



Union Internationale des Avocats  
International Association of Lawyers  
Unión Internacional de Abogados



Joint Seminar presented by the UIA and LexisNexis

# Development and Cross-Border Sale of Technology

## MUNICH GERMANY

Friday, June 28 & Saturday, June 29, 2019

#UICrossBorderSaleOfTechnology



[www.uianet.org](http://www.uianet.org)



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UIA is the global and multi-cultural organisation for the legal profession, established in 1927 and now with members in 110 countries. UIA facilitates professional development and international exchange of information and ideas, promotes the rule of law, defends the independence and freedom of lawyers worldwide, and emphasizes friendship, collegiality and networking among members.

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THE RULE  
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**Join the world's largest international network of lawyers**

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## ORGANISING COMMITTEE

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## Introduction

Technological innovations drive progress and are important assets for any company. Effective legal advice takes into consideration the requirements of all related areas of law, in addition to traditional elements, such as R&D, intellectual property strategies, employee inventions, technology transfers.

The seminar will take place in the heart of Munich and will offer an interdisciplinary overview and exchange with international lawyers specializing in technology agreements. All relevant aspects of cross-border technology agreements will be covered: commercial law, civil law, private international law, intellectual property law, antitrust law, international trade law (embargos/export control), tax and customs.

Mark your diaries now, save the dates and make sure to register!

**We are looking forward to welcoming you to Munich!**



*The UIA would like to thank the following partners:*

**BEITEN  
BURKHARDT**

**Noerr**

## Thursday, June 27

### 19:30 WELCOME COCKTAIL

Hosted by **BEITEN BURKHARDT**  
Ganghoferstrasse 33  
80339 Munich, Germany

## Friday, June 28

### 08:30 – 09:00 REGISTRATION OF PARTICIPANTS

**NOERR LLP**  
Brienner Strasse 28  
80333 Munich, Germany

### 09:00 – 09:15 WELCOME AND OPENING OF THE SEMINAR

- **Issouf BAADHIO**, *UIA President, Past President of the Burkina Faso Bar, Ouagadougou, Burkina Faso*
- **Mansur POUR RAFSENDJANI**, *Noerr LLP, Munich, Germany*
- **Matthias W. STECHER**, *UIA Deputy Director of Commissions, Beiten Burkhardt, Munich, Germany*

### 09:15 – 10:30 1. Technology Development Agreements, Technology Transfer Agreements, Applicable Law and Typical Content

#### Speakers:

- 1.1. Typical Content of Technology Development and Technology Transfer Agreements**
- **Mansur POUR RAFSENDJANI**, *Noerr LLP, Munich, Germany*

**1.2. Choice of Law (from a European perspective) in Technology Development Agreements and Technology Transfer Agreements**

- **Sebastiaan MOOLENAAR**, *UIA Director of Commissions, AKD Advokaten, Rotterdam, The Netherlands*

**1.3. The ICC Model International Transfer of Technology Contract and Its Usefulness**

- **Mark A. REUTTER**, *Walder Wyss Ltd, Zurich, Switzerland*

### 10:30 – 11:00 Coffee break

### 11:00 – 12:00 2. IP Law and Protection of Business Secrets

#### Speakers:

- 2.1. How to Allocate IP Rights Resulting from Technology Development Agreements – Examples**
- **Massimo STERPI**, *Gianni Origoni Grippo Cappelli & Partners, Rome, Italy*
- 2.2. The Protection of Business Secrets in Technology Related Collaborations**
- **Matthias W. STECHER**, *UIA Deputy Director of Commissions, Beiten Burkhardt, Munich, Germany*

### 12:00 – 13:00 3. Antitrust Considerations for Technology Development and Technology Transfer Agreements

#### Speakers:

- 3.1. Competition Law Considerations for Technology Development Agreements and Technology Transfer Agreements in the EU**
- **Gerhard FUSSENEGGER**, *bpv Hügel, Brussels/Vienna, Belgium/Austria*
- 3.2. Antitrust Law Considerations for Technology Development Agreements and Technology Transfer Agreements from a US-law Perspective**
- **Robert J. CALDWELL**, *President of the UIA Litigation Commission, Kolesar & Leatham, Las Vegas, NV, USA*

