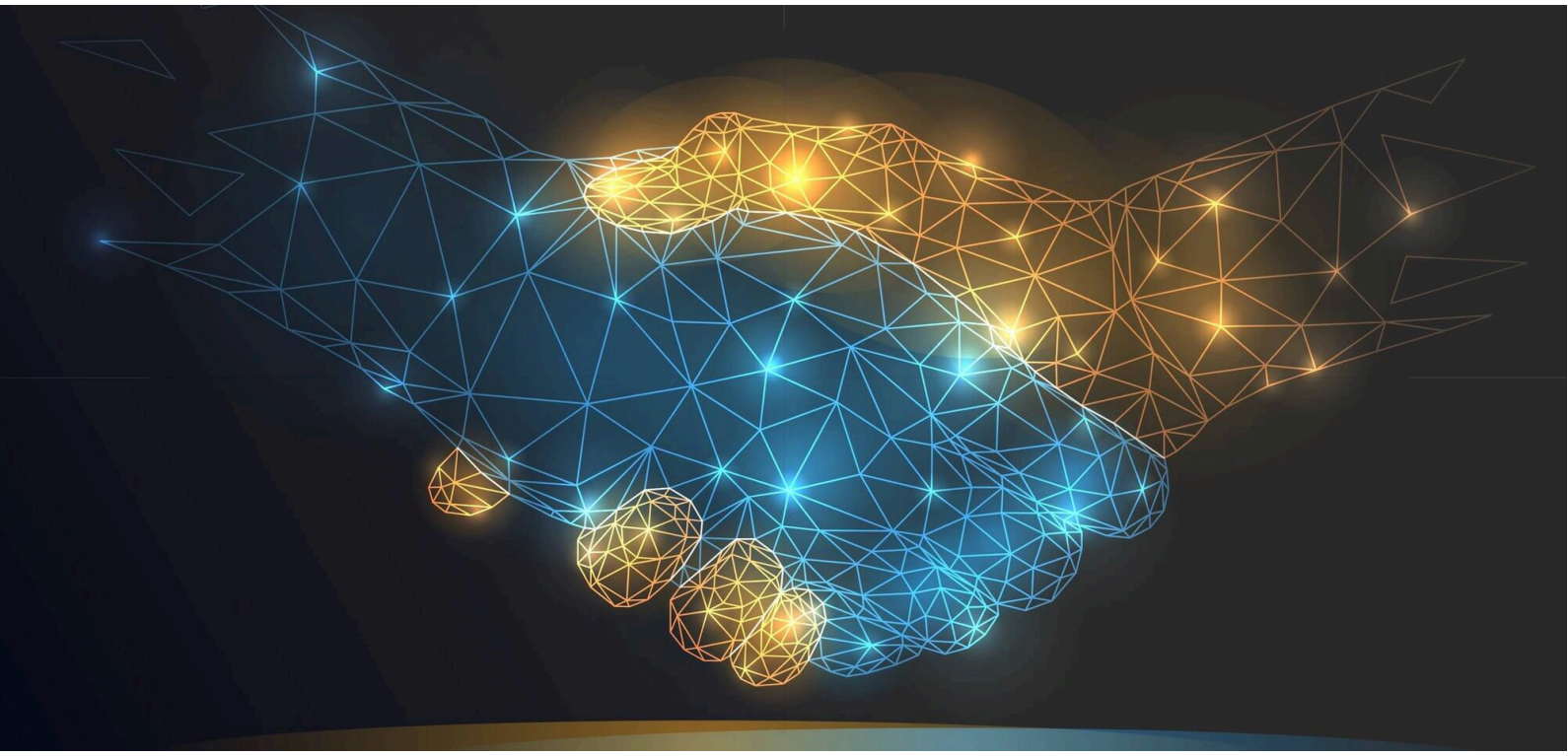
IPI Academy

falconbury



Presented by
Falconbury

Reviewing and Negotiating Technology Transfer and Licensing Agreements

12-13 April 27
+ 11-12 October 27

This training course provides key legal and commercial knowledge essential to secure a successful agreement. *INCLUDES a review of the New Block Exemption governing Research & Development Agreements and the New Block Exemption governing Vertical Agreements*

Format:
Live online

CPD:
12 hours for your records

Certificate of completion

Course overview

Whether you are from a large or small business, a research institution, university, government agency, pharmaceutical or biotechnology company, or an IT or software company, this training course offers a comprehensive overview of all the key matters to be considered – by the licensor/transferor and the licensee/transferee – when dealing with international technology transfer and licensing agreements.

