

Clauses Index

References are to sections and appendices.

A

ABANDONMENT

Film rights, of, **7F-06**
Marketing, or, **5E-08**
Production, **4C-27**

ACCEPTANCE

Offer, of, **9Y-03**
Tests, programs, of, **5N-11**

ACCESS

Prototype, to, **4A-02**
Research technology, **4G**

ACCOUNTS

Half-yearly, **3B-08**
Keeping of, **3A-10, 3U-06, 7K-08**
Patent license, **3B-08, 3J-05**
Quarterly, **2C-15, 3A-10, 3B-08, 3U-06, 4A-08**
Rendering, **4B-08, 5E-04, 5F-06, 5T-02, 7B-10, 7K-08, 7N-09**
Short form, **3C-04, 3W-04**
See also **Books**

ADAPTATIONS

Copyright, in, **7F-05**
Rights to, **7G-03**

ADDRESSES

List agreement, **8F-01, 8G-01**

ADVANCES

Mortgage of patent, **3LL**

ADVERTISING

Agent, by, **8A-04**
Contract for, **7M-01**
Endorsement agreement, **7C-03**
Franchise agreement, in, **8J-07**
Samples of promotional material, **8F-02, 8G-02**
Standards, **7M-10**

AFFIDAVITS

Materials, retained, of, **8F-07**

AFFILIATED COMPANIES, ASSOCIATES

Meaning of, **3A-15.1, 4C-02**
Resale by, **4A-08**
Sales to, **3A-10, 3B-07, 4A-08, 4F-14**
Use by, **4A-08**

AGENCY, AGENTS

Agent's duties, **8H-02**
Appointment, **8A-01**

AGENCY, AGENTS—Cont'd

Author's, **7F-10**
Commission, **8A-05, 8H-05**
Compensation, **8A-05, 8A-07**
Confidentiality, **8H-11**
Consignment goods, **8B-02**
Expenses, **8H-12**
Indemnity, **8H-10**
Independent, **7M-01**
Minimum sales, **8H-07**
One party for other, **3A-22**
Principal's duties/rights, **8H-03/4**
Sole, **4C-15**
Termination, **8A-06, 8H-08/9**
Variation of terms, **8A-01**
Waiver, EC restriction, **8H-17**

AGREED FORM OF REPRESENTATION

Trade mark license, **6F-03, 6H-04**

AGREEMENTS

(*see* **Contracts and Agreements**)

ALCOHOL

Prohibited, **4C-23**

ALTERNATIVE DISPUTE RESOLUTION

Arbitration, **10A-10F**
Committee, resolution, **1G-08**
Expert, referral to, **10F-02**
Modification of main agreement, **10F-05, 10F-06**
Point of Law, **10F-04**
Reasoned opinion, dispensed with, **10F-10**
Referral to ADR, **10F-01**
Referral for complexity, **10F-03**

AMMUNITION

Prohibited, **4C-23**

APPLICATION FOR PATENT

Assignment of, **3AA-08, 3M-02, 3P-02, 3X-02**
Assignor to assist, **3X-03**
Contract for purchase of, **3AA-02**
First, restricted, **3B-12**
Grant relating to, **3U-01**
Inventor to make, **3G-02/3, 3G-02/03**
Party to make, **9K-04**
Prosecution of, **3U-02, 3X-03**
Purchase of, **3AA-02**
Refused, **3H-04, 3W-05**

APPLICATION FOR TRADE MARK

Assignment of, **6B, 6C, 6D**

References are to sections and appendices.

APPLICATION FOR TRADE MARK—Cont'd

Contract for purchase of, **3AA-02**

APPROVAL

Government, of, **2A-11**

ARBITRATION

Commencement, **10C-03**

Committee, resolution, **1G-08**

Complexity, referral, **10F-03**

Domestic Commercial, US (AAA), **10A-02**

Expert, referral to, **10F-02**

Failure to appoint arbitrator, **10C-02**

Governing law, **10C-05**

ICC, **10A-01**

International Commercial (AAA), **10A-03**

LCIA, **10A-06**

Majority finding, **10C-04**

Mediation, **10F-01**

Modification of main agreement, **10F-05, 10F-06**

Patent with Optional Prior Mediation (AAA), **10A-05**

Point of Law, referral, **10F-04**

Punitive damages excluded, **10D**

Reasoned opinion, dispensed with, **10F-10**

Referral to three arbitrators, **10C-01**

Seat, **10C-05**

Sole Arbitrator — UK, **10B**

Two Arbitrators and a Chairman — UK, **10C**

UNCITRAL (AAA), **10A-04**

Validity of rights exclusion, **10E**

WIPO, **10A-07**

WIPO (Mediation first), **10A-08**

ARCHIVING (ELECTRONIC)

Maintenance, **7Q-05**

ART WORK

Rights in, **8E-04**

ASSENT

Personal representative, by, **3R-02**

ASSIGNMENTS

Agreement for, **3HH-01**

Application for patent, **3M-02, 3P-02**

Application for trade mark, of, **6B, 6C**

Benefit of contract, **12C-01**

Chose in action, **12A-01**

Common law trade mark, **6D**

Confirmatory, **3N-02**

Consent to, **3D-05**

Copyright, of, **7D-03**

Design application, **5B-01**

Electronic, **7P-09**

Embargo on, **5F-10, 7C-06, 7N-12**

Express covenants for title, **9D-01**

Film rights, **7F-02**

Franchise, right of, **7B-11**

Goodwill, of, **6E-01**

ASSIGNMENTS—Cont'd

License rights, **2C-27, 3A-21, 3B-14, 6H-11**

Literary work, **5A-01, 7G-02**

Mortgage, by way of, **12D-02**

Music, **7L-06**

Patent, of, **3HH-07, 3L-02, 3M-02, 3P-02, 3X-02**

Registered trade mark, of, **3HH-08, 6A, 6B**

Reserving license, **3X-02**

Restriction, **2B-08, 7F-09, 8H-16**

Right to, **7F-09, 7G-07**

Right to apply, of, **3E-01**

Share of patent, **3K-02**

Short form, **3HH-07, 3HH-08**

Trade mark, of, **6A to 6F**

Trade mark license, **6H-11**

Trustee, by, **3R-01**

Unregistered design right, **5C-01/2/3**

ASSOCIATE

(*see Affiliated*)

ATTORNMEN

Agreement, in, **3HH-04**

Inventor/manufacturer, **3G-08**

License, in, **3GG-01**

One party for other, **4B-11**

AUDITOR

Certificate by, **4A-08**

AUTHOR

Alternative for, **7J-03**

Copyright license, **5Y**

Granting option, **9D-02**

Manuscript property, **5T-01**

Television script, of, **7J-01**

Warranty by, **5T-01, 7F-03, 7N-01**

B

BEST ENDEAVOURS

Agent, by, **8A-02**

Endorsement agreement, **7C-04**

General provision, **2C-17, 3A-11**

Improvements exchange, **3C-07**

Invention development, **3H-02**

Licensee, by, **3J-03, 3W-05**

Marketing, **4C-12**

Patent license, in, **3B-07**

Review of, **2C-18**

Risk of disclosing, against, **3A-16**

BIOTECHNOLOGY TISSUE CULTURE RESEARCH AGREEMENT

Accounting, **13C-10**

Hours, **13C-03**

Industrial/Commercial use of tissue cultures, **13C-07**

Intellectual property rights, **13C-05**

Other experts, **13C-09**

References are to sections and appendices.

BIOTECHNOLOGY TISSUE CULTURE RESEARCH

AGREEMENT—Cont'd

- Qualification, **13C-02**
- Records, **13C-06**
- Secrecy and secret processes, **13C-04**
- Sub-contracting, **13C-08**
- Term and termination, **13C-11**

BOND

- Events, **8K-03**
- Franchisees, by, **8K-01**
- Performance, **4E-01**

BOOKS

- Access to, **3B-08, 5F-06**
- Assignment for royalties, in, **3E-02**
- Inspection, **2C-15, 3J-05, 5F-06, 8E-06**
- Inventions record, **4A-08**
- Keeping, **2A-07, 3B-08, 3C-04, 3W-04, 4A-08, 4F-15, 5F-06, 8J-10**
- Sub-licensee, **3D-03**
- Trade mark license, **6F-06, 6F-12, 6H-07, 6H-12**
- See also* **Accounts**

BREACH OF AGREEMENT

- Notice, **8E-01**
- See also* **Termination**

BRITISH SUBJECT

- Declaration, **7F-03, 7L-04, 9D-03**

BROADCAST

- Payment for, **7J-07**

C

CAPITAL

- Repatriation of, **4C-03**
- Working, **12M-05**

CASH FLOW

- Drawings, and, **12M-06**

CERTIFICATION TRADE MARK

- Form of license, **7H-11**

CHANGE OF CONTROL

- Merger or acquisition, **3C-12**

CHARGES

- Chose in action, on, **12B-01**
- Copyright Work, over, **12P-01, 12Q**
- License back, **12P-04**
- Obligations, covenant to discharge, **12P-02**
- Re-assignment, **12P-05**
- Restrictions on chargor, **12P-03**

CHOSE IN ACTION

- Assignment, **12A-01**
- Charge on, **12B-01**

CLAUSE HEADINGS

- Significance, **4H-22**

CLERK OF WORKS

- Appointment, **4D-04**

COMMISSIONING OF EQUIPMENT

- Responsibility, **12M-18/20**
- Supervision of, **3A-05**

COMPETITION

- Arising, **2C-24**
- Consultant, and, **9C-09**
- Freedom from, **4B-02**
- Veto on, **4C-12**

COMPONENTS

- Royalty on, **3B-07**
- Shipping of, **4D-05**
- Supply of, **4C-15, 4F-06**

COMPOSERS

- Contract with, **7L-01**

COMPUTER PROGRAMS

- Access to, **5L-03**
- Additional services, **5BB-03**
- Adoption of, **5M-05**
- Agreement, **5V, 7N-01**
- Author's credit, **5M-08**
- Automatic notice, **5X**
- Changes in, **5M-09**
- Confidentiality, **5BB-07, 5L-03, 7N-02**
- Copying of, **5M-07, 5W-01, 7N-02**
- Correction, **5M-05**
- De-bugging, **5M-05**
- Duration, **5BB-02**
- Errors in, **5L-05, 5W-02, 7N-05**
- Evaluation, **5M-03**
- Helpline assistance, **5BB-06**
- Improvements, **5BB-04, 5M-09**
- Infringement, **5L-04**
- Liability, **5BB-12, 5L-08**
- Library material, **5L-06**
- Licenses for, **5L-02**
- Loss of, **5L-06, 5W-02**
- Method of use, **5L-05**
- Modification, **5N-06**
- Non-assignability, **5BB-11**
- Personal, **5BB-11**
- Print out, **5N-05**
- Production of, **5M-03**
- Restriction, **5M-10, 5W-01**
- Shared royalties, **5M-01**
- Source code escrow, **5BB-09**
- Surrender on termination, **5BB-10**
- Testing of, **5M-04**
- Updating of, **7N-06**

References are to sections and appendices.

COMPUTER PROGRAMS—Cont'd

Warranty, **5L-05, 5M-07**
 Writer, ceasing to trade, **5Z-10**
 Writing contract, **5N-02**

CONCILIATIONS

Provision for, **4C-33**

CONDITION(S)

Contract, of, **9Y-01/25**
 Precedent, **4C-03, 5P-05**

CONFIDENTIALITY, CONFIDENTIAL INFORMATION

Acknowledgement, **4J-03**
 Bona fide disclosure, **3A-16, 4C-30, 5L-03**
 Computer program, **5L-03, 5N-04**
 Consultancy in, **9C-08**
 Continuance of obligation, **4F-03**
 Designs, of, **2B-07**
 Employees, and, **3B-13, 4G-07, 5L-03, 5N-04, 12M-15**
 Exception, **4C-30**
 Exposure to public, **3A-16, 4C-29**
 Film material, **7H-05**
 Ingredients, secret. (*see Secret Ingredients*)
 Inventor/manufacturer, **3G-09**
 Joint venture, **12M-15**
 Keeping of, **4B-03**
 Know how, **2A-02, 4F-03, 9L-02**
 Limited disclosure, **4C-30, 4G-07, 4J-02**
 List, names of, **8E-04**
 Machines, **3A-16, 4C-29**
 Non-disclosure, **3B-13, 8D-11**
 Processes, secret. (*see Secret Processes*)
 Protection of, **4C-28, 5L-03, 5N-04, 8D-11**
 Provision for, **3A-16, 4C-28, 4G-02**
 Public domain, in, **4C-28**
 Research agreements, in, **12P-04**
 Return of, **3A-17, 4F-21, 5M-06**
 Safe custody, **5N-04**
 Secrecy. (*see Secrecy*)
 Security of, **4G-03, 4G-07**
 Sub-contractor, **3B-13, 4J-02**
 Trainees, **3A-07, 4C-08**
 Treatment, **4F-03**
 Use after termination, **3A-17**
 Visitors, **4G-02**
 Visits, **4G-02**

CONSIGNMENT AGENCIES

Agreement, **8B-01**

CONSULTANCY, CONSULTANTS

Agreement, **9C-02**
 Confidentiality, **9C-08**
 Copyright in, **2B-02, 2B-04**
 Designs, for, **2B-02**
 Duration, **9C-11**

CONSULTANCY, CONSULTANTS—Cont'd

Facilities for, **2B-03**
 Intellectual property, **2B-05, 9C-05**
 Licensor as consultant, **3J-04**
 Other clients, **9C-09**
 Patents license, and, **3J-04**
 Remuneration, **9C-07**
 Rights of consultants, **3J-04**

CONTRACTS AND AGREEMENTS

Amendments, **8H-13**
 Cancellation, **9Y-18**
 Conditions of, **9Y-01**
 Employee invention, **3DD**
 Guarantee in, **9Z-01 to -05**
 No joint venture/partnership, **8H-14**
 Patent, for, **3AA-02**
 Patents & trade marks, for, **3HH-01**
 Rights granted, **7J-05**
 Script, for, **7J-02**
 Script writer, **9D-01**
 Secret process, **4B**
 Supplemental, **3HH-01**
 Terms of supply, **9L-11**
 Variation, **9Y-18**
 Warranty of title, **3AA-04**

CONVERSION

Currency, of, **2C-16, 3A-10, 3B-08, 5F-06**
 Damages, **5Z-06**

CO-OWNERS

Exploiting inventions, **12J-01**
 Improvements, **12J-05**
 Infringements, **12J-09**
 Proceedings, cost of, **12J-11**
 Rights agreed, **12J-07**

COPYRIGHT

Advertisements, **7M-09**
 Assignment, **5A-01, 5T-01, 7D-03, 7G-02**
 Convention notice, **5R-07**
 Drawings, in, **4C-11, 4F-08**
 Film, in, **7H-03**
 Further assurance, **5B-04**
 License under, **5E-03, 5F-02, 5R-07, 7N-03**
 Microfiches, in, **5R-07**
 Music, assignment, **7L-03**
 Notice, **5S-01**
 Photographs, in, **7D-03**
 Rights granted, **7J-05**
 Subsidiary rights, **7N-08**
 Synchronisation rights, **7L-03**
 Trust, held in, **7M-09**
 Underlying, **7H-04**
 Warranty, **5T-01, 7F-03, 7G-05**

References are to sections and appendices.

COSTS

Patent of, **3J-03, 3K-07, 3W-03**

COUNSEL'S OPINION

Infringement on, **3B-10, 4C-14**

Obtaining, **4C-14**

COVENANTS FOR TITLE

Assignee, by, **3Q-03**

Further assurance, **3Q-03**

General, express, **9D-01**

Patent application, in, **3M-03/5**

Patent assignment, in, **3X-05**

Title, **3S-01**

Warranty, **3S-01**

CREDIT

Amendment of, **12K-39**

Limit, **12K-02**

CURRENCY

Conversion of, **3A-10, 3B-08, 5F-06**

CUSTODY

Strong box, of, **5Z-05**

D

DATABASE

Definition, **5G-03**

Grant, **5G-04**

Licensee's obligations, **5G-05**

Simple database and copyright license, **5G**

DEATH OF PROPRIETOR

Assignment by personal rep., **3R-01**

DEFINITIONS

Affiliate, **2C-02, 3L-03, 4C-02, 5E-02**

Agreed form, **6F-01**

Applications, **3J-01**

Associate, **3A-03, 3J-01, 4C-02, 4F-01**

Associated company, **12R-01**

Board, **12R-01**

Breach notice, **8E-01**

Business day, **12R-01**

Commencement, **4F-01**

Commercial Research and Development agreement, **12L-02**

Control, **4A-01**

Copyright, **2C-02**

Copyright license, **5D-01**

Date of confirmation, **5R-03**

Design, **5E-02, 8E-01**

Design drawings, **3A-03**

Design license, **5J-01**

Development program, **8E-01**

Digital and optical, **7Q-01**

Drawings, **3A-03, 4A-01**

Effective date, **3A-03, 6F-01**

DEFINITIONS—Cont'd

Equipment, **3J-01**

Existing inventions, **3J-01**

Field of agreement, **3A-03, 3J-01, 4H-02**

Field of use, **2C-02**

Formula, **4B-01**

Geographical territory, **3A-03, 8A-01**

Goods and services, **6F-01**

Group company, **12R-01**

Holding company, **12R-01**

Improvements, **2A-01, 2C-02, 3A-03, 3J-01, 4H-02, 5M-02**

Infringement, **3H-05**

Intellectual property, **12R-01**

Invention, **3Z-01**

Know-how, **2A-01, 2C-02, 4F-01, 5F-01**

Last day, **2A-01**

Life of agreement, **3A-03, 7C-01, 8E-01**

Machines, **3A-03, 4A-01**

Major improvement, **1E-01**

Manual, **5M-02**

Methods, **3A-03, 4A-01, 4H-02**

Net invoice price, **3A-03, 8E-01**

Net proceeds, **5T-02**

Net sales price, **3C-03, 3J-01, 4A-01, 5F-01, 7C-01**

Outside party, **4A-01**

Patents, **3A-01, 3J-01**

Portfolio, **2C-02, 3A-03**

Products, **2A-01, 3A-03, 4C-02, 4H-02**

Profit, **3J-05, 3U-05, 4H-02**

Program, **5M-02**

Program material, **5L-01**

Prototype, **4A-01**

Quality standard, **6F-01**

Registered marks, **6F-01**

Royalty year, **2A-01**

Sales, **2A-01, 4F-01**

Sell, **4A-01**

Site, **4A-01**

Source language program, **5M-02**

Source material, **5M-02**

Standard, **5F-01**

Subsidiary, **4H-02, 12R-01**

Technology, **3A-03, 4C-02**

Termination notice, **8E-01**

Territory, **2C-02, 3A-03, 4A-01, 6F-01**

Tools, **3A-03**

Trade mark license, **6F-01**

Unit, **4A-01/08, 4B-01**

Year, **3A-03, 4F-01, 4H-02**

DELIVERY

Of materials, **7P-02**

DELIVERY-REGISTERED

Three-party agreement, **12K-31**

References are to sections and appendices.

DESIGNS

Assignment of application, **5B-02**
 Assignment of unregistered design right, **5C-01/02/03**
 Known to disclosee, **4K-01**
 License of, **5E-03, 8E-02**
 Marketing, **5E-05**
 Rights on, **8E-04**
 Study, preparation of, **2B-02, 4G-04**
 Supply of, **2B-01**
 Unregistered
 assignment of, **5C-02**
 warranty, **5C-03**
 Warranty, **5B-03**

DESPATCH

Goods, of, **9L-14**
 Terms for, **9Y-09/10**

DEVELOPMENT

Contract for, **9K-02**
 Invention of, **3G-01, 3J-03**
 Program, **2A-01**
 Work on, **9L-02**

DIGITALISATION

Scanning, **7Q-01/2**

DISCLOSURES

Exclusive, **3A-06**
 Improvements, **1F**
 Secret, undertaking for, **4L-01**
 Technology, of, **3A-05**
 Terms of, **3EE-01**
See also Confidential

DISPUTES

Comprehensive provision, **2C-28, 10B-01**
 Trade mark license, **6F-13, 6H-13**

DISTRIBUTION AGREEMENTS

Agent's duties, **8H-02**
 Assignment, **8H-15**
 Commission, **8H-05**
 Definitions, **8H-01**
 Duration/termination of, **8H-07, 8H-08**
 Principal's duties/rights, **8H-03, 8H-04**

DISTRIBUTORS

Appointment, **8C-01**
 Duties, **8C-16, 8D-09**
 Sales coverage, **8D-12**
 Variation, **8C-02**

DIVISION OF EFFORT

Research and Development Agreement, **12L-03/06**

DRAWINGS

Copyright in, **4C-11**
 Custody of, **3A-08**
 License to use, **2B-04, 3A-08**

DRAWINGS—Cont'd

Ownership, **2B-03, 9K-03**
 Supply of, **2A-02, 3A-05, 4A-04, 4C-11, 9K-03**
 Use of, **4A-06**

DRUGS

Prohibited, **4C-23**

DURATION

Advertising contract, **7M-01**
 Agency, **8A-06**
 Computer program license, **5M-12**
 Conditional, **4A-03**
 Copyright, **5E-08**
 Designs for, **2B-09**
 Endorsement agreement, **7C-03**
 Franchise agreement, in, **7B-02**
 Joint venture, in, **12M-21**
 Know-how, for, **2A-08**
 License, of, **2C-03, 3A-04, 3J-08, 3T-02, 6F-01, 6G-04, 6H-01**
 Patent license, **3B-15, 4A-03**
 Patent life, **3J-08**
 Renewable, **4B-11, 4F-18**
 Research and Development agreement, **12L-30**
 Technology agreement, **3A-04, 4G-11**
 Tools supply, **9L-08**
 Trade mark license, **6F-01, 6G-04, 6H-01**

E

EMPLOYMENT AND EMPLOYEES

Director, of, **12R-02**
 Directors, termination of, **12R-04**
 Disciplinary procedures, **12R-06**
 Duty to inform, **3Y-05, 3Z-03, 12R-05**
 Invention agreement, **3DD**
 Invention of, assignment, **3F-01**
 Leaving employ, **3DD-03**
 Secrecy undertaking, **3DD-04**

ENGINEERS

(*see Technicians*)

ENQUIRIES BEFORE CONTRACT

Franchise, **7F-01**

EQUAL TREATMENT

Alternatives, **3C-09**
 Clause for, **3C-09, 8E-07**
 Field of use cases, **2C-14**

EQUIPMENT

Price of, **4A-06**
 Trial of, **4B-02**

ESTOPPEL

Claims/invention, **3G-04**

References are to sections and appendices.

