

ARCHITECTS OF 2010 ALLIANCES

Fundamentals of North American Healthcare Licensing

**April 20th and 21st, 2010
MONTRÉAL ,QUEBÉC, CANADA**

Issues and Opportunities in Due Diligence Reviews:
A Business Development Course

Course Leader: Dan Vickery

*Accredited by the Canadian Healthcare
Licensing Association (CHLA)



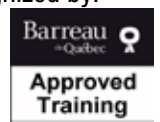
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Dan Vickery, Ph.D., M.B.A.
– Course Leader
President, BioEnsemble, Ltd.

BioEnsemble is a business development consultancy that was started by Dan Vickery and represents a number of clients across North America and internationally, focusing on bringing promising technologies to market, and providing Strategy, and Corporate Development advice. Dan's qualifications include 17 years in the pharmaceutical industry in multiple functional areas including Business Development, Strategic Marketing, and Regulatory Affairs. Dan has worked in a number of therapeutic areas, including Neurology, Pain, Cardiovascular, Metabolic Diseases, Urology, Women's Health Care and Special Dosage Forms.

He has a wide range of experience including leading an international Commercial Development and Due Diligence function within the headquarters of large pharmaceutical companies such as Pharmacia, and heading up Technology Licensing at the Corporate Development offices of US Specialty Pharmaceutical, Mylan Pharmaceuticals. Dan has an MBA from Richard Ivey School of Business, University of Western Ontario, and a PhD in Genetics from University of British Columbia.



Neil Palmer
President and Principal Consultant,
PDCI Market Access

Neil Palmer is President and Principal Consultant of PDCI Market Access (PDCI), an Ottawa based consultancy specializing in pharmaceutical pricing and reimbursement. Since 1996*, PDCI has offered comprehensive pricing and reimbursement (P&R) services for the Canadian market and pricing and payer research in Europe, US and Asia in collaboration with an international network of P&R specialists. The consultancy features an experienced pricing and reimbursement team that combines a global perspective with local market expertise. PDCI maintains an extensive International Pharmaceutical Prices Database for pricing research, competitor analysis and developing global pricing strategies. Before founding PDCI, Mr. Palmer was a senior official with the Canadian Patented Medicine Prices Review Board (PMPRB) in Ottawa. Prior to the PMPRB he worked with the Health Division of Statistics Canada and the Kellogg Centre for Advanced Studies in Primary Care in Montreal. A graduate of the University of Western Ontario, he has written extensively on pharmaceutical pricing and reimbursement issues and is a frequent speaker at pharmaceutical congresses in Europe, the United States and Canada.

**From December 2006 – August 2009, PDCI was a subsidiary of RTI Health Solutions of RTP, North Carolina.*



Eileen McMahon LL.B., B.Sc.
Partner, Torys LLP
(Toronto, New York)

Ms. McMahon is co-chair of Torys' Intellectual Property and Food and Drug Regulatory Practice. She practices exclusively in the areas of intellectual property and food and drug regulatory law. She will be addressing the legal aspects of licensing agreements and legal due diligence relating to licensing transactions. She is one of a handful of North American lawyers who advise on regulatory clearance and intellectual property protection of products. Ms. McMahon is a registered patent and trademark agent in the United States and Canada.

Ms. McMahon's experience includes strategic advice in identifying and in-licensing/out-licensing intellectual property and regulatory assets; obtaining and maintaining market exclusivity; exploiting intellectual property and drug regulatory assets, including via licensing agreements; and strategic legal advice for product launches, product acquisitions and product investments.

Ms. McMahon has written and spoken extensively on licensing intellectual property and food and drug regulatory matters.

Successfully completing deals requires a full and complete due diligence process. To put together a better deal, due diligence is a process in which the buyer typically attempts to learn everything there is to know about a product opportunity in hopes of putting together a stronger deal, and the seller learns more about the partner/acquirer of his technology and what the working relationship will be like. However most deals fall apart during the due diligence process, and it is thought that the due diligence success rate is about 15%. Despite the obvious importance of this process there is no right/wrong way to do due diligence, and there are few learning opportunities other than on the job training.

Topics covered will be of interest to:

- ✓ CEO's, CFO's
- ✓ Licensing and Business Development
- ✓ Marketing and New Product Development
- ✓ Legal Counsel /Intellectual Property
- ✓ Financial Officers/Investment Analysts
- ✓ University Technology Transfer
- ✓ Strategic Planning and Project Management
- ✓ R&D and Development Team
- ✓ Alliance Management
- ✓ Regulatory Affairs
- ✓ Others Asked to Assist with Due Diligence



This course will appeal to those who are involved in deal-making, either with technologies to license or looking for products to be acquired, and specifically will help with the multidisciplinary approach common to today's due diligence environment, including the need to bring together financial, development, regulatory and other disciplines in order to successfully manage the due diligence process and complete deals. The course content was developed in conjunction with the Education Subcommittee of the Canadian Healthcare Licensing Association (CHLA)

ATM **RCHITECTS OF** **LLIANCES 2010** *Revised Content for 2010*



A 2 day B-D Course

We are pleased to present a 2 day workshop dedicated to best practices in Due Diligence

The course will be divided into two main sessions, the first day is designed to look at Due Diligence from a functional area point of view, to explore what the different disciplines are looking for, and how this information can be used to promote better teamwork and lead to better deals.

The second day will focus on due diligence case studies, due diligence process by company type, and due diligence for different products and technologies.

