benz and Mercedes-Benz Group (former Daimler)** in a U.S. patent lawsuit involving its Formula 1 "Halo" cockpit safety system.

Acting for **leading OEMs and suppliers**, involving technology including crankshaft bearings, gear shift sets, turbochargers, body-reinforcing elements, and ventilation systems.

Assisted high-tech electric car company **NextEV** with its Greater China IP strategy and patent applications. This includes obtaining a large set of design patents for **NextEV's** cars and car parts in Greater China.

Advised **Mercedes-Benz Group (former Daimler)** regarding IP, IT and data protection consulting in connection with the creation of a joint venture with BMW to bundle the worldwide mobility services of the two car groups.

Advised **automotive clients** on telecommunication services, traffic data services and connected cars communication services.

Regularly advised **clients in the automotive sector** on EU privacy developments and compliance strategies, including for the cross-border transfer of personal data; providing comprehensive advice on GDPR requirements and EU-wide implementation of the GDPR.

Represented a **U.S. car manufacturer** on a complex trade secret litigation case against a supplier.

Key Contracts



Celine J. Crowson
Partner, Washington, D.C.
T +1 202 637 7116
celine.crowson@hoganlovells.com



Benjamin Schroerer
Partner, Munich
T +49 89 290 121 46
benjamin.schroerer@hoganlovells.com

Automotive LAE

Our Automotive LAE Capabilities

Our Litigation, Arbitration, and Employment group guides you through courts, tribunals, and governmental bodies across the globe. Hailed by industry commentators as “the best of the best,” a “go-to firm” with a “prestigious reputation,” we bring together industry knowledge and a real grasp of the judicial process. We’ve advised 23 of the DAX 40, 72 of the Fortune 100, and 44 of the FTSE 100, often on bet-the-company litigation.

We have one of the largest and most experienced groups of lawyers representing traditional automotive industry companies and emerging mobility players. Our breadth of resources match the global needs of new mobility businesses. In an increasingly complex global market, we understand how vital it is for you to anticipate, understand, and respond quickly to challenges. Our goal is to help you achieve a competitive advantage while minimizing risk.

From the commonplace to the innovative, we advise you based on in-depth knowledge of, and years of experience in, the automotive and mobility industry. Our clients include the world’s leading manufacturers and distributors of automobiles, trucks, buses, motorcycles, and other on- and off-road motor vehicles, as well as original equipment manufacturers (OEMs) and suppliers of automotive parts and components.

We work wherever you need us. More than 800 lawyers focused on litigation and arbitration work as one team around the world, across borders and time zones, on behalf of your most pressing matters. Chambers Global comments, “the team is well-positioned to handle complex international litigation,” saying we are “well-connected internationally, with the firm’s offices in key jurisdictions and trusted local counsel elsewhere.”

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They are attentive to detail and provide excellent client service. Hogan Lovells are able to tap into their wide network of contacts to answer legal questions relating to many different jurisdictions in the world.

Chambers Global: Dispute Resolution, 2022

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Some of our references

Acted for **TI Automotive** and its European subsidiaries in connection with a variety of commercial, employment, and litigation matters.

Acted for a **German motor vehicle manufacturer** in a dispute with two suppliers that ceased deliveries of vital components, which brought our client's production to a halt, amassing immense damages.

Advised a **German DAX 40 automaker** on a product liability and product safety case linked to a fatal traffic accident, including customer communication and pending criminal law investigations.

Advised a **multinational automotive company** in a multimillion-euro supply chain dispute, after a car part failed in as many as 100,000 vehicles.

Represented **Ford Motor Company** in its appeal to the U.S. Supreme Court on the issue of personal jurisdiction arising out of automobile accidents in which an in-state resident was allegedly injured by a Ford vehicle manufactured and sold out of the state.

Won summary judgment in New York federal court dismissing a putative class action against Volvo alleging underpayment for parts used in warranty repairs.