EXCHANGE CONTROL

- Provision for, **3A-20**
- Residence, **7L-04, 9D-03**

EXCHANGE RATES

- Change in, **8C-06**

EXCLUSIONS

- Agreement, from, **7E-05**
- Assign or sub-license, from, **5F-10**
- Business information, **1J-03**
- Competition, **1L-01**
- Extraneous restrictions, **1N-01**
- Know-how, value, **1J-02**
- Liability for loss, **1J-02**
- License, in, **3A-19, 4H-15, 6F-09, 6H-10**
- Software contract, **5M-10, 5N-10**
- Third parties, enforcement by, **9AB**
- Trade mark license, **6F-09, 6H-10**

EXCLUSIVE RIGHTS

- Conversion of, **3B-06**
- Grant of, **3B-02**
- License in, **3W-01**
- Manufacture for, **4F-07**

EXEMPTIONS

- Contractor, **4C-21**
- Licensor, of, **3A-18**
- Software contract, **5N-10**

EXORDIA

- Plant experiments, **13B-01**
- Tissue culture research, **13C-01**
- Variety license, **13A-01**

EXPERT

- Appointment of, **4C-33, 4F-24, 4G-05**

EXPIRATION

- Head license, of, **3D-09**
- Trade mark license, **6H-09**

EXPLOITATION

- Commercial Research and Development agreement, **12L-15/22**
- Conditional rights, **3W-02**
- Invention, of, **3H-01, 3J-03**
- Patent & know-how license, in, **2C-17**

EXPORT

- Restricted, **4C-07, 8A-02, 8D-09**

EXTENSION

- License, of, **4H-19**

F

FACTORIES

- Cost of, **4C-19**
- Erection, **4C-04**

FACTORIES—Cont'd

- Guarding, **4C-19**

FAIR COMPETITION

- Activities of licensees, **3A-11**

FEASIBILITY STUDY

- Preparation of, **4G-04**

FEES

- License fees, **6F-06, 6G-01**

FIDELITY BOND

- Requirement, **8B-13**

FILM

- Agreement for, **7H-02**
- Assignment rights. (*see* **Film Rights**)
- Copyright in, **7H-03**
- Library, **7K-01**
- Music, **7L-01**
- Option, **9D-01**
- Property in, **7H-03**
- Right to exhibit, **7D-03**
- Rights granted, **7K-06**
- Shows, **7K-07**

FILM RIGHTS

- Assignment, **7F-02**
- Indemnity, **7F-04**
- Interpretation, **7F-11**
- Restriction, **7F-04**
- Warranty, **7F-03**

FINANCE

- Arrangements, **4C-03**
- Funding agreement, **12G-01**
- Joint venture, **4D-02, 12M-04**
- Know-how, for, **2A-06**
- Provision of, **4D-02**

FIRST RIGHTS/REFUSAL

- Contract for, **7J-04**
- Franchisee, **8J-11**
- Next work, of, **7N-11**
- Patents, of, **9K-11**
- Renewal, of, **3CC-07**
- Right of, **3Y-04, 3Z-03, 4B-02, 4K-02**
- Trial, **4B-02**

FORCE MAJEURE

- Comprehensive clause, **3A-21, 4C-32, 9Y-18**
- Distributorship, **8C-24**
- Provision for, **4F-22**
- Publishing agreement, **7N-12**
- Short form, **2C-26, 4F-23, 12P-07**

FORMAL LICENSE

- Patents for, **3B-20**

References are to sections and appendices.

FORMULA

- Access to, **4B-05**
- Deposit of, **4B-05/13**
- Secret use of, **4B-05**
- Warranty of, **4B-05**

FRANCHISEE

- Bond, renewal of, **8K-10**
- Bonding of, **8K-01**

FRANCHISES

- Assignment of, **8J-11**
- Bond given by, **8K-01**
- Consultancy, **8J-06**
- Enquiries on, **8I-01**
- Franchisee. (*see* **Franchisee**)
- Grant, **8J-02**
- Operating, **8J-03**
- Partnership, **8J-08**
- Promotion, **8J-07**
- Restriction on termination, **8G-13**
- Standards, **8J-06**
- Trade secrets, **8J-05**
- Training, **8J-06**

FREE USE

- Patents and know-how, **9K-11**

FUNDING

- Provision, of, **12G-01**

FURTHER ASSURANCE

- Covenants for, **3K-03, 3M-03/5, 5B-04, 6E-03, 7F-08**

G

GAGGING

- Director, of, **12R-07**

GOODS

- Acceptance, **8C-09**
- Exception to guarantee in case of misuse, **9Z-03**
- Exception to guarantee of, **9Z-02**
- Guarantee of, **9Z-01**
- Quality of, **8C-11**
- Replacement provision under guarantee of, **9Z-04**
- Retention of title clause, **9AA-01**
- Risk passing, **8C-10**
- Romalpa* clause, **9AA-01**
- Safe custody, **8B-16**
- Statutory rights under guarantee, **9Z-05**
- Title passing, **8B-11**

GOODWILL

- Assignment of, **6A, 6C, 6D, 6E-01**
- Protection of, **3A-17, 4C-28**
- Trade mark license, **6F-04, 6H-05**

GOVERNING LAW

- Trade mark license, **6F-14**

GOVERNMENT CONSENT

- Obtaining, **3B-18**

GOVERNMENT REGULATION AND CONTROL

- Trade mark license, **6F-10**

GUARANTEE

- Exception, **9Z-02**
- Guardian, by, **7D-08**
- Misuse, **9Z-03**
- Replacements, **9Z-04**
- Statutory rights, **9Z-05**

GUNS

- Prohibited, **4C-23**

H

HEAD LICENSE

- Expiring, **3D-09**

I

IMPORT DUTY

- Condition, **4C-03**

IMPROVEMENTS

- Assessment of, **1G-03**
- Club, opting out, **1C-01**
- Club for, **1B-01, 4H-12**
- Defined, **3A-03**
- Design, **8E-04**
- Development of, **1G-04**
- Disclosure, **1F, 3H-10, 3J-07, 4H-11, 9K-08**
- Exchange of, **3C-07, 4F-10**
- Field of use license, **2C-21**
- Information on, **9K-08**
- Inventor, by, **3G-06**
- Know-how agreement, **2A-05, 2C-02, 4H-11**
- Licensee, by, **3T-05, 4H-14**
- Major, nature of, **1E-01**
- Mutual notification, **3W-06**
- Notice of, **4B-10**
- Option to acquire, **3B-12**
- Patent license, in, **3B-12**
- Patenting of, **1B-02, 3C-07, 4B-10**
- Patenting veto, **4B-10**
- Restricted rights, **4H-15**
- Rights on termination, **3B-12**
- Simple clause, **1D-01**
- Sub-licensee, of, **3D-06**
- Think tank, for, **1G-01**
- Use of, **3J-02**
- Vendor to disclose, **3AA-05**
- Veto on patenting, **4B-10**

INDEMNITY

- Assignee, by, **3Q-04**
- Builder, by, **4C-21**

References are to sections and appendices.

INDEMNITY—Cont'd

Covenant for, **3S-01**
 Exclusion, **1K-01**
 Film rights, **7F-04**
 Franchisee, by, **7B-11**
 Infringement, for, **2A-04**
 Library material, **7K-09**
 Licensee, by, **3A-18, 4H-15, 8E-07**
 Limitation on, **9P-02**
 Local Laws, **1K-01**
 Merchandising trade mark, **7K-06**
 Seller, by, **9P-01**
 Third parties, **1J-02**
 Tool supply, **9L-03**

INFLATION PROTECTION

Price index, by, **3W-03**
 Provisions, **4F-16**
 Statistical index, **4F-17**

INFORMATION

Exchange of under Research and Development agreement, **12L-07/14**

INFRINGEMENT

Computer program, of, **5L-04**
 Co-operation over, **12L-28**
 Counsel's opinion on, **4C-14**
 Defined, **3H-05**
 Design, of, **5E-06, 8E-07**
 Joint action, **4C-14**
 Legal proceedings, **2A-04, 4H-21**
 License provisions, **3A-13, 6F-07, 6G-03**
 Notification of, **3D-08, 3H-05, 3U-04, 3W-06, 4H-20, 12L-28**
 Patents of, **3B-10, 3C-05, 3J-07**
 Procedure on, **2C-19, 4H-21, 5L-04**
 Proceedings for, **2C-19, 3D-08, 3H-06, 3J-06, 4C-14, 4H-21**
 Registered marks, **6F-07, 6H-08**
 Royalties reduced, **1M-01, 4H-21**
 Royalties suspended, **3D-08, 3H-06**
 Significance of, **2C-19**
 Trade mark, of, **6G-3, 6H-08**
 Vigilance concerning, **5F-03**
 Warranty on, **3HH-06**

INQUIRIES

(see **Enquiries**)

INSPECTION

Books, of, **3B-08, 3C-04, 3D-04**
 Premises, **7K-05**
 Trade mark license, **6F-06, 6H-07**

INSTRUCTION

Behaviour during, **4C-10**
 Charges for, **3A-07, 4C-10**
 Licensee, for, **4C-06/8**

INSTRUCTION—Cont'd

Methods, in, **3A-07, 4H-03**
 Technicians, by, **3CC-06**

INSURANCE

Requirement, **8B-12**

INTELLECTUAL PROPERTY

Employer owns, **12R-05**
 Indemnity, **9Y-22/24**
 Ownership, **4G-06**
 Rights in, **5L-04, 5N-08, 7P-05, 9C-05**
 Warranty, **9Y-23/4**

INTEREST

Payment of, **4H-10**

INVENTIONS

Anticipated, **2C-20**
 Assignment of, **3E-01, 3V-01**
 Disclosure agreement, **3EE-01**
 Employee, of, **3F-01**
 Exploitation of, **3H-01**
 Known to disclosee, **4K-01**
 Offer terms, **3FF-01**
 Option on, **3FF-03**
 Protection of, **3J-02, 4K-01**
 Record of employee's, **3Y-05**
 Rejection of, **3FF-02**
 Vesting instrument, **3F**

J

JOINT RIGHTS

Assignment, **3L-02**
 Denied, **4G-16**
 Patents, of, **3JJ**
 Share in, **3K-01**
 Trade mark, **6M**

JOINT VENTURES

Agreement on, **12M-01**
 Combined rights, **12M-25**
 Dismissal of party, **12M-23**
 Duration, **12M-21**
 Finance, **12M-04**
 Guarantees, **12M-02/3**
 Insolvency, **12M-24**
 Mutual competition, **12N-01**
 Profit of, **12M-08**
 Technology in, **12M-10**
 Warranties, **12M-18**

K

KNOW-HOW

Cessation of use, **4A-09**
 Confidentiality, **2A-02, 2C-10, 4F-03, 9L-02**
 Control gear, **4A-06**

References are to sections and appendices.

KNOW-HOW—Cont'd

Disclosure, **2C-08, 5F-04**
 Employee, of, **3Z-02**
 Falling into public domain, provision to establish, **4A-10**
 Information as, **4A-04**
 Instruction in, **2C-08, 4C-08, 4H-03**
 License, **2A-02, 4H-05**
 Machinery agreement, **4F**
 Payment for, **1H-01**
 Process, for, **4H-01/02**
 Protection of, **2C-10**
 Return of, **4A-09, 4C-31, 4F-21**
 Right to use, **4A-05, 4B-03, 4C-07, 9L-02**
 Supply of, **3C-06, 4F-02**
 Three-party agreement, **12K-05**
 Training in, **4C-08**
 Use after termination, **3A-17**
 Visitors, **2C-09**
See also **Technology**

L

LANGUAGE

Governing, **2A-11**

LAPSE

Patent, of, **3U-02**

LAW

Applicable, **4H-23, 6H-14, 8H-19, 12R-09**

LEGAL PROCEEDINGS

Infringement, for, **2A-04**

LIABILITY

Limitation, **5L-08, 5N-10, 9Y-15**
 Three-party agreement, **12K-43**

LIBRARY MATERIAL

Computer program, of, **5L-06**
 Film, in, **7K-01**
 Footage used, **7K-04**
 Inspection of, **7K-05**
 Rights granted, **7K-06**

LICENSE

Agreed form of representation of registered mark, **6F-03**
 Assignment, **6F-11**
 Authority to use, **6F-02, 6G-01**
 Copyright, **5D-02, 5F-02**
 Copyright, non-exclusive, **5H-02**
 Design right, **5J-02**
 Dispute resolution, **6F-13**
 Duration, **5E-08, 6G-04**
 Electronic, **7P-01**
 Exclusions, **6F-09**
 Expiration, **6F-08**
 Fees, **6F-06, 6G-01**
 Field of use, **2C-01**

LICENSE—Cont'd

Formal, **3A-25, 3A-26**
 Goodwill, **6F-04**
 Government regulation and control, **6F-10**
 Grant, **6F-02**
 Infringement, **6F-07, 6G-03**
 Inspection, **6F-06**
 Methods, **4H-03, 4H-05**
 Multiple rights, for, **9J-01**
 Notices, **6F-14**
 Patents, of, (*see* **Patents**, License)
 Payment of fees, **6F-06**
 Proper law, **6F-14**
 Proposed notice effecting limitation of, prohibiting importation into the EU/EEA, **2D-01**
 Quality control, **6F-05, 6G-02**
 Recognition of owner, **6G-1**
 Record keeping, **6F-06**
 Recordal, **6F-12**
 Right to grant, **3U-03**
 Short form, **3H-11**
 Shrink wrap license (simple form), **5AA**
 Simple form, **6G**
 Sub-license, **2C-05, 5D-03, 6F**
 Termination, **5E-08, 6F-08, 6G-04**
See also **Trade Mark License**

LIMITED RIGHTS

Copyright in, **5F-02**
 Film material, in, **7F-04**

LIQUIDATED DAMAGES

Franchise agreement, in, **8J-12**
 Quantity deficiency, **3CC-07**
 Secret process, for, **4B-05**
 Staff exchange, **5N-12**

LIQUIDATION

Assignment by company in, **3P-01**
 Termination for, **3A-14, 3B-16, 3C-11, 3J-09, 3W-08, 4B-11, 4F-19, 4G-12, 5E-08, 5F-07, 7C-07, 8A-06, 8B-19, 8C-21, 9K-09, 12M-24**

LOSS LEADERS

Sale as, **7C-05**

M

MACHINES

Installation of, **4C-05**
 Know-how agreement, **4F**
 Supply of, **3A-05**

MAINTENANCE

Design rights, of, **5E-06**
 Patents, of, **3A-12, 3B-09, 3E-02, 3J-03**

MAJOR IMPROVEMENT

Defined, **1E-01**

References are to sections and appendices.

MANAGEMENT

Agreement for, **4C-16**

MANUFACTURE

Right to, **8D-17**

Sub-contract for, **3CC-01**

Trade mark, use of, **3CC-04**

MANUSCRIPTS

Appraisal, **5R-02**

Contract for, **7J-02**

Preparation of, **5T-01, 7N-01**

Proofs of, **5T-02**

Property in, **5T-01**

Revision of, **5T-02, 7N-10**

MARKETING

Abandonment of, **5E-08**

Advantage, **3W-02**

Advertising, **8A-04**

Arrangements, **8E-05**

Co-operation in, **8C-17**

Demand forecast, **8C-08, 8D-09**

Design, **5E-05**

Endorsed products, **7C-04, 7D-05**

Material on, **4C-12**

Merchandising, **8E-02**

Patent license, in, **3A-11**

Promotional material, **8A-03**

Research, **7M-04**

Sales promotion, **7M-03**

Special assignments, **7M-05**

Three-party agreement, **12K-03**

Trade mark, under, **4C-12, 4C-17**

Trade mark registration, **8A-04**

Undertaking on, **9K-07**

MARKING

Licensed goods, of, **7D-05**

Patented goods, **3D-04**

Products, **3B-09, 3C-05**

MEDIATION

Mediation, **10A-08**

Patent, **10A-05**

MERCHANDISING

Copyright in, **5R-07**

Filming of, **5R-05**

License, **8E-02**

Marketing, **5R-01**

Promotion, **7K-03**

Sales targets, **7K-04**

MICROFICHE

Publishing agreement, **5R-01 to 5R-08**

MINIMUM PURCHASE

Commercial Research and Development Agreement, **12L-26/27**

MINIMUM ROYALTY

Cessation of, **7C-07**

Paramount claims, effect on, **3B-06, 4H-08**

Patent license, in, **3B-06, 3W-05**

Provision for, **4H-07, 7C-05**

Revision of, **3B-06**

MONEY

(*see* **Currency**)

MORAL RIGHTS

Partial waiver, **7B-04, 7G-04, 7L-02**

Waiver, **7H-03**

MORTGAGES

Advances, **3LL**

Contract rights, of, **12D-02**

Patent, of, **3LL**

MULTIMEDIA, LICENSES AND CONSENTS

Rights to, **7G-04**

MUSIC

Copyright in, **7L-03**

Film, for, **7L-01**

Original score, **7L-07**

Rights granted, **7L-03**

Rights through P.R.S., **7L-03**

Synchronisation rights, **7K-08, 7L-03**

MUSIC COPYRIGHT

Adaptations, **7L-03**

Assignment of, **7L-03**

Indemnity, **7L-04**

Original score, **7L-07**

Synchronisation rights, **7K-08, 7L-03**

Warranty, **7L-04**

N

NAME

Right to use, **7C-03, 7D-02**

Use of, **7G-06**

NON-DISCLOSURE

Provision for, **5L-03**

See also **Confidentiality**

NON-EXCLUSIVE

License, **3T-01, 8E-07**

Patent license, **3B-02, 3H-03**

NON-INFRINGEMENT

Warranty of, **3S-01**

NOTICES

Agent to, **5F-07, 8H-18**

Deemed given, **3A-24, 3W-09, 9K-12**

Giving of, **4B-12, 4H-22**

Proposed, effecting limitation of license, prohibiting importation into the EU/EEA, **2D-01**

References are to sections and appendices.