The training course will consider recent changes to EU competition law, including a look at the new Block Exemptions on vertical agreements (Commission Regulations (EU) 2022/720) and research and development agreements (Commission Regulation (EU) 2023/1066).

Technology transfer and licensing agreements are frequently used by commercial entities and public or quasi-public bodies for the development of new business prospects and for cross-border expansion. These agreements are essential tools to promote innovation, collaboration, and economic development by allowing the efficient transfer and commercialisation of valuable technologies and intellectual property.

Technology transfer and licensing agreements can be complex and require expertise to ensure the interests of both parties are adequately protected. It is crucial to carefully negotiate and draft these agreements to avoid potential disputes and ensure a successful technology transfer process.

This two-day training course gives practical advice on the legal and commercial considerations which are essential for securing a successful agreement. It has been specially designed to cover all the crucial topics, the risk areas and pitfalls to be aware of and focusses on how to negotiate the best deal for your business. Particular attention will be given to the Block Exemptions and their impact on drafting.

The expert trainer uses practical exercises and case studies to help embed the learning and build essential operational know-how. There will be ample time to ask your specific questions and to get practical solutions to take back to your workplace.

This training course is not jurisdiction specific and is therefore ideal for those working both in the UK and overseas.

Benefits of attending

By attending this training course you will:

- **Understand** how to critically review the terms in international technology transfer and licensing agreements
- **Learn** how to assess the benefits and concerns of the contracting parties under an international technology transfer and licensing agreement
- **Gain** knowledge of EU law governing international technology transfer and licensing agreements
- **Review** the impact of the Brexit Withdrawal Agreement
- **Draft** and negotiate key terms in an international technology transfer and licensing agreement more effectively
- **Effectively** negotiate royalty rates to the best commercial advantage
- **Appreciate** and be able to better advise on cross-jurisdictional concerns and key terms

Who should attend?

This training course is for all those who need to gain knowledge and experience of cross-border technology transfer and licensing contracts, including:

- In-house counsel
- Commercial and contract managers
- Business development managers
- Trainee solicitors
- Attorneys
- Private practice lawyers
- R&D personnel
- Licensing executives wanting a refresher

By the end of this training course, participants will be able to:

- Understand and draft international technology transfer and licensing agreements
- Draft and negotiate key terms more effectively
- Understand and advise on cross-jurisdictional concerns and key terms

Programme

Day 1

Competition law – introduction

- Goals of competition policy
- Role of the institutions and the Member States
- Individual remedies
- Standard of proof
- Article 101 TFEU (treatment of anti-competitive agreements, decisions and concerted practices)
- When does an agreement, decision or concerted practice exist?
- Effect on trade between Member States
- When is the object or effect anti-competitive
- Impact of *de minimis* on the application of Article 101(1)
- Article 101(3) TFEU (exemption)

PRACTICAL EXERCISE: A101

Competition law – technology-related block exemptions

- Vertical Restraints Block Exemptions (VRBER 2022)
  - Market thresholds, scope of application, hardcore and excluded provisions
- Technology Transfer Block Exemption Regulation (TTBER 2014)
  - Scope and restrictions
- Block exemption governing R&D (RDBER 2023)

PRACTICAL EXERCISE: VRBER and TTBER

Technology transfer agreements

- Set-up – licence and assignment
- Strategic and legal concerns of the prospective licensor
- Key concerns reviewed
  - Term
  - Assignment
  - IP
  - Liability, disclaimers and indemnities
- Benefits and disadvantages of licensing technology
- Sub-licensing considerations
- Legal safeguards during the pre-negotiation phase

PRACTICAL WORKSHOP: Review of a technology licence

- Review of the template agreement with particular reference to the key clauses, strategic considerations and drafting techniques
- Discuss issues relating to the negotiation and execution of a technology licence

Day 2

International contract disputes

- Jurisdiction: overview
- Jurisdiction: review of EU rules on jurisdiction
- Jurisdiction agreements and their status in EU law
- Choice of law rules
- Recognition and enforcement of arbitral awards and foreign judgments
- Review of the impact of the Withdrawal Agreement (Brexit deal/no deal)

