

Life Sciences

Winstead merges legal and technical experience to craft innovative solutions to our clients' rapidly evolving transactional, litigation, corporate, healthcare and intellectual property needs. We work collaboratively across many practice areas within the firm to ensure the most efficient, targeted and cost-effective representation.

With a long history of working with emerging and mid-market businesses, Winstead is deeply involved in the life sciences and healthcare industries, including such specialized areas as biotechnology, nanotechnology, and information technology. The depth of our legal and technical knowledge enables us to identify opportunities, anticipate problems, and provide effective solutions for our clients.

Winstead has devoted significant time to the following types of matters impacting healthcare and life sciences companies:

- Business Entity Formation
- Distribution Agreements
- Intellectual Property Transactions & Litigation
- Manufacturing & Supply Agreements
- Mergers & Acquisitions
- Patent Prosecutions
- Procurement of Trademarks & Copyrights
- Public Offerings, including IPOs
- Software License & Development Agreements
- Technology License & Transfer Agreements
- Venture Capital, Private Equity & Other Financing

Winstead's attorneys merge legal and business experience to serve companies and startups that are on the leading edge of the following fields:

- Application Service Providers
- Biotechnology
- Computer Hardware & Software
- Electronics
- Information Technology
- Internet and eCommerce
- Life Sciences
- New Medical Technology
- Mobile Health & Telemedicine
- Nanotechnology
- Pharmaceutical Manufacturers
- Telecommunications

Areas of Service:

Corporate Securities, Mergers & Acquisitions

- Preparation and negotiation of corporate partnership and strategic alliance agreements
- Initial and follow-on public offerings
- Liquidity-related corporate transactions, including mergers, acquisitions, and restructuring
- Advice on tax laws, including Section 1202 small business qualifying stock regulations

- Handling of government and internal investigation matters
- Public-private partnership transactions
- Negotiation of equity and debt capital financing
- Transferring of existing businesses and new investment opportunities to trusts in order to minimize transfer taxes and increase asset protection

Intellectual Property

- Procurement of intellectual property rights
- Litigation to enforce and defend intellectual property rights
- Litigation to enforce and defend license and joint venture rights
- Preparation and prosecution of patent, copyright, and trademark applications
- Building and management of patent, trademark, copyright, and trade secret portfolios
- Development of licensing programs, including the preparation and negotiation of licensing agreements
- Preparation and negotiation of material transfer, collaboration, and sponsored research agreements
- Preparation of intellectual property-related opinions, including freedom to operate opinions, patentability opinions, and intellectual property infringement opinions

Investment Management & Private Funds

- Corporate finance and capital-raising transactions
- Formation of private funds focused on life sciences and technology
- Structuring and tax planning
- Seed Investments

Regulatory Compliance

- Assistance with regulatory compliance, including clinical trials through the Food and Drug Administration
- Healthcare privacy and data protection
- Ensuring compliance with federal and state securities laws for public and private companies
- Maintenance of government contracts and grants

Real Estate Development & Investments

- Acquisition, disposition & development
- Partnerships and strategic joint ventures
- Zoning, land use and economic development
- Construction
- Financing & Loan restructuring
- Mixed-use projects
- Medical office condominiums
- Leasing
- Resolution of real estate disputes

Labor, Employment & Immigration

- Labor relations matters and associated disputes
- Employer-employee regulatory compliance
- Employment agreements
- Executive compensation

- I-9 compliance audits, and visas for skilled workers employed by corporations and organizations

Representative matters handled by Winstead's Life Sciences Industry Group have included:

- Represent venture capital firm in the formation of life sciences focused venture capital funds, co-investment vehicles and special purpose vehicles.
- Represent venture capital firm with respect to its holdings in pharma portfolio companies engaging in initial public offerings and listings on national stock exchanges.
- Represent registered investment advisers focused on life sciences with respect to compliance with the Investment Advisers Act of 1940, as amended.
- Serving as legal counsel to a biopharmaceutical company that developed new drugs for reproductive ailments in both men and women. Our attorneys helped the company with a \$12 million public offering, a reverse stock split and other financings. We also assisted the company in the development of clinical trial protocols and other crucial needs.
- Representing a privately held start-up company that developed a patented method to permit eye care professionals to produce high-quality lenses for eyeglasses in their offices in just 30 minutes or one patient visit. The company received a \$12 million infusion of cash from Essex Woodlands, and we continued to advise the management team and help the company grow.
- Serving as corporate securities and IP counsel to an OTCBB-traded biotechnology company in the development of new cancer technologies invented at and licensed from MD Anderson Cancer Center.
- Representing a healthcare equipment and supplies company with general corporate and IP patent prosecution matters. The company is a leader in disposable infection control solutions that reduce potential risks to caregivers and patients in GI Endoscopy.
- Serving as a corporate acquisition counsel to a multinational contract research organization (CRO) that is offering a wide range of comprehensive, clinical research services to the pharmaceutical, biotechnology and medical device industries.
- Providing corporate and public compliance advice to an NYSE-traded medical technology company involved in neuromodulation through a Vagus Nerve Stimulation Therapy System, which is FDA-approved for the treatment of refractory epilepsy and treatment-resistant depression.
- Serving as outside counsel to a life sciences company associated with Rice University that developed the industry standard for three-dimensional in vitro cell culturing and applying this breakthrough technology in the fields of toxicology screening, drug discovery and regenerative medicine.
- Serving as patent and corporate counsel for a medical technology company that developed trauma care products based on innovative devices developed by the University of Texas Health Sciences Center at Houston. The company's first product included a patent-protected, portable fluid/blood warming technology with battlefield and emergency applications.
- Serving as general outside counsel to an early stage pharmaceutical company focused on developing novel, non-opioid analgesics for acute and chronic pain management. The company's core technology was licensed from the University of Texas MD Anderson Cancer Center.
- Serving as general outside counsel to a medical device company that developed device-based therapies for the treatment of congestive heart failure. The heart assisting-therapies were based on technology developed at Texas A&M University.
- Serving as general outside counsel (formation, regulatory compliance, and general corporate) to an investment manager with multiple private funds investing in early stage companies developing new pharmaceuticals and therapeutics.
- Serving as outside counsel to private funds negotiating capital financing investments in early stage companies developing new pharmaceuticals and therapeutics.