



Ariel Soiffer

PARTNER

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Ariel Soiffer's practice focuses on technology-related transactions and advising clients on technology-related matters. Mr. Soiffer draws on his prior business experience as a management consultant to provide practical solutions to legal and business challenges that his clients face.

Mr. Soiffer represents clients in transactions ranging from bet-the-company transactions to day-to-day matters. He regularly negotiates and advises clients on a range of intellectual property licensing and other commercial transactions. Key areas of focus include technology transactions, life sciences transactions, machine learning/artificial intelligence advice, financial or financial technology matters, privacy or cybersecurity-related matters, outsourcing/complex commercial transactions, logistics and UCC matters, international transactions and trade secrets. Mr. Soiffer advises clients on developing term sheets and requests for proposal, analyzing competitive bids from a legal perspective and drafting and negotiating various intellectual property-related agreements.

In addition, Mr. Soiffer maintains an active pro bono practice. In each of 2019, 2020 and 2021, Massachusetts put Mr. Soiffer on the pro bono High Honor Roll. His pro bono advice has included advising on licensing of healthcare data, collaboration on development of health care standard sets, negotiation of international media and entertainment transactions, among other matters.

Learn more about Mr. Soiffer's practice and how he can support your startup on [WilmerHaleLaunch.com](https://www.wilmerhalelaunch.com).

Community Involvement

Mr. Soiffer previously served on Brookline's IT Advisory Committee and on Brookline's Wireless Committee, the latter of which launched town-wide Wi-Fi.

Professional Activities

Mr. Soiffer is a member of the Licensing Executives Society, and is a Lecturer in Law at Boston University School of Law. He writes and speaks frequently on topics related to artificial intelligence and machine learning.

Past Experience

In 2009–2010, Mr. Soiffer won the ABA Law Students Division National Negotiation Competition.

Prior to joining the firm, Mr. Soiffer was a legal intern for the Massachusetts Department of Telecommunications and Cable.

Before attending law school, Mr. Soiffer was a senior manager at Diamond Management & Technology Consultants (now part of PricewaterhouseCoopers). While there, he had ultimate responsibility for several projects, leading presentations to members of the CxO suite on topics of strategic concern. Mr. Soiffer's consulting work focused on data analytics, business strategy, marketing and customer service.

Mr. Soiffer also served as a summer research and development intern for Takeda Life Sciences Research Center in Ako, Japan.

Solutions

Artificial Intelligence

Capital Markets

Corporate Governance and Disclosure

Cross-Border Transactions

Cybersecurity and Privacy

Debt Finance

Emerging Company and Venture Capital

FinTech

Life Sciences

Mergers and Acquisitions

Technology

Technology Transactions and Licensing

Experience

TECHNOLOGY TRANSACTIONS

Mr. Soiffer has extensive experience with technology transactions, having advised on hundreds of agreements, including research, development, prototyping, beta testing, supply, end user license agreement, software as a service agreements and various other agreements.

- Represents Analog Devices, a major semiconductor company, in the negotiation of various research, development, supply or commercialization agreements.
- Represents Spatial Networks, a leader in geospatial data collection and analysis in developing and refining its standard customer agreement, negotiating a major customer agreement and advising on an agreement with a major data licensor.
- Represents Esme Learning Solutions, which provides professional development courses from top-tier universities, in negotiating collaboration agreements with universities and distribution and commercialization agreements.
- Represents True Tickets, which uses technology (including blockchain-based technology) to enable transactions in tickets, in developing its standard commercial agreements, negotiating its customer agreements and negotiating vendor agreements.

LIFE SCIENCES TRANSACTIONS

Mr. Soiffer has advised on hundreds of research, development, collaboration, supply or clinical trial agreements. He applies his previous experience and his biochemistry background to develop and negotiate complex life sciences agreements.

