

## Biotechnology/Life Sciences

Biotech companies are on the cutting edge of innovative technology and creative research – but history proves that achievement in the laboratory doesn't guarantee commercial success. Andrews Kurth biotechnology lawyers have helped dozens of biotech, life sciences and medical device startups and spin-offs grow through public and private financings, licensing and development agreements, mergers and acquisitions, and by protecting and exploiting their intellectual property.

Our team of Biotech and Life Science attorneys coordinates the rest of the firm's resources to give regional and international biotech and life science clients three clear advantages that few law firms can match:

- Working knowledge of the industry's complex scientific concepts
- In-depth experience with intellectual property rights and patents
- Trusted client relationships with venture capitalists and investment bankers, so our biotech clients can enter the capital markets backed by the confidence of Wall Street.

### **Nurturing emerging growth companies**

We understand the critical legal issues that make or break biotechnology businesses – not just securities law and patents, but also the details of corporate structure, employment contracts, licensing agreements and agreements with CROs and other subcontractors. Our lawyers have helped clients raise hundreds of millions of dollars through IPOs, subsequent public offerings and private placements, and corporate strategic alliances.

### **Growing through public offerings and acquisitions**

We counsel biotechnology and life sciences clients from incorporation through their exit strategies, helping them take new ideas through the challenges of product development, patent approval and regulatory endorsement. Using our skill as business advisers and our contacts, we help our clients secure capital, identify growth opportunities and consolidate market share. The corporate and securities services that we provide to them include:

- Raising capital from venture capital firms and other private sources
- Establishing appropriate cash and equity-based compensation plans
- Negotiating license agreements with partners
- Executing initial and follow-on public offerings
- Forming strategic alliances and joint ventures
- Giving strategic advice on mergers, acquisitions and divestitures.

### **Developing and exploiting business opportunities**

Andrews Kurth has worked on numerous deals that help venture capitalists and entrepreneurs transfer and exploit technology from university research institutions. We handle the full range of details necessary for startup technology and biotechnology companies to commercialize university inventions successfully:

- Draft startup documentation for incorporation, employment agreements and initial seed round financing
- Develop business plans
- Introduce entrepreneurs to potential funding sources and orchestrate pitches to them
- Structure the initial capitalization
- Draft the necessary technology transfer license agreements, research/development agreements and consulting agreements, and negotiate final terms with the university and its chief inventor
- Prepare agreements covering board of director compensation, restricted stock purchases, employee confidentiality, assignment of invention and non-competition.

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In addition, our Biotech and Life Science lawyers work closely with our highly regarded Intellectual Property team to secure and defend client patent rights and navigate complex licensing issues. For those clients involved with medical device development, the firm maintains a strong Health Care practice capable of assisting clients through the maze of regulatory issues and approvals that characterize the industry.

We facilitated our first venture-backed technology transfer out of Baylor College of Medicine in 1984 and our first technology licensing agreement funded by venture capitalists out of M. D. Anderson Cancer Center in 1985. The scope of our representation continues to grow, most recently involving the formation of two first time life science venture funds in 2004. **Partnering every step of the way**

Turning scientific discovery into commercial success is never easy. The risks and challenges that biotech companies face in developing new technologies are huge – but so are the potential rewards. Andrews Kurth lawyers work in partnership with our clients to help them realize those rewards. *We add value every step of the way. Because we understand complex life sciences technology, we offer straight talk on raising money to exploit it and securing new opportunities to transfer and license it. We handle the details, so you can concentrate on building success.*