



## *Technology Licensing and Outsourcing*

The lawyers in WilmerHale's Technology Transactions and Licensing Practice—many of whom have backgrounds in computer science, engineering, biochemistry and other technical fields—collaborate closely with our corporate, intellectual property, regulatory and tax lawyers to negotiate agreements for clients across industries. They handle hundreds of complex joint ventures, strategic alliances, and outsourcing and licensing transactions each year, and their work often receives industry commendation for its significance in shaping the future of technology.

### **PRACTICE AT A GLANCE**

- We leverage technical knowledge, business acumen and legal experience to structure, prepare and negotiate innovative and effective technology-related agreements.
- Our clients in the ever-changing, complex and competitive hardware, software, IT and services industries depend on us to strategize and negotiate transactions that take advantage of opportunities now while protecting their innovations and establishing strong strategic relationships.
- We structure, negotiate and draft all types of licensing, services, distribution, product development, collaboration, joint venture and strategic alliance agreements for these clients.
- We represent both mature and emerging companies with business models centered around offering software and/or professional services relating to analyzing and extracting insights from large data sets. We frequently draft and negotiate data license agreements, software-as-a-service (SaaS) agreements, website terms and other services agreements in which data is the core subject of the license.
- We advise technology clients on big data issues that arise in outsourcing, collaborations and other transactional matters. Our lawyers keep a close watch on internet-related legislative and regulatory developments in the United States, the European Union and elsewhere, and leverage that knowledge to advise clients in areas such as data privacy and security, copyright infringement, and export restrictions.
- We structure, negotiate and draft all types of licensing, services, distribution, product development, collaboration, joint venture and strategic alliance agreements, some of which span international borders.

### **SIGNIFICANT CLIENT BASE**

Representing companies at all stages of growth on commercial agreements, IP licensing and outsourcing matters:

- **Accion Systems**
- **Analog Devices**
- **Bose Corporation**
- **Boston Dynamics**
- **Cincinnati Bell**
- **MFS Investment Management**
- **Museum of Science**
- **ference**
- **PathAI**
- **Saylent Technologies**
- **Toyota**

## SELECT EXPERIENCE INCLUDES REPRESENTING:

- **Consortium of seven leading financial institutions** on a technology services outsourcing transaction with Verafin to facilitate US anti-money laundering efforts.
- **Affirmed Networks**, a leader in virtualization and 5G, in the technology licensing elements of its acquisition by Microsoft Corporation, allowing for new and innovative solutions tailored to the unique needs of operators, including managing their network workloads in the cloud.
- **AxonVibe, Inc.**, a smartphone application technology provider, on the deployment of its “Essential Connector” mobile application with the Metropolitan Transportation Authority for the provision of alternative transportation for essential workers during New York City subway closures.
- **BioCatch**, the global leader in behavioral biometrics, in the technology licensing elements of its \$145 million Series C investment led by Bain Capital Tech Opportunities.
- **EverQuote, Inc.**, the leading online insurance marketplace, in negotiation of the intellectual property provisions of its acquisition of Crosspointe Insurance & Financial Services, LLC, a leading health insurance agency.
- **Intuit**, a business and financial software company, in the negotiation of agreements with Cross River Bank and other parties in connection with the Paycheck Protection Program offered by Intuit.
- **ference, inc.**, a leading AI provider in drug development, in its exclusive data agreement with the Mayo Clinic, one of the world’s most prominent medical research institutions, to establish a first-of-its-kind hosted data model to balance commercialization and privacy considerations.
- **Nomura**, a global financial services group, in connection with a services agreement to outsource securities research and other functions to Wolfe Securities.
- **SoFi**, the online personal finance company, in the technology licensing elements of its \$1.2 billion acquisition of Galileo Financial Technologies, the financial services Application Programming Interface and payments platform.
- **UBS**, the multinational investment bank and financial services company, in connection with an outsourcing and related transaction with Broadridge to create a new wealth management platform for the UBS Americas wealth management business, as well as in a financial technology licensing matter.
- **WeWork Companies, Inc.**, a provider of shared workspaces and services, on technology licensing components of several M&A transactions.
- **WorldAware**, a leading security risk management firm, in the technology licensing elements of its acquisition by GardaWorld Security Corporation, the largest privately owned security services and cash services company in the world.



**Recommended WilmerHale among the top law firms for commercial deals and contracts, outsourcing and technology transactions from 2010–2020**

— *The Legal 500 US*



**Named WilmerHale “Technology Practice Group of the Year” for three consecutive years**

— *Law360*



**Ranked WilmerHale’s Technology Practice in the first tier in Boston and the second tier nationally from 2010–2020**

— *U.S. News - Best Lawyers\**

For more information, please contact:

**Jeff P. Johnson** — Partner | +1 617 526 6394 | [jeff.johnson@wilmerhale.com](mailto:jeff.johnson@wilmerhale.com)

Wilmer Cutler Pickering Hale and Dorr LLP is a Delaware limited liability partnership. WilmerHale principal law offices: 60 State Street, Boston, Massachusetts 02109, +1 617 526 6000; 1875 Pennsylvania Avenue, NW, Washington, DC 20006, +1 202 663 6000. Our United Kingdom office is operated under a separate Delaware limited liability partnership of solicitors and registered foreign lawyers authorized and regulated by the Solicitors Regulation Authority (SRA No. 287488). Our professional rules can be found at [www.sra.org.uk/solicitors/code-of-conduct.page](http://www.sra.org.uk/solicitors/code-of-conduct.page). A list of partners and their professional qualifications is available for inspection at our UK office. In Beijing, we are registered to operate as a Foreign Law Firm Representative Office. This material is for general informational purposes only and does not represent our advice as to any particular set of facts; nor does it represent any undertaking to keep recipients advised of all legal developments. Prior results do not guarantee a similar outcome. © 2021 Wilmer Cutler Pickering Hale and Dorr LLP