Invited Faculty have significant experience in support of business development, with both Canadian and international experience, including the following:

- John Krayacich, CEO and President of Ambrose Pharmaceuticals
- Carlo DiFonzo, Vice President of Global Regulatory Affairs and Product Safety for Leading Drug Delivery Biotech, Nektar Therapeutics
- Dalal Manoli, Pres. DManoli Consulting Former CEO of Phagotech, Biogenis and Curamedica and VP MDS Capital
- David Ghesquiere, Senior Vice President Corporate and Business Development. OSI Pharmaceuticals
- Jon Daniels, Leading Toxicology Consultant, Vice President Intrinsic Health Science
- Brad Hossack, VP Intercontinental Division, Boston Scientific a Leading Medical Device Company
- Diane Kalina, CEO PDC Biotech GmbH and BioCatalyst Yorkton
- Eileen McMahon, LL.B, B.Sc. Torys
- Neil Palmer, President and Principal Consultant, PDCI Market Access
- Dan Vickery, Ph.D., M.B.A., BioEnsemble

Tuesday, April 20th

Who Does Due Diligence, and What is Key?

The first day of the conference will be a full day on set up of BD and functional area reviews.

Faculty with expertise in leading due diligence reviews will discuss each of their functional areas, and the key things they look for when doing due diligence reviews:

- Preclinical
- Clinical
- Regulatory
- Manufacturing CMC
- IP / Legal
- Strategic Marketing
- Finance
- Business Development
- Pharmacoeconomics

We will also look at setting up due diligence: who needs to be involved for different types of deal structures?

- Late stage
- Early stage
- Divestiture
- Acquisition

The key goal of due diligence is to gather information that will be captured in a final agreement. We will also look at how due diligence can affect what kinds of agreements need to be created, and what is key to each type of agreement?

We will also explore the success rate of due diligence, and timing issues.

Wednesday, April 21st

Tales from the Crypt – Real Life Experience in Due Diligence

Functional Focus by Company Type and Style:

What are companies looking for or trying to achieve during Due Diligence Reviews? How do they prepare for Due Diligence Reviews? What do they like/dislike? What pitfalls and examples of best practice have they seen? Speakers and/or panel members will be drawn from a wide range of business types

- Big Pharma
- Specialty Pharma
- Established Biotech
- Emerging Biotech
- Financiers
- University

Therapeutic Area Focus and Key Issues:

It is a very different experience during the Due Diligence process depending on whether you have a platform technology versus a clinical asset. Different organizations will specialize differently depending on therapeutic area. Speakers and/or panel members from previous sessions will be asked to discuss and answer questions about issues key to their business area, such as:

- Primary Care / Prevention Care
- Drug Delivery / Enabling or Platform Technology
- Specialty Care
- Hospital / Oncology
- Lifestyle/Treatment Focus
- OTC / Consumer Products
- Medical Device



Regular 2-day program fee

(includes course binder, continental breakfasts and lunches)

- \$1,540 plus GST = \$1,617.00
- 10% discount for CHLA, TBI or BIO Quebec members
\$1,386 plus GST = 1,455.30
- Special bundled rate includes course and one year CHLA membership:
\$1,607 plus GST = \$1,687.35 – a 15% saving
- 10% discount for three or more registrants from the same company
- Registration Surcharge, After March 19, 2010, add \$150.00.

Deadline for registration to receive advance reading material will be April 9, 2010. Registration is limited.

Method of Payment

Amount to be paid \$ _____.

**NOTE: REGISTRATION, IS NOT CONFIRMED UNTIL PAYMENT HAS BEEN RECEIVED,
AND ACKNOWLEDGEMENT HAS BEEN SENT VIA EMAIL.**

Please fax to 647-341-9472 attention: Architects of Alliances

- Cheque or money order enclosed. *Please make cheques payable to BioCatalyst Yorkton Ltd*
- AMEX VISA Mastercard

Name on card: _____

Credit card number: _____

Exp. date: / Cardholder Signature: _____

REGISTRATION INFORMATION:

Name: _____

Title: _____

Company: _____

Address: _____

City: _____ Province: _____

Postal Code: _____

Email: _____

Telephone: _____ Fax: _____

As a registered participant of Architects of Alliances 2010, I hereby give permission for my name, company name and contact information to be printed in the course binder and be available to other registered participants of the course.

Yes No Signature: _____

Affiliation

- CHLA BIOQuebec TBI

Cancellations/Substitutions Policy

We will provide a full refund (less an administration fee) for cancellations received in writing by April 6, 2010. Substitutions are allowed at any time.

GST Reg # R131497240

2 easy ways to register:

FAX

Completed registration form to: 647-341-9472
attention: Architects of Alliances

MAIL

Send cheque and completed registration form to:
BioCatalyst Yorkton Ltd,
2902 South Sheridan Way,
3rd floor, c/o Pulsus Group
Oakville, Ontario, L6J 7L6
attention: Architects of Alliances

ELECTRONIC

PDF completed registration form to:
to Subject Line: Registration
pintl@bioensemble.com

Questions about content or registration ...

please contact Dan Vickery
412-877-7944 or by
email: dan@bioensemble.com.

Location:

Montefiore Club,
1195 rue Guy,
Montréal, QC, Canada H3H 2K7
T. (514) 934-0776
F. (514) 934-5359
info@montefioreclub.com

Accommodation:

The Hotel du Fort offers you the special rate of \$135 per room
Hotel du Fort,
1390, rue du Fort, Montréal (Québec)
Canada H3H 2R7
T: (514) 938-8333
T: (800) 565-6333
F: (514) 938-2078
www.hoteldufort.com

www.CHLAssoc.com