

TROY

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Services

Corporate and Transactions

Securities Regulation

Corporate, Securities and
Commercial Transactions

Startups and Venture Capital

Mergers and Acquisitions

Corporate Governance and
Compliance

Corporate Transparency Act

Financial Services

Registered Investment Advisory

International

China

Doing Business in the United
States

International Sales and
Commercial Transactions

Industries

Automotive

Financial Institutions

Next Generation Vehicles and
Mobility

Education

Wayne State University Law
School, J.D., 1981

Michigan State University, B.S.,
1978

Bar Admissions

Michigan



Thomas G. Appleman

Senior Counsel

Thomas G. Appleman focuses his practice on domestic, inbound and outbound foreign direct investment and multi-national cross-border mergers, acquisitions, joint venture and greenfield projects and transactions.

Tom helps U.S. clients take their products and services into the global marketplace by expanding their operations into Europe, China, India, Mexico, Brazil, South Korea and countries with emerging markets. He also represents foreign businesses in establishing operations and joint ventures in North America.

With his colleagues, Tom helps clients around the world with their global legal and business needs including planning and coordinating legal diligence reviews, navigating complex legal and regulatory requirements, securing tax and economic development incentives, licensing and protecting patents and other intellectual property, negotiating agreements with customers and vendors, meeting immigration requirements, navigating trade and custom issues, and facilitating dispute resolution.

Tom is a member of the firm's Corporate and Transactions practice group and its Automotive, China, International, and Registered Investment Advisory teams.

Representative Matters

As a past leader of our Chinese business practice, Tom managed a talented team of professionals representing a cross section of the firm's practice areas and global offices. The team includes Mandarin-speaking lawyers, legal consultants, paralegals and a global business developer. From global offices in North America, Shanghai and Poland, our China practice team is able to offer our worldwide clients real-

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time, 24/7 coverage.

As part of his international cross-border transactional practice, Tom has assisted clients in acquiring and divesting operations and establishing joint ventures in more than 20 countries. These transactions require managing local counsel in each jurisdiction and navigating the numerous and sometimes conflicting corporate, tax, foreign investment, licensing, environmental, employment and employee benefits, intellectual property, and other legal and regulatory hurdles. They also involve developing creative but practical solutions to facilitate coordinated global closings.

Select Matters

- Representing a global original equipment manufacturer (OEM) as lead outside transaction and tax counsel involving the establishment of a joint venture with affiliates of two other global OEMs to create a single open vehicle-grid integration platform connecting electric utilities, automakers, and interested electric vehicle customers.

Honors

Best Lawyers in America, Corporate Law and Securities Regulation, 2006-present; Mergers & Acquisitions, Corporate Governance Law, and Securities/Capital Markets Law, 2012-present; Lawyer of the Year, Securities Regulation 2018 & 2021; Lawyer of the Year, Corporate Governance Law 2019 & 2024; Lawyer of the Year, Securities / Capital Markets Law 2020 & 2024; Lawyer of the Year, Mergers and Acquisitions Law 2023

Leading Lawyers, International Business & Trade Law, Mergers & Acquisitions Law, Publicly Held Corporations Law, Securities & Venture Finance Law, 2014–present

DBusiness Top Lawyers, 2020-present:

Corporate Law

Commercial Law

Mergers & Acquisitions Law

Securities Law

Michigan Super Lawyers, Securities & Corporate Finance 2008-2023

Who's Who, Life member of National Registry (published in 2000 edition)

Professional Activities

American Bar Association

State Bar of Michigan since 1981, Business Law Section; International Law Section

Michigan Business Corporations Act Committee

Oakland County Bar Association

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Civic, Cultural & Social Activities

Detroit Chinese Business Association

Association for Corporate Growth

Institute for Continuing Legal Education, Business Advisory Board

Speeches

"What's Next for the Governor's Emergency Powers? Breaking Down the Michigan Supreme Court Decision," Detroit Regional Chamber of Commerce webinar, Oct. 8, 2020

"Enforcing Your Commercial Contracts in China," U.S. Hide, Skin and Leather Association, October 2, 2015

"Mandatory Reporting Requirements for Certain New Foreign Direct Investments in the US in 2015 Explored," Knowledge Group Webinar, June 6, 2015

"Recent Changes Making it Easy to Invest and Operate in China," Miller Canfield, May 14, 2015

"China Labor Laws Taxation on Expats," Cappuccino With Counsel: Legal Update on Subsidiary and JV Operations in China, Mexico and India, Miller Canfield, July 25, 2013

"China - Business Landscape in Shanghai and What's Attracting Chinese Investors to North America," 60-Minute Morning Update, Miller Canfield, May 29, 2013

