

# UCL Institute of Brand &

Drafting, negotiating, interpreting and advising on intellectual



## Course director

### **Mark Anderson**

Managing Partner, Anderson Law LLP  
Visiting Professor, UCL Faculty of Laws

Author of  
Technology Transfer (Bloomsbury, 4th edition, 2019)  
Drafting Agreements in the Biotechnology and  
Pharmaceutical Industries (Oxford University Press, loose-leaf)  
Drafting Confidentiality Agreements (Law Society Publishing, 3rd  
edn, 2014) and other texts on commercial and IP transactions  
Founder of the IP Draughts blog:  
[www.ipdraughts.wordpress.com](http://www.ipdraughts.wordpress.com)

Highly recommended for UK patent licensing by IAM Patent 1000  
– Guide to the World's Patent Practitioners

Anderson Law LLP is ranked as a national leader in IP law by  
Chambers Directory, and Mark is ranked for both IP and Life  
Sciences.

Certified Licensing Professional™ and Registered

### **The Right Honourable Sir Robin Jacob QC**

Sir Hugh Laddie Chair of IP Law at UCL  
Director of the Institute of Brand and Innovation Law  
President of the Licensing Executives Society (UK and Ireland)

assisting clients to launch new and innovative services across a range of technologies, delivering originally to TV sets and latterly to PCs, mobile devices, tablets and all other forms of connected device.

**Mark L. Bock**, Partner, Brown Rudnick. Mark is a partner in the IP group in the London office and specialises in the intellectual property, information technology, healthcare, e-commerce, data protection, outsourcing and commercial contracts practice areas.

**Chris Shelle**, Partner, Pennington Manches. Chris is a partner in the Oxford office who specialises in intellectual property and commercial law, and EU and UK competition laws. Chris is particularly known for his work in the life sciences, publishing and engineering sectors, and for universities, research councils and their spin-out companies. Described as 'outstanding', Chris is Highly Recommended for patent licensing in IAM 1000: The World's Leading Patent Practitioners.

**Sally Shohoe**, Partner, Bird & Bird. Sally provides a full range of intellectual property commercial advice and support to her clients, including licensing, partnering and exploitation agreements, research, development and marketing collaborations. She also frequently advises clients on regulatory and 'freedom to operate' matters, and manages significant due diligence matters. As a transactional intellectual property lawWorle2uch,

- Discussions on legal and commercial practice, in a similar format to the lectures on the law; and
- Practical workshops in smaller groups, each led by an experienced practitioner, where we look at documents that are encountered in the area under discussion (eg draft agreements and due diligence reports).

The course will be information-rich – it will cover a considerable amount of material in the course of a week – but will also have

# COURSE CONTENT

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## Monday 8 November 2021

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### THEMES:

Confidential information; preliminary agreements; creation of IP; dealing in high profile

#### Morning

- Legal analysis: confidential information and know-how
- Commercial Practice: preliminary agreements - CDAs, MOUs, term sheets, options, and other preliminary IP agreements
- Legal Analysis: What does this IP document mean, what is its legal effect?

#### Afternoon

- Legal analysis: ownership of IP and types of IP transactions
- Commercial Practice: commercial joint ventures
- Workshop: academic research and licensing agreements

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## Tuesday 9 November 2021

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### THEMES:

M&A; IP due diligence and acquisition; IP assignments; no action agreements

#### Morning

- Legal practice: overview of corporate transactions for the IP lawyer
- Legal analysis: warranties representation and indemnities
- Commercial practice: IP and commercial issues in M&A transactions
- Workshop: reviewing the outcome of due diligence investigations

#### Afternoon

- Commercial practice: common negotiation issues in IP warranties
- Workshop: negotiating IP warranties
- Legal analysis: Assignments of IP and novation agreements

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## Wednesday 10 November 2021

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### THEMES:

Patents; IP licensing; medicine and life science OR IP Security

#### Morning

- Commercial practice: analysis of a licence agreement/ patents and other rights that protect biological and chemical products
- Workshop: reviewing a patent and know-how licence agreement
- Legal analysis: competition laws and IP transactions

#### Afternoon

### Stream A:

More detailed look at IP in universities and life sciences

- Law and practice in the university/research sector
- IP aspects of university spin-out transactions
- Legal and Commercial Practice: Regulations affecting development and sale of pharmaceutical products

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**Friday 12 November 2021**

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**THEMES:**

**Copyright, trademark, design; media and content  
good; content and branding**

Morning

- Commercial practice: the media landscape
- Legal analysis: IP rights in media transactions
- Workshop: key clauses to negotiate in media agreements
- Legal analysis: practical tax issues in IP transactions

Afternoon

- Commercial practice: "Dirty little tricks in IP licensing"
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## MONDAY

09:30 **Introduction of the**  
Mark Anderson and Prof. Sir Robin Jacob

09:45 **Legal Analysis: Confidential information and know-how**  
John Hull, Farrer & Co

10:30 COMFORT BREAK

10:40 **Commercial Practice: Patent, agreements - CDA, MOU, licensee, opinion, and other patent, IP agreements**  
Mark Anderson

11:25 COMFORT BREAK

11:35 **Legal Analysis: What does the IP Document mean, have it legal effect?**  
(break at 12:10 for 10 mins)  
Mark Anderson

13:10 - 14:00 LUNCH BREAK

14:00 **Legal Analysis: Ownership of IP and Types of IP Transactions**  
Matthew Warren (Bristows)

15:00 - 15:10 COMFORT BREAK

15:10 **Commercial Practice: Commercial joint venture (concession of companies)**  
Cerys Wyn Davies (Pinsent Mansons)