NOTICES—Cont'd

Short form, **4B-13, 4G-14, 8A-11, 8B-20, 9C-12**
Trade mark license, **6F-14, 6H-14**

NOVATION

Deed of, **5P-01**

O

ON-LINE

Access service, **7R-02**
Download license, **7R-03/4/5**
Liability, **7R-09**
Support, **7R-08**

OPTION

Acquire rights, to, **3G-04, 3H-01/03, 12G-01, 12J-02**
Franchisee, of, **8J-11**
Licensee exercising, **2C-01**
Patents, for, **3B-12, 3BB-01, 4F-11**

OUTPUT

Three-party agreement, **12K-33**

OVERRIDING PROVISION

Prior understanding, **8A-13**
Representations, **8A-13**

OWNERSHIP

Recognition of, **7P-04**
Of research rights, **12P-05**
Three-party agreements, **12K-31**

P

PACKAGING

Three-party agreement, **12K-26**

PARAMOUNT CLAIMS

Asserted, **3B-06, 3B-11, 12J-10**
Defence of, **2C-20, 3B-11**
Effect of, **2C-20, 3H-08**
Effect on payments, **3B-06**
No warranty, **4F-11**

PARTNERSHIP

Denied, **3U-07, 4G-15**
Joint venture, in, **12M-25**

PATENT APPLICATIONS

Assignment of, **3AA-08, 3M-02, 3P-02, 3X-02**
Assignor to assist, **3X-03**
Contract for purchase of, **3AA-02**
First, restricted, **3B-12**
Grant relating to, **3U-01**
Inventor to make, **3G-02/03**
Party to make, **9K-04**
Prosecution of, **3U-02, 3X-03**
Purchase of, **3AA-02**
Refused, **3H-04, 3W-05**

PATENT LICENSES

Generally, **3L-04**
Assignment of, **3B-14**
Charge of, **3B-07**
Design copyright, and, **3A-12**
Designs, and, **4C-13**
Duration of, **3B-15**
Exclusive, **3B-02, 3J-02, 3W-02**
Exclusive for field of use, **2C-04**
Exhausted rights, **3B-03**
Formal, **3A-12**
Grant of, **2C-04, 3A-12, 3J-02**
Maintenance, **4C-13**
Non-exclusive, **3C-02**
Option for, **3H-02/4**
Renewal fees, **3B-09**
Short form, **3H-11, 3W-01**
Sub-license, **2C-05, 6S-03**
Third parties, **3J-02**

PATENT PROCEEDINGS

Defence of, **3B-09**
Sharing costs, **3B-10**

PATENTED PRODUCTS

Marking, **3B-09, 3C-05, 3D-04**

PATENTS

Abandonment, **3B-09, 3H-09**
Advances, **7N-04**
Advertising, for, **7M-02/7**
Affiliate use, for, **2C-12**
Agreement to sell, **3HH-01**
Amendment of, **3B-09, 3C-05**
Applications. *See also* **Patent Applications**
Author, to, **5T-02**
Blocked, **3A-17**
Cessation of, **7D-06**
Components for, **2C-13**
Composer, to, **7L-05**
Computer program for, **5L-07, 5M-11, 5N-03**
Conversion of, **3A-10, 3B-08, 5F-06**
Co-owners, between, **12J-12**
Credit transfer, **3B-08**
Declared void, effect, **3H-07**
Defending, **3C-05**
Designs, and, **4C-13**
Designs, for, **2B-06**
Distributor, by, **8C-05**
Expenses, of, **7C-05, 7M-06**
Exploitation, **3U-05**
Film making, **7H-07**
Franchise, **8J-09**
Goods consigned, **8B-10**
Goods ordered, **8C-05**
Half yearly, **4B-08**
Interest on, **4H-10**

References are to sections and appendices.

PATENTS—Cont'd

Invalid, **3D-07**
 Invention, for, **3E-02**
 Inventor, to, **3G-07**
 Joint account, to, **3H-03**
 Know-how, for, **1H-01**
 Know-how, for, **2C-11, 4A-08**
 Lapse of, **2C-07, 3A-12**
 Licenses. *See also* **Patent Licenses**
 Licensor, to, **3J-05**
 Maintenance of, **2C-06, 3A-12, 3B-09, 4C-13**
 Marking patented products, **3B-09, 3C-05, 3D-04**
 Merchandising, **8E-06**
 Minimum, **3B-06, 4F-13, 7C-05**
 Option for, **4F-11**
 Paramount rights, where, **3B-06**
 Percentage proportion, **3B-06**
 Proceedings. *See also* **Patent Proceedings**
 Profit, based on, **4H-07**
 Provision of, **4C-06**
 Quarterly, **3A-10**
 Reduction of, **3A-10**
 Renewal fees, **3A-12, 3C-06**
 Review of, **2C-18**
 Sales, on, **3J-05, 5F-06**
 Sales revenue, **5R-06, 7C-05**
 In specie, **3B-06**
 Splitting of, **3A-09**
 Sub-licensee, for, **3B-06**
 Sub-standard goods, **7D-06**
 Suspension of, **3B-10**
 Technology for, **3A-09, 4H-08**
 Television script, **7J-07**
 Terms, **3CC-01, 9Y-07/8**
 Training, for, **4C-10**
 Trustee, to, **3H-03/6**
 Validity of, **3C-05**
 Various, **4C-18**
 Warranty denied, **3J-06**
See also **Patent License**

PAYMENTS

On-line, **7R-06**
 Trade mark license fees, **6F-06, 6H-07**

PENALTY

Non-completion, for, **4C-25**

PERFORMANCE

Bond, **4E-01**
 Bond conditions, **4E-03/4**
 Bond requirement, **4C-19**
 Consent, performer's right, **7D-03**
 Film music, **7L-03**
 PRS Agreement, **7L-03**
 Rights to performances, **7L-03**

PERSONAL REPRESENTATIVE

Assignment by, **3R-01**

PHOTOGRAPH

Assignment and re-assignment, **7D-03**
 Copyright in, **7D-03**
 License to use, **7D-03**
 Use of, **7C-03, 7D-03**

PLANT EXPERIMENTS AGREEMENT

Accounting, **13B-12**
 Experimentation, **13B-05**
 Facilities, **13B-04**
 New varieties, **13B-06**
 Records, **13B-07**
 Rent, **13B-08**
 Secrecy, **13B-10**
 Term, **13B-09, 13B-13**
 Termination, **13B-13**
 Tissue cultures, use of, **13B-11**
 Use of premises, **13B-03**

PLANT VARIETY LICENSE

Accounting, **13A-13**
 Grant of growing rights, **13A-02**
 Infringement, **13A-10**
 Infringement of mark, **13A-14**
 Maintenance, **13A-08**
 Payments, **13A-12**
 Reproduction, etc., **13A-06**
 Satisfying market demand, **13A-09**
 Schedule, **13A-16**
 Support for rights, **13A-05**
 Termination, **13A-15**
 Trade mark, **13A-11**
 Trade secrets, **13A-06**
 Variety name, etc., **13A-07**
 Warranty, **13A-03, 13A-04**

POWER OF ATTORNEY

(*see* **Attornment**)

PRE-EMPTION

Equal shares, **3KK**
 Joint owners, **3JJ**

PRICE

Calculation, **3CC-03**
 Change of, **9L-12**
 Terms, **9Y-04/6**

PRIOR TERMINATION

Effect of, **2A-09, 3B-17, 4G-13, 7C-08, 8A-09, 8C-25, 9K-11, 9L-09**
 Notice, by, **3A-14, 3B-16, 3C-11, 3J-09, 3W-08, 4C-27, 4F-19, 4G-12, 5E-08, 5M-12, 6F-14, 7A-09, 7C-07, 7E-06, 7H-08, 7N-13, 8A-06, 8B-15, 8C-20, 9C-11, 9K-09**
 Rights on, **3A-17, 4C-31, 5E-08**

References are to sections and appendices.

PROCESS PLANT

Agreement for, **4H-01**

PRODUCTION

Document, of, **3R-04**

Method of, **4C-12**

PROFIT

Allocation of, **3U-05, 9U-01**

Defined, **3J-05**

Determined, **12M-08**

Share by licensor, **3J-05**

PROMOTIONAL MATERIAL

See Advertising

PROPER LAW

Agreement in, **4C-34**

Court's jurisdiction, and, **3B-18, 4C-34**

English to be, **3A-24, 4F-26, 4H-23, 8B-21, 9K-12**

License, **4C-34**

Patent license, **3B-18**

Usages of trade and, **8D-17**

PROTOTYPE

Access to, **4A-02**

Construction, **9K-05**

Defects, **4A-02**

Failure of, **4A-02**

Rights in, **3G-01/5**

Supply of, **2A-06, 4B-02**

Testing of, **4A-02, 4B-02**

PUBLIC DOMAIN

Confidential information, **4C-28**

Reduction of royalty for, **3A-10**

PUBLIC IMAGE

Artiste, of, **7D-07**

Significance of, **7C-07, 7D-07**

PUBLICITY MATERIAL

License, in, **2C-18, 3B-09**

PUBLISHING

Consents to, **5R-02/7**

Q

QUALITY STANDARD

Adherence to, **6F-05, 6G-02, 7C-03, 8J-06**

Agent, **7E-03**

Assurance under Commercial Research and Development agreement, **12L-29**

Attainment of, **7H-06**

Endorsement agreement, **7C-03**

Franchise, **8J-06**

Optical, **7Q-02/3/6**

Sub-standard goods, **3CC-06, 6G-2**

Trade mark, for, **4C-17, 6G-02, 6H-06, 7C-03**

QUIET POSSESSION

Covenant for, **3S-01**

R

RAW MATERIALS

Three-party agreement, **12K-14**

RE-ASSIGNMENT

Right, to, **7F-06**

RECEIVER

Appointed, **4H-17**

RECITALS

Academic research project, **4G-01**

Basic non-exclusive copyright, **5H-01**

Commercial Research and Development agreement, **12L-01**

Computer program agreement, **5M-01**

Design application, **5B-01**

Design right (unregistered), **5C-01**

Development agreement, **3G-01, 3H-01, 9K-01**

Endorsement agency, **7E-01**

Exclusive patent license, **3B-02, 3W-01**

Field of use, **2C-01**

Financial assistance rendered, **2C-01**

Franchise, **7B-01**

Joint venture, **12M-01**

Patent license, in, **3C-01**

Sub-license, **3D-01**

Technology agreement, **3A-02**

Tools supply, **9L-01**

Turnkey contract, **4C-01**

RECORDS

(see Accounts; Books)

REDUCTION

Infringement, for, **1M-01**

Royalties, of, **3A-10**

REGISTERED MARK

International assignment of, **6B**

REGISTERED USER

International assignment of, **6B**

Rights granted, **6F-08, 6G-03**

Sublicense right, **6H-01 to 6H-14**

REMUNERATION

Designer, of, **2B-06**

RENEWAL FEES

Payment of, **3A-12, 3B-09**

REPATRIATION

Capital, of, **4C-03**

REPRESENTATION

Trade mark license, **6F-03, 6H-04**

References are to sections and appendices.

RESEARCH AGREEMENT

(UNIVERSITY§ EINDUSTRY)

- Company contributions, **12P-02**
- Exploitation, **12P-02**
- Inventions/discoveries, **12P-05**
- Ownership of rights, **12P-05**
- Progress reports, **12P-03**

RESEARCH & DEVELOPMENT

- Co-operation on infringement of rights, **12L-28**
- Definitions, **12L-02**
- Division of effort, **12L-03/06**
- Duration, **12L-30**
- Exchange of Information, **12L-07/14**
- Exploitation, **12L-15/22**
- Minimum Purchase, **12L-26/27**
- Quality Assurance, **12L-29**
- Recitals, **12L-01**
- Restraints, **12L-23/25**
- Technology access, **4G**

RESTRICTIONS, RESTRICTIVE COVENANTS

- Agent, by, **8A-08**
- Director, by, **12R-03**
- Distributor, by, **8D-09**
- Distributor/manufacturer, by, **8D-10**
- Extraneous, excluded, **1N-01**
- Improvements, **3J-02**
- Saving clause, **1A-01**

REVIEW OF OBLIGATIONS

- Licensee, of, **2C-18**

RIGHT TO APPLY

- Assignment of, **3E-01**

ROYALTIES

- Components, on, **3B-07**
- Copyright license, **5D-04**
- Design license, **5D-04, 5E-04, 5J-03**
- Electronic, **7P-03**
- Flat rate chosen, **3A-02**
- Foreign sales, **3W-03**
- Infringed patent, **3A-13, 3B-10, 3C-08, 3D-08, 3H-05/6, 3J-06**
- Invalidity of patent, **3B-10, 3C-08, 3D-07, 3H-07**
- Know-how, for, **2A-06**
- Minimum, **3B-06, 3W-05, 7C-07**
- Publishing, **5R-06, 5T-02, 7N-04/8**
- Reduction of, **1M-01, 3W-07**
- Revision of, **2A-06, 2C-17, 3B-06, 9U-01**
- Sharing, **7L-03**
- Simple form, **3D-02**
- Suspension of, **3A-13, 3B-10, 3H-06**

S

SAFE CUSTODY

- Drawings, of, **3A-08**

SAFE CUSTODY—Cont'd

- Goods, of, **8B-16**
- Moulds, of, **3CC-05**

SAVING CLAUSE

- Restrictions for, **1A-01**

SCREEN CREDIT

- Film, in, **7F-07**
- Music, for, **7L-01**
- Television, **7J-06**

SEARCH AND SUPPLY

- Library material, **7K-02**

SECRECY

- Provision for, **3A-16, 4C-28, 4G-02, 4K-01**
- Undertaking, **4G-07, 4K-01**
- Undertaking for, **4C-07, 4L-02**

SECRET INGREDIENTS

- Agreement on, **4B-13**
- Default in supply, **4B-05**
- Formula deposited, **4B-05**
- Supply of, **4B-05/6**
- Warranty, **4B-05**

SECRET PROCESSES

- Access to, **4A-06, 4B-05/11**
- Formula for, **4B-05**
- Protection of, **4A-06**
- Use after termination, **3A-17**

SECURITY

- Three-party agreement, **12K-19**

SERVICE AGREEMENT

- Invention of employee, **3Y-01, 3Z-01**

SEVERABILITY

- Allowed, **9J-03**
- Conflict, **7A-15**
- Disallowed, **9J-02**
- Multiple rights, **9J-01**

SHRINK WRAP LICENSE (SIMPLE FORM)

- Acceptance of terms, **5AA-01**
- General, **5AA**
- Limitation of license, **5AA-02**
- Warranties, **5AA-03**

SICKNESS

- Suspension of contract, **5N-13**

SOFTWARE

- Acceptance of, **5N-11**
- Contract for, **5N-01**
- Licenses. (*see Software License*)
- Specification, **7Q-04**
- Warranty, **5N-10**

References are to sections and appendices.

SOFTWARE LICENSE

Confidentiality, **5BB-07**
 Duration, **5BB-02**
 General, **5BB-01 to 5BB-11, 7R-07**
 Improvements, **5BB-04**
 Non-assignable without consent, **5BB-11**
 Personal to licensee, **5BB-11**
 Seminars, **5BB-05**
 Services, **5BB-03**
 Terms, **5BB-01**

SOURCE CODE ESCROW

Access to, **5Z-09**
 Availability, **5Z-08**
 Confidentiality, **5Z-12**
 Corrections, **5Z-07**
 Deposit of, **5Z-06**
 General, **5Z-01 to 5Z-16**
 Independent referee, **5Z-11**
 Termination, **5Z-14**
 Validity, **5Z-15**
 Warranty, **5Z-16**

SPECIAL ASSIGNMENTS

Payment for, **7M-05**

SPECIE

Distribution in, **3P-01**

STAFF

Exchange of, **5N-12**

STANDARD OF QUALITY

Adherence to, **6F-05, 6G-02, 7C-03, 8J-06**
 Agent, **7E-03**
 Assurance under Commercial Research and Development agreement, **12L-29**
 Attainment of, **7H-06**
 Endorsement agreement, **7C-03**
 Franchise, **8J-06**
 Optical, **7Q-02/3/6**
 Sub-standard goods, **3CC-06, 6G-2**
 Trade mark for, **4C-17, 6G-02, 6H-06, 7C-03**

STATEMENT

Annual, **4A-08**

STATISTICAL INDEX

Use of, **3W-03, 4F-17**

STERLING

(*see* **Currency**)

SUB-CONTRACTING, SUB-CONTRACTOR

Manufacture, for, **3B-05**
 Ownership of rights, **4J-05**
 Patented goods, **3CC-01**
 Provision of services, **4J-01, 4J-04**
 Relationship to principal, **4J-06**
 Trade marked goods, **3CC-01**

SUB-LICENSE

Conversion on expiration of head license, **3D-09**
 Copyright, **5D-03**
 Right to grant, **2C-05, 3B-04, 4H-06**
 Termination of head license, **3B-17**
 Trade mark, of, **6H-01 to 6H-14, 7K-11**

SUBSIDISATION

Unfair trading by, termination clause, **1P-01, 2C-30**

SUB-STANDARD

Goods, **3CC-06, 6G-02**

SUBSTITUTIONS

Terms allowing, **9Y-12**

SUGGESTION BOX

Reward system, **3X-03**

SURVEY

Condition precedent, **4C-03**

SUSPENSION

Sickness, for, **5N-13**

SYNCHRONISATION

Rights, film, **7L-05**
 Rights of, **7K-08**

T

TAX

Deduction of, **3B-08, 11A-01**
 Recovery of, **4H-08**
 Value added, **11B-01**

TECHNICAL ASSISTANCE

Agreement for, **4A-07, 6K, 6L**

TECHNICIANS

Attachment of, **3A-07, 4A-02**
 Payment for, **3A-07, 4C-10, 4F-05**
 Services of, **4A-07, 4C-04/9, 7B-04**
 Visits of, **4C-08, 4F-04**

TECHNOLOGY

(*and see* **Know-how**)
 Cessation of use, **3A-10**
 Disclosure of, **3A-05**
 Provision of, **4C-05, 4D-03**
 Use of, **3A-06**

TELEVISION

Contract for script, **7J-02**

TERMINATION

Agency, **8A-06**
 Breach for, **2C-25, 3B-16, 3J-09, 3W-08, 4C-27, 5F-07, 7H-08, 7K-10, 8D-14, 8E-08**
 Compensation for, **8A-07**
 Competitor controlling, **2C-24, 4F-19**
 Computer program contract, **5N-07**

References are to sections and appendices.

TERMINATION—Cont'd

Confidential information obligations, **2C-25**
 Consultancy, **9C-11**
 Copyright license, **5D-05**
 Design license, **5J-04**
 Distributorship, **8C-25/8, 8D-15**
 Effect of, **2C-25, 3B-17, 4A-09, 4B-11, 4C-31, 4G-13, 4H-18, 7P-08, 8A-09, 8C-25, 8D-15, 8E-09, 9K-11**
 Electronic, **7P-07**
 Grounds for, **4F-19, 4G-11, 7K-09, 8C-21**
 Know-how obligations, **2C-25**
 Last day, **2A-10**
 License, **2A-09, 5E-08**
 Non-payment, for, **3C-11**
 Notice of, **2C-22, 4B-02, 7K-09**
 Patent license, **3A-14**
 Period for, **4H-16**
 Prior, **2C-22**
 Procedure, **8C-20**
 Publishing agreement, **7N-13**
 Reasons, **7R-10**
 Receivership on, **2C-23, 3A-14, 3B-16, 4B-11**
 Registered user agreement, **6V-09**
 Repossession on, **7H-08, 7K-10**
 Right to continue, **3B-17**
 Rights on, **2A-10, 3A-18, 4C-31, 7K-10**
 Saving clause, **2C-25**
 Serious breach, **4B-11**
 Short form, **8B-15**
 Subsidisation, for unfair, **1P-01, 2C-30**
 Take-over, on, **3B-16, 4F-19**
 Trade mark license, **5F-07, 6F-08, 6G-04, 6H-09**
 Winding up, **3A-14, 3W-08, 4B-11**
 Years, period of, **4H-16**

TERRITORY

Extension of, **4B-09**
 Trade mark license, **6H-03**

TESTATUM

Examples, **3B-19**

TESTING

Provision for, **4A-02, 5N-11, 7E-03, 9L-17, 9Y-19**

THINK TANK

Improvements, for, **1G-01**

THIRD PARTY CLAIMS

Asserted, **2C-20, 3B-11**
 Contract terms, **9L-18**
 Defence of, **2C-20, 3B-11**
 Effect of, **3B-06, 3H-08**
 Excluding enforcement by third parties, **9AB**
 Paramount, **2C-20, 3B-06, 3B-11**
 Warranty denied, **4F-11**
 Warranty on, **3HH-06**

TITLE

Trade mark license, **6H-05**

TOLL

Three-party agreement, **12K-33**

TOOLS

Approval of, **9L-03**
 Property in, **9L-02**
 Supply of, **9L-03**

TRADE MARK APPLICATIONS

Assignment of, **6B, 6C, 6D**
 Contract for purchase of, **3AA-02**

TRADE MARK LICENSES

Agreed form of representation, **6H-04**
 Assignment, **6A, 6H-11**
 Books, **6H-07, 6H-12**
 Disputes, **6H-13**
 Duration, **6H-01**
 Exclusions, **6H-10**
 Expiration, **6H-09**
 General, **5F-05**
 Goodwill, **6H-05**
 Grant of rights, **6H-02**
 Infringement of registered marks, **6H-08**
 Inspection, **6H-07**
 License fees, **6H-07**
 Licensee's mark, **8E-03**
 Merchandising and design, **8E-02**
 Multiple agreement, **6J**
 Notices, **6H-14**
 Payments, **6H-07**
 Quality standard, **6H-06, 8E-03**
 Record keeping, **6H-07, 6H-12**
 Representations, **6H-04**
 Samples, supply of, **8E-03**
 Simple form, **6G**
 Sub-license right, **6H-01 to 6H-14**
 Termination of, **5F-07, 6F-08, 6H-09**
 Territory, **6H-03**
 Without right of sub-license, **6F**
 With right of sub-license, **6H-01 to 6H-14**

TRADE MARK(S)

Agreement for, **3HH-01**
 Applications. (*see Trade Mark Applications*)
 Appointment as permitted user, **8G-03**
 Assignment of, **6A, 6B, 6C, 6D, 6E-01**
 Distributor using, **8C-19**
 Enforcement, **7K-05**
 Joint rights, **6M**
 Licenses. (*see Trade Mark Licenses*)
 Part of sale, **9S-01**
 Permission to use, **7K-01**
 Quality control, **7K-02**
 Recognition of owner, **6G-1**

References are to sections and appendices.

