



Collaborative Research Contracts

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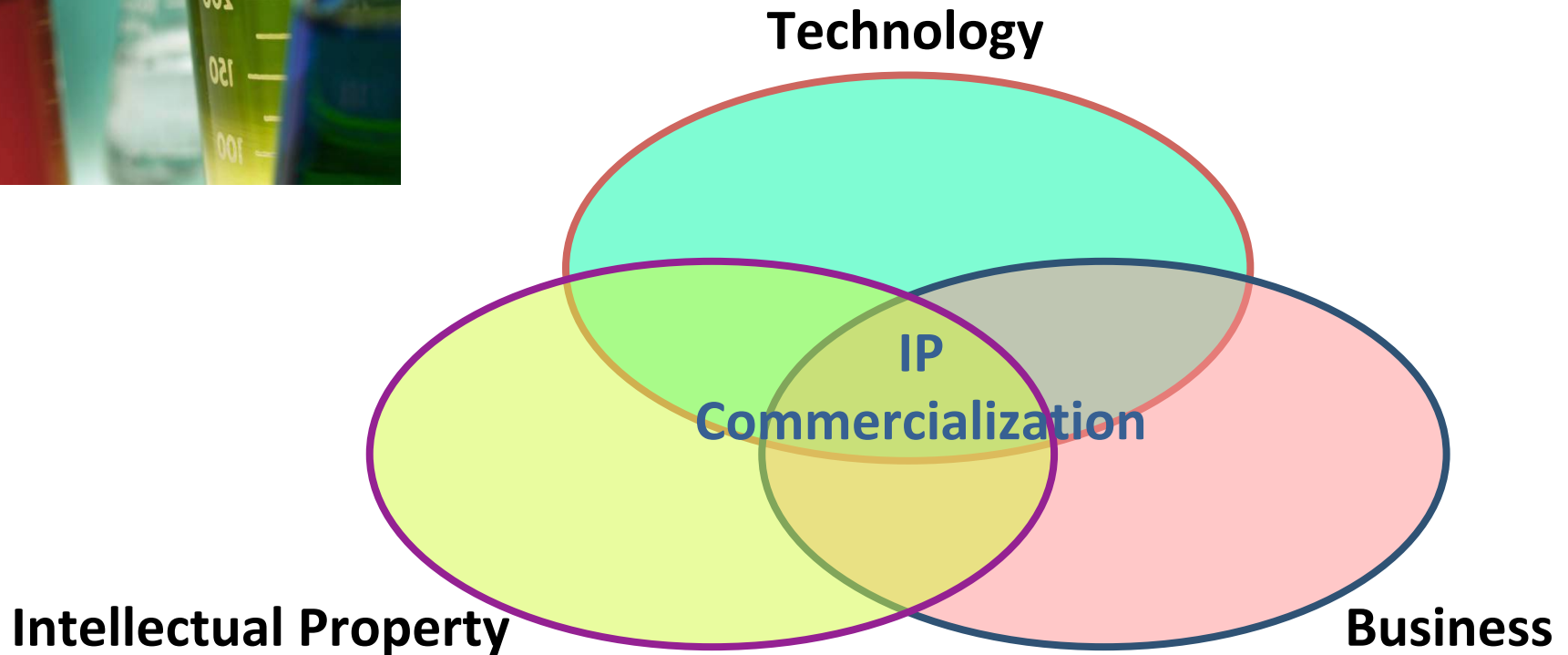
Topics

- Technology transfer and commercialization
- Collaboration contracts and agreements

