



## SLAUGHTER AND MAY

### Pharmaceuticals, Biotechnology and Healthcare

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Slaughter and May has a wide-ranging pharmaceuticals, biotechnology and healthcare practice which provides the full range of legal advice to companies in this sector. Our clients range from large and medium sized companies to universities and emergent biotechnology ventures. We also advise research institutions and investors in the field. This blend of activity provides us with an unparalleled perspective of the sector.

Our experience derives from providing a wide variety of advice. Slaughter and May has extensive experience in advising on mergers and acquisitions, joint ventures and flotations in the sector. We also provide specialist advice in areas such as tax and environment and have experience in dealing with competition issues in the sector arising out of transactions from licences to mergers. Our intellectual property lawyers play a key role in such transactions.

Our pharmaceutical and biotechnology practice deals with a wide range of commercial agreements including licensing, collaboration, research and development agreements and provides strategic advice in managing and commercialising patent and trade mark portfolios. We have considerable experience in advising clients on the exploitation, defence and enforcement of their IPR rights including patents, confidential information, rights in databases and software and brands and regulatory issues.

We look for early opportunities to resolve disputes through negotiation, mediation or other ADR. The firm deals with disputes in a wide range of fora including the High Court, Court of Appeal, House of Lords, EPO and other registries and arbitration. We have particular expertise in advising on cross-border litigation and international strategies. Our group includes lawyers with medical or scientific backgrounds.

We take an active interest in the issues that affect the sector. For example, members of the firm sit on the IP Advisory Committee of the BioIndustry Association ("BIA"), the industry association for biotechnology companies and the editorial board of the Bio-Science Law Review.

## Our Credentials

- “[Slaughter and May] is clearly ‘one of the major commercial life sciences players in the market’ ... and clients really appreciate the ‘vast resources and number of lawyers with scientific backgrounds’ on offer”. (Chambers UK, 2009)
- “Known for its stellar corporate practice, Slaughter and May provides ‘first-class’ strategic parent licensing and competition advice, and is adept in the area of pharmaceutical sector ADR” (Legal 500, 2008)
- “As well as their ‘unsurpassed knowledge of the M&A arena’, many of the lawyers have scientific backgrounds and first degrees in the field. In addition, the firm’s “best friends” network provides an umbrella of support for international clients” (Chambers UK, 2008)
- “Slaughter and May has a full-service practice that is particularly strong on transactional matters ... clients describe [the team] as having ‘superb specialists in all the areas that we need” (Legal 500, 2007)
- “If the key elements necessary to a ‘sound life sciences group’ are ‘skilful lawyers and vast resources’, Slaughter and May is well placed for success, undertaking matters of huge monetary value” (Chambers UK, 2007)

## Overview of Slaughter and May

Slaughter and May is a leading international law firm recognised throughout the business community for its commercial awareness and commitment to clients. We have a diverse and extensive international practice advising on the full range of commercial, financing and other matters. Our firm is unique among major UK law firms. We:

- are client focused, rather than product focused – we work with you to anticipate your business needs and offer solutions
- place quality of advice before growth in numbers
- have considerable continuity of personnel. We have made no lateral hires into the partnership
- train our lawyers to be multi-specialists, with a broad skills base, so that they offer not only a depth of legal expertise but also a breadth of experience and sound commercial judgement
- manage large and complex matters from beginning to end and deliver them on time.

International work has been central to our practice since the earliest days of the firm and our lawyers are continuously engaged in transactions and cases with a significant cross-border or multi-national aspect. These transactions require an in-depth knowledge of the relevant jurisdictions, local commercial and legal expertise and an ability to deliver advice in the required time frames. We believe that these elements can best be provided by lawyers at the top of the profession in their own countries and that these lawyers are to be found in the independent law firms. We have long-standing relationships with leading lawyers in all major overseas jurisdictions and we work closely with them to ensure that our clients receive a fully integrated international service wherever this is required.

Our lawyers are renowned for their ability to provide innovative and practical solutions and we are constantly developing our range of services to meet the new demands of business and finance.

## Recent Sector Experience

The following list is intended to give a brief indication of our experience in advising clients in this sector.

- Advising **GlaxoSmithKline** in relation to the pharmaceutical sector inquiry conducted by the European Commission
- Advising **GlaxoSmithKline** on its agreement with Pfizer to create a new world-leading HIV company with a broad product portfolio of 11 marketed products and an industry-leading pipeline of 6 innovative and targeted medicines
- Advising **Sanofi-Aventis**, Europe's largest pharmaceuticals company by sales, on the recommended offer for UK-based vaccines company, Acambis
- Advising **GE Healthcare Life Sciences Limited**, on the acquisition of Whatman plc, a global supplier of filtration technology and separation products, for approximately £363 million
- Advising **Biovail Corporation**, on its agreement to acquire worldwide development and commercialisation and IP rights of tetrabenazine products, held by Cambridge Laboratories (Ireland) Ltd and its affiliates
- Advising **Paraxel International Corporation**, on its bid for the acquisition of ClinPhone plc, a provider of services in connection with clinical trials
- Advising **GlaxoSmithKline** on a number of investments in emerging markets including the acquisitions from UCB S.A. and Bristol Myers Squibb
- Advising **GlaxoSmithKline** on an agreement to extend its relationship with Aspen Pharmacare Holding (Aspen), Africa's largest pharmaceutical manufacturer under which GSK and Aspen will combine commercial activities in sub Saharan Africa
- Advising **BOC Edwards** on the disposal of its pharmaceutical systems business
- Advising **GlaxoSmithKline** on a variety of global supply and development agreements for pharmaceutical and consumer healthcare products. Also advising GSK on product licence agreements, patent and know-how licences
- Advising **Getinge AG**, one of the world's leading providers of equipment and systems to the healthcare industry, on its acquisition of Huntleigh Technology plc
- Advising **Alliance Boots** in relation to its recommended acquisition by A&S Acquisitions Limited
- Advising **Boots** on its merger with Alliance Unichem and the disposal of Boots Healthcare to Reckitt Benckiser for an aggregate consideration on a debt and cash free basis of £1.926 billion in cash
- Advising **Shire** on its proposal to establish a new Jersey incorporated Irish tax resident holding company
- Advising **Sygen International** on a recommended cash offer by Genus which valued Sygen at approximately £187 million
- Advising **a major plc** in relation to contentious legal and regulatory issues arising from the establishment of a scheme to supply prescription only drugs
- Advising **Stem Cells Inc** in relation to a stem cell cross licence between Stem Cells Inc and ReNeuron Limited and acquisition by Stem Cells Inc of an equity interest in ReNeuron Group plc
- Advising **Cephalon** on its acquisition of all the outstanding share capital of Zeneus Holdings for approximately US\$360 million in cash
- Advising **a leading international pharmaceutical company** on a licensing dispute and renegotiation of a major technology licence
- Advising **Shire** on its acquisition of Transkaryotic Therapies, a US based biopharmaceutical company

## Key Contacts

For further information on any pharmaceuticals, biotechnology and healthcare related matter, please contact your usual Slaughter and May contact, or any of the following:

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