



Patent Resources Group

Due Diligence Investigations Course Syllabus

- I. BACKGROUND AND OVERVIEW OF IP DUE DILIGENCE PROCESS**
- II. INTRODUCTION OF CASE STUDY**
- III. PREPARATION AND PLANNING**
 - A. Defining Objectives and Scope of Investigation
 - B. Strategic Approaches to Key Analysis Areas
 - 1. Freedom to Operate
 - 2. Scope of Coverage of Target Patents
 - 3. Validity
 - 4. Enforceability
 - 5. Ownership/ Transferability
 - C. Formation and Coordination of the IP Due Diligence Team
 - D. Searches to Consider for Analysis Areas
 - E. Attorney-Client Privilege and Common Interest Agreements
 - F. Breakout Session: Information to Request from Target
- IV. THE INVESTIGATION**
 - A. Pre-Data Room
 - 1. Detailed Evaluation of Target's Patents and Applications
 - a. Scope of Claim Coverage
 - b. Validity
 - c. Enforceability Issues
 - d. Ownership/Inventorship
 - 2. Detailed Freedom to Operate Analysis
 - 3. Plan for Approach to Reviewing Data Room Information
 - B. Enter the Data Room
 - 1. Virtual v. Physical Data Rooms
 - 2. Breakout Session: How Much Information Should the Target Provide?
 - 3. Information In the Data Room Pertinent to Analysis Areas
 - a. Enforceability
 - b. Validity
 - c. Ownership
 - d. Freedom-to-Operate
 - i). Existing or Threatened Claims of Infringement
 - ii). Licenses
 - iii). Techniques to Evaluate and Mitigate Risks
 - 4. How to Deal with Gaps in Information
- V. REPORTING INVESTIGATION RESULTS AND MANAGING RISKS**
 - A. Considerations Relating to Reporting Results/Conclusions



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- B. General Considerations Regarding Representations and Warranties
- C. Specific Considerations for Key Analysis Areas
 - 1. Freedom-to-Operate
 - 2. Validity, Scope, and Enforceability of Target's IP
 - 3. Ownership of Target's IP
- D. Recommendation - Do You Do the Deal?