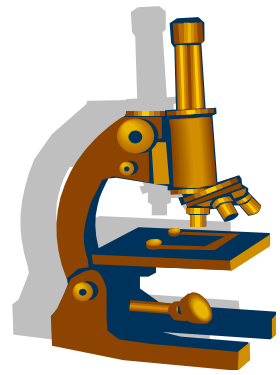




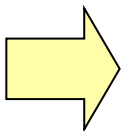
Innovation Management



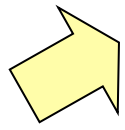
From Laboratory to Market



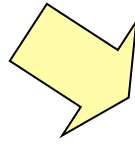
R&D



Patent application



Licensing



Start-up/ Spin-off



Commercialization

Technology Transfer

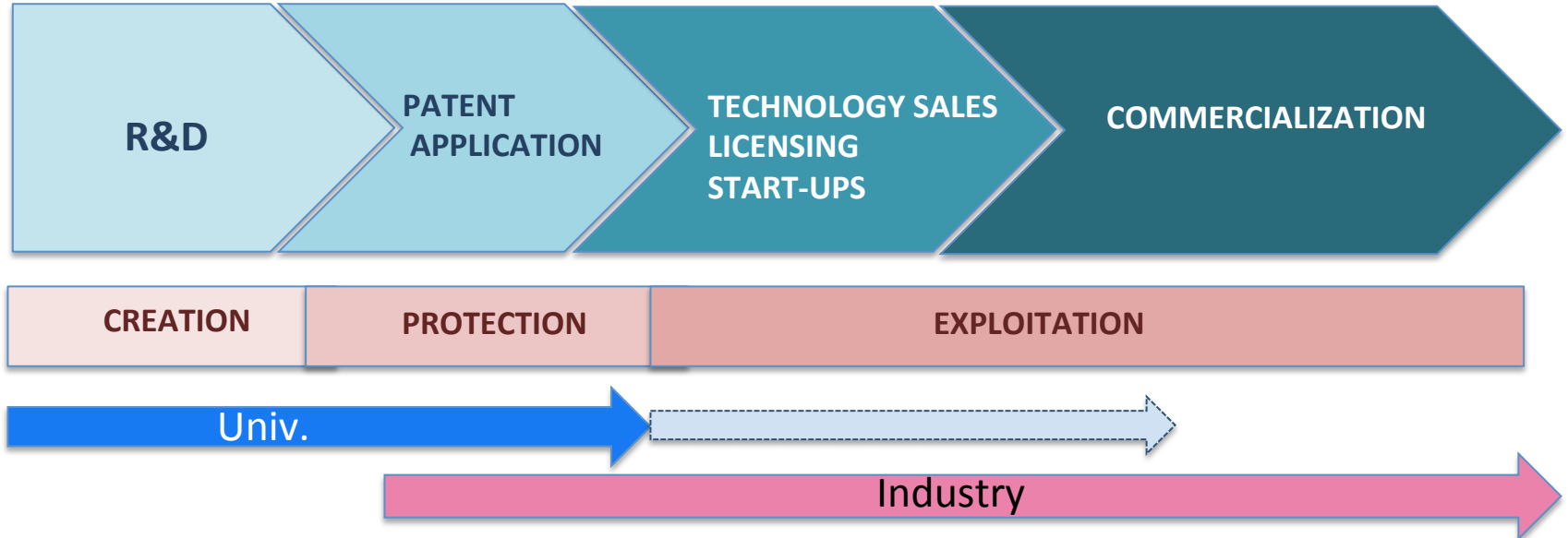
CREATION

PROTECTION

EXPLOITATION

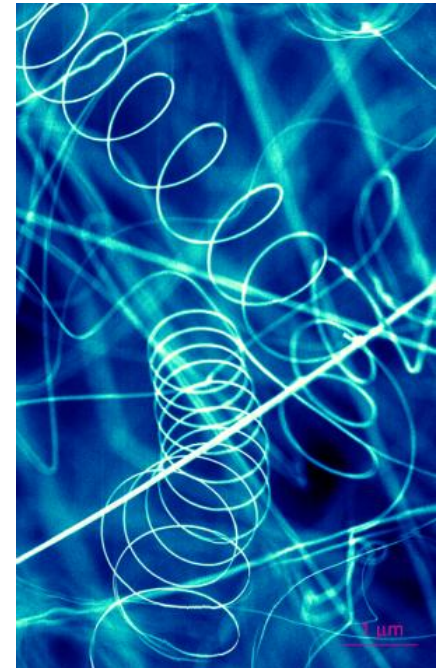
IP Commercialization

- Sales of IP (Acquisition)
- Licensing
- Start-up and Spin-off



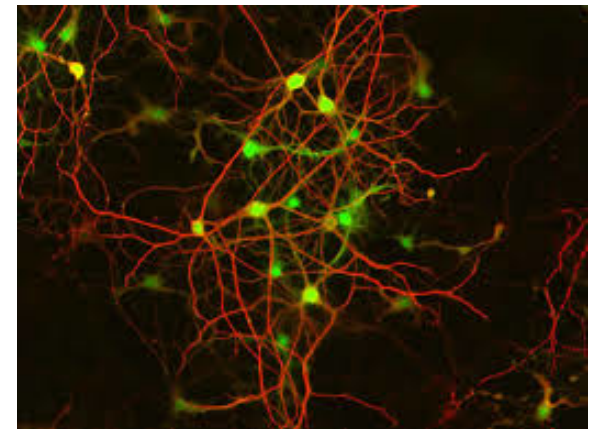
Legally bound Contracts and Agreements for R&D Collaboration and Technology Commercialization

- Contract research agreement
- Collaborative research agreement
- Consulting Agreement
- Know how Agreement
- Material transfer agreement (MTA)
- Confidentiality agreement (NDA)
- Participation agreement
- Licensing agreement



Non Disclosure Agreement (NDA)

- Also called as “confidentiality agreement”
- Any information disclosed to another party
- NDAs prevent third parties from using the information disclosed without the permission
- NDAs are often exchanged before licensing negotiation
- Companies often request researchers to sign NDAs before entering research contracts



Non Disclosure Agreement (NDA)

NDA provisions include:

- Identification of parties
- Identification of confidential information
- Definition of purposes for which information can be used
 - E.g., solely for purposes of evaluating a licensing opportunity
- Requirements for return/destruction of confidential information
- Duration

Non Disclosure Agreement

NDA does not apply to:

- Information in the public domain
- Information already possessed by the recipient
- Information disclosed to the recipient through legitimate means



Material Transfer Agreement (MTA)

- Contracts that govern the transfer of physical assets,
- Typically biological materials (reagents, cell lines, plasmids, vectors, seeds, plants, and micro organism etc.) that are transferred for the purpose of research or commercialization
- Chemical compounds
- MTA ensure transfer of possession but not legal title



No Reverse engineering Clause

- Prohibits the recipient of confidential information/material from using the information to develop a similar product.
- The clause is often included in a NDA/MTA/License Agreement
- Commonly used when the disclosed information is source code, product designs or other designs.

“No Reverse Engineering: Recipient shall not analyze, decompile, or reverse engineer or cause a third party to analyze, decompile or reverse engineer any Confidential Information for any purpose”.



Thank you for your attention

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