- Represented Translate Bio in its mRNA vaccine collaboration with Sanofi Pasteur, the vaccines global business unit of Sanofi, and later advised on amendments to add development of a novel mRNA vaccine for COVID-19.
- Represents a major computational biotechnology company in various licensing and commercial transactions in connection with its scientific research and drug development activities.
- Represents Cell Signaling Technology, which researches biomarkers and develops and commercializes antibodies and related technology, in various commercial and licensing transactions, including a license agreement with Biocartis.
- Represented a major pharmaceutical company in the settlement and renegotiation of a major license agreement.
- Represented a biotechnology company in negotiating its contract research outsourcing relationships and dozens of clinical trial agreements.
- Represented Asklepios Biopharmaceutical in licensing and intellectual property aspects of the formation of its joint venture with Touchlight Genetics to form Touchlight AAV.

MACHINE LEARNING/ARTIFICIAL INTELLIGENCE

Leveraging his background in data science from his pre-law career, Mr. Soiffer has helped clients become leaders in machine learning/artificial intelligence.

- Represented ZebiAI Therapeutics, which applied machine learning to small molecule drug discovery, in its formative license and collaboration agreement with

X-Chem, a DNA-encoded library provider; developing its commercial and licensing relationships; negotiating research, commercial and licensing relationships; and the sale of ZebiAI Therapeutics to Relay Therapeutics for \$85 million up-front and up to \$185 million of contingent consideration.

- Represents a major computational biotechnology company in the negotiation of various agreements to obtain DNA-encoded library data for use in development of machine learning for use in drug discovery.
- Represented DeepHealth, which applied machine learning to radiological scans, in its first agreement to in-license imaging data for use in developing its service.
- Represented a major biotechnology company in negotiating agreements to apply machine learning to clinical trial data.

FINANCIAL/FINANCIAL TECHNOLOGY

Mr. Soiffer represents established financial institutions as well as financial technology companies, advising on licensing, distribution, trading and collaboration agreements.

- Represented a major financial institution in a transaction that involves the development of an outsourced trading platform (for “dark pools”) provided by Nasdaq.
- Represents a major financial technology company in negotiating Paycheck Protection Program loan agreements opposite multiple banks.
- Represents a major financial institution in the negotiation or renegotiation of various research distribution agreements, including with Bloomberg, AlphaSense and others.
- Represented TIAA in the negotiation of a development and SAAS agreement for a wealth management platform and in the developing of a trading platform.

PRIVACY OR CYBERSECURITY

Mr. Soiffer represents innovators that are leading developments of privacy or cybersecurity solutions in negotiating agreements and considerations relating to their technology.

- Represents Inpher, a financial technology company specializing in privacy-preserving data analytics for financial institutions in developing its standard commercial agreements and negotiating a major license and collaboration agreement with a major international bank.
- Represents Nth Party, a pioneer in performing data analysis on encrypted data without decrypting such data in its formation, and in developing its standard term sheet and collaboration agreements.
- Represented Cellebrite’s US subsidiary in a wide variety of sales and licensing transactions, developing forms for licensing of software and leases of products and negotiating numerous commercial agreements with major telecommunications providers, as well as advising on privacy and cybersecurity legal questions related to Cellebrite’s forensics business.
- Advised a client in relation to a ransomware attack.

OUTSOURCING/COMPLEX COMMERCIAL TRANSACTIONS

Mr. Soiffer has advised on dozens of outsourcing or complex commercial transactions, including IT outsourcing, call center outsourcing, business process outsourcing and major software development transactions.

- Represents a travel services company in the negotiation of the first US-Mexico ultra-low cost carrier airline alliance.
- Represented a global investment bank in development of a SAAS-based wealth management platform.
- Represented McGraw-Hill Education in relation to IT outsourcing, call center outsourcing, legal process outsourcing and complex software and commercial transactions.
- Represented Cincinnati Bell in relation to IT outsourcing and call center outsourcing.
- Represented a global investment bank in a major IT outsourcing transaction.
- Represented a high-growth logistics startup in a call center outsourcing transaction with a transportation platform to provide outsourced support to delivery drivers, as well as a transaction to outsource payroll processing.
- Participated in the formation of Tri-Institutional Therapeutics Discovery Institute, a collaboration among Weill Cornell Medical College, The Rockefeller Institute and Memorial Sloan Kettering Cancer Center, including in negotiations for an agreement with Takeda.

