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Life Sciences

Pryor Cashman's Corporate Group includes experienced attorneys who represent established, start-up and mid-stage companies in the pharmaceutical, biotechnology and other life sciences businesses. As with any business client, we assist our life sciences clients with all aspects of their business, including organization, operations, corporate financing and acquisitions.

Our experience in the life sciences industries gives our firm specific expertise in helping clients establish proper protection of their intellectual property and cooperative relationships for the development and exploitation of pharmaceutical products, medicinal devices and services based on that intellectual property. As an example, for a biotechnology client with a unique drug delivery system, we assisted in the development of "Chinese wall" controls so that our client could conduct its own research on certain compounds and simultaneously conduct research on potentially competitive compounds for several different partners. Our work assured each of the client's partners that confidential information developed for its particular program would not be utilized in any of the other programs.

In addition, we counsel extensively in the sale, purchase, licensing and other transfer of proprietary technologies and the underlying intellectual property. For example, when a client acquired a drug prescription database created from aggregated claims data generated by a medical claims processor, we assisted in freeing the rights to own and use the de-identified personal medical information from the restrictions placed on the legally protected raw medical data.

Our attorneys have long-standing relationships with leaders in the commercial and academic sectors of the life sciences community. As a result, we are intimately familiar with the many considerations that drive our clients' decisions and with the many alternative structures for exploiting a company's intellectual property assets in multiple jurisdictions and applications.

Examples of our work in the life sciences area include the representation of:

- MDRNA, Inc. f/k/a Nantech Pharmaceutical Co. Inc. (Nasdaq: NSTK) as outside general counsel in negotiating and documenting various strategic alliances, co-promotion and other agreements for the development, licensing, supply and marketing of its products as well as compliance with the reporting requirements of the Securities and Exchange Commission (SEC) and other regulatory agencies
- Javelin Pharmaceuticals Inc. (AMEX: JAV) as securities counsel in connection with financing involving public underwritten securities offerings and registered direct shelf offerings
- A privately held pharmaceutical company in negotiating and documenting the

- overseas distribution and licensing agreements for its products
- A New York-based investment bank with respect to its financing of the formation of various biotechnology companies, including due diligence reviews of technology and contracts, and preparation of the various offering and disclosure documents
 - A privately held medical-device company with respect to all aspects of its business, including government grants and intellectual property development, protection and enforcement
 - A privately held biotechnology company in negotiating and documenting a strategic alliance providing for an exchange of rights in platform technologies