

## Avoiding Pitfalls in Patent / Know-How Licences and R&D Collaborations (Seminar, London)

Description: The Avoiding Pitfalls in Patent / Know-How Licences and R&D Collaborations seminar will be held on 22nd January 2014 at The Rembrandt Hotel, London

### TOPICS COVERED AT THIS SEMINAR:

- Working with Defined Terms such as 'Licensed Product' and 'Valid Claim'
- Financial Terms including Royalties, Offsets and Milestones
- Diligence
- Misuse of Confidential Information and Intellectual Property
- Termination

### Seminar Leaders:

Patrick Duxbury Wragge & Co LLP  
Dr Luke Kempton Wragge & Co LLP  
Jordanna Popli Wragge & Co LLP

### WHY SHOULD YOU ATTEND?

- Analyse and discuss the key aspects of patent/know-how licences and R&D collaborations
- Assess the areas where things can and do go wrong using a draft agreement to exemplify
- Learn how to avoid the pitfalls using clauses which have been the subject of actual disputes
- Take away practical advice that will aid you in your day-to-day role
- Compare experiences with delegates from across Europe

### WHO SHOULD ATTEND

- Patent Attorneys
- Lawyers
- Contracts Managers
- Technology Transfer Managers
- Others involved in patent/know-how licences and R&D collaborations
- Compare experiences with delegates from across Europe

ATTENDANCE IS LIMITED TO 20 - EARLY BOOKING RECOMMENDED

### ACCREDITATION

This course merits 6 hours under the UK Solicitors Regulation Authority self-accreditation scheme. Ref. CJA/MAFO

### DOCUMENTATION

Participants will receive a course material folder containing comprehensive documentation provided by the seminar leader, which will be a valuable source of reference for the future.

A Certificate of Attendance for Professional Development will be given to each participant who completes the course

### Dates:

22 January 2014 Start: 09.30 – Finish: 17.00

Registration & Coffee:

22 January 2014 09.00

Venue and Accommodation:

The Rembrandt Hotel, 11 Thurloe Place, London SW7 2RS

Directions:

Opposite V&A Museum. Nearest underground station: South Kensington.

\* Please note, events may be cancelled due to commercial or organisational reasons. In this case Research and Markets will refund all registration fees which have already been paid. Research and Markets will not refund any charges arising from the participant having to cancel or re-book transportation or accommodation which he or she has arranged

Contents:

PROGRAMME

Note: The Programme will involve practical exercises using a draft agreement to exemplify the points discussed.

09.30 Introduction

- Setting the scene

09.45 Key defined terms such as 'Licensed Product', 'Licensed Technology' and 'Valid Claim'

- Ensuring that your definitions work
- Avoiding common traps
- Key drafting tips

10.45 Coffee

11.00 Key financial terms including royalties, offsets and milestones

- The key aspects of provisions covering milestones / earn outs and options
- Ensuring that your royalty obligations are clear
- Avoiding pitfalls in royalty obligations and offsets

12.00 Diligence including general 'commercially reasonable efforts' provisions versus more stringent easily measurable obligations

- Define the term or rely on the case law?
- Objective versus subjective standards
- Giving the provisions teeth
- Common licensee protections

13.00 Lunch

14.00 Confidential information and its use and misuse

- Defining the licence terms
- Policing the use
- Ownership of new IP and link to financial terms
- Examples of current disputes

15.00 Tea

15.15 Access to and ownership of IP

- IP protection clauses in contracts
- Who owns the rights?

- Foreground and background rights
- Exploitation and protection of new IP

## 16.15 Termination and management of contracts

- Termination triggers (on notice, breach, insolvency, patent challenge)
- Drafting tips and things to avoid
- Dealing with the consequences in detail
- Other matters to consider: Change of control, force majeure, renegotiation if things change
- Governing law and the relative merits of using arbitration or the courts for dispute resolution

## 17.00 Close of seminar

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