LOGISTICS AND UCC

Mr. Soiffer has represented clients in warehousing and logistics transactions as well as advising on uniform commercial code matters, such as the battle of the forms.

- Represents Analog Devices, a major semiconductor manufacturer, in its warehousing and logistics transactions, including a major warehouse agreement in Singapore.
- Represented McGraw-Hill Education in developing and negotiating its worldwide warehouse agreements, negotiating agreements in the United States of America, South America, Europe and Asia.
- Represented AxleHire, a high-growth logistics startup, in developing its standard customer agreement, negotiating high-value customer agreements and negotiating a collaboration agreement with a rideshare provider.
- Represented Medtronic in developing its standard warehouse agreement and in relation to uniform commercial code matters.

INTERNATIONAL TRANSACTIONS

Mr. Soiffer advises international companies in relation to transactions in the United States of America, as well as advising domestic companies in international transactions.

- Represented Forendo Pharma, a biotechnology company focused on women's health based in Finland, in its sale to Organon for \$75 million upfront and up to \$870 million of contingent consideration.
- Represents a European manufacturer of Vitamin K2 in a major sales agreement with an American purchaser, as well in various commercial transactions.
- Represented McGraw-Hill Education in developing and negotiating its worldwide warehouse agreements, negotiating agreements in the United States of America, South America, Europe and Asia.

TRADE SECRETS

Mr. Soiffer advises clients on trade secret policies and trade secret-related matters.

- Represented a developer of medical devices in developing its trade secret policy.
- Represented Vedanta Biosciences, a microbiome-focused biotechnology company, in developing a trade secret policy and trade secret aspects of development agreements.
- Represented a major pharmaceutical company in developing an extremely protective agreement for the protection of very important trade secrets.

PRO BONO ADVICE

Mr. Soiffer maintains an active pro bono practice, generally relating to technology, entertainment, life sciences and health care matters.

- Represents an international consortium for healthcare improvement, which develops healthcare standards measurements, in negotiating major grant agreements from Philips, Medtronic and others, in developing terms for its annual conference and adapting those terms for a virtual conference and negotiating numerous agreements for development or commercialization of standard sets.
- Represents Pioneer Institute in the formation of PioneerLegal, its non-profit law firm, as well in licensing in economic data relating to Massachusetts and producing a movie relating to school choice.
- Represents a lung cancer research foundation in negotiating agreements regarding patient data, social media and various other matters.

Recognition



***Recognized as a Next Generation
Lawyer for Technology Transactions
and Licensing***

The Legal 500 United States

2023



***Recognized as a Leading Lawyer in
Massachusetts for Technology***

Chambers USA

2022, 2023



***Recognized as an Inaugural Top
Lawyer for Corporate Law***

Boston Magazine

2021

- Recognized as a “Next Generation Lawyer” in the 2022–2023 editions of *The Legal 500 United States* for his Technology Transactions and Licensing practice.
- Named to *Boston Magazine's* inaugural Top Lawyers list for corporate law in 2021 and technology virtual law in 2022–2023.
- Recognized as a leading lawyer in Massachusetts for his technology practice in the 2022–2023 editions of *Chambers USA*.

Credentials

EDUCATION

JD, Boston University School
of Law, 2010

cum laude

*Paul J. Liacos Distinguished
Scholar; Rappaport Fellowship
in Law and Public Policy*

BA, Biochemistry and Japanese,
University of Pennsylvania,
2000

magna cum laude

*University Scholar; Benjamin
Franklin Scholar*

ADMISSIONS

Massachusetts

LANGUAGES

French

Japanese

Spanish