Represented a **Japanese automotive manufacturer** in multiple class actions alleging price fixing of automotive parts that originated from cartel investigations involving the U.S., European, Mexican, Japanese, and Korean authorities.

Represented a **luxury vehicle manufacturer** in a putative class action in which the plaintiff challenged the way in which our client determines which components are eligible for extended coverage under applicable emission warranties.

Advised a leading **global car manufacturer** headquartered in East Asia in a complex and high-value ICC arbitration seated in London regarding the termination of an alliance with another global car manufacturer headquartered in Europe.

Acted in an ICC arbitration between **two global automotive companies** seated in London in relation to the acquisition of a minority shareholding under a Share Purchase Agreement and related disputes in connection with the termination of a strategic alliance.

Represented a **French automotive parts manufacturer** in an ICC arbitration brought by a Norwegian automotive producer regarding alleged breaches of a supply contract.

Acted for **Ford Motor Company** in the largest restructuring in the history of private employee health benefits.

Provided **several clients** with urgent and complex advice relating to COVID-19 issues, all of whom required guidance on new law and regulation.

Advised a **global, foreign-based automobile parts supplier** in an investigation led by the U.S. EPA as to whether certain automobile parts it manufactures constitute "defeat devices" and whether OEMs used such devices to mislead U.S. vehicle emissions regulators.

Represented an **American multinational automobile corporation** in Chinese countervailing duty and antidumping investigations of automobiles from the United States.

Prevailed on behalf of an **automotive distributor** in a 4-week federal jury trial in Hawaii where a former dealer sought over US\$40m in damages for the loss of its business; jury awarded plaintiff US\$1, far less than the damages awarded to our client on its counterclaims.

Represented **Mercedes-Benz Group (former Daimler)/ Mercedes-Benz** in various patent litigation proceedings in the United States and China; and U.S. IPR proceedings.

Advised a **major automotive supplier** on its China trademark portfolio, including handling all trademark applications, oppositions, cancellations, recordation, as well as trademark and patent litigations.

Key contacts



Sebastian Polly
Partner, Munich
T +49 89 290 121 92
sebastian.polly@hoganlovells.com



Michael Kidney
Partner, Washington, D.C.
T +1 202 637 7248
michael.kidney@hoganlovells.com

Awards

2019-2022

Sole firm in Band 1 for Transportation: Road (Automotive)

Chambers USA



2020-2021

Tier 1 in Transport: Rail and Road – Litigation and Regulation

The Legal 500, United States



2019-2020

Transportation Practice Group of the Year

Law360



2018-2020

Most recommended law firm for contract law in the automotive industry

German Kanzleimonitor.de survey



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“They function as a team,” enthused one client, adding: “They get done what they promise, when they promise.”

Transportation: Road (Automotive), Chambers USA

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Impressive practice with strength in automotive issues, notably including safety and environmental compliance matters. Broad practice with particular proficiency in automotive franchising, advising on corporate agreements and commercial expansion, as well as representing manufacturers in lawsuits with retailers and dealerships. Also excels in advising on technological evolution in the automotive sector, particularly concerning privacy laws and autonomous vehicles.

Chambers USA, 2020, Transportation: Road (Automotive)

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Also when it comes to issues of the future, such as the driverless car, Hogan Lovells is one of the leading players in the market. This is where the law firm brings together industry competence and regulatory expertise.

JUVE Handbook

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Alicante
Amsterdam
Baltimore
Beijing
Birmingham
Boston
Brussels
Budapest*
Colorado Springs
Denver
Dubai
Dublin
Düsseldorf
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
Riyadh*
Rome
San Francisco
Sao Paulo
Shanghai
Shanghai FTZ*
Silicon Valley
Singapore
Sydney
Tokyo
Ulaanbaatar*
Warsaw
Washington, D.C.
Zagreb*

*Our associated offices

Legal Services Center: Berlin

www.hoganlovells.com

"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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