TRADE MARK(S)—Cont'd

- Rights in respect of termination, **6F-08**
- Royalty, **7K-07**
- Standard of quality, **4C-17, 6F-05, 6G-02, 7C-03, 8E-03, 8J-06**
- Use of, **2A-03, 4C-17, 4F-09, 6G-01**

TRAINING

- Behaviour, **4C-10**
- Distributor's staff, **8C-15**
- Know-how, in, **2A-02**
- Licensee, for, **4C-06/8**
- Methods, **3A-07**
- Payment for, **3A-07, 4C-10, 4F-05**

TRANSMISSION

- Rights of, **2B-08, 3B-14, 7F-09, 9C-10, 9L-07**

TRIALS

- Equipment, of, **4B-02**

TRUSTEES

- Assignment by, **3R-01**
- Copyright, of, **7M-09**

U

UNIFORMITY OF RIGHTS

- Patent license, in, **3C-09**

UNIVERSITY RESEARCH

- (see **Research agreement**)

V

VALIDITY

- Patents, of, **3B-10, 3C-05, 3D-07, 3H-07**

VALUE-ADDED TAX

- Escrow deposit, **11B-01**
- Invoice for, **8E-06**
- Protection clause, **11A-01**

VISITORS AND VISITS

- Secrecy undertaking by, **4G-02**

W

WAIVER

- Effect of, **8A-12**

WARRANTY

- Artiste, **7D-04**
- Assignee, by, **3Q-03**
- Author, by, **5T-01, 7N-01**
- Contributor, of, **7P-05**
- Copyright, of, **7F-03, 7G-05**
- Denied, **4H-03, 4H-15**
- Electronic, **7P-06**
- Excluded, **3W-07**
- Funding agreement, **12G-06**
- Further assurance, **3Q-03**
- Goods supplied, **9L-15**
- Goodwill assignment, **6E-02**
- Inventor by, **9K-04, 12J-04**
- Know-how, **2A-04**
- Mutual, **12M-18**
- Novation, on, **5P-02**
- Originality, **7J-04**
- Title, of, **3AA-04, 3S-01**
- Writer, by, **9D-03**

WATER MAINS

- Services, **4C-03**

WINDING-UP

- Effect of, **8B-19**
- Subsidiary, of, **3P-01, 3Q-01**
- Termination for, **2C-23, 3A-14, 3W-08, 4B-11, 4H-17**

WORK PERMITS

- Availability of, **4C-03**

WORKERS

- Protection of, **4C-23**

Y

YIELD

- Three-party agreement, **12K-27**

General Index

A

ABANDONMENT

Orphan works, **5A.07[6]**, **5D.05[3]**, **App 3D(11)**
 Patent license, **3.07[15]**

ABSTRACT RIGHTS

Distinct from material manifestation in intellectual property, **1.09[1][b]**

ABUSE

Dominant position, *see* **Dominant Position, Abuse Of**

ACQUISITIONS

See also **Mergers**
 Clayton Act, assets and stock, **2.06[3]**
 United States, IP rights, **2.09[1][s]**

ACTIVITY RIGHTS

Intellectual property as example, **1.01[1]**

AGENTS

Distribution and agency agreements, exclusive, **8.02[1]**
 European Directives, self-employed commercial agents, **App 3D(4)**

AGREEMENTS

see **Contracts and Agreements**

ALIEN OBLIGATIONS

License, in, **1.13**

ALTERNATE DISPUTE RESOLUTION

Arbitration, escalating ADR clauses, **10.11**
 FRAND licensing, negotiations, **3.11[3][b]**

ANTICOMPETITIVE ACTIVITIES

Damages, **1.07[1][b]**, **1.07[1][f]**

ANTITRUST

Generally, **2.01**, **2.02**
 America, *see* **United States**
 Arbitral Tribunal, application of antitrust rules by, **10.12[7]**
 Challenges, **2.03**
 Clayton Act, *see* **Clayton Act**
 Common law provisions, **1.06[2]**, **1.06[5]**
 Competitive advantage demands, **1.12**
 Concentration, undue, of related rights, **1.15**
 Consumer protection, **8.06[3]**
 Covetous obligations, and, **1.13**
 English common law, relevance of, **1.06[2]**
 EU, *see* **EU Competition**
 Exclusivity, **1.16**, **2.09[1][i]**
 Federal Trade Commission Act, *see* **Federal Trade Commission Act**
 Foreign trade and, **1.17**
 Franchising, **8.02[2][b]**

ANTITRUST—Cont'd

Fundamentalism of validity, **1.14**
 Improvements, handling of, **1.10**
 Intellectual property
 Application to, **1.06[5]**, **1.07 to 1.17**
 Challenges, **2.03**
 International effect, **1.17**
 Limits licensing to accord with grant, **1.07**
 Limits rights to primary act, **1.08**
 Patent exploitation policy and, **1.15[1]**
 Patent misuse, and, in US, **1.13[6]**
 Principles applicable, **1.06[2]**, **1.07 to 1.17**
 Public interest, **1.06[5][c]**
 Sherman Act, *see* **Sherman Act**
 Sources of, **1.06[1]**
 Splitting-up rights, **1.09**
 Technological advance challenges, **2.03**
 Unwanted facilities barred, **1.11**
 US, *see* **United States**

ARBITRATION

ADR clauses, escalating, **10.11**
 Agreements
 Arbitrability of agreements relating to intellectual property, **10.05**
 Arbitration Act of 1996, **10.08[1][d] to 10.08[1][g]**
 US Arbitration law, below
 Antitrust rules, application by Arbitral Tribunal, **10.12[7]**
 Clauses
 Audit clause, effect on, **10.08[1][c]**
 Escalating ADR clauses, **10.11**
 Future dispute clauses, **10.03**
 US Arbitration law, below
 Commercial, AAA rules on, **App 6-17**
 Conflict of forum selection and arbitration clauses, US
 Arbitration law, **10.12[6]**
 Convention on Recognition and Enforcement of Foreign
 Arbitral Awards, 1958, **App 4G**
 Defined, **10.01**
 Enforcement of award
 England and Wales, Arbitration Act of 1996, **10.08[1][h]**
 International and “non-domestic” awards, **10.12[4][a] to 10.12[4][c]**
 US Arbitration Law, below
 England and Wales
 Arbitration Act of 1996, **10.08[1]**
 Agreements, **10.08[1][d] to 10.08[1][g]**
 Enforcement of award, **10.08[1][h]**
 Mandatory and nonmandatory provisions, **10.08[1][b]**, **10.08[1][c]**
 Recognition of foreign awards—the New York Convention, **10.08[2]**

ARBITRATION—Cont’d

Escalating ADR clauses, **10.11**
 EU Competition Law, application by Arbitral Tribunal, **10.09**
 Federal Arbitration Act, **10.12[1]**, **App 6C**
 Franchising, arbitration for, **10.10**
 Future dispute clauses, **10.03**
 Intellectual property
 See also other lines in this heading
 Agreements relating to intellectual property, arbitrability of, **10.05**
 Arbitrability of intellectual property rights per se, **10.04**
 International arbitration, **10.06**
 and see also other lines in this heading
 International commercial arbitration, UNCITRAL Modern Law (1985), **App 6A**
 New York Convention, **10.08[2]**, **10.12[4][a]**
 Patents
 AAA rules on, **App 6-33**
 US Arbitration law, **10.12[8]**
 Voluntary arbitration of patent matters, **App 6E**
 Recognition of foreign awards
 Convention on Recognition and Enforcement of Foreign Arbitral Awards, 1958, **App 4G**
 New York Convention, **10.08[2]**
 Referral to major arbitration institutions, **10.07**
 Scope of chapter, **10.03**
 Third parties to agreement containing arbitration clause, **10.12[5][c]**
 UK Arbitration Act of 1996 (extracts), **App 6B**
 UNCITRAL Model Law on International Arbitration
 Generally, **10.06[1]**, **App 6A**
 Adoption, **10.06[1][b]**, **10.06[1][c]**
 Scope, **10.06[1][d]**
 Uniform Arbitration Act of 1950, **App 6D**
 US Arbitration law
 Agreement, scope of
 Challenging arbitrators authority to make award, **10.12[5][a]**
 Freedom of parties to contractually expand court’s review powers, **10.12[5][b]**
 Third parties to agreement containing arbitration clause, **10.12[5][c]**
 Antitrust rules, application by Arbitral Tribunal, **10.12[7]**
 Clauses
 Conflict of forum selection and arbitration clauses, **10.12[6]**
 Third parties to agreement containing arbitration clause, **10.12[5][c]**
 Conflict of forum selection and arbitration clauses, **10.12[6]**
 Courts in favor of arbitration, **10.12[2]**
 Enforcement of international and “non-domestic” arbitral awards
 Bound to enforce award, court as, **10.12[4][b]**
 The New York Convention, **10.12[4][a]**

ARBITRATION—Cont’d

US Arbitration law—Cont’d
 Enforcement of international and “non-domestic” arbitral awards—Cont’d
 “Non-domestic,” awards made in US can be, **10.12[4][c]**
 Federal Arbitration Act, **10.12[1]**
 Patent arbitration, **10.12[8]**
 State law and Federal law, **10.12[3]**
 Use of arbitration, why, **10.02**
 Writing, agreement to be in, **10.8[1][e]**

ASSEMBLIES
 Design right, **5C.02[1][j]**

ASSIGNMENT
 Application, patent for, **3.06[1]**
 Company in liquidation, **3.06**
 Contract and agreements
 Claim, **9.29**
 Right to re-assignment on non payment, **9.27**
 Copyright, generally, **5A.06**
 Covenants for title in, **3.05**
 Death of proprietor, **3.06**
 Design right, *see* **Design Right**
 Incorporation by individuals, **4.06[2]**
 Intellectual property rights, **1.04[1]**
 Invention, of, **3.06[1]**
 Invention by employee, **4.06[3]**
 Non payment, right to re-assignment, **3.07[16]**, **9.27**
 Patent, of, requirements for, **3.03**, **3.06[1]**
 Patent license, *see* **Patent License**
 Protectable information, **4.04**
 Trade marks, *see* **Trade Mark(s)**
 Trade marks to distributors, non-genuine, **8.04[7][e]**
 Trade secret, **4.04[2]**

ATTORNTMENT

Practice, **9.05**

AUDITS AND AUDITORS

Arbitration, effect on audit clause, **10.08[1][c]**

AUTHORSHIP

Multimedia and entertainment, moral rights, **7.03[1][b]**
 Resale right for benefit of author of original work of art, Directive 2001/84/EC (27 September 2001), **App 3D(9)**

B**BANKRUPTCY**

Patent, license, **3.09**
 Trade mark of bankrupt debtor, use by licensee, **6.06[7]**

BERNE CONVENTION IMPLEMENTATION ACT

Copyright, **5A.08[5]**

BERNE COPYRIGHT CONVENTION

Generally, **App 4B**

BEST ENDEAVOURS

- Competing products, and, **9.11**
- Significance of clauses for, **9.10**

BIOTECHNOLOGY

- Protection of
 - EC directive 98/44/EC on legal protection of biotechnological inventions, **App 3D(2)**
 - EC notice on the legal protection of biotechnological inventions, **App 3C(11)**
 - United Kingdom
 - Generally, **13.04[3]**
 - Compulsory and cross-licensing, **13.04[3][c]**
 - Licensing, **13.04[3][b]**
 - Patents, **13.04[3][a]**
 - United States, **13.03[3]**
 - Multiple claims, **13.03[4]**

BLOCK EXEMPTIONS

- EC, regulations issued by, *see* **EC**
- EU competition law, *see* **EU Competition Law**

BOOKS

- Inspection of, rights relating, **9.09**

BREACH

- Generally, **9.13**
- Burden of proof, licensee, **4.06[6]**
- Effect on information, **4.06[5]**

BREEDERS' RIGHTS

- see* **Plant Varieties**

BROADCASTING, CABLE PROGRAMMES AND RIGHTS IN PERFORMANCES, COPYRIGHT

- Generally, **5D**
- Cable, broadcasting by, **5D.01**
- Extent and duration of protection, **5D.02**
- Introduction, **5D.01**
- Licensing, **5D.05, 5D.05[3]**
- Moral rights in performances, **5D.06**
- Orphan works, **5D.05[3]**
- Ownership, **5D.03**
- Transferring title, **5D.04**

BUNDLING

- EU competition law, *see* **EU Competition Law**
- FRAND licensing, **3.11[4][d]**
- Licensing of IP, Dept. of Justice and FTC antitrust guidelines, tying/bundling arrangements, **2.09[1][o]**
- United States restrictions, **2.12[5]**

BURDEN OF PROOF

- Breach by licensee, **4.06[6]**

BUSINESS

- Definition of, **9.24**

C

CABLE TV

- Copyright coverage, **5D.01**
- Satellite broadcasting and cable retransmission, Directive 93/83/EEC (27 September 1993), **App 3D(4B)**

CHARGES

- Intellectual property, **1.04[4]**

CHOSE-IN-ACTION

- Intellectual property and, **1.01[1]**

CHOSE-IN-POSSESSION

- Example, **1.01[1]**

CLAYTON ACT

- Generally, **2.06, App 2A**
- Asset acquisitions, **2.06[3]**
- Conditioning, **2.06[2]**
- Facilities discrimination, **2.06[1]**
- Price discrimination, **2.06[1]**
- Service discrimination, **2.06[1]**
- Stock acquisitions, **2.06[3]**
- Tying, **2.06[2]**

CLOUD COMPUTING

- Copyright, **5B.03[6]**

CO-AUTHORSHIP

- Copyright, **5A.04[2A]**

COLLECTIVE RIGHTS MANAGEMENT

- Design right, EU scheme, **5D.07**

COMBINATION PATENTS

- Restraints of trade, **1.09**

COMMISSIONED WORKS

- Design right, **5C.02[2][b][ii]**

COMMON LAW OF ENGLAND

- Antitrust law and, **1.06[2], 1.06[5]**
- Monopolies and, **1.06[2]**

COMMUNITY TRADEMARKS

- see* **BFTrade Mark(s)**

COMPANY PURCHASE

- Transfer of employee obligations, **4.06[4]**

COMPETITION

- Generally, **2.01, 2.02**
- “By object” competition restrictions, guidance, **App 3C(4)**
- EC, *see* **EC**
- EEC policy, *see* **Competition Policy in EEC**
- EU, *see* **EU Competition Law**
- Minor importance, agreements not falling under Article 101(1) of TFEU, Commission notice on, **App 3C(3)**
- Patents, impact of Competition Law, **3.11**
- Pools and pooling, *see* **Pools and Pooling**
- Relevant market, EC’s notice on definition for purpose of Community Competition Law, **App 3C(9)**

COMPETITION—Cont’dTrade marks, *see* **Trade Mark(s)**US, *see* **United States****COMPETITION ACT 1998**Excerpts, **App 1Z****COMPULSORY LICENSE**Breeder's rights, U.K., **13.04[2][h]**Early decisions, **1.16[2]**Not quantitative restriction for E.E.C., **1.16[1]**Patents, **3.10****COMPUTER GENERATED DESIGNS**Design right, **5C.02[3][c]****COMPUTER PROGRAMS**Bootstrap ROMs and operating systems, **5B.02[4]**Copyright, **5B.01, 5B.02**Databases, **5B.02[8]**European directives, Directive 91/250/EC (14 May 1991) (repealed), **App 3D(3)**Expression/idea dichotomy, **5B.02[2]**Impact of EU law on licensing of, **5B.02[7]**Mask works, **5B.02[5]**Protection of, **5B.02[1]****COMPUTER SOFTWARE**Copyright, **5B.01, 5B.02**Generally, **5B.02**Cloud computing, **5B.03[6]**Exploiting, **5B.03**Expression/idea dichotomy, **5B.02[2]**Indirect use, **5B.03[3]**Open source software, **5B.03[5]**Protection, **5B.02[1]**Transferability, **5B.03[3]**Translation, **5B.02[3]****CONFIDENTIAL INFORMATION**Assignment by employee, **4.06[3]**Confidentiality Clubs, **4.06[8]**External Eyes Only Provisions, **4.06[8]**FRAND licensing, confidentiality of license settled by a court, **3.11[4][e]**License, territorial limits, **4.06[7]**Multimedia and entertainment, **7.02[5]**Public domain, **4.06[5]**Term and termination, **4.07**Transfer, **4.04****CONFIDENTIALITY**Technology sharing and transfer, **12.03[5][g]****CONFIDENTIALITY CLUBS**Generally, **4.06[8]****CONSENT JUDGMENT**Validity and, **1.14[2][c]****CONSORTIA**Technology sharing and transfer, **12.02[3]****CONSULTANTS**Inventions by, **3.03****CONSUMER LEGISLATION**Distribution media, modes and legislation, **7.06[1], 7.06[2]****CONTRACTORS**Sub-, inventions by, **3.03****CONTRACTS AND AGREEMENTS**And intellectual property rights transactions, **9.01**Antitrust, United States, **2.08**Arbitration agreements, *see* **Arbitration**Assignment. *see* **Assignment**Breach of, **9.13, 9.23**Charges on intellectual property, **9.18**Communication of acceptance, **9.16**Cooperation, *see* **Co-Operation Agreements**Co-owners, **3.02[1][b]**Copyright licensing, **5A.07[2], 5A.07[3]**Digital signatures, **9.28**Distributors, *see* **Distribution Agreements**Duration, **9.04**Enquiries before, **3.05**EU competition law. *see* **EU Competition Law**Force majeure clauses, **9.21**Good faith, **9.32**Goods supplied and held on trust, **9.17**Implied terms, **3.05[3], 9.02[1], 9.31**Joint ventures, **12.02[2][b]**Limitation of liability, **9.20**Marketing, uncommon forms, **8.03**Minor importance agreements under TFEU, Commission notice on, **App 3C(3)**Multimedia and entertainment, personal rights, collective agreements and collecting societies, **7.03[3]**Multiply-used standard agreements, TFEU, **8.04[1][a]**Non assignment, **9.33**Penalty clauses, **9.30**Proper law of, **9.14**Protectable information, UK, **4.02[2][b]**Research and development, *see* **Research and Development**Reservation of rights clauses, **9.22**Right to re-assignment on non payment, **9.27**Settlements. *see* **EU Competition Law**Severability, **9.06**Termination, effect of, **9.08**Third parties, rights of, **9.23**

Torts relating to

Generally, **9.19**Procuring breach, **9.19**Wrongful interference, **9.19**Transfer, **9.33**

CONTRACTS AND AGREEMENTS—Cont'd

- U.K. statutes affecting contractual transactions
 - Generally, **9.02**
 - Consumer contracts, **9.02[2]**
 - Deeds and their execution, **App 1S(3)**
 - Implied covenants under English statutes, **9.02[1], App 1S**
 - United States, antitrust, **2.08**

CONTRIBUTORY INFRINGEMENT

- Antitrust law, **1.06[2]**

CO-OPERATION AGREEMENTS

- EU and US *see* **EU Competition Law**
- Marketing agreement/relationship, **8.03[2]**
- Technology transfer, **12.02[2][a]**

COPYRIGHT

- Generally, **1.03[3][a], 5A.01**
- And related rights, generally, **1.03[3][b]**
- And the database right, generally, **1.03[3][c]**
- And works in electronic form
 - Generally, **5B**
 - Computer software
 - Generally, **5B.02**
 - Cloud computing, **5B.03[6]**
 - Exploiting, **5B.03**
 - Expression/idea dichotomy, **5B.02[2]**
 - Indirect use, **5B.03[3]**
 - Open source software, **5B.03[5]**
 - Protection, **5B.02[1]**
 - Transferability, **5B.03[3]**
 - Translation, **5B.02[3]**
 - Databases, protection of, **5B.02[8]**
 - Indirect use, **5B.03[3]**
 - Transferability, **5B.03[3]**
- Assignment, generally, **5A.06**
- Berne Convention Implementation Act, **5A.08[5]**
- Broadcasts, cable programme services, performances and associated rights. *see* **Broadcasting, Cable Programmes and Rights in Performances, Copyright**
- Cloud computing, **5B.03[6]**
- Co-authorship, **5A.04[2A]**
- Collective management of licensing
 - EU Collective Management and Multi-Territorial Licensing Directive, **5A.07[7]**
- Competition law, *see* **EU Competition Law**
- Computer software
 - Generally, **5B.02**
 - Cloud computing, **5B.03[6]**
 - Exploiting, **5B.03**
 - Expression/idea dichotomy, **5B.02[2]**
 - Indirect use, **5B.03[3]**
 - Open source software, **5B.03[5]**
 - Protection, **5B.02[1]**
 - Transferability, **5B.03[3]**

