



Attorneys in the Duane Morris Technology Transactions, Licensing and Commercial Contracts Group assist a wide range of clients with maximizing company value from the intellectual property and technology assets that they own or license from third parties. Drawing on the resources of Duane Morris' Intellectual Property and Corporate Practice Groups, the attorneys in the group combine the elements of an intellectual property practice with a commercial transactions practice. They are trained in the best practices in these disciplines, enabling them to provide guidance on a wide range of intellectual property and business issues involved in intellectual property licensing and technology matters and transactions.

RANGE OF SERVICES

Technology Transactions, Licensing and Commercial Contracts

- ▶ Joint ventures and strategic alliances
- ▶ Collaboration and co-development agreements
- ▶ In-bound and out-bound technology licenses and patent monetization
- ▶ Third-party arrangements with employees and consultants
- ▶ Manufacturing and supply agreements
- ▶ Distribution and reseller arrangements
- ▶ Branding and marketing arrangements
- ▶ Business process outsourcing arrangements
- ▶ Nondisclosure agreements
- ▶ Warranties, limitation on liabilities and indemnities

Information Technology

- ▶ Software license agreements, including:
 - ▶ ERP agreements
 - ▶ Software as a service agreements
 - ▶ Mobile software license agreements
- ▶ Hardware purchase agreements
- ▶ Computer services outsourcing, managed services, cloud computing and hosting agreements
- ▶ Software development and consulting agreements, including website development
- ▶ Maintenance agreements, statements of work and service level agreements
- ▶ Database licensing agreements
- ▶ Source code escrow arrangements

- ▶ Internet content license agreements and associated website terms, privacy policies and other issues arising from doing business online
- ▶ Open source development and distribution
- ▶ Blockchain and other distributed ledger technology
- ▶ Blockchain implementation counseling

Life Sciences

- ▶ Out-licensing and partnering transactions with pharmaceutical, biotechnology and medical device companies, including:
 - ▶ Option arrangements
 - ▶ Co-development, co-promotion or co-commercialization rights
 - ▶ Contingent value rights for acquisitions
- ▶ In-licensing transactions with academic and research institutions or other life sciences companies
- ▶ Pre-clinical and clinical study agreements with CROs and investigational sites on a global basis
- ▶ Sponsored research agreements with academic and research institutions as well as government agencies
- ▶ Biologics or small molecule manufacturing and supply agreements

Attorneys in the group have experience with clients in many industries, such as biotechnology and pharmaceuticals; medical devices; diagnostics; life sciences; healthcare; information technologies, including hardware and software; internet and e-commerce; telecommunications; video games; entertainment; retail; and financial services. They work with companies of all sizes at all stages of development, including emerging growth companies, middle-market companies and established vendors of technology goods and services, to partner or sell their intellectual property and technology assets. In addition, they assist clients to in-license or otherwise acquire intellectual property and technology assets, as well as to establish technology service arrangements.

Attorneys in the Technology Transactions, Licensing and Commercial Contracts Group counsel clients on structuring, negotiating and implementing collaborative and licensing transactions that often have a significant impact on a company's business. With their extensive experience in these types of transactions and knowledge of both sides of contract issues, our attorneys assist clients on establishing the core intellectual property and business terms and structure of the deal. They also act as problem solvers for

complex and difficult contract issues. Clients value the ability of the attorneys in the group to manage the deal negotiation process in an effort to maximize speed-to-signing while minimizing legal expenses. Attorneys in the group work closely with attorneys in the firm from other practice areas, which are often relevant for technology transactions, such as FDA; antitrust; bankruptcy; export control; government contracting; revenue recognition rules; security interests; and complex, multijurisdictional issues relating to privacy and security of information.

In conjunction with deal structuring, attorneys in the group assist clients with IP due diligence, and their strategic planning and/or open innovation strategies, including assessing and identifying the client's existing intellectual property; advising on protecting intellectual property and counseling on areas of growth and the potential for licensing; and acquiring and selling intellectual property in order to realize maximum value for the business. For software matters, attorneys in the group advise on open source issues.

Attorneys in the group also assist clients with intellectual property management and audits, including software audits.



THE INTELLECTUAL PROPERTY PRACTICE GROUP

The Duane Morris Intellectual Property Practice Group is recognized as one of the leading IP groups in the United States. National publications, including *U.S. News and World Report*, have ranked Duane Morris among the leading law firms handling patents, trademarks, copyrights and related IP litigation.

THE CORPORATE PRACTICE GROUP

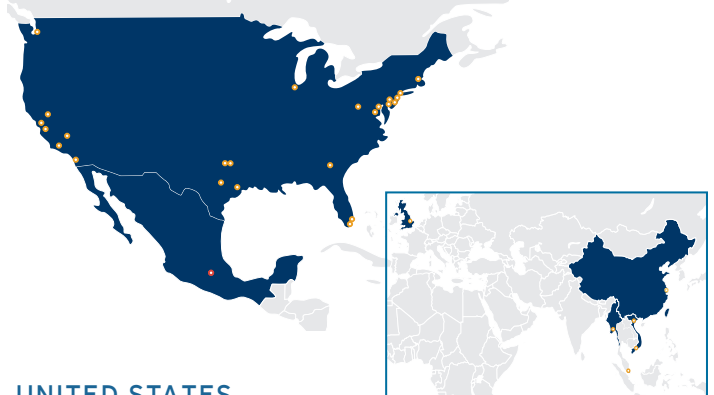
The Duane Morris Corporate Practice Group advises clients with strategic business planning, joint ventures and strategic alliances, corporate governance, mergers and acquisitions, private equity/venture capital, securities law and corporate compliance.

THOUGHT LEADERS

Duane Morris attorneys regularly present on numerous topics and developments affecting our clients. During the months leading up to the General Data Protection Regulation (GDPR) deadline, the firm held a series of webinars to discuss requirements, strategic planning and compliance of this significant law affecting any company doing business in the European Union. The group also hosts a commercial contracts checkup series that reviews term sheets, MOUs, blockchain technology and other significant topics.



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- > Also satellite offices, including Bangor and Portland, Maine; and Seattle, Washington
- > Alliances in Mexico
- > Leadership position with international network of independent law firms

FOR MORE INFORMATION, please contact
JOHN M. NECLERIO at 215.979.1382
 or jmneclerio@duanemorris.com.

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