### 13:00 – 14:30 Lunch

### 14:30 – 15:45 4. Tax, Customs and Foreign Trade Aspects of Technology Transfer Agreements

#### Speakers:

- 4.1. Tax Considerations for Technology Transfer**
- **Alexander PUPETER**, *President of the UIA Tax Law Commission, Blomberg Legal & Tax, Munich, Germany*
  - **Svetlana HEIL**, *Blomberg Legal & Tax, Munich, Germany*
- 4.2. Customs and Foreign Trade Aspects of Technology Transfer**
- **Bärbel SACHS**, *Noerr LLP, Berlin, Germany*

### 15:45 – 16:15 Coffee break

### 16:15 – 17:30 5. Practical Aspects of Technology Development

#### Speakers:

- **Bastian JULY**, *GoodIP GmbH, Munich, Germany*
- **Dietrich KAMLAH**, *Taylor Wessing, Munich, Germany*

### 19:30 Optional Dinner

**SPATENHAUS an der Oper**  
Residenzstraße 12, 80333 Munich



## 09:00 – 09:15 REGISTRATION OF PARTICIPANTS

NOERR LLP

Brienner Strasse 28, 80333 Munich, Germany

## 09:15 – 10:00 6. Joint Ventures for Technology Development and Technology Transfer

Speakers:

### 6.1. Important Legal Aspects of Technology Development by way of a Cross-Border Joint Venture

- Miguel BOLIVAR TEJEDO, *Uría Menéndez, Valencia, Spain*

### 6.2. Typical Content of a Joint Venture Agreement for Technology Development

- Orsolya GÖRGÉNYI, *Szecskey Attorneys at law, Budapest, Hungary*

## 10:00 – 11:15 7. Purchase of a Technology Company

Speakers:

### 7.1. Typical Findings of a Legal Due Diligence Review in Connection with the Purchase of a Technology Company

- Karl HEPP de SEVELINGE, *Jeantet, Paris, France*

### 7.2. How Should an SPA Be Drafted from the Purchaser's Perspective

- Simon WARD, *Farrer & Co., London, UK*

### 7.3. How should an SPA Be Drafted from the Seller's Perspective?

- Anne FRÉCHETTE-KERBRAT, *Fidal, Paris, France*

## 11:15 – 11:45 Coffee break

## 11:45 – 12:30 7. Purchase of a Technology Company

Speakers:

### 7.4. Important Aspects of a Technology Transfer by way of a Cross-Border Asset Deal

- Bruce LANDAY, *Landay Leblang Stern, Boston, MA, USA*

### 7.5. Resolving Disputes in Acquisitions of Technology Companies

- Hendrik PUSCHMANN, *Farrer & Co., London, UK*

## 12:30 – 13:00 CLOSING REMARKS



All the information relative to our seminars is available on our Website  
[www.uianet.org](http://www.uianet.org)



# GENERAL INFORMATION

## SEMINAR VENUE

### NOERR LLP

Briener Strasse 28  
80333 Munich, Germany  
T + 49 89 28628490



## CONTINUING LEGAL EDUCATION

Every participant attending the seminar will receive a "Certificate of Participation" at the end of the event that may be used to obtain "Credits" for "Continuing Legal Education" – "Continuing Professional Development" purposes, depending on national rules.

For more information, please contact the UIA.

## LANGUAGE

The working language will be **English** without simultaneous translation.

