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COURSE BROCHURE

# Partnering Deal IP Due Diligence and Royalties Training Course

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# Partnering Deal IP Due Diligence and Royalties Training Course

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Partnering Deal IP Due Diligence and Royalties is a 1-week training course for business development, legal and R&D managers who assess and price intellectual property before an alliance or licence is signed, and it produces an IP Deal Readiness Dossier. Partnering now drives much of product and technology growth, so gaps in title or weak royalty terms can erode a deal's worth for years. Jupiter Prime Training delivers Partnering Deal IP Due Diligence and Royalties.

## Why Partnering Deal IP Due Diligence and Royalties Matter Now

Three pressures shape this subject. Open innovation means more research is shared with universities, start-ups and suppliers, so title to inventions is often split before anyone notices. Investors and acquirers probe patent families, freedom to operate and encumbrances long before term sheets are agreed. Finance teams want royalty income they can forecast and audit. An organisation that checks its rights early negotiates from strength; one that does not can licence away its future pipeline or pay twice for the same technology.

## Who Gains Most from Partnering Deal IP Due Diligence and Royalties

- Deal leads who source partners, shape term sheets and steer negotiations to signature
- In-house counsel who verify title, encumbrances and the scope of licence grants
- Research heads who declare background know-how and track inventions arising from joint projects
- Finance partners who model royalty streams, milestones and the economic split of a deal
- Alliance managers who monitor reporting, audits and obligations after the deal closes

Deal teams gain most when business development, legal and research colleagues from one company attend as a group.

## Partnering Deal IP Due Diligence and Royalties Capabilities

Participants practise moving from a raw patent list to a priced, defensible position at the negotiating table.

- Assess chain of title and encumbrances on a patent portfolio — go or no-go on the partner
- Specify background and foreground IP ownership rules — research heads and counsel
- Calculate royalty rates, stacking and milestone schedules — finance approval of the deal
- Weigh exclusive against non-exclusive licence grants — business development strategy
- Build red-flag findings into an IP due diligence report — the deal committee
- Communicate fallback positions on IP clauses — negotiators across the table

## Key Partnering Deal IP Due Diligence and Royalties Terms

- Background IP — intellectual property each party owns before a collaboration starts.
- Foreground IP — intellectual property created during the collaboration, whose ownership the agreement must allocate.
- Freedom to Operate — an assessment of whether a product can be made and sold without infringing third-party patents.
- Chain of Title — the documented sequence of assignments proving the claimed owner holds the rights.
- Royalty Stacking — the build-up of several royalty obligations on one product.
- Field of Use — a contractual limit restricting a licence to particular markets or applications.

## Partnering Deal IP Due Diligence and Royalties Day by Day

### Day 1: IP Assets in the Partnering Landscape

- Patent Families, Know-How and Trade Secrets — What a Partner Actually Acquires
- Deal Archetypes from Option to Co-Development — Matching Structure to Strategy
- Partner Motivation Mapping — Reading What Each Side Needs from the Rights
- IP Asset Inventory Template — Separating Core from Peripheral Rights
- Confidentiality and Material Transfer Terms — Protecting Early Disclosure

### Day 2: Due Diligence on Title and Freedom

- Chain of Title Verification — Confirming Inventor Assignments and Ownership
- Encumbrance and Prior Licence Search — Spotting Rights Already Granted Away
- Patent Validity and Expiry Profile — Judging Remaining Protection Life
- Freedom to Operate Screening — Weighing Third-Party Infringement Exposure
- Red Flag Scoring Matrix — Ranking Findings for the Deal Committee

### Day 3: Allocating Background and Foreground Rights

- Background IP Declaration Schedules — Fixing What Each Party Contributes
- Foreground Ownership Models — Sole, Joint or Allocated by Field
- Improvement and Grant-Back Clauses — Controlling Future Inventions
- Field of Use and Territory Limits — Shaping the Licence Grant
- Exclusivity and Sublicensing Terms — Balancing Control Against Reach

### Day 4: Royalty Structures and Deal Economics

- Royalty Base and Rate Setting — Net Sales Definitions and Percentages
- Upfront, Milestone and Tiered Payments — Sharing Risk Across Development Stages
- Royalty Stacking and Anti-Stacking Clauses — Protecting Product Margin
- Discounted Cash Flow of Licence Income — Comparing Competing Offers
- Royalty Reporting and Audit Rights — Verifying What Is Paid

## Day 5: Practising the IP Deal Readiness Dossier

- IP Clause Negotiation Simulation — Trading Exclusivity, Field and Royalty Terms
- Medical Device Licensing Case — Applying Title Checks and Royalty Tiers
- Software Co-Development Case — Applying Foreground Allocation and Grant-Backs
- Termination and Reversion Provisions — Recovering Rights When Deals End
- IP Deal Readiness Dossier — Presenting Findings, Terms and Fallbacks

## Applying Partnering Deal IP Due Diligence and Royalties After the Course

- Run a chain of title and encumbrance check on the patent family behind your next proposed partnership and score the findings.
- Rebuild the royalty and milestone model for one live licence, testing anti-stacking terms and comparing the net present figure with the original offer.

## Partnering Deal IP Due Diligence and Royalties Questions FAQ

### What is partnering deal IP due diligence and royalties work, and why does it matter now?

It is the checking, allocation and pricing of intellectual property before a licence or alliance is signed. Unclear title or weak royalty terms can undermine a whole deal.

### Which roles gain most from partnering deal IP due diligence and royalties training?

Business development, legal, research, finance and alliance managers gain most. Each shapes a different part of the deal.

### How does partnering deal IP due diligence and royalties training differ from an IP agreement drafting course?

It focuses on the decisions before drafting starts. A drafting course concentrates on clause wording; here you investigate title, allocate rights and price the economics that the final wording must reflect.

### What do you bring back from partnering deal IP due diligence and royalties training?

You bring back a dossier for one real or planned deal. It records due diligence findings, the ownership split, the royalty model and fallback positions.

## Partnering Deal IP Due Diligence and Royalties: The Way Forward

The IP Deal Readiness Dossier first informs whether a proposed partner's rights are clean enough to proceed to term sheet. Deal leads, counsel and finance partners use it to align their negotiating mandate. After its first use, revisit how foreground inventions are being declared, because ownership disputes surface once joint results appear.