

***Thomas W. Soseman, Principal***

Thomas Soseman is uniquely qualified to represent both domestic and foreign companies doing business in the United States and U.S. companies doing business abroad. He is one of the few attorneys in the Chicago area that has practiced law in both the United States and in Europe. Prior to forming his own law firm, Thomas practiced corporate law with the international law firm of Winston & Strawn LLP for four years in its Chicago office and three years in its Geneva, Switzerland office and then practiced four years with a boutique law firm located in Chicago. Thomas has more than seventeen years of experience in advising domestic and foreign companies in the areas of corporate and commercial law both domestically and internationally. He has extensive transaction experience and has concluded over 85 transactions including company acquisitions, mergers and divestitures, asset based financings, joint ventures and cross-border transactions. In addition, he has represented European clients in international arbitrations before the International Chamber of Commerce and the American Arbitration Association in Europe and the U.S.

Thomas' practice includes company organization and structuring, employment law, commercial law, joint ventures, finance, mergers and acquisitions and general corporate and business advisory. Further, the firm has experienced co-counsel to assist with respect to business immigration, intellectual property and various other matters. In addition, Thomas has close working relationships with law firms in many international business centers, and has established contacts with commercial and investment banks, financial advisors, risk management advisors and executive recruiters which can be called upon to assist clients with non-law related needs. He also has contacts with various state government economic development departments that can possibly provide investment incentives for new investors.

Thomas is a member of the Illinois State Bar Association, Iowa State Bar Association and the American Bar Association. He is also a member of the Executive Committee of the Board of Directors of the Swiss-American Business Council, the Pool of Experts of the Business Network of Switzerland, the German-American Chamber of Commerce of the Midwest and the Young Executives Committee of the German-American Chamber of Commerce of the Midwest, the Swedish-American Chamber of Commerce and the Midwest Danish-American Chamber of Commerce.

Thomas is originally from Holstein, Iowa and obtained his undergraduate degree *magna cum laude* in politics and economics from Cornell College and obtained his juris doctorate *magna cum laude* from the University of Iowa College of Law where he was an associate editor for the Journal of Corporation Law. In addition, his Comment entitled "*The Exon-Florio Amendment to the 1988 Trade Bill: Guardian of National Security or a Protectionist Weapon*" was published in the Journal of Corporation Law. After being admitted as a member of the bar in the State of Iowa, Thomas was appointed as a judicial clerk for the state district court located in Des Moines, Iowa. After completion of his one year clerkship, he was admitted as a member of the bar of the State of Illinois and obtained an MBA in finance and international economics from the University of Chicago Booth School of Business. While at the University of Chicago Booth School of Business, he also spent one quarter studying at the London Business School.

### *Recently Completed Transactions*

Represented a US subsidiary of a Swiss company in the medical products sector in connection with a US \$19.0 million acquisition of a Michigan based company.

Represented a US subsidiary of a German company in connection with a US \$7.0 million acquisition of substantially all the assets and real estate of a US company.

Represented a US subsidiary of a publicly traded Danish company in connection with a US \$6.0 million acquisition of a New Jersey company in the fiber optics sector.

Represented a US subsidiary of a German electronics device company in connection with US \$5.0 million secured letter of credit and bank acceptance agreement.

Represented a US subsidiary of a Dutch company in connection with the sale of assets totaling US \$3.8 million.

Represented a US subsidiary of a Danish company in the wind energy sector in connection with the acquisition of a US \$2.6 million production facility in Colorado.

Represented a US subsidiary of a German software company in connection with the acquisition of a New Jersey based software company for US \$2.5 million.

Represented a German company in connection with a joint venture with an Ohio corporation in the heat exchanger sector.

### *Agreements Regularly Drafted and Negotiated*

Company Formation and Structuring Advice	Commercial Leases
Employment Agreements	Intellectual Property License Agreements
Asset Purchase Agreements	Stock Purchase Agreements
Consulting Agreements	Credit Agreements (Borrower and Lender)
Terms and Conditions of Sale and Purchase	Joint Venture Agreements
Sales Representative Agreements	Distributor Agreements
Settlement Agreements	Security Agreements (Security Interests)
Confidentiality Agreements	Non-Competition Agreements