16:10 COMFORT BREAK

16:20 **Small Group Workshop: Academic research and licensing agreements**  
Matthew Warren, Cerys Wyn Davies, and Mark Anderson

17:00 Day one ends  
Overnight: Preparation for next day's workshops

## TUESDAY

09:30 **Legal Practice: Overview of Commercial Transactions for the IP Lawyer**  
Braeden Donnelly & Tara Walters (Ashurst)

10:15 COMFORT BREAK

10:25 **Legal Analysis: Warranty, Representation and Indemnities**  
Chris Bates (Ashurst)

11:10 COMFORT BREAK

11:20 **Commercial Practice: IP and Commercial Infringement in M&A Transactions**  
Mark Lubbock (Brown Rudnick) and Inbali Iserles

12:10 **Small Group Workshop: Reaching the end of due diligence in litigation**  
Inbali Iserles, Mark Lubbock and Steven James

13:10 - 14:00 LUNCH BREAK

14:00 **Commercial Practice: Common negotiation points in IP transactions**  
Tim Worden (Taylor Wessing)

14:45 COMFORT BREAK

14:55 **Small Group Workshop: Negotiating IP transactions**  
Tim Worden, Mark Lubbock and Steven James

15:50 COMFORT BREAK

16:00 **Legal Analysis: Assignment of IP and novation agreements**  
Steven James (Brown Rudnick)

17:00 Day two ends  
Overnight: Preparation for next day's workshops (ts in oOD -1.55 TDmon negot)

## WEDNESDAY

09.30 **Commercial practice: Analysis of a Licence Agreement / Patent and Other Rights in a Patented Biological and Chemical Product**

Chris Shelley (Penningtons) and Sally Shorthose (Bird & Bird)

11.00 COMFORT BREAK

11.10 **Small Group Workshop: Repealing a patent and know-how licence agreement**

Chris Shelley, Sally Shorthose and Edmund Forey

12:15 COMFORT BREAK

12.20 **Legal analysis: Competition Law and IP Transition**

Edmund Forey (Penningtons)

13.10 Lunch

### 14:00 STREAM A - UNIVERSITIES

Technology Transfer .... Two sides of the story

Paul MacLennan (&Law)

15.15 Break

15.30 Legal and Commercial Practice: Common Issues affecting the university and tech transfer sector

Stephen Brett (&Law) and Louise Fullwood (Pinsent Masons)

### 14:00 STREAM B - IP SECURITY

Charles Kerrigan CMS CMNO

Legal analysis: charges and other forms of security over IP

14.45 Practice: Lending Against the Security of IP Assets

15.30 Break

15.45 Workshop: negotiating the terms of an IP security

16.30 **Law and commercial practice:**

**Law and jurisdiction, and Q&A session**

Mark Anderson (&Law)

17:00 Day Three Ends

Overnight: Preparation for next day's workshops

## FRIDAY

09:30 **Commercial practice: The Media Landscape**  
Tomos Jones (CMS CMNO)

10:00 COMFORT BREAK

10:05 **Legal analysis: IP Rights in Media Transactions**  
John Enser (CMS CMNO)

10:50 COMFORT BREAK

11:00 **Small Group Workshop: Key Clauses of  
Negotiation in Media Agreements**  
Tomos Jones and John Enser

12:00 COMFORT BREAK

12:10 **Legal analysis: Practical Takeaways in IP  
Agreements**  
Michelle Blunt and Ruth Burstall (Baker & McKenzie)

13:10 LUNCH

14:00 **Commercial practice: Digital License in IP  
Licensing [In Practice Session]**  
Jesse Skinner (London Business School)

15:15 BREAK

15:30 **Workshop: Similarity and Difference in  
IP Transactions across Different IP Types and Industries;  
Sector, Region, and General Discussion**  
Mark Anderson (&Law)

16:00 End of Course

# ADMISSION & FEES

## Application Process

Applications should be made using the form online at:  
<https://www.ucl.ac.uk/laws/events/2021/nov/ip-transactions-law-and-practice-2021>

Applications should be accompanied by:

- 1 A CV and the names of two professional referees. We do not ask for original degree certificates to be included, but may ask for them subsequently;
- 2 A short personal statement indicating what you hope to achieve by attending the course.

The application deadline is 22 October 2021 or earlier if possible.  
**Applications should be booked before the deadline.**

**The course fee is £3200, plus VAT**

The course fee covers all course materials, tuition and the examination fees.

Discounts are available to firms that either:

- a) sponsor the Institute of Brand and Innovation Law; or
- b) provide speakers for the course
- c) UCL alumni

## Fee payment

You will be invoiced for the course fees, for which you will be invoiced in early October, and which must be paid in full by 1 November 2020.

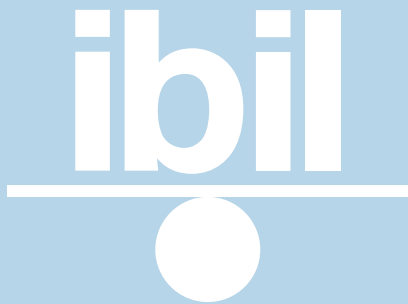
## What to send and how to send it

Please return the:

- ▷ completed application form online
- ▷ CV (including the names of two professional referees), and;
- ▷ a short personal statement as to what you hope to achieve by attending the course:

Queries should be made to:  
Lisa Penfold  
Email: [lisa.penfold@ucl.ac.uk](mailto:lisa.penfold@ucl.ac.uk)





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