PRACTICAL EXERCISE: Jurisdiction, choice of law and recognition and enforcement of foreign judgements

R&D agreements

- Key concerns reviewed
  - Ownership
  - Right to use
  - Confidentiality
  - Process planning

Ancillary agreements

- Confidentiality agreement
- Materials transfer agreement
- Memorandum of understanding
- Option agreement

PRACTICAL WORKSHOP: Review of a R&D agreement

Presenter

Michala Meiselles

Michala Meiselles is a solicitor in England and Wales specialising in international business law, cross-border transactions and compliance. Starting off her career at Berrymans Lace Mawer, she has since worked in private practice and as in-house legal counsel for local government. Over a decade ago, Michala created her own dedicated consultancy firm, which she presently directs, providing business and legal solutions to multinationals, public sector entities and international organisations.

In her work as a solicitor and international lawyer (operating in England, France, Canada and the US), she advises on compliance (inter alia anti-bribery and corruption, anti-money laundering and sanctions), trade finance, import and export, licensing, distribution, agency and foreign direct investment.

She is also the lead editor of two volumes on white collar crime for Routledge, and have written a book addressing competition law and policy, published by Kluwer.

Course dates

12-13 April 27	**Live online** 09:30-17:00 **UK (London)** (UTC+01) *Course code 17120*	GBP **1,199** ~~1,399~~ EUR **1,679** ~~1,959~~ USD **1,927** ~~2,239~~ **Until 15 Feb**
11-12 October 27	**Live online** 09:30-17:00 **UK (London)** (UTC+01) *Course code 17406*	GBP **1,199** ~~1,399~~ EUR **1,679** ~~1,959~~ USD **1,927** ~~2,239~~ **Until 16 Aug**

How to book

Online:
ipi.academy/2274

Alternatively contact us to book, or if you have any queries:

Email:
info@ipiacademy.com

Phone:
+44 (0)20 7749 4749

Discounts

- Booking more than one delegate on any one date qualifies for a **30% discount** on the second and subsequent places.
- Most events qualify for an **early booking discount** prior to 6 weeks before the course date. Be sure to check on our website, where the latest discounts will be shown.

Further information

Fee
The fee includes all meals and refreshments for the duration of the course (for venue-based courses) and a complete set of course materials (provided electronically). If you have any particular requirements, please advise customer services when booking.

Please note
IPI Academy (and our training partners) reserve the right to change the content and timing of the programme, the speakers, the date and venue due to reasons beyond their control. In the unlikely event that the course is cancelled, we will refund the registration fee and disclaim any further liability.

Terms and conditions
The rest of the our terms, the event cancellation policy and the terms and conditions are on our website, please visit ipi.academy/content/terms-and-conditions

Reviews

★★★★★

All very positive. [Speaker] was extremely helpful. 5/5.

Clara Vázquez García
Immunology Dept.
Max Delbrück Center
Feb 27 2025

★★★★☆

Very good presentation. Explanations were clear and useful.

Sophie Normand
In-House Lawyer
Lesaffre international
Jun 22 2023

★★★★★

Excellent and engaging speaker – very knowledgable.

Ann Critchell-Ward
Vice President Intellectual Property Operations
TomTom International BV
Nov 8 2017

★★★★★

I wanted to know more about drafting technology transfer agreements and my expectations were fully met. Michala was a very clear and knowledgable speaker. Fantastic!

Jokotola Adebiyi
Legal Officer
uniQure biopharma B.V.
Nov 8 2017

Run this programme in-house for your whole team

Coming to IPI Academy for your in-house training provides an all-inclusive service which gives you access to a wide variety of content, learning platforms and delivery mechanisms as well as your own personal training adviser who will work with you from the initial enquiry through to feedback and follow-up after the programme.

With over 600 trainers, all practitioners and experts across a huge range of fields, we can provide the training you need, where you need it, when you need it, and at a price which suits your budget. Our approach to tailored learning and development consists of designing and delivering the appropriate solution for each client.

For your FREE consultation and to find out more about how we can work with you to solve your training needs, please contact our training advisers:

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IPI Academy

IPI Academy is a training initiative of Falconbury and Management Forum; leading providers of industry training for over 30 years, based in the UK.

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