



## Half day Workshop on M&A of IP-rich Startups: Planning for Success

- Organized by IPFACE @ Venture Center & IP Group, NCL Innovations -

<b>LEARN</b>	<ul style="list-style-type: none"> <li>• How to plan your IP rights and portfolio to enhance value at M&amp;A</li> <li>• Preparing for a M&amp;A for IP rich start-ups and SMEs</li> </ul>
<b>ORGANIZED BY</b>	<ul style="list-style-type: none"> <li>• IP Facilitation Center, Venture Center (<a href="http://www.ipface.org">www.ipface.org</a>)</li> <li>• Legalogic (<a href="http://www.LegaLogic.co.in">www.LegaLogic.co.in</a>)</li> <li>• Intellectual Property Group, NCL Innovations, CSIR-NCL</li> </ul>
<b>SUPPORTED BY</b>	<ul style="list-style-type: none"> <li>• Bioincubator at Venture Center, supported by Biotechnology Industry Research and Assistance Council (BIRAC), Govt. of India</li> </ul>
<b>FOR WHOM</b>	<ul style="list-style-type: none"> <li>• Entrepreneurs/ tech start-ups/ MSMEs/ Inventors</li> <li>• Technology/IP Managers/Patent Professionals/ Innovation Officers</li> <li>• Students of IPR, Patent Law, Computer Science and Engineering</li> <li>• Research/ Science Managers/ CTOs/ CSOs in Research/ Technology Organizations/ Technology Incubators/Universities</li> </ul>
<b>WHEN</b>	<b>Saturday, 17 March 2018   Time: 2 pm – 5.30 pm</b>
<b>EVENT LEAD</b>	Shruti Devasthali   020-25865877   <a href="mailto:shruti@venturecenter.co.in">shruti@venturecenter.co.in</a>
<b>WHERE</b>	Lecture Theatre, Venture Center, 100 NCL Innovation Park, Dr. Homi Bhabha (Pashan) Road, Pune-411008
<b>CONTACT</b>	<b>Logistical queries</b> Lipika Biswas   020-25865877   <a href="mailto:eventsdesk@venturecenter.co.in">eventsdesk@venturecenter.co.in</a>
<b>COST</b>	Free talk; Open for all  <b>Register here:</b> <a href="http://bit.ly/2F1THJ1">http://bit.ly/2F1THJ1</a>  Note:- <ul style="list-style-type: none"> <li>• Organizers reserve the right to select participants so as to maximize learning and networking opportunities for the group</li> </ul>



## Introduction

This workshop is focused on how IP-rich startups can plan their IP portfolio, rights including licenses etc for a potential M&A event. Key principles are a) companies need to plan a portfolio of formal IP in order to create value triggers and bargaining chips at an M&A event, b) the ownership and commercialization rights need to be clear and unencumbered, c) the documentation/ agreements needs to be clear and in place, d) startups need to understand what happens during due diligence preceding M&A and what agreements they may need sign.

This workshop focuses on practical insights for startups and IP rich companies. The talks shall include case studies.

Venture Center is India's top scientific/ inventive enterprises incubator of India. Venture Center won the National Award for the best technology business incubator in 2015 from the President of India. The Venture Center is also home to a BIRAC Bioincubator. IPFACE ([www.ipface.org](http://www.ipface.org)) has been the country's best performing Patent Facilitation Center supported by MSME and has conducted around 70 workshops/events and more than 50 awareness programs in colleges, universities and companies.

This workshop is being organized in collaboration with LegalLogic – a leading legal firm from Pune – which has been working with several small and large companies.

## Course Outline

- How to plan your IP rights and portfolio to enhance value at M&A
- Preparing for a M&A for IP rich start-ups and SMEs

## Course includes

- Course includes tea & snacks
- Free one-year reference membership for Venture Center Library



## Schedule

Time	Session title	Lead	Venue
1400-1415	Registration	V. Premnath	Training Room
1415-1445	Introduction to organizers, faculty, participants and workshop	V. Premnath	Training Room
1445-1615 (90 min)	<b>Session 1: Creating IP and ensuring clarity of rights</b> <ul style="list-style-type: none"> <li>• How to strategize and create a portfolio of valuable IP in the early stages of a start-up's life</li> <li>• How to protect IP and ensure rights are assigned to the Company – bringing clarity &amp; simplicity in ownership and commercialization rights:               <ul style="list-style-type: none"> <li>○ Founders Agreement</li> <li>○ Employee NDA and assignment agreements</li> <li>○ Software Development Vendor Agreement</li> <li>○ API Partners Agreement</li> <li>○ OEM/White Label Agreements</li> <li>○ Escrow arrangements</li> <li>○ Insurance- mitigating IP risk</li> <li>○ Issues in using open source IP in your technology</li> <li>○ Issues when you license part of your knowhow</li> </ul> </li> <li>• Joint development/ collaborative tech development agreements—how to ensure that IP rights are uncluttered/ unencumbered</li> <li>• Which geography to park your IP</li> <li>• Creating pros and cons of parking IP-based offering and services business as a part of same legal entity</li> </ul>	Alhad Oak	Training Room
1615-1645	Tea break		Foyer, 100 NIP
1645 -1715 (90 min)	<b>Session 2: Preparing for Mergers and Acquisitions</b> <ul style="list-style-type: none"> <li>• Preparedness for IP/Legal due diligence and documents; Issues faced at due diligence and structuring the deal</li> <li>• Representation, warranties and indemnities that investors, acquirers etc. may ask</li> <li>• Understanding the difference between a Company acquisition vs technology sale – issues when Company has in-licensed technology.</li> <li>• How do promoters monetize IP</li> <li>• What to expect in M&amp;A or acquisition; Agreements one may need to sign</li> <li>• Non-compete</li> <li>• Q&amp;A</li> </ul>	Alhad Oak	Training Room
1715-1730 (15 min)	Feedback & closure		Training Room