COPYRIGHT—Cont'd

- Computer software—Cont'd
 - Translation, **5B.02[3]**
- Database right. *see* **Database Right**
- Design right, **5C.02[1][k], 5C.02[2][b][iii]**
- Directive on harmonisation of certain aspects of copyright and related rights in the information society (22 May 2001), **App 3D(8)**
- EU competition, *see* **EU Competition Law**
- European directives, harmonization of term of protection and related rights, Directive 93/98/EC (29 October 1993) (repealed), **App 3D(5)**
- European directives, rental and lending rights, Directive 2006/115/EC (12 December 2006) (repealed), **App 3D(9A)**
- European directives, rental and lending rights, Directive 92/100/EEC (19 November 1992) (repealed), **App 3D(4A)**
- European harmonisation, **App 3D(5), App 3D(8)**
- European harmonisation and initiatives, **5A.09**
- Internet service providers
 - Generally, **5B.04**
 - Information residing on systems or networks at the direction of users and information location tools, **5B.04[3]**
 - System caching, **5B.04[2]**
 - Transitory communications, **5B.04[1]**
- Licenses and licensing
 - Browse-wrap agreements, **5A.07[2]**
 - Click-wrap agreements, **5A.07[2]**
 - Collective Management
 - Multi-Territorial Licensing Directive, EU, **5A.07[7]**
 - Contracts and agreements, **5A.07[2], 5A.07[3]**
 - Database right, **5A.07[4]**
 - EU Collective Management and Multi-Territorial Licensing Directive, **5A.07[7]**
 - EU Copyright and Related Rights in Digital Single Market Directive, **5A.07[3][e]**
 - Express licenses, **5A.07[1]**
 - Misuse, effect on, **5B.02[9]**
 - Orphan works, **5A.07[6], 5D.05[3]**
 - Schemes and bodies, **5A.07[5]**
 - Shrink-wrap agreements, **5A.07[2]**
 - Software as goods, **5A.07[3][d]**
- Misuse of, **1.13[6], 5A.10, 5B.02[9]**
- Open source software, **5B.03[5]**
- Originality, **5A.05**
- Orphan works
 - European Directives, permitted uses (25 April 2012), **App 3D(11)**
 - Licensing, **5A.07[6], 5D.05[3]**
- Pools and Collective Rights Management, **2.21[4]**
- Printing, impact of invention of, **1.02[1][a]**
- Protectable information and, **4.03[2]**
- Reciprocal protection of copyright in the U.S., **5A.08**
- And related rights
 - Artists resale rights, **5A.02[3]**

COPYRIGHT—Cont’d

- And related rights—Cont’d
- Scope of, **5A.02[3]**
- Resale rights of artists, **5A.02[3]**
- Schemes and bodies, **5A.07[5]**
- Term of protection and related rights, Directive 2006/116/EC (12 December 2006), **App 3D(9B)**
- Trade secrets law, non-pre-emption, **4.03[1][d]**
- Transferring title
 - Broadcasting, cable programmes and rights in performances, copyright, **5D.04**
 - To copyright, **5A.06**
- U.K., protection of U.S. works in the U.K., **5A.08[6]**
- Unfair competition, copyright and, **1.02[1][b]**
- United States, *see* **United States**
- Universal Copyright Convention, **5A.08[3]**

COPYRIGHT ACT OF 1909

- Generally, **5A.08[1]**

COPYRIGHT ACT OF 1976

- Generally, **5A.08[4]**

COVENANTS

- Implied under English statutes, **9.02[1]**, **App 1S**
- Title for, **3.05**

CROSS-BORDER PORTABILITY

- Online services in the internal market, european regulations, **App 3B(20)**

CROSS-LICENSING

- Licensing of IP, Dept. of Justice and FTC antitrust guidelines, **2.09[1][p]**
- Patent pools and, **1.15[2]**

D

DAMAGES

- Anticompetitive activities, **1.07[1][b]**, **1.07[1][f]**
- Claim for, by non-exclusive licensee, **1.07[1][f]**
- Directives of EC, damages for infringements, (26 November 2014), **App 3D(12)**
- Quantum for repudiation of license, **9.23**
- Quantum in breach of agreement, **9.04**

DATA PROTECTION

- Databases, legal protection, Directive 96/9/EC (11 March 1996), **App 3D(6)**
- Multimedia and entertainment, **7.03[5]**
- Protectable information, interaction with, **4.01[1]**

DATABASE RIGHT

- Licensing, **5A.07[4]**
- Multimedia and entertainment, **7.02[4]**
- Protection, EU-UK withdrawal agreement, **5A.02[6][a]**, **5A.03[7]**
- Related rights, and, **1.03[3]**

DATABASES

- Protection, EU-UK withdrawal agreement, **5A.02[6][a]**, **5A.03[7]**

DEEDS

- U.K. statutes affecting contractual transactions, **App 1S(3)**

DEFEND TRADE SECRETS ACT

- Protectable information, US, **4.02[3][b]**

DEFEND TRADE SECRETS ACT 2016

- Generally, **App 2K**

DERIVATIVE ACTIONS

- Technology sharing and transfer, shareholder or director action, **12.05[4]**

DESIGN RIGHT

- Generally, **1.03[4]**, **5C**
- Anomalous position of the protection of designs, **5C.01**
- Assemblies, **5C.02[1][j]**
- Assignments and licenses
 - EU system for protection of designs, **5C.03[3]**
 - Registered, UK scheme
 - Generally, **5C.02[4]**
 - Assignments, **5C.02[4][a]**
 - Licenses, **5C.02[4][b]**
 - Unregistered, UK scheme
 - Generally, **5C.02[2]**
 - Commissioned works, **5C.02[2][b][iii]**
 - Copyright and, **5C.02[2][b][iii]**
 - Designer’s intention, **5C.02[2][b][iv]**
 - Employers and ownership, **5C.02[2][b][ii]**
 - Exclusive licenses, **5C.02[2][a][ii]**
 - Future rights, **5C.02[2][b][vii]**
 - Housekeeping, **5C.02[2][b][v]**
 - Introduction to 1988 Act, **5C.02[2][b][i]**
 - Licenses of right, **5C.02[2][a][iii]**
 - 1988 Act, **5C.02[2][b]**
 - Notices, **5C.02[2][b][ix]**
 - Originality, **5C.02[2][b][vi]**
 - Proceedings, assistance of designer in, **5C.02[2][b][viii]**
 - Statutory provisions, **5C.02[2][a]**
 - Warranties, **5C.02[2][b][iv]**, **5C.02[2][b][vi]**
- Categories excluded, **5C.02[1][b]**
- Collective rights management, EU scheme, **5D.07**
- Commissioned works, **5C.02[2][b][ii]**
- Computer generated designs, **5C.02[3][c]**
- Copyright and
 - Generally, **5C.02[2][b][iii]**
 - Interaction between, **5C.02[1][k]**
- Designer, **5C.02[1][d]**, **5C.02[1][j]**, **5C.02[2][b][iv]**
- Duration, **5C.02[1][f]**, **5C.02[3][d]**
- EC designs, Regulation No. 6/2002, **App 3B(13)**
- Employers and ownership, **5C.02[2][b][ii]**
- EU scheme
 - Collective rights management, **5D.07**

DESIGN RIGHT—Cont’d

- EU System for protection of designs
 - Generally, **5C.03**
 - Assignments and licenses, **5C.03[3]**
 - Registered community design right, **5C.03[2]**
 - Unregistered community design right, **5C.03[1]**
- European harmonisation and co-existence with other rights, **5C.02[3][i]**
- Exclusive licenses, **5C.02[2][a][ii]**
- Exhaustion, **5C.02[3][g]**
- Future rights, **5C.02[2][b][vii]**
- Hague Agreement on International Registration, UK accession to, **5C.02[3][j]**
- Harmonisation, **5C.02[3][i]**
- Housekeeping, **5C.02[2][b][v]**
- Kits, **5C.02[1][h]**
- License, Assignments and licenses, above
- Matching sets, **5C.02[1][j]**
- 1988 Act, **5C.02[2][b]**
- Notices, **5C.02[2][b][ix]**, **5C.02[3][e]**
- Originality, **5C.02[2][b][vi]**
- Ownership, **5C.02[1][e]**, **5C.02[3][b]**
- Proceedings, assistance of designer in, **5C.02[2][b][viii]**
- Protectable information and, **4.03[2]**
- Registered, UK scheme
 - Generally, **5C.02[3]**
 - Assignments and licenses, above
 - Computer generated designs, **5C.02[3][c]**
 - Duration, **5C.02[3][d]**
 - European harmonization and co-existence with other rights, **5C.02[3][i]**
 - Exhaustion, **5C.02[3][g]**
 - Harmonization, **5C.02[3][i]**
 - Introduction, **5C.02[3][a]**
 - Notices, **5C.02[3][e]**
 - Ownership, **5C.02[3][b]**
 - Scope of rights conferred, **5C.02[3][f]**
 - Threats, **5C.02[3][h]**
- Registered community design right, EU System for protection of designs, **5C.03[2]**
- Scheme for the protection of designs, UK, **5C.02**
- Semiconductor topography, **5C.02[1][i]**
- Statutory provisions, **5C.02[2][a]**
- Subsistence and qualification, **5C.02[1][c]**
- Threats, **5C.02[3][h]**
- UK
 - Hague Agreement on International Registration, accession to, **5C.02[3][j]**
 - see* other lines in this heading
- Unregistered, UK scheme
 - Generally, **5C.02[1]**, **5C.02[2]**
 - Assemblies, **5C.02[1][j]**
 - Assignments and licenses, above, **5C.02[1][j]**
 - Categories excluded, **5C.02[1][b]**
 - Copyright and, interaction between, **5C.02[1][k]**
 - Definition, **5C.02[1][a]**

DESIGN RIGHT—Cont’d

- Unregistered, UK scheme—Cont’d
 - Definition of designer, **5C.02[1][d]**
 - Designer’s intention, **5C.02[1][j]**
 - Duration of right, **5C.02[1][f]**
 - Kits, **5C.02[1][h]**
 - Matching sets, **5C.02[1][j]**
 - Ownership, **5C.02[1][e]**
 - Semiconductor topography, **5C.02[1][i]**
 - Subsistence and qualification, **5C.02[1][c]**
 - Threats, **5C.02[1][g]**
- Unregistered community design right, EU System for protection of designs, **5C.03[1]**
- Warranties, **5C.02[2][b][iv]**

DESIGNER

- Design right, **5C.02[1][d]**, **5C.02[1][j]**, **5C.02[2][b][iv]**

DIGITAL CONTENT

- Computer software, copyright, **5B.01-5B.04**
- Digital single market
 - Distribution media, modes and legislation, **7.06[3]**
 - EU Copyright and Related Rights Digital Single Market Directive, **5A.07[8]**
- Distribution media, modes and legislation, **7.06[2]**

DISCRIMINATION

- Clayton Act, facilities, price and service, **2.06[1]**
- Geo-blocking
 - Discrimination based on, amending Regulations (EC) No. 2006/2004, (EU) 2017/2394, Directive 2009/22/EC, **App 3B(21)**
- Unjustified, EU prohibition against, **2.20[9]**

DISTRIBUTION AGREEMENTS

- Agency agreements, exclusive, **8.02[1]**
- Marketing, **8.02**

DISTRIBUTORSHIP AGREEMENTS

- Restraint of trade, **1.09**

DOMINANT POSITION, ABUSE OF

- EC treaty, abusive exclusionary conduct by dominant undertakings, guidance on Commission’s enforcement priorities, **App 3C(8)**
- EU competition law, **2.17[1][b]**, **2.17[6][e]**
- Unfair competition, **8.04[5]**, **8.06[2]**

DOUBLE TAXATION

- Provisions, **11.07[1]**

DURATION

- Contracts, **9.04**
- Design right, **5C.02[1][f]**, **5C.02[3][d]**
- Multimedia and entertainment, personal rights, **7.03[1][f]**
- Patent license, **1.07[1][e]**
- Patents, **3.01[3]**

E

EC

- Block exemptions. Regulations, below
- Competition
 - Articles 81 and 82 of EC Treaty as amended, No. 1/2003, **App 3B(1)**
 - “By object” competition restrictions, de minimis notice, **App 3C(4)**
 - Restrictions, **App 3C(3), App 3C(4)**
- Computer programs
 - European directives, Directive 91/250/EC (14 May 1991) (repealed), **App 3D(3)**
- Copyright
 - European Directives, **App 3D(4), App 3D(5), App 3D(9), App 3D(9B), App 3D(10A), App 3D(10B)**
- Databases
 - European Directives, **App 3D(6)**
- Designs
 - European Directives, **App 3D(7)**
- Directives of the EC/EU
 - Trade marks. *see* **Trade Mark(s)**
- European announcements and notices
 - “By object” competition restrictions, de minimis notice, **App 3C(4)**
 - Communication from the Commission to the European Parliament, Council, European Economic and Social Committee, standard esse, **App 3C(12)**
 - Horizontal restraints, Commission guidelines, **App 3C(7)**
 - Minor importance agreements, notice, TFEU, **App 3C(3)**
 - Relevant market, Commission’s notice on definition for purpose of Community Competition Law, **App 3C(9)**
 - Standard essential patents, **App 3C(12)**
 - Treaty. *see* **EC Treaty**
 - Unified Patent Court, agreement, **App 3C(13)**
 - Vertical restraints, Commission guidelines, **App 3C(6)**
- European Directives
 - Generally, **App 3D**
 - Amendment of Directive 2006/116/EC, copyright, term of protection and related rights (27 September 2011), **App 3D(10A)**
 - Biotechnological inventions, directive 98/44/EC on legal protection, **App 3D(2)**
 - Computer programs, Directive 91/250/EC (14 May 1991) (repealed), **App 3D(3)**
 - Copyright, harmonization of term of protection and related rights, Directive 93/98/EC (29 October 1993) (repealed), **App 3D(5)**
 - Copyright, rental and lending rights
 - Directive 2006/115/EC (12 December 2006) (repealed), **App 3D(9A)**
 - Directive 92/100/EEC (19 November 1992) (repealed), **App 3D(4A)**
 - Copyright, term of protection and related rights, Directive 2006/116/EC (12 December 2006), **App 3D(9B)**

EC—Cont’d

European Directives—Cont’d

- Databases, legal protection, Directive 96/9/EC (11 March 1996), **App 3D(6)**
- Designs, legal protections, Directive 98/71/EC (13 October 1998), **App 3D(7)**
- Directive 2009/22/EC, amended by Regulation 2018/302, geo-blocking, discrimination based on, **App 3B(21)**
- EU Directive 2016/943, **App 3D(12)**
- European Parliament and Council, May 22, 2001, **App 3D(10)**
- Harmonisation of certain aspects of copyright and related rights in the information society (22 May 2001), **App 3D(8)**
- Musical works, copyright, related rights, multi-territorial licensing, online use, **App 3D(10B)**
- Online transmissions of broadcasting organisations and retransmission of television and radio programmes, **App 3D(4C)**
- Orphan works, certain permitted uses, (25 April 2012), **App 3D(11)**
- Resale rights, benefit of author of original work of art, Directive 2001/84/EC (27 September 2001), **App 3D(9)**
- Satellite broadcasting and cable retransmission, Directive 93/83/EEC (27 September 1993), **App 3D(4B)**
- Self-employed commercial agents, **App 3D(4)**
- European Regulations
 - (EU) 2017/2394, amended by Regulation 2018/302, geo-blocking, discrimination based on, **App 3B(21)**
 - (EC) No. 2006/2004, amended by Regulation 2018/302, geo-blocking, discrimination based on, **App 3B(21)**
- Articles 81 and 82 of EC Treaty
 - Generally, No. 773/2004, **App 3B(4)**
 - Competition rules, implementation, No. 1/2003, **App 3B(3)**
 - Unfair competition rules implementation, No. 17/62, **App 3B(1)**
- Block exemptions
 - Article 81(3), application of, Generally, No. 19/65, **App 3B(2)**
 - Article 81(3), application of, Technology transfer agreement, certain categories of, No. 240/96, **App 3B(9)**
 - Article 101(3), application of
 - Research and development agreement, certain categories, No. 1217/2010, **App 3B(7)**
 - Specialization agreement, certain categories, No. 1218/2010, **App 3B(6)**
 - Vertical agreements, No. 330/2010, **App 3B(5)**
- Community designs, No. 6/2002, **App 3B(13)**
- Community plant variety rights, No. 2100/94, **App 3B(14)**
- Community trade mark, No. 207/2009, **App 3B(12), App 3B(12A)**
- Community trade marks, No. 40/94, **App 3B(11)**
- Co-operation enhanced, unitary patent protection creation, No. 1527/2012, **App 3B(15)**

EC—Cont’d

European Regulations—Cont’d

Cross-border portability, online services in the internal market, **App 3B(20)**

Electronic identification and trust services for electronic transactions, No. 910/2014, **App 3B(19)**

Nagoya Protocol, implementation, No. 511/2014, **App 3B(16)**

Regulation 2018/302, geo-blocking, discrimination based on, amending Regulations (EC) No. 2006/2004, (EU) 2017/2394, Directive 2009/22/EC, **App 3B(21)**

Rome I, contractual obligations, No. 593/2008, **App 3B(17)**

Rome II, non-contractual obligations, No. 864/2007, **App 3B(18)**

Unitary patent protection creation, enhanced co-operation, No. 1527/2012, **App 3B(15)**

Licenses and licensing

European directives, **App 3D(10B)**

Minor importance agreements, notice, TFEU, **App 3C(3)**

Resale rights

European directives, **App 3D(9)**

Satellite broadcasting and cable retransmission

European directives, **App 3D(4B)**

Self-employed commercial agents

European directives, **App 3D(4)**

Unfair competition rules (Articles 81 and 82 of EC Treaty as amended), No. 17/62, **App 3B(1)**

No. 99/63 Application of regulation 17/62, **App 3B(3)**

No. 2659/2000, Amending regulation 17/62, **App 3B(7)**

Vertical restraints, Commission notice on guidelines on, **App 3C(6)**

EC TREATY

Announcements and notices

Abusive exclusionary conduct by dominant undertakings, guidance on Commission’s enforcement priorities, **App 3C(8)**

Biotechnological inventions, Commission notice on certain articles of Directive 98/44/EC, **App 3C(11)**

Horizontal restraints, Commission guidelines, **App 3C(7)**

Technology transfer agreements, Commission notice guidelines as to applicability of Article 81 of Treaty, **App 3C(10)**

ELECTRONIC TRANSACTIONS

European regulations, identification and trust services for electronic transactions, No. 910/2014, **App 3B(19)**