Cappuccino With Counsel: Update on Regulatory and Compliance Requirements for Export Controls and FCPA, Miller Canfield, May 23, 2013

"Legal Considerations of Investing in the United States," China Outbound Investment Summit, Shenyang, CN, May 16 and 17, 2013; Beijing, CN, June 19 and 20, 2013

"Foreign Corrupt Practices Act," Miller Canfield Export Webinar Series, November 26, 2012

Publications

"Buying and Selling a Business in Michigan" (ICLE 2023), co-editor and author of chapters titled "Drafting Purchase Agreements" and "Merger Agreements"

"Advising Closely Held Businesses in Michigan" (ICLE 2023), co-author of chapter titled "Forming a Corporation"

"US investment and export restrictions on Chinese military companies," co-authored with Jeffrey Richardson and Zhiguo Du, *WorldECR*, March 2021

Your Chinese Trading Partners' SAFE Status May Impact Your Payment Terms, China International Newsletter, December 2012

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"Business Associations, 1993 Annual Survey of Michigan Law," 39 Wayne Law Review, 317 (1993)

"Two Heads are Better Than One--Joint Ventures Provide Financial Advantage without the Costs of a Merger," 1 Michigan Law 20 (July 1989)

"Statutory Record Retention Requirements," 249 Laches 8 (1986)

"Business Associations, 1983 Annual Survey of Michigan Law," 30 Wayne Law Review 245 (1983)

Articles

Cracks in the Corporate Transparency Act?

FinCEN Issues Final Rule on the Corporate Transparency Act Requiring Businesses to Report Beneficial Ownership Information

New Corporate Transparency Act Will Impose Beneficial Ownership Reporting Requirements on Many Companies, Particularly Small Businesses

FinCEN Publishes Notice of Proposed Rulemaking on the Corporate Transparency Act

2023 Regulatory Update for Investment Advisers

U.S. and China Sign Statement of Protocol on China-Based Audit Firms Inspection

SEC Approves PCAOB Rule Governing Determinations Under the Holding Foreign Companies Accountable Act

SBA's Guidance on Requests to Honor SBA's Guaranty of PPP Loan

Biden Executive Order Strengthens and Expands U.S. Sanctions on Chinese Military Companies

Interim Final Rules Implementing Holding Foreign Companies Accountable Act Will Be Effective Soon

UPDATED: PPP Application Deadline Extended to May 31, 2021

Recent Developments on U.S. Ban on American Investment in Chinese Military Companies

Congress Permits SBA to Make PPP Loans to Debtors in Bankruptcy, SBA Says "No"

Holding Foreign Companies Accountable Act Signed into Law

U.S. Department of Commerce Publishes Military End User List for Restricting Exports to China and Russia

Michigan Extends COVID-19 "Three-Week Pause" Order through December 20th

President Trump Bans American Investment in Chinese Military Companies

New COVID-19 Orders Impose Additional Requirements and Restrictions on Michigan Businesses

Michigan MDHHS Director Issues Revised Gatherings and Face Mask Order

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Michigan Enacts COVID-19 Liability Shield and Employee Protection Bills

MDHHS Director Issues Emergency Order Addressing Gatherings, Face Coverings, Worker Protection and Contact Tracing

BE-10 Benchmark Survey of U.S. Direct Investment Abroad Will Be Due Soon

Michigan Governor Gretchen Whitmer Reopens Manufacturing

Federal Reserve's Main Street Lending Program: What Businesses Need to Know to Prepare

Loan Forgiveness Under Paycheck Protection Program: Issues to Consider

COVID-19: Increased Funding for Paycheck Protection Program Loans, Economic Injury Disaster Loans and Emergency Grants

COVID-19: Federal Reserve's Main Street Lending Program: What Businesses Need to Know to Prepare

COVID-19: Act Quickly to Apply for Michigan Small Business Loans and Grants

CARES Act: Coronavirus Economic Stabilization Act (CESA) of 2020

CARES Act: Small Businesses

COVID-19 Economic Assistance Announced: Which Michigan Small Businesses Are Eligible?

Update on China's Retaliatory Tariffs on U.S. Goods and How to File a Request for Exclusion

China Further Opens Up Its Financial Sector to Foreign Investors

International: Afghanistan Practice

DOJ's Fraud Section Issues Foreign Corrupt Practices Act Enforcement Plan and Guidance

Countries Close to Signing U.S.-China Bilateral Investment Treaty

China to implement a new Negative List system for market access

U.S. Companies with Foreign Affiliates: Important Deadline for BEA Filing Approaching

'Ralls' Decision Doesn't Alter CFIUS Voluntary Reporting Analysis for Foreign Investment in U.S.