### Speakers(in alphabetical order of last names)



Alhad Oak

**Alhad Oak**

**Co-founder, LegalLogic Consulting**

Alhad Ramchandra Oak possesses corporate legal and secretarial experience of over twenty years. At LegalLogic, Alhad closely deals with clients from various industries - mobile applications, e-commerce, port, logistics, automobile, education, software product and services, mobile wallets and payments, power and project sectors. Alhad's knowledge and work expertise spreads over legal, corporate secretarial, risk management, media relations, vision, mission and value roll-out. Besides the corporate calling, Alhad is also a passionate coach and mentor. He conducts trainings at Institute of Company Secretaries of India (ICSI) on corporate social responsibility, Basics of Legal Drafting, strengths, weaknesses, opportunities, and threats (SWOT) analysis as well as office etiquettes and culture.

During the corporate lifespan, Alhad has also worked with APM Terminals (A. P. Moller Maersk Group), Zycus Infotech and Banking software leader i-flex Solutions - a Citigroup and now Oracle group company, all based in Mumbai, India.



Premnath Venugopalan

**Premnath Venugopalan**

**Head, NCL Innovations, CSIR-NCL, Pune**



**Director, Venture Center, Pune**

Dr V Premnath is currently the Head, NCL Innovations – the group within National Chemical Laboratory (NCL) charged with the responsibility of championing the cause of technology innovation within NCL. Dr Premnath also provides leadership for the Intellectual Property Group at NCL – one of India's leading IP management groups based out of research institutions. Dr Premnath is also the Founding Director of the Venture Center – a technology business incubator on NCL campus. Dr Premnath is also the Founding Director of CSIR-Tech Pvt Ltd – a technology commercialization company. Dr Premnath is also a Scientist, Polymer Science & Engineering Division at NCL with an interest in technology development for biomedical products.


B.Tech. from the Indian Institute of Technology - Bombay and a Ph.D. from the Massachusetts Institute of Technology, USA. He has also been a Chevening Technology Enterprise Fellow with the Centre for Scientific Enterprises, London Business School and Cambridge University, UK.



### About the Organizers

	<p>IPFACE aims to promote awareness and adoption of intellectual property rights amongst entrepreneurs and MSMEs in India while also making accessible high-quality IP services and resources. IPFACE is a project of the Venture Center supported by the Ministry of Micro, Small and Medium Enterprises, Government of India and National Chemical Laboratory, Council of Scientific and Industrial Research, India.</p> <p>For more information about IPFACE services, visit <a href="http://www.ipface.org">www.ipface.org</a></p>
	<p>Entrepreneurship Development Center (Venture Center) – a CSIR initiative – is a Section 25 company hosted by the National Chemical Laboratory, Pune. Venture Center strives to nucleate and nurture technology and knowledge-based enterprises by leveraging the scientific and engineering competencies of the institutions in the Pune region in India. The Venture Center is a technology business incubator supported by the Department of Science &amp; Technology’s National Science &amp; Technology Entrepreneurship Development Board (DST-NSTEDB). Venture Center’s focuses on technology enterprises offering products and services exploiting scientific expertise in the areas of materials, chemicals and biological sciences &amp; engineering.</p> <p>For more information, visit <a href="http://www.venturecenter.co.in">www.venturecenter.co.in</a></p>
	<p>The National Chemical Laboratory, India is a research, development and consulting organization with focus on chemistry and chemical engineering. It has a successful record of research partnership with industry. NCL Innovations is resource center of NCL that supports, promotes and champions the cause of technology innovations within NCL.</p> <p>For more information about NCL Innovations &amp; IP group NCL, visit <a href="http://www.nclinnovations.org/">http://www.nclinnovations.org/</a></p>
	<p>LegaLogic is a full-service law firm co-founded by professionals with extensive industry experience. LegaLogic has offices in Pune and Mumbai. Started on July 1, 2013, our value system and ethical practices enable us to service our domestic and international clients seamlessly. With the team’s background, LegaLogic brings an in-house counsel approach in the way it works with its clients. With personal attention to clients, focused execution and understanding of client’s business, LegaLogic has carved out a niche for itself.</p> <p>LegaLogic serves clients operating in diverse industries. With client service, problem solving, proactive approach and long-term relationship as a focal point, LegaLogic has grown rapidly in a short period of time. More on <a href="http://www.legalogic.co.in">www.legalogic.co.in</a></p>

### Supported by

	<p>BioIncubator at Venture Center was created with support from DBT-BIRAC under the Bioincubator Support Scheme. It has been conceptualized to help innovators in the spectrum of biomass, bioengineering, bio informatics, biomed &amp; agro based industries to ease their enterprises into the ecosystem. Along with infrastructural support in the form of biosciences labs &amp; office spaces, the BioIncubator also provides advisory services, referrals, scientific support, library and information services, Intellectual property services, seed funding &amp; access to talks, workshops &amp; technical training programs.</p> <p>For more information about BioIncubator at Venture Center: <a href="http://www.bioincubator.venturecenter.co.in/">http://www.bioincubator.venturecenter.co.in/</a></p>
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