EMPLOYEE

Assignment of invention, **4.06[3]**

Compensation entitlement, **3.03**

Confidentiality obligations on takeover, **4.06[4]**

Inventions of, **3.03**

Making invention, **3.03**

Who is, **3.03**

EMPLOYERS

Design right, **5C.02[2][b][ii]**

ENTERPRISE ACT

Extracts, **App 1AA**

ENTERPRISE AND REGULATORY REFORM ACT OF 2013

Extracts, **App 1AB**

ENTIRE AGREEMENT

Effect of clause, **9.25**

ESTOPPEL

Assignee, of, **1.14[2][a]**

Assignment by, **3.06[1]**

Cancellation of contract, **1.14[2][a]**

European ruling, **1.14[1]**

Implied estoppel, validity of rights, **1.14[2][e]**

Issue and exclusive licensees, **1.12**

License by, **3.06[1]**

Licensee, of, **1.12, 1.14[2]**

Marking article, **1.14[1][d]**

Public interest overrides, **1.14[1]**

Validity and, other situations, **1.14[2][d]**

EU COLLECTIVE MANAGEMENT AND MULTI-TERRITORIAL LICENSING DIRECTIVE

Generally, **5A.07[7]**

EU COMPETITION LAW

Generally, **2.15 to 2:21**

Agreements

See also specific lines throughout this topic

Application of EU law, **2.18**

Article 101 application, **2.18[4]**

IPRs and competition law, balance, **2.18[2]**

Objective of single market integration, **2.18[1]**

Transfer of rights, **2.18[3]**

Antitrust, US competition, **2.14**

Arbital Tribunal, application by, **10.09**

Block exemptions and guidelines

Generally, **2.17[1][c]**

Research and development, **2.17[1][c][iii]**

Specialisation agreements, **2.17[1][c][iv]**

Technology transfer 2026/877 (TTBER), **2.17[1][c][i]**

Technology Transfer Block Exemption Regulation [TTBER], **2.19[1][a]**

Vertical restraints, **2.17[1][c][ii]**

Bundling. Tying/bundling, below

Contracts. Agreements, above

Cooperation. US cooperation, below

Copyright

Collective licensing, **2.19[3][c]**

Non software copyright licenses, **2.19[3], 2.19[3][a]**

Performance rights and related rights, **2.19[3], 2.19[3][b]**

Pools and Collective Rights Management, **2.21[4]**

Cross licensing, settlement agreements, **2.21[3][b]**

Directives of the EC/EU. *see* **EC**

EU COMPETITION LAW—Cont'd

Dominant position, abuse of, **2.17[1][b]**, **2.17[6][e]**
 Exemptions and exceptions
 Block exemptions and guidelines, above
 IPR exception, free movement of goods, **2.17[2][c]**
 Field of use restrictions
 Generally, **2.20[2]**
 Competitors and non competitors, **2.20[2][a][i]**
 Output restriction, **2.20[2][a][iii]**
 Preservation of product or technical field, **2.20[2][a][ii]**
 Technology Transfer Block Exemption Regulation [TTBER], **2.20[2][a]**
 Free movement of
 Goods, free movement of, below
 Services, **2.17[2][c]**
 Geo-blocking, unjustified, EU prohibition against, **2.20[9]**
 Goods, free movement of
 Generally, **2.17[2]**
 IPR exception, **2.17[2][c]**
 Qualitative import restrictions, **2.17[2][b]**
 Quantitative import restrictions, **2.17[2][a]**
 Grant backs. Improvements and grant backs, below
 Implementing provisions
 Generally, **2.17[4]**
 Administration and enforcement, **2.17[4][a]**
 Conduct of proceedings, **2.17[4][b]**
 Improvements and grant backs
 Generally, **2.20[6]**
 Exclusive, **2.20[6][a]**
 Non-exclusive, **2.20[6][b]**
 Institutions, *see* **European Institutions**
 Know-how. Patents and know-how, below
 Legislative framework
 Goods, free movement of, above
 Implementing provisions, above
 Policy, below
 Services, free movement of, **2.17[2][c]**
 Licensing, settlement agreements, **2.21[3][a]**
 No challenge clauses and termination, **2.20[8]**
 Non-compete obligations, **2.20[5]**
 Output restrictions
 Generally, **2.20[3]**
 Case law, **2.20[3][c]**
 Competitors, agreements between, **2.20[3][a]**
 Field of use restrictions, **2.20[2][a][iii]**
 Non competitors, agreements between, **2.20[3][b]**
 Particular restraints, **2.20**
 Patents and know-how
 Generally, **2.19[1]**
 Definition of know-how, **2.19[1][a][i]**
 Standard essential patents (SEP), **2.13[2]**, **2.19[1][a][ii]**, **2.21[1]**
 Technology and patent pools, **2.19[1][a][iii]**
 Technology Transfer Block Exemption Regulation [TTBER], **2.19[1][a]**
 Pay for delay, **2.20[10]**

EU COMPETITION LAW—Cont'd

Plant varieties. *see* **plant Varieties**
 Policy
 Generally, **2.17[1]**
 Abuse of dominant position, **2.17[1][b]**
 Block exemptions and guidelines, above
 Restrictive or distorting agreements, **2.17[1][a]**
 Prohibition against unjustified geo-blocking, EU, **2.20[9]**
 Provisions
 Free movement of services, **2.17[3]**
 Regulations issued by the EC/EU. *see* **EC**
 Restrictions
 Agreements, restrictive or distorting, **2.17[1][a]**
 Field of use restrictions, above
 Output restrictions, above
 Qualitative import restrictions, free movement of goods, **2.17[2][b]**
 Quantitative import restrictions, free movement of goods, **2.17[2][a]**
 Territorial restrictions, below
 Retained block exemptions and guidelines
 U.K., **2.17[6][c]**
 Royalties, **2.20[7]**
 Services, free movement of, **2.17[2][c]**
 Settlement agreements
 Generally, **2.21[3]**
 Cross-licensing, **2.21[3][b]**
 Licensing, **2.21[3][a]**
 Non-challenge clauses, **2.21[3][c]**
 Technology Transfer Block Exemption Regulation [TTBER], **2.19[1][a]**, **2.19[2][a]**, **2.20[2][a]**, **2.20[4][a]**
 Territorial restrictions
 Generally, **2.20[1]**
 Competitors, agreements between, **2.20[1][a]**
 Non-competitors, agreements between, **2.20[1][b]**
 Passive restrictions, **2.20[1][c]**
 Trademarks
 Generally, **2.19[2]**
 Case law, **2.19[2][b][i]**, **2.19[2][c][i]**
 Delimitation agreements, **2.19[2][c]**
 Technology Transfer Block Exemption Regulation [TTBER], **2.19[2][a]**
 Vertical restraints, **2.19[2][b]**
 Treaty on the Functioning of the European Union (TFEU), **2.17[1]**, **2.18[4]**, **2.20[4][c]**
 Tying/bundling
 Generally, **2.20[4]**
 Article 102, **2.20[4][c]**
 Case law, **2.20[4][c][i]**, **2.20[4][d][i]**
 Technology Transfer Block Exemption Regulation [TTBER], **2.20[4][a]**
 U.K. Competition Act 1998, **2.20[4][d]**
 Vertical restraints regulation, **2.20[4][b]**
 U.K.
 Generally, **2.17[6]**

EU COMPETITION LAW—Cont'd

U.K.—Cont'd

- Abuse of dominant position, Chapter II prohibition, **2.17[6][e]**
- Agreements, Chapter I prohibition, **2.17[6][b]**
- Block exemption orders, **2.17[6][d]**
- Competition Act 1998, **2.17[6][a]**
- Digital markets, competition and consumers act 2024, **2.17[6][g]**
- Enterprise and Regulatory Reform Act, **2.17[6][f]**
- Field of use restrictions, above
- Institutions, *see* **European Institutions**
- Output restrictions, above
- R&D Agreements in the UK, **2.17[6][d][iii]**
- Retained block exemptions, **2.17[6][c]**
- Specialisation Agreements, **2.17[6][d][iv]**
- Technology transfer agreements, 2026 TTABEO 369, **2.17[6][d][i]**
- Territorial restrictions, above
- UK competition law and EU competition law, relationship, **2.17[7]**
- Vertical agreements, 2022 VABEO 516, **2.17[6][d][i][ii]**
- Unjustified geo-blocking, EU prohibition against, **2.20[9]**
- US cooperation
 - Generally, **2.17[5]**
 - Antitrust, generally, **2.14**
 - 1981 Cooperation Agreement, **2.17[5][a]**
 - 1998 EU/US Positive Comity Agreement, **2.17[5][b]**
- Vertical restraints
 - Block exemptions and guidelines, **2.17[1][c][ii]**
 - Trademarks, **2.19[2][b]**
 - Tying/bundling, **2.20[4][b]**

EU COPYRIGHT AND RELATED RIGHTS DIRECTIVES

- Digital single market directive, **5A.07[8]**
- Online transmissions directive, **5D.08**

EU DIRECTIVE 2016/943

- Protection of trade secrets, **4.02[1][d]**
- Text, **App 3D(12)**
- UK Implementation, **4.02[2][e]**

EU SCHEME FOR COMMUNITY PROTECTION

- Design right, *see* **Design Right**

EUROPEAN ECONOMIC COMMUNITY

- As to EC, *see* **EC**
- Generally, **2.01 et seq.**, **8.01 et seq.**
- Franchising in, **8.02**
- Regulations issued by EC, *see* **EC**
- Treaty, *see* **EC Treaty**
- Unfair competition, in, **8.06[2]**
- See also entries beginning:* EC

EUROPEAN INSTITUTIONS

- Council of the EU, **2.16[1]**
- Court of Justice of European Union, **2.16[2]**

EUROPEAN INSTITUTIONS—Cont'd

- European Commission, **2.16[1]**
- European Economic Area (EEA), **2.16[5]**
- EU-UK Trade and Cooperation Agreement, Articles DIGIT 1-17 and IP1-57, **App 3A(3)**
- EU-UK withdrawal agreement, **1.05[1]**
 - CPVR protection, **13.05[1]**
 - Database protection, **5A.02[6][a]**, **5A.03[7]**
 - EUTM protection, **6.04[1][a]**
 - Exhaustion of IPRs, **2.19[5]**
 - Extracts, Articles 2, 54-61 and 126, **App 3A(2)**
 - Extracts, Articles 28-37, 101-102 and 267, **App 3A(1)**
 - Mutual recognition of exhaustion of rights, **6.07[1][a]**
 - Supplementary Protection Certificates, **3.01[6][a]**
 - Trade and cooperation agreement, articles DIGIT 1-17 and IP1-57, **App 3A(3)**
 - UCDR protection, **5C.03[1][a]**, **5C.03[2][a]**
- General Court, **2.16[2]**
- Marketing, effect on, **8.01**
- Member state institutions and courts, relationship between, **2.16[4]**
- U.K. institutions
 - Generally, **2.16[3]**
 - Competition and Markets Authority (CMA), **2.16[3][a]**, **2.16[3][c]**
 - Competition Appeal Tribunal (CAT), **2.16[3][b]**
 - Cooperation between UKIPO and CMA, **2.16[3][c]**
 - EU and UK Digital Services Taxes, **11.06[3][b]**
 - UKICO and CMA, cooperation, **2.16[3][d]**
 - Vertical agreements
 - 2022 regulation 2022/720, **8.02[1][a]**
 - 2022 VABEO 516, **2.17[6][d][i][ii]**
 - 2022 VABEO SI 516, **8.02[1][b]**

EU-UK WITHDRAWAL AGREEMENT

- CPVR protection, **13.05[1]**
- Database protection, **5A.02[6][a]**
- EUTM protection, **6.04[1][a]**
- Exhaustion of IPRs, **2.19[5]**
- Extracts, Articles 2, 54-61 and 126, **App 3A(2)**
- Mutual recognition of exhaustion of rights, **6.07[1][a]**
- Supplementary Protection Certificates, **3.01[6][a]**
- UCDR protection, **5C.03[1][a]**, **5C.03[2][a]**

EVIDENCE

- Parol, **9.25**

EXCLUSIVE DISTRIBUTION

- Agency agreements, and, **8.02[1]**

EXCLUSIVE LICENSEE

- Rights of, **1.16**, **3.06[3]**, **5C.02[2][a][ii]**

EXCLUSIVITY

- Antitrust and, **1.16**, **2.09[1][i]**, **2.09[1][q]**
- Grant backs, EU Competition Law, **2.20[6][a]**, **2.20[6][b]**

EXHAUSTION

- Patent license, **3.07[2]**

EXHAUSTION—Cont’d

United States, non-geographical approach to first sale exhaustion, **2.13[1]**

EXHAUSTION OF RIGHTS

Doctrine, **1.08[1]**
EU-UK withdrawal agreement, recognition, **6.07[1][a]**
Trade marks, **6.07**

EXTENSION

Period, of, **1.07[1][e]**
Product, of, **1.07[1][f]**
Territory, of, **1.07[1][c]**

EXTERNAL EYES ONLY PROVISIONS

Generally, **4.06[8]**

EXTRATERRITORIALITY

Goods in transit, **1.17[3]**
International supervision of intellectual property, **1.17[1]**
Long-arm statutes, **1.17[2]**
Parallel imports, **1.17[4]**

F**FAIR TRADING**

Agreement, non-genuine, **8.04[7][a]**
Non-genuine agreement, in TFEU, **8.04[7][e]**
Protection of principals and agents, **8.04[7][d]**

FEDERAL TRADE COMMISSION (FTC)

Act. *see* **Federal Trade Commission Act**
Guidelines, antitrust, **2.09[1] to 2.09[3], App 2J(2)**

FEDERAL TRADE COMMISSION ACT

Generally, **2.07, App 2B(1)**
Unfair methods of competition, **2.07[1]**

FIELD OF USE

Restriction on, **1.09[1][e], 2.12[3]**

FINANCE

International judgment, of, **9.07**

FORUM

Choice of, **9.15**

FRANCHISING

Anti-Trust Law, US, **8.02[2][b]**
Arbitration for, **10.10**
Business systems and systems for trade marked goods, **8.02[2][b][iii]**
Damages for breach, **9.23**
EU franchising, **8.02[2][c]**
Marketing and distribution agreements, generally, **8.02[2]**
Regulation of franchising, US, **8.02[2][a]**
Relevant block exemptions, **4.03[3]**
Restrictive covenants, **8.02[2][b][ii]**
Third parties, rights of, **9.23**
Trade mark, **4.03[3]**
Trade secrets and trade marks, **6.02[2][b][iv]**

FRANCHISING—Cont’d

Tying, **8.02[2][b][ii]**
UK franchising, **8.02[2][c]**
Violations, anti-trust, **8.02[2][b][i]**

FRAND LICENSING

Generally, **2.13[2], 2.19[1][a][ii], 2.21[1], 3.11 ETSI, 3.11[2]**
Negotiations, **3.11[3][b]**
SEPs. *See* **Standard Essential Patents (SEPs)**
Terms
Access to records, **3.11[4][f]**
Audit costs, **3.11[4][f]**
Bundling, **3.11[4][d]**
Confidentiality of license settled by a court, **3.11[4][e]**
Record keeping, **3.11[4][f]**
Royalties, **3.11[4][a]**
Scope of license, **3.11[4][c]**
Term, **3.11[4][g]**
Territory, **3.11[4][b]**
Undertaking to take license of FRAND terms, effect of, **3.11[3][c]**
Undertaking to take license of FRAND terms, effect of, **3.11[3][c]**
Unwired case, **3.11[2]**

FRAUD

Patent Office, on, **1.14[3]**
Recovery of royalties, **1.14[2][a]**
Upon the Crown, **1.14[3]**

FUTURE DISPUTE CLAUSES

Arbitration, **10.03**

FUTURE RIGHTS

Design right, **5C.02[2][b][vii]**

G**GEO-BLOCKING**

Discrimination based on, amending Regulations (EC) No. 2006/2004, (EU) 2017/2394, Directive 2009/22/EC, **App 3B(21)**
Unjustified, EU prohibition against, **2.20[9]**

GEOGRAPHICAL AREA

United States, non-geographical approach to first sale exhaustion, **2.13[1]**
See also **Territoriality**

GOLD

Clause, **9.07**
One-time significance, **9.07**

GOOD FAITH

Contracts and agreements, **9.32**

GOODS

Licensing of IP, Dept. of Justice and FTC antitrust guidelines, **2.09[1][d]**
Supplied and held on trust, **9.17**

GOODS—Cont’d

In transit, **1.17[3]**

GOODWILL

Ownership in foreign market, **8.02[3]**

GRANT, PLANT VARIETY

Duration of, **13.04[2][d]**

GRANT-BACK

Antitrust, US guidelines, **2.09[1][r]**

Competition law

EU *see* **EU Competition Law**

US restrictions, **2.12[6]**

Improvements of, **1.10[1]**

Patent licenses, **3.07[9]**

H

HAGUE AGREEMENT

International Deposit of Industrial Designs, **5C.04**

HAGUE AGREEMENT ON INTERNATIONAL REGISTRATION

U.K. accession to, **5C.02[3][j]**

HARMONISATION

Copyright, **App 3D(5)**, **App 3D(8)**

Design right, **5C.02[3][i]**

European harmonisation and initiatives, **5A.09**

Plant varieties, breeders’ rights, **13.04[2][k]**

Trade mark(s), **6.01[2]**

“HOPPING”

United States antitrust law, **2.13[3]**

HORIZONTAL RESTRAINTS

Licensing of IP, Dept. of Justice and FTC antitrust guidelines, **2.09[1][m]**

HOUSEKEEPING

Design right, **5C.02[2][b][v]**

HUMAN RIGHTS ACT

Privacy, **4.01[1]**

HYPERLINKING

Multimedia and entertainment, licensing and developments, **7.05[6]**

I

IMPLIED TERMS

Contracts and agreements, **3.05[3]**, **9.02[1]**, **9.31**

License, in, **3.08**, **9.02[1]**

IMPROVEMENTS

Benefit of, assignee takes, **3.07[8]**

“Club,” **1.10[2]**

Grant-back of, **1.10[1]**

Ownership, **1.10[1]**

INCOME TAX

Generally, **11.06[1]**

INDEMNITY

Infringement of third party rights, **9.26[1]**

Liability of licensee to third party for acts of sub-licensee, **9.26[2]**

Third parties, generally, **9.26**

INDEX

Plant variety, of, **13.04[2][g]**

INDIRECT USE

Computer software, exploiting, **5B.03[3]**

INFLATION

Gold, role of, **9.07**

Statistical index, use of, **9.07**

INFRINGEMENT

Patent, of, **1.07[f]**, **1.14[c]**

Consent judgment, validity and, **1.14[c]**

Plant variety rights, of, **13.04**

Registered trade mark, of, *see* **Trade Marks(s)**

Third party, by, **1.12**

Third party rights infringement, indemnities against, **9.26[1]**

US Patent Law (§ 271), **1.13[5]**

INQUIRIES BEFORE CONTRACT

Title, **3.05[1]**

Validity, **3.05[2]**

INSOLVENCY OF PARTY

Corporate Insolvency and Governance Act 2020, **9.12**

Provisions in case of, **9.12**

INSPECTION

Rights relating to inspection of books, **9.09**

INTELLECTUAL PROPERTY

Analysis of, **1.01[2]**

Antitrust law and, **1.06[1]**, **1.06[5]**

Arbitration, *see* **Arbitration**

Assignments in respect of, **1.04[1]**

Charges, transactions in respect of, **1.04[4]**

Compulsory exploitation of intellectual property, exclusivity justified, **1.16[2]**

Individual in society, **1.02**

Copyrights and unfair competition, **1.02[1][b]**

Early monopoly grants, **1.02[2][b]**

Politics of patents, **1.02[2][b]**

Qualifying as grantee of patent, **1.02[2][a]**

Intellectual Property Act 2014, **App 1L**

Licensee’s interests, **1.06[5][b]**

Licenses, transactions in respect of, **1.04[1]**

Marketing provisions, **8.01**

Monopoly, **1.06[1]**

Mortgages, transactions in respect of, **1.04[3]**

Nature of rights, **1.01[1]**

Overlaps antitrust, **1.06[2]**

INTELLECTUAL PROPERTY—Cont'd

- Owner's interest, **1.06[5][a]**
- Patent antitrust law, sources, **1.06[1]**
- Rights
 - Generally, **3.11**
 - Evolution and interplay, international trade, **1.05**
- Sources of, **1.06[1]**
- Trade marks, *see* **Trade Mark(s)**
- Trade secrets, **1.03[2]**
- Transactions in property, **1.01**
- Transfer of, *see* **Technology Transfer**
- UK National Security and Investment Act 2021, **1.05[2]**

INTERNATIONAL ARBITRATION

- UNCITRAL Model Law on International Arbitration, *see* **Arbitration**

INTERNATIONAL GUIDELINES

- Dept. of Justice and FTC, **2.09[3], App 2J(2)**

INTERNATIONAL PAYMENT/JUDGMENT

- Money basis, **9.08**

INTERNATIONAL TRADE

- Intellectual property rights, evolution, **1.05**

INTERNATIONAL TRANSACTIONS

- Taxation, **11.07 to 11.07[2]**

INTERNATIONAL TRANSPORT

- Patents relating to, **1.17[3]**

INTERNET SERVICE PROVIDERS

- Geo-blocking
 - Discrimination based on, amending Regulations (EC) No. 2006/2004, (EU) 2017/2394, Directive 2009/22/EC, **App 3B(21)**
 - Unjustified, EU prohibition against, **2.20[9]**
- Information residing on systems or networks at the direction of users and information location tools, **5B.04[3]**
- System caching, **5B.04[2]**
- Transitory communications, **5B.04[1]**

INTERPRETATION

- Parol evidence, **9.25**

INTERSTATE CONFLICTS

- Local rules on, **8.06[4]**

INVENTION

- Assignment of, **3.01[4]**
- Biotechnological inventions, EC directive 98/44/EC on legal protection, **App 3D(2)**
- Computer-related, **5B**
- Connected party, by, **3.03**
- Consultant, by, **3.03**
- Employee, of, **3.03**
- Future option on, **3.03**
- Licensee, by, **3.03**
- Property in, **3.03[4]**

INVESTIGATION OF TITLE

- Patent, to, **3.05[1]**

J

JOINT INVENTORS AND OWNERS

- Agreements between co-owners, **3.02[1][b]**
- Patent application, generally, **3.02[1] to 3.02[1][c]**
- Preemption, **3.02[1][c]**
- UK Patents Act of 1977, **3.02[1][a]**

