

RP FACTS

- A law firm, founded in 1981, dedicated to intellectual property law, including:
 - Patents, Trademarks, Copyrights and Trade Secrets
 - Due Diligence Investigations
 - IP Transactions
 - Risk Management
 - Pre-Litigation Studies and Strategies
 - Litigation and Alternative Dispute Resolution
- One of the largest Intellectual Property law firms in the Philadelphia region.
- Over forty attorneys, patent agents, and scientific advisors, collectively having a wide diversity of technical backgrounds and experience. Thirteen advanced technical degrees, including six doctorates.
- Clients include electronics, bioengineering, biotechnology, pharmaceutical, material science, chemical, manufacturing, e-commerce and software companies, large and small, throughout the world, as well as international institutions and universities.

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RATNERPRESTIA
IP TRANSACTIONS

WHEN IT'S TIME
TO MAKE A DEAL...



ONLY 2 WAYS TO PROTECT A CLIENT IN A DEAL:

1. DUE DILIGENCE
2. CONTRACTS

IP BUSINESS PRACTICE

- A blend of considerable IP Deal experience, formidable legal skills and wide ranging technical expertise to perform Due Diligence and negotiate Agreements
- US and International Deal experience working closely with client's general counsel, general law firm and business people
 - Patent, Trademark, and Copyright Licenses
 - Software Agreements
 - Tech Transfer Agreements
 - Development Agreements
 - Joint Venture and Shareholder Agreements
 - Balance Sheet Investments
 - Acquisitions and Divestitures
- 5 Juris Doctors Magna Cum Laude
- 6 Juris Doctors Cum Laude
- 1 former CAFC Law Clerk
- 400 years of combined legal experience
- 5 Ph.D's in either BioTech, Chem or Physics
- 7 Master of Science in either Biotech, Physics or Electrical Engineering
- 1 Pharm.D.
- 200 years of Combined Scientific and Engineering Experience
- Technical backgrounds include electronics, bioengineering, biotechnology, pharmaceuticals, material science, chemistry, physics, manufacturing, computer engineering and software

CASE STUDY

RatnerPrestia lawyers, Dr. Joy Mulholland and Robert Seitter, provided Intellectual Property support for Merck KGaA of Germany and its US Subsidiary, Nitragin Inc., in their recent technology driven acquisition of Agribotics Holdings Inc., a Canadian early stage company developing legume and non-legume inoculants. Dr. Mulholland and Mr. Seitter worked with complex biotechnology, national and international patents and applications, sophisticated license agreements and a stock purchase agreement that crossed international borders.

Patents and patent applications were evaluated for strength, scope and coverage of the inoculants; recommendations were made for improving patent applications; existing license agreements were renegotiated; and, a complicated Stock Purchase Agreement and its ancillary Agreements were negotiated.

As a result, Nitragin and its affiliates acquired Agribotics and exclusive rights to several crop enhancing technologies and their applications in a high margin, growth market.

Merck's management called RatnerPrestia's efforts **BRILLIANT**.

RATNERPRESTIA'S IP TRANSACTIONS PRACTICE

The IP Transactions Group is chaired by **Robert P. Seitter**, former Associate General Counsel and Director of Intellectual Property for ITT Corporation. His experience around the world in transactions ranging from small deals to deals worth over \$4 Billion guides our team's deal process.

We understand the business and technical drivers for the deal.

We conduct due diligence with these drivers in mind.

We explain the issues to the client and, most importantly, we explain what the issues mean to them. In short, we explain **WHY THEY CARE**.

Once a client understands what the issues mean, we work with the client to address those issues.

We assess **financial impacts** and identify:

- Additional Due Diligence Needs
- Deal Breakers
- Actions Required Before Signing or Closing
- Needed Contract Terms
- Post Closing Integration Needs

We **resolve the issues in due diligence or protect the client in the contract**.

OUR CLIENTS MAKE INFORMED DECISIONS - IT'S THE CLIENT, NOT THE LAWYERS, WHO LIVE WITH THE DEAL.

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