## HOTELS

### ANNA HOTEL

@ 900 meters from the Seminar Venue  
Schützenstraße 1  
80335 Munich, Germany  
T +49 89 59 99 40  
anna@geisel-privathotels.de  
www.annahotel.de

### EXCELSIOR HOTEL

@ 1 km from the Seminar Venue  
Schützenstr. 11  
80335 Munich, Germany  
T +49 89 551370 / F +49 89 551378173  
(Booking)  
excelsior@geisel-privathotels.de  
www.excelsior-hotel.de

## REGISTRATION FEES

	On or before May 28	After May 28
<i>*Amounts exclusive of VAT</i>		
UIA MEMBER	<input type="checkbox"/> € 395*	<input type="checkbox"/> € 445*
UIA MEMBER - YOUNG LAWYER (<35) **	<input type="checkbox"/> € 345*	<input type="checkbox"/> € 395*
NON-MEMBER	<input type="checkbox"/> € 445*	<input type="checkbox"/> € 495*
NON-MEMBER - YOUNG LAWYER (<35) **	<input type="checkbox"/> € 395*	<input type="checkbox"/> € 445*

### Fees include:

- Attendance at all working sessions
- Welcome cocktail on June 27
- Lunch on June 28
- Seminar documentation
- Coffee breaks on June 28 & 29

**The dinner on Friday, June 28 is optional and at additional charge.**

\* **The VAT (19%) can be applied to the amount** stated above according to the European Directive 2006/112/CE of November 28, 2006. **If you provide an EU VAT ID number, the VAT will not be charged.** For more information, please contact the UIA.

\*\*Please attach proof of age to the registration form to benefit from young lawyers fee

Please note that the number of places at the seminar is limited. The organisers reserve the right to refuse registrations in the event of excess applications.

In order for your name to appear in the **list of participants**, which will be distributed during the seminar, your registration form must be received by **June 13** at the latest. An updated electronic list will be sent by email to all the participants after the seminar.

## HOTEL RESERVATION

A limited number of rooms has been pre-booked at a preferential rate **until May 27, 2019**. Reservations should be made directly through the hotel. Credit card details must be given in order to secure your reservation. Please note that the number of rooms is limited. We recommend that you proceed with your reservations as soon as possible.

## RATES

Design Double room for SINGLE use	€ 195
Design Double room for DOUBLE use	€ 195
<b>Booking code: UIA SEMINAR</b>	

### Taxes included

**Breakfast NOT included @ €20/pers./day**

Deluxe Single room	€ 170
Deluxe Double room	€ 195
<b>Booking code: UIA SEMINAR</b>	

### Taxes included

**Breakfast NOT included @ €20/pers./day**

Please download the hotel reservation form from our Website [www.uanet.org](http://www.uanet.org)

# CANCELLATION AND GENERAL CONDITIONS

## CANCELLATION CONDITIONS

All cancellations will be subject to a 50% deduction and will have to be sent in writing, to be received by the Union Internationale des Avocats **no later than May 28, 2019**. No refund will be made for cancellations received after this date.

## VISAS

Anyone who requires a visa invitation letter in order to attend the seminar should register and pay their registration fees **no later than May 28, 2019** to ensure there is enough time to obtain a visa.

All cancellations will be refunded in full, minus €50 + VAT to cover administrative costs, provided that the UIA has received the registration documents and **total registration fees no later than May 28, 2019**.

If you register after this date, only 50% of the amount paid minus €50 + VAT to cover administrative costs will be refunded for cancellations due to visa refusals.

All cancellations due to a visa refusal must be sent in writing and reach the UIA **before the seminar**. Cancellations must be accompanied by a **proof of visa refusal**.

If your visa is issued after the seminar date or if you do not have proof of visa refusal, you will not be entitled to a refund.

## GENERAL CONDITIONS

All registrations received by the Union Internationale des Avocats (UIA) along with the full payment of fees corresponding to the events selected will be confirmed in writing.

The UIA reserves the right to cancel or postpone the seminar to a later date, change the seminar venue and/or programme, make any corrections or modifications in the information published in the seminar programme and cancel any invitation to participate in the seminar, at any time and at their entire discretion, without having to provide any reasons for the same.