JOINT RESEARCH/VENTURE

- Where allowed, **12.02[2][b]**

JOINT VENTURES

- Agreements, **12.02[2][b]**

JURISDICTION

- Choice of forum, **9.15**
- Multimedia and entertainment, **7.08**
- Patent license, **3.07[17], 3.07[19]**

JURISPRUDENCE

- Analysis of intellectual property, **1.01[2]**

K

KITS

- Design right, **5C.02[1][h]**

KNOW-HOW

- Assignment by employee, **4.06[3]**
- Block exemption definitions, **4.01[1][c]**
- Employee's, **3.04**
- EU competition law, *see* **EU Competition Law**
- Goodwill, as, **3.01[4]**
- Hybrid agreement, **4.06[1]**
- Incorporation by individuals, **4.06[2]**
- License, territorial limits, **4.06[7]**
- Property, as, **3.01[4]**
- Tax incidence, **11.07**
- Term and termination, **4.07**
- Territorial limits, **4.06[7]**

L

LABEL LICENSING

- Process patents for, **1.06[1], 1.13[5]**

LAPSE

- Patent license, **3.07[15]**

LIABILITY

- Licensor's liability to third party for licensee, **9.26[2]**
- Limitation, **9.20**

LICENSEE

- Competitive advantage, **1.12**
- Complex apparatus, imposing on licensee, **1.11[1]**
- Estoppel, **1.12, 1.14[2]**

LICENSEE—Cont’d

- Exclusive licensees, exploitation for benefit of relevant public, **1.16[1]**
- Non-infringing, **1.07[1][f]**
- Obligations upon, **1.13**
- Trade mark of bankrupt debtor, use by licensee, **6.06[7]**
- Unwanted facilities, imposing on licensee, **1.11, 1.11[1]**

LICENSES AND LICENSING

- Agreement, basis for, **9.03**
- Antitrust, US, *see* **United States**
- Biotechnology, U.K., **13.04[3][b]**
 - Compulsory and cross-licensing, **13.04[3][c]**
 - European Harmonisation and EU Exit, **13.04[3][k]**
- Compulsory licenses, *see* **Compulsory Licenses**
- Copyright, *see* **Copyright**
- Cross-licensing and pooling, **3.07[10]**
- Design right, *see* **Design Right**
- Estoppel, assignment by, **3.06[1]**
- EU Collective Management and Multi-Territorial Licensing Directive, **5A.07[7]**
- EU competition law, *see* **EU Competition Law**
- European directives, **App 3D(10B)**
- Exclusive, obligation under, **1.16, 3.06[3]**
- Extent of grant, **3.07[3]**
- Implication of, **1.09[1][b]**
- Implied, **3.08**
- Intellectual property rights, **1.04[2]**
- Label licensing, process patents for, **1.06[1]**
- Lapse, patent license, **3.07[15]**
- Licensee, *see* **Licensee**
- Limited, **1.09[1][b], 1.09[1][c]**
- Multimedia and entertainment, *see* **Multimedia and Entertainment**
- Nature of, **3.06[2]**
- Orphan works, **5A.07[6], 5D.05[3]**
- Patent, *see* **Patent License**
- Protectable information, **4.05**
- Right, licenses of, **3.10**
- Schemes and bodies, **5A.07[5]**
- Simple, **3.06[3]**
- Sole, **3.06[3]**
- Sub-license, *see* **Sub-License**
- Term of, patents for inventions, **3.07[5]**
- Termination, **3.07[14], 9.08**
- Terms and issues, general outline, **3.08**
- Trade marks, *see* **Trade Mark(s)**
- US, *see* **United States**

LIMITATIONS

- Legality of, **1.07**
 - Damages for anticompetitive behavior, **1.17[3]**
 - On scope, **1.07[1][a]**
- Of liability, **9.20**
- TFEU, market, technical development or investment limits or controls, **8.04[3]**

LIMITED LICENSE

- Knowledge of conditions, **1.09[1][b]**
- Title passed, where, **1.09[1][c]**

LIQUIDATOR OF COMPANY

- Assignment by, **3.06**

LOCAL RESTRICTIONS

- TFEU, local restrictions as measures “having equivalent effect” to prohibitions within Articles 34–36 of, **8.06**

LONG-ARM JURISDICTION

- Foreign companies, over, **1.17[2]**

M**MARKET / MARKETING**

- Generally, **8.01 to 8.06**
- Agreement / relationship, uncommon forms, **8.03**
- Co-operatives, **8.03[2]**
- Digital single market, European Union (EU), **5A.07[8], 7.07**
- Franchising agreements, **8.02[2]**
- Goodwill in foreign market, ownership of, **8.02[3]**
- Intellectual property rights, **8.01**
- Limited partnership, through, **8.03[1]**
- Obligations unconnected with contract, imposing supplementary, **8.04[6]**
- Offending (or not) against TFEU, Articles 101 and 102, **8.04, 8.05**
- Relevant market, EC’s notice on definition for purpose of Community Competition Law, **App 3C(9)**
- Sharing, TFEU, **8.04[4]**
- Territorial limitations, **1.16, 8.06[1], 8.06[4]**
- TFEU, **8.04, 8.05**
- Unfair competition, **8.04[5], 8.06[2]**

MASK WORKS

- Copyright, **5B.02[5]**

MATCHING SETS

- Design right, **5C.02[1][j]**

MERGERS

- Guidelines, US antitrust, **2.09[4], App 2J(3), App 2J(4)**
- Patents and concentration through merger, **1.18**
- Vertical, DOJ, **App 2J(5)**

MISUSE

- Patent license, **3.07[12]**
- Patents, of, **1.13[5]**

MONEY

- Choice of, **9.08**

MONOPOLIES

- Beneficial monopoly, undue concentration of rights as affecting, **1.15**
- Commission investigating, **1.06[2]**
- Common law, and, **1.06[2], 1.06[4]**
- Sherman Act, **2.05[2]**

MORTGAGESIntellectual property, **1.04[3]****MULTIMEDIA AND ENTERTAINMENT**Generally, **7.01**

Core property rights

Generally, **7.02**Confidentiality, **7.02[5]**Copyrights, **7.02[1]**Databases, rights in, **7.02[4]**Patents, **7.02[2]**Rights in databases, **7.02[4]**Trade marks, **7.02[3]**Trade secrets, **7.02[5]**

Distribution media, modes and legislation

Generally, **7.06**EU digital single market legislation, **7.06[3]**On-line supply, digital content, supply and consumer legislation, **7.06[2]**Physical media, supply and consumer legislation, **7.06[1]**End user considerations and restrictions, **7.07**Enforcement, **7.08**European design rights, **7.02[6]**Films, privacy, moral rights, **7.03[1][e]**Formats, rights in, **7.04**Image rights, personal rights, **7.03[6]**Jurisdiction, **7.08**Liability and jurisdiction, **7.08**

Licensing and developments

Collecting societies and collective management organizations, **7.05[1]**Copyright Tribunal, **7.05[3]**Existing agreements, new channels, **7.05[2]**Hyperlinking, **7.05[6]**Moral rights, **7.05[2]**Music industry, **7.05[5]**Protected content, online uses, **7.05[6]**

Moral rights

Generally, **7.03[1][a]**Author, **7.03[1][b]**Director, **7.03[1][b]**False attribution of work, **7.03[1][d]**Films, privacy, **7.03[1][e]**Identified, right to be, **7.03[1][b]**Objection to derogatory treatment, right to be, **7.03[1][c]**Photographs, privacy, **7.03[1][e]**

Music industry, licensing and developments

EU, **7.05[4][b]**UK, **7.05[4][b]**US, **7.05[4][a]**

Personal rights

Generally, **7.03**Collective agreements and collecting societies, **7.03[3]**Data protection, **7.03[5]**Image rights, **7.03[6]**Information privacy, **7.03[5]****MULTIMEDIA AND ENTERTAINMENT—Cont'd**

Personal rights—Cont'd

Moral rights, above

Non-property rights, **7.03[2]**Performers, **7.03[2]**Photographs, privacy, moral rights, **7.03[1][e]**Rights of personality, **7.03[4]**Character merchandising, **7.03[4][b]**Endorsing, **7.03[4][c]**Fictional characters, **7.03[4][b]**Introduction, **7.03[4][a]**Merchandising, **7.03[4][d]**Rights arising from reputation, **7.03[4][c]**Sponsoring, **7.03[4][c]**Use of company name, **7.03[4][e]****N****NAGOYA PROTOCOL**EC regulation, implementation, **App 3B(16)****NEGOTIATIONS**FRAND licensing, **3.11[3][b]****1988 ACT**Design right, **5C.02[2][b]****NO-CHALLENGE CLAUSES**Patent license, in, **3.07[13]**Validity, **1.14[2]****NON ASSIGNMENT**Contracts and agreements, **9.33**Transfer, **9.33****NON-EXCLUSIVE LICENSEE**Damages claim, **1.07[1][f]****NOTICES**Design right, **5C.02[2][b][ix]**, **5C.02[3][e]**EC announcements and notices, *see* **EC**EC Treaty announcements and notices, *see* **EC Treaty**TFEU, minor importance, notice on agreements not appreciably restricting competition, **App 3C(3)****O****OPEN SOURCE SOFTWARE**Copyright, **5B.03[5]****ORIGINALITY**Copyright, **5A.05**Design right, **5C.02[2][b][vi]**Resale right for benefit of author of original work of art, Directive 2001/84/EC (27 September 2001), **App 3D(9)****ORPHAN WORKS**Broadcasting and rights in performances, licensing, **5D.05[3]**Copyrights, licensing, **5A.07[6]**

ORPHAN WORKS—Cont'd

Directives of EC, certain permitted uses of orphan works
(25 Apr 2012), **App 3D(11)**

OWNERSHIP

Design right, **5C.02[1][e]**, **5C.02[3][b]**
Goodwill in foreign market, ownership of, **8.02[3]**

P

PARALLEL IMPORTS

Control of, **1.08[1]**
Exhaustion of rights doctrine, **1.08[1]**
Protective provisions, **1.17[4]**
Restrictions, TFEU, **8.04[3][a]**

PARTNERSHIP

Implied license, **3.08**
Limited, E.E.C., **8.03[1]**

PATENT APPLICATION

Generally, **3.02**
Joint inventors and owners, **3.02[1]** to **3.02[1][c]**
Procedure, **3.01[1]**
Publication of, **3.01[3]**
Requirements for, **3.01[1]**
Right to apply, **3.02**
Transactions related to, **3.04**
UK Patents Act of 1977, co-ownership, **3.02[1][a]**

PATENT LICENSE

Generally, **3.06**, **3.07**
Abandonment, **3.07[15]**
Applications, *see* **Patent Application**
Assignment
 Nonassignment, **3.07[15]**
 Re-assignment, **3.07[16]**
Bankruptcy, **3.09**
Best endeavors, **3.07[6]**
Compulsory, **1.16**, **3.10**
Cross-licensing, **3.07[10]**
Customer restrictions, **3.07[2]**
Duration, **1.07[1][e]**
Estoppel of licensee, **1.12**
Exclusive, **1.16**, **3.06[3]**
Exhaustion, **3.07[2]**
Field of use, **3.07[2]**
Grantbacks, **3.07[9]**
Impact of competition law, **3.12**
Implied licenses and terms, **3.08**
Improvements, **3.07[8]**
Infringement, right and obligation to enforce, **3.07[18]**
Jurisdiction clauses, **3.07[17]**, **3.07[19]**
Label, by, **1.06[1]**, **1.13[4]**
Lapse, **3.07[15]**
Legality of license limitations, **1.07**
Licenses of right, **1.16[2]**, **3.10**
Limited, **1.09[1][c]**

PATENT LICENSE—Cont'd

Misuse, **3.07[12]**
Most favoured licensee/nation, **3.07[7]**
No-challenge clauses, **3.07[13]**
Non-assignment, **3.07[15]**
Non-infringing sales, **1.07[1][f]**
Pooling, **3.07[10]**
Price fixing, **3.07[11]**, **3.07[12]**
Re-assignment on non payment, **3.07[16]**
Restrictions, **1.07**
Right to demand, **1.15[1]**
Royalties, **3.07[1]**
Simple, **3.06[3]**
Sole, **3.06[3]**
Term of license, **3.07[5]**
Termination, **3.07[14]**
Terms and issues, **3.08**
Territory, **3.07[4]**
Tying, **3.07[12]**
UK Patents Act 1977, **3.10**

PATENT(S)

Generally, **3.01 et seq.**
Analysis of grant, **1.09[1][a]**
Antitrust and, **1.06[1]**
Application, *see* **Patent Application**
Arbitration, *see* **Arbitration**
Area of, extension, **1.07[1][c]**
Assignment of, **3.06[1]**
Biotechnology, U.K., **13.04[3][a]**
Competition law
 EU, *see* **EU Competition Law**
 Impact, **3.12**
Competition policy, **1.07**
Consultants, by, **3.03**
Cross-licensing of, **1.15[2]**
Date of, **3.01[3]**
Early development and history, **1.02[2][b]**
Employee making, **3.03**
EU competition, *see* **EU Competition Law**
Exclusive
 Assignment, as, **1.16**
 Right to grant, **1.07[1][d]**
 Safeguards, **1.16**
Exclusivity of, **1.16**
Exploitation of, in foreign countries, **1.16[2]**
Exploitation policy, **1.15**
Failure to exploit, **1.14[1]**
Grant of patent, right to, **3.02**
Hybrid agreement, **4.06[1]**
Improvements, **1.10[2]**
Invalid, responsibility, **1.14[2]**
Invalidity, protection against, **3.05[2]**
Inventions or designs, treatment of, **3.04**
Know-how, *see* **EU Competition Law**
Law, non-pre-emption of trade secret law by, **4.03[1][c]**

PATENT(S)—Cont'd

License, *see* **Patent License**
 Merger, patents through, **1.18**
 Misuse, US law, **1.13[5]**
 Multimedia and entertainment, **7.02[2]**
 Plants
 Breeders' rights, **13.04[2]**
 European protection, **13.05**
 United Kingdom, **13.04[1]**
 United States, **13.03[1]**, **13.06**
 Politics of, **1.02[2][b]**
 Pools
 Beneficial monopoly, undue concentration of rights as converting, **1.15[2]**
 Legality, **1.09[1][d]**
 Post expiration royalty, **4.06[1]**
 Process, for, **1.06[1]**, **1.07[1]**, **1.13[5]**
 Property in, **3.01[4]**
 Protectable information and, **4.03[1]**
 Qualifying as grantee of, **1.02[2][a]**
 Restrictive practices and, **1.07[1][d]**, **3.07[2]**
 Rights in, generally, **1.03[1]**, **3.01**
 Royalties, patent-free territories, **1.07[1][c]**
 Sale in patent-free territories, **1.07[1][c]**
 Scope of protection, **3.01[5]**
 Sources of antitrust law, **1.06[1]**
 Supplementary Protection Certificates, **3.01[6]**
 Territories, patent-free
 Royalties in, **1.07[1][c]**
 Sale in, **1.07[1][c]**
 Title to, **3.05[1]**
 Transactions related to, **3.04**
 Unpatented inventions, **3.04**
 US, *see* **United States**
 Validity attacked, **1.12**
 Validity inquiry, **3.05[2]**
 Warranty of validity, **3.05[2]**

PAY FOR DELAY

EU competition law, **2.20[10]**

PAYMENT

Contract, re-assignment on non payment, **9.27**
 Patent license, re-assignment on non payment, **3.07[16]**
 Taxation, nature of transactions and payments, **11.04**
 U.S. antitrust issues, reverse payment settlement agreements, **2.13[4]**

PERFORMANCE RIGHT

Generally, **1.03[5]**
 EU competition law, copyright, **2.19[3][b]**

PLANT(S)

Joint venture, whether sale, **13.04[2][e]**
 Renewal, renunciation on, **13.04[2][e]**

PLANT VARIETIES

Act, **App 2I**

PLANT VARIETIES—Cont'd

Breeders' rights
 United Kingdom
 Annulment, cancellation and suspension, **13.04[2][i]**
 Duration of rights, **13.04[2][e]**
 EU competition law and plant varieties rights, **13.04[2][l]**
 European harmonisation, **13.04[2][k]**
 Exemptions, **13.04[2][d]**
 Infringement, **13.04[2][c]**
 Licensing and compulsory licenses, **13.04[2][h]**
 Naming of varieties, **13.04[2][g]**
 Nature of the rights conferred, **13.04[2][b]**
 Persons entitled to apply, **13.04[2][a]**
 Plant Varieties and Seeds Tribunal, **13.04[2][j]**
 Sale of rights, **13.04[2][f]**
 United States, **13.06**
 Community plant variety rights, **App 3B(14)**
 EU competition law
 Generally, **2.19[4]**
 Breeders' rights, **13.04[2][l]**
 European protection
 EU-UK withdrawal agreement, **13.05[1]**
 Plant Varieties Act 1997, **App 1Y**
 Protection of
 Future developments needed, **13.03[6]**
 General Information About 35 USC.A. 161, **App 2I(1)**
 Overlap between patents and breeders' rights, **13.03[5]**
 Types of, **13.01**, **13.02**
 United Kingdom patents, **13.04[1]**
 United States, **13.03**
 Multiple claims, **13.03[4]**
 Patents, **13.03[1]**
 United Kingdom
 Breeders' rights, United Kingdom, above
 Protection of patents, **13.04[1]**

POOLS AND POOLING

Competition law
 Copyright pools and collective rights management, EU law, **2.21[4]**
 Licensing negotiation groups, **2.21[2]**
 Technology pools, EU law, **2.21[1]**
 US restrictions, **2.12[5]**
 Cross-licensing, *see* **Cross-Licensing**
 Patent licensing issues, **3.07[10]**
 Patents, *see* **Patents**
 Technology pools, co-operation within industry, **12.02[2][e]**

PREEMPTION

Joint inventors and owners, **3.02[1][c]**

PRICE CONTROL

TFEU, **8.04[2]**

PRICE-FIXING

Exclusive dealer, by, **3.07[12]**
 International agreements in, **1.09[1][d]**

PRICE-FIXING—Cont’d

- Licensee estoppel and, **1.09[1][d]**
- Patent licensing issues, **3.07[11]**, **3.07[12]**
- Purchase or sale prices, **8.04[2]**

PRINTING

- Copyrights, impact of invention of printing, **1.02[1][a]**

PRIVACY

- Human Rights Act, **4.01[1]**

PRIVITY OF CONTRACT

- Exception to, **1.09[1][c]**

PROCEEDINGS

- Design right, **5C.02[2][b][viii]**

PRODUCT MIGRATION

- United States antitrust law, **2.13[3]**

PROPER LAW

- Contract, of, **9.14**

PROPRIETARY INFORMATION

- see* **Protectable Information**

PROTECTABLE INFORMATION

- Assignment, **4.04[1]**, **4.04[2]**
- Competition/Antitrust considerations
 - EU, **4.08[1]**
 - U.K., **4.08[2]**
 - U.S., **4.08[3]**
- Confidence, breach of, **4.02[3][c]**
- Confidential information. *see* **Confidential Information**
- EU
 - Generally, **4.02[1][b]**
 - National law, **4.02[1][a]**
 - Technology sharing and transfer, **4.05[2]**
 - Trade secrets, Directive 2016/943 for protection of, **4.02[1][d]**
- Incorporation by individuals, **4.06[2]**
- Law, **4.01[2]**
- Legal frameworks
 - EU, **4.02[1]**
 - UK, **4.02[2]**
 - US, **4.02[3]**
- Defend Trade Secrets Act, **4.02[3][b]**
- Licensing
 - UK, **4.05[1][a]**
 - US, **4.05[1][b]**
- On purchase of company, **4.06[4]**
- Other intellectual property rights and, **4.03**
- Terminology and, **4.01[2]**
- Trade secrets. *see* **Trade Secrets**
- Transfer, **4.04[1]**, **4.04[2]**
- U.K. *see* **United Kingdom**
- Unfair competition, **4.02[1][c]**
- See also* **Know How**; **Confidential Information**

PUBLIC DOMAIN/PUBLIC JURIS

- Effect on information license, **4.06[5]**

PUBLIC INTEREST

- Overrides estoppel, **1.14[1]**
- Paramount, **1.14[1]**
- Restraint of trade, **1.06[4]**

Q

QUIET POSSESSION

- Implied term, **9.02[1]**

R

RECITALS

- Significance, **9.11**

RECORDS AND RECORDKEEPING

- FRAND licensing, **3.11[4][f]**

REGISTERED DESIGN

- In U.K., **5C.02**

REGISTERED DESIGNS ACT OF 1949

- Amended, **App 1N**

REPACKAGING

- Trade marked goods, **6.10[3]**

REPAIR

- Right of, **1.13[2]**
- Spare parts, **1.13[3]**

RESALE

- Prices
 - Fixing, **1.09[1][d]**
 - Maintenance, **2.09[1][n]**
- Rights
 - Benefit of author of original work of art, Directive 2001/84/EC (27 September 2001), **App 3D(9)**
 - Copyright, scope of artists resale rights, **5A.02[3]**