Neither the UIA, nor any of its managers, employees, agents, members or representatives shall be held responsible for any loss or damage, of any nature, suffered (directly or indirectly) by a delegate, accompanying person or a third party following any cancellations, changes, postponements or modifications.

**The UIA strongly advises participants to subscribe to modifiable and/or refundable services, as well as to take out a cancellation insurance.**

Neither the UIA, nor any of its managers, employees, agents, members or representatives shall be held responsible for any loss or damage, of any nature whatever, suffered (directly or indirectly) by a delegate or accompanying person, except in case of death or personal injury due to gross negligence by the UIA.

The contractual relations between the UIA and each participant (delegate or accompanying person) in relation to the seminar are subject to French law and jurisdiction, to the exclusion of any other law. Paris is the city of jurisdiction.

## FORMALITIES

It is the responsibility of participants to ensure compliance with police, customs and health formalities for their journey. Participants unable to take part in the seminar because of their inability to take a flight or any other means of transportation due to being unable to provide the documents required (passport, visa, vaccination certificate, etc.) cannot claim any reimbursement.

## FORCE MAJEURE

“Force majeure” means any events external to the parties, of both an unforeseeable and insurmountable nature that prevents either the client or the participants, or the agency or service providers involved in organising the seminar, from executing all or part of the obligations provided for in the present agreement. By express agreement, such will be the case in the event of a strike affecting the means of transport, hotel staff, air traffic controllers, an

insurrection, a riot or any prohibition whatsoever decreed by governmental or public authorities.

It is expressly agreed that for the parties, a case of force majeure would suspend the execution of their reciprocal obligations. At the same time, each of the parties shall bear the burden of all the expenses incumbent upon them, resulting from the case of force majeure.

## HEALTH

The organisers decline any responsibility in case of any health problems existing prior to the seminar that may lead to complications or be aggravated during the entire period of the stay: pregnancy, cardio-vascular problems, any allergies, special diets, any disorders under treatment and not yet consolidated on the day the seminar starts, psychic or mental or depressive illness, etc. (Non exhaustive list).

## PERSONAL DATA PROTECTION

The personal data that you communicate to us shall be processed by the International Association of Lawyers (UIA – Union Internationale des Avocats), with its registered office at 20 rue Drouot, 75009 Paris (Tel: +33 1 44 88 55 66 - Fax: +33 1 44 88 55 77 - [privacy@uianet.org](mailto:privacy@uianet.org)), in accordance with Act No. 78-17 of January 6, 1978 relating to data, files and freedoms and Regulation No. 2016/679 on data protection, as of its entry into force on May 25, 2018. Your data will be managed by UIA's General Services, Events and Accounts Section:

- For the purpose of administering your registration for the event and your on-site access to the event;
- In order to pay for the selected services - your bank details will be deleted after receipt of your payment;
- In order to communicate information messages from UIA.

To the extent necessary for the execution of their respective tasks, our subcontractors in charge of our congress organisation, our IT infrastructure, our management, the production and maintenance of our website and extranet, are likely to gain access to your data from time to time. Their servers are located in the European Union.

Data relating to your participation in the event shall be stored for a period of 10 years. We are obliged to archive billing data until the end of the period required for our tax and accounting obligations, i.e. for 7 full tax years. We shall store your contact information to keep you informed until you ask us to stop. You have the right to access your data and have it corrected if necessary. You may object to any processing of your data undertaken by us for the purposes of our legitimate interests. If you wish for more information, or to lodge a complaint, please contact CNIL (French Data Protection Authority).



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# Development and Cross-Border Sale of Technology

MUNICH, GERMANY

FRIDAY, JUNE 28 & SATURDAY, JUNE 29, 2019

Register online at: [www.uianet.org](http://www.uianet.org)

or please complete and return this form, by email, fax or post, to:

**UIA (International Association of Lawyers)**

**20 rue Drouot, 75009 Paris, FRANCE**

**Tel: +33 1 44 88 55 66 ■ Fax: +33 1 44 88 55 77 ■ Email: [uiacentre@uianet.org](mailto:uiacentre@uianet.org)**

Family Name: .....

First Name: .....

UIA Identification number (if you already have one): M I \_\_\_\_\_

Firm: .....

Address: .....

Post Code: ..... City: .....

Country: .....

Tel: ..... Fax: .....

Email: .....

Date of Birth: .....

EU VAT ID-Number: .....

Special requests (special diet, allergies, handicap...): .....

Arrival/departure times & flight numbers: .....

Hotel: .....

## SEMINAR REGISTRATION FEES

<i>*Amounts exclusive of VAT</i>	On or before May 28	After May 28
UIA MEMBER	<input type="checkbox"/> € 395*	<input type="checkbox"/> € 445*
UIA MEMBER - YOUNG LAWYER (<35) **	<input type="checkbox"/> € 345*	<input type="checkbox"/> € 395*
NON-MEMBER	<input type="checkbox"/> € 445*	<input type="checkbox"/> € 495*
NON-MEMBER - YOUNG LAWYER (<35) **	<input type="checkbox"/> € 395*	<input type="checkbox"/> € 445*

**\* The VAT (19%) can be applied to the amount stated above according to the European Directive 2006/112/CE of November 28, 2006.**

**If you provide an EU VAT ID number, the VAT will not be charged.**  
For more information, please contact the UIA.

\*\* Please attach proof of age to the registration form to benefit from young lawyers fee

## SEMINAR SOCIAL ACTIVITIES

Please indicate below whether you plan to attend the following events **included** in the cost of your registration.

- Welcome Cocktail – Thursday, June 27  
 Lunch – Friday, June 28

## OPTIONAL DINNER

(**not included** in the registration fees)

- Optional Dinner – **Friday, June 28**

• Please book ..... person(s) for the dinner

€ 70 (Excl. VAT) x \_\_\_ / pers .....

Total (C) (Excl. VAT) € .....

## TOTAL

TOTAL (A) Excl. VAT – Registration Fees € .....

TOTAL (C) Excl. VAT – Optional Dinner € .....

TOTAL (A + C) Excl. VAT € .....

VAT if applicable (19%)\* € .....

*If you provide an EU VAT ID number, the VAT will not be charged.*

TOTAL (A + C + VAT) € .....

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## CANCELLATION CONDITIONS AND GENERAL CONDITIONS

I, the undersigned, confirm having read and accepted the cancellation policy and the general terms and conditions given on page 4 of the registration programme. My registration will only be taken into account after receipt of my payment.

The participant is aware that his/her image and/or voice may be recorded or filmed during the entire duration of the congress and, by signing this registration form, grants UIA the right to use, reproduce and distribute the concerned images and recordings by any known or unknown means and on all types of media, for an unlimited duration, completely free of charge.

The undersigned acknowledges having been informed of the processing of the personal data contained in this form by UIA, as detailed on page 4 of the registration programme.

## METHOD OF PAYMENT

- By bank transfer in €, without charges to the payee, in favour of the Union Internationale des Avocats, quoting “**2019 Munich Seminar**”, to the following bank and account:

**Société Générale – Paris Elysées Entreprise – 91 avenue des Champs Elysées – 75008 Paris – France**

**BIC / SWIFT N°: SOGEFRPP**

**IBAN: FR76 3000 3033 9200 0503 4165 164**

**Kindly attach a copy of your bank transfer order to your registration form**

- By credit card:       Visa       Mastercard

Card N°: \_\_\_\_\_      Expiry date: \_\_/\_\_/\_\_      3 digits: \_\_\_

Name of card holder: .....

I authorise the Union Internationale des Avocats to debit the above mentioned credit card in the amount of € (EUR) .....

Date: ..... / ..... / .....

Signature: .....