RESEARCH AND DEVELOPMENT

- Agreements, technology sharing and transfer, **12.02[2][c]**
- EU competition law, **2.17[1][c][iii]**
- Licensing of IP, Dept. of Justice and FTC antitrust guidelines, **2.09[1][f]**

RESTRAINT OF TRADE

- Common law rules, **1.06[2]**
- Distributorships and, **1.09**
- Domestic imports, **1.17**
- Foreign trade, **1.17**
- Patents and, **1.07**
- Public interest, **1.06[4]**
- Severance, **1.06[3]**
- Sherman Act, **2.05[1]**
- Vertical agreements, **1.09**

RESTRICTIVE COVENANTS

- Employment, **1.06[2]**

RESTRICTIVE COVENANTS—Cont'd

Franchising, tying and restrictive covenants, **8.02[2][b][iii]**

RESTRICTIVE PRACTICES

Generally, **1.06[2]**

EU competition law, *see* **EU Competition Law**

Exemptions, **1.07[1][d]**

Patents and, **1.07[1][d]**

Procedure in, **1.07[1]**

US competition law, *see* **United States**

ROME I

European regulations, contractual obligations, No. 593/
2008, **App 3B(17)**

ROME II

European regulations, non-contractual obligations, No. 864/
2007, **App 3B(18)**

ROYALTIES

Basis for, **1.07[1][c]**

Escrow account during litigation, in, **1.14[2][b]**

EU competition law, **2.20[7]**

FRAND licensing, **3.11[4][a]**

Hybrid agreement, **4.06[1]**

Patent licenses, **3.07[1]**

Post patent royalty, **4.06[1]**

Recovery of, **1.14[2][a]**

Withholding of, **1.14[2][a]**

S

SALE OF GOODS

Implied terms, **9.02[1]**

SCHEMES AND BODIES

Copyright, **5A.07[5]**

SECRET INFORMATION

Trade secrets, **4.01 et seq.**

SEEDS

Plant varieties and breeders' rights, **13.04[2][j]**

SEMICONDUCTOR TOPOGRAPHY

Design right, **5C.02[1][i]**

SETTLEMENTS

EU competition law, *see* **EU Competition Law**

U.S. antitrust issues, reverse payment settlement agreements, **2.13[4]**

SHERMAN ACT

Generally, **2.05, App 2A**

Contracts, combinations, and conspiracies in restraint trade,
2.05[1]

Monopolization, **2.05[2]**

SOFTWARE

Goods licensing and copyright, **5A.07[3][d]**

SPARE PARTS

Obligation not to copy, **8.04[7][c]**

Obligation to buy from franchisor, **1.13[3]**

SPECIALISATION AGREEMENTS

EU competition law, **2.17[1][c][iv]**

Technology sharing and transfer, **12.02[2][d]**

STAMP DUTY

Generally, **11.06[5]**

STANDARD ESSENTIAL PATENTS (SEPs)

Generally, **2.13[2], 2.19[1][a][ii], 2.21[1], 3.11**

Essential, defined, **3.11[3][a]**

European Commission Communication on SEP licensing,
3.11[5]

Licensing negotiation groups, **2.21[2]**

SUB-LICENSE

Liability of licensee to third party for acts of sub-licensee,
9.26[2]

Requirement, **3.07[3]**

SUPPLEMENTARY PROTECTION CERTIFICATES

Patent(s), **3.01[6]**

EU-UK withdrawal agreement, **3.01[6][a]**

SUPPLY AND SUPPLIES

Distribution media, modes and legislation, **7.06[1], 7.06[2]**

Requiring licensee to obtain, from licensor, **1.13[1]**

T

TAXATION

Generally, **11.01**

Characterising the nature of intellectual property rights and
transactions, generally, **11.05 to 11.05[2]**

Double taxation provisions, **11.07[1]**

Entities, **11.03**

EU and UK Digital Services Taxes, **11.06[3][b]**

Kinds of taxes

Generally, **11.06**

Capital, **11.06[2]**

Corporate/corporation taxation, **11.06[3]**

EU and UK Digital Services Taxes, **11.06[3][b]**

Income, **11.06[1]**

Innovation/patent box regimes, **11.06[3][a]**

Sales; VAT, **11.06[4]**

VAT and intellectual property, **11.06[4][a]**

Stamp duty, **11.06[5]**

Legislation and authorities, **11.02**

Transactions and payments, characterizing nature of, **11.04**

Withholding tax, **11.07[2]**

TECHNOLOGY AND PATENT(S)

Pools

Technology Transfer Block Exemption Regulation
(TTBER), **2.19[1][a][iii]**

TECHNOLOGY SHARING AND TRANSFER

- Generally, **12.01[1]**
- Agreements
 - Generally, **12.02[2][a]**
 - TFEU application, **App 3B(8)**
- Boilerplate clauses, **12.03[5][j]**
- Commission notice guidelines as to applicability of Article 81 of EC Treaty to technology transfer agreements, **App 3C(10)**
- Computer software, exploiting, **5B.03[3]**
- Confidentiality, **4.03, 12.03[5][g]**
- Consortia, **12.02[3]**
- Context, technology transfer in, **12.01[2]**
- Co-operation involving universities
 - Approaches, **12.03[2]**
 - Background, **12.03[1]**
 - Boilerplate clauses, **12.03[5][j]**
 - Commencement and date of student research, **12.03[5][a]**
 - Confidentiality, **12.03[5][g]**
 - Contributions by company, **12.03[5][e]**
 - Discoveries, **12.03[5][h]**
 - Exploitation, **12.03[5][i]**
 - Inventions, **12.03[5][h]**
 - Parties sponsoring student research, **12.03[5][b]**
 - Primary issues, **12.03[3]**
 - Progress, **12.03[5][f]**
 - Project, **12.03[5][d]**
 - Recitals, **12.03[5][c]**
 - Sponsoring student research, **12.03[5]**
 - Strategic issues, **12.03[4]**
- Co-operation within industry
 - Agreements, technology transfer, **12.02[2][a]**
 - Consortia, **12.02[3]**
 - European Categorisation, **12.02[2]**
 - Joint venture agreements, **12.02[2][b]**
 - Kinds of co-operation, **12.02[1]**
 - Pools, **12.02[2][e]**
 - Research and development agreements, **12.02[2][c]**
 - Specialization agreements, **12.02[2][d]**
- Europe, International Technology Control, **12.06[2]**
- Exploitation of student research, **12.03[5][i]**
- Hybrid agreement, **4.06[1]**
- Incorporation by individuals, **4.06[2]**
- Industrial partners, between, **12.02**
- International Technology Control
 - Europe, **12.06[2]**
 - United Kingdom, **12.06[1]**
 - United States, **12.06[3]**
 - US-UK Treaty, **12.06[4]**
- Planning for transfer, **12.01[3]**
- Pools, co-operation within industry, **12.02[2][e]**
- Research and development agreements, **12.02[2][c]**
- Specialization agreements, **12.02[2][d]**
- Technology Transfer Agreements (EU), **4.05[2]**
- Term and termination, **4.07**
- Territorial limits, **4.06[7]**

TECHNOLOGY SHARING AND TRANSFER—Cont'd

- Underlying intangible rights
 - Charges, **12.05[2]**
 - Derivative action by shareholder or director, **12.05[4]**
 - Licenses, **12.05[3]**
 - Nature of underlying rights, **12.04**
 - Transfers, **12.05[1]**
- United Kingdom, International Technology Control, **12.06[1], 12.06[4]**
- United States, International Technology Control, **12.06[3], 12.06[4]**

TECHNOLOGY TRANSFER

- Block exemption, **2.17[1][c][i]**
- EU competition law, **2.17[1][c][i]**

TECHNOLOGY TRANSFER BLOCK EXEMPTION REGULATION [TTBER]

- EU competition law, **2.19[1][a], 2.19[2][a], 2.20[2][a], 2.20[4][a]**

TERMINATION

- License
 - Generally, **3.07[14], 4.07**
 - Trade secret, **4.07**
- Loss of confidentiality, **4.07**
- Residual rights, on, **9.08**

TERRITORIALITY

- Competition law, US restrictions, **2.12[2]**
- Confidential information, **4.06[7][a]**
- Extensions, **1.07[1][c]**
- FRAND licensing, territory, **3.11[4][b]**
- Know how license, **4.06[7][a]**
- Limits for antitrust, **1.07[1][d]**
- Market sharing, **1.07[1][d]**
- Patent license, **3.07[4]**
- Trade secret, **4.06[7][b]**

THIRD PARTIES

- Arbitration clause, third parties to agreement containing, **10.12[5][c]**
- Contractual rights of, **9.23**
- Indemnities and third parties, **9.26**
- Infringement of third party rights, indemnities against, **9.26[1]**
- Public domain, **4.06[5]**
- Trade marks, *see* **Trade Mark(s)**

THREATS

- Design right, **5C.02[3][h]**

TIE-IN

- Alternative, **1.13**
- Hybrid patent license, **4.06[1]**
- Misuse of rights, **1.13**

TITLE

- Copyright, transferring. *see* **Copyright**
- Covenants for, **3.05**

TITLE—Cont'dInvestigating, **3.05[1]****TORT(S)**Relating to contract, **9.19****TRADE MARK(S)**Generally, **1.03[6]**, **6.01 et seq.**Approval, **6.08[6]**

Assignment of trade marks

Generally, **6.05**Community trade marks, **6.05[3][c]**EU and United Kingdom, **6.05[3][a]**

Goodwill

Community trade marks, **6.05[2][c]**EU and United Kingdom, **6.05[2][a]**United States, **6.05[2][b]**Licensing distinguished, **6.05[1]**United States, **6.05[3][b]**Community, European Community trade mark, **6.02[3]**,**App 3B(11) to App 3B(12A)**

Competition, antitrust and unfair competition law

EU, *see* **EU Competition Law**Europe, **6.10[1]**United Kingdom, **6.10[2]**United States, **6.10[3]**Delimitation agreements, **6.08[2]**

Distributors

Advertising, **6.08[4][b]**Alteration exhaustion and first sale, **6.08[4][a]**Application of distributors mark, **6.08[4][c]**Dealers' rights to mark, **6.08[4][d]**Services agreement, **6.08[4][e]**EU competition, *see* **EU Competition Law**European Community trade marks, **App 3B(11) to App 3B(12A)**

European Directives

European Parliament and Council, EC directive to approximate the laws of member states, **App 3D(1A)**European Parliament and Council, EU directive to approximate the laws of member states, **App 3D(1B)**First council directive approximate the laws of member states, **App 3D(1)**

Extent of protection conferred by trade mark

Generally, **6.04**EU and United Kingdom, **6.04[1]**United States, **6.04[2]**Franchising, business and trade marked goods systems distinction, **8.02[2][b][iii]**

Licensing

Generally, **6.06**Assignment with license back, **6.06[3]**Bankrupt debtor's trade mark, **6.06[1]**Exclusive licenses, **6.06[4]**Formal requirements, **6.06[1]****TRADE MARK(S)—Cont'd**

Licensing—Cont'd

Merchandising, **6.06[6]**Quality control, **6.06[2]**Multimedia and entertainment, **7.02[3]**

Nature and function

Harmonisation in the EU, **6.01[2]**

History

Asset of proprietor, mark as, **6.01[1][c]**Quality, **6.01[1][b]**Source, **6.01[1][a]**No-challenge clause, **6.08[1]**

Panel imports, gray goods and exhaustion of rights

Generally, **6.07**EU and United Kingdom, **6.07[1]**United States, **6.07[2]**Protectable information and, **4.03[3]**

Registerability as a trade mark

Generally, **6.03**

Certification marks

United Kingdom, **6.03[4][a]**United States, **6.03[4][b]**

Collective marks

EU Collective Mark, **6.03[3][c]**United Kingdom, **6.03[3][a]**United States, **6.03[3][b]**EU and United Kingdom, **6.03[1]**United States, **6.03[2]**Repackaging, **6.10[3]**

Statutory framework for licensing

EU

Community/ European trade marks, **6.02[1][b]**Directives, **6.02[1][a]**United Kingdom, **6.02[1][c]**

United States

Lanham Act, **6.02[2][a]**Related company concept, **6.02[2][b]**Common stockholders, directors, or officers, **6.02[2][b][ii]**Licensees and franchisees, **6.02[2][b][iv]**Sister corporations, **6.02[2][b][iii]**Wholly owned related companies, **6.02[2][b][i]**Term and termination, **6.09**

Third parties

Manufacturer, use by, **6.08[3]**Right to take action against, **6.08[5]**Trade Marks Act 1994 (U.K.), **App 1Q, App 1R**United States, **2.11[5]**Unregistered trade marks, **1.03[6]****TRADE SECRETS**Generally, **1.03[2]**, **4.01 et seq.**Assignment, **4.04[2][a]**Assignment by employee, **4.06[3]**Confidentiality Clubs, **4.06[8]**

TRADE SECRETS—Cont’d

- Copyright law, non-pre-emption of trade secret law by, **4.03[1][d]**
- Defend Trade Secrets Act 2016, **App 2K**
- Defined, **4.01[1][b]**
- EU Directive 2016/943, **App 3D(12)**
- External Eyes Only Provisions, **4.06[8]**
- Implied duty, **1.03[2]**
- Incorporation by individuals, **4.06[2]**
- Legal frameworks
 - EU Directive 2016/943 for protection of trade secrets, **4.02[1][d]**
 - US, **4.02[3][a]**
- Multimedia and entertainment, **7.02[5]**
- Natural monopoly, **1.03[2]**
- Nature of, **1.03[2]**
- Public domain, entry, **4.06[5]**
- Term and termination, license, **4.07**
- Territorial limits, license, **4.06[7]**
- Transfer, **4.04[1][b]**, **4.04[2][b]**
- Uniform Trade Secrets Act, **4.01[1][b]**
- United States, **2.11[2]**

TRANSFER

- Contracts and agreements, **9.33**
- Non assignment, **9.33**

TRANSFER OF TECHNOLOGY

- see* **Technology Sharing and Transfer**

TRANSLATIONS

- Qualifying for copyright, **5B.02[3]**

TREATY ON THE FUNCTIONING OF THE EUROPEAN UNION (TFEU)

- Article 101
 - Apply article 101(3), **2.18[4][d]**
 - Behaviour adjustments, competing undertaking, **8.04[1][b]**
 - Competing undertaking, behaviour adjustments, **8.04[1][b]**
 - Competition law, **2.17[1][a]**, **2.18[4]**
 - Effect of the agreement, **2.18[4][c]**
 - Exports, promoting, **8.04[3][b]**
 - Impact on competition, **2.18[4][a]**
 - Investment limitations or control, **8.04[3]**
 - Market limitations or control, **8.04[3]**
 - Market-sharing arrangements, **8.04**
 - Multiply-used standard agreements, **8.04[1][a]**
 - Notice by commission, competition restriction, **App 3C(3)**
 - Object of the agreement, **2.18[4][b]**
 - Parallel import restrictions, **8.04[3][a]**
 - Price fixing, **8.04[2]**
 - Technical development limitations or control, **8.04[3]**
 - Technology transfer agreements, **App 3B(8)**
- Article 102
 - Generally, **8.05**

TREATY ON THE FUNCTIONING OF THE EUROPEAN UNION (TFEU)—Cont’d

- Article 102—Cont’d
 - Competition law, **2.17[1][b]**, **2.20[4][c]**
- Dealership, obligation to grant, **8.04[7][b]**
- Extracts, **App 3A(1)**
- Fair trading, **8.04[7][a]**, **8.04[7][d]**, **8.04[7][e]**
- Local restrictions as measures “having equivalent effect” to prohibitions within Articles 34-36 of, **8.06**
- Marketing, **8.04**, **8.05**
- Notice on agreements of minor importance by Commission, **App 3C(3)**
- Obligations unconnected with contract, imposing supplementary, **8.04[6]**
- Regulation 316/2014, technology transfer agreements, **App 3B(8)**
- Spare parts, obligation not to copy, **8.04[7][c]**
- Trade marks to distributors, non-genuine assignment, **8.04[7][e]**
- Unfair competition, in, **8.04[5]**

TRIPS AGREEMENT

- Foreign trade, restraints on, **1.17**, **App 4F**

TRUST

- European regulations, identification and trust services for electronic transactions, No. 910/2014, **App 3B(19)**
- Goods supplied and held on trust, **9.17**

TYING

- Clayton Act, **2.06[2]**
- Competition law
 - EU *see* **EU Competition Law**
 - US restrictions, **2.12[4]**
- Franchising, tying and restrictive covenants, **8.02[2][b][ii]**
- Licensing of IP, Dept. of Justice and FTC antitrust guidelines, tying/bundling arrangements, **2.09[1][o]**
- Patent license, **3.07[12]**

U**UK ARBITRATION ACT OF 1996**

- Extracts, **App 6B**

UK PATENTS ACT 1977

- Compulsory licenses, **3.10**
- Licenses of right, **3.10**

UK SCHEME FOR THE PROTECTION OF DESIGNS

- Design right, **5C.02**

UNCITRAL MODEL LAW ON INTERNATIONAL ARBITRATION

- see* **Arbitration**

UNFAIR COMPETITION/TRADING

- Basis of intellectual property rights, **1.02[1][b]**
- Federal Trade Commission Act, **2.07[1]**
- Regulations issued by EC, *see* **EC**

UNIFORM ARBITRATION ACT OF 1950Generally, **App 6D****UNITED KINGDOM**Arbitration Act of 1996, **App 6B**

Biotechnology

Compulsory and cross-licensing, **13.04[13][c]**Breeder's rights, *see* **Plant Varieties**Competition law, *see* **EU Competition Law**Copyright, Designs and Patents Act 1988, as amended, **App 1K**Copyright, protection of U.S. works in the U.K., **5A.08[6]**Crown Copyright, **App 1N**Design right, *see* **Design Right**Enterprise Act of 2002, extracts, **App 1AA**Enterprise and Regulatory Reform Act of 2013, extracts, **App 1AB**EU and UK Digital Services Taxes, **11.06[3][b]**EU-UK Trade and Cooperation Agreement, Articles DIGIT 1-17 and IP1-57, **App 3A(3)**EU-UK withdrawal agreement, **1.05[1]**CPVR protection, **13.05[1]**Database protection, **5A.02[6][a]**, **5A.03[7]**EUTM protection, **6.04[1][a]**Exhaustion of IPRs, **2.19[5]**Extracts, Articles 2, 54-61 and 126, **App 3A(2)**Mutual recognition of exhaustion of rights, **6.07[1][a]**Supplementary Protection Certificates, **3.01[6][a]**Trade and cooperation agreement, articles DIGIT 1-17 and IP1-57, **App 3A(3)**UCDR protection, **5C.03[1][a]**, **5C.03[2][a]**Franchising, **8.02[2][c]**Grant of letters patent, **App 1B**Hague Agreement on International Registration, accession to, **5C.02[3][j]**Institutions, *see* **European Institutions**Intellectual Property Act, **App 1L**Monopolies, **App 1A**

Patent Act 1977

Co-ownership, **3.02[1][a]**Extracts, **App 1C**Plant patent(s), **13.04[1]**

Protectable information

Generally, **4.02[2]**Contracts, **4.02[2][b]**Property, **4.02[2][c]**Tortious interference with contractual rights, **4.02[2][d]**UK Implementation of EU Directive 2016/943, **4.02[2][e]**

Protection of biotechnology

Generally, **13.04[3]**Licensing, **13.04[3][b]**Patents, **13.04[3][a]**R&D Agreements in the UK, **2.17[6][d][iii]**Registered Designs Act, **App 1N**Scheme for the protection of designs, **5C.02****UNITED KINGDOM—Cont'd**Specialisation Agreements, **2.17[6][d][iv]**Technology sharing and transfer, **12.06[1]**, **12.06[4]**UK block exemption orders, **2.17[6][d]**UK National Security and Investment Act 2021, **1.05[2]**UKICO and CMA cooperation, **2.16[3][d]**

Vertical agreements

2022 regulation 2022/720, **8.02[1][a]**2022 VABEO 516, **2.17[6][d][i][ii]**2022 VABEO SI 516, **8.02[1][b]**

Withdrawal agreement, EU

CPVR protection, **13.05[1]**Database protection, **5A.02[6][a]**EUTM protection, **6.04[1][a]**Exhaustion of IPRs, **2.19[5]**Extracts, Articles 2, 54-61 and 126, **App 3A(2)**Mutual recognition of exhaustion of rights, **6.07[1][a]**Supplementary Protection Certificates, **3.01[6][a]**UCDR protection, **5C.03[1][a]**, **5C.03[2][a]****UNITED STATES**

Antitrust

Generally, **2.04**Agencies, **2.04[2]**Agreements, **2.08**Clayton Act, *see* **Clayton Act**Competition/Antitrust considerations, protectable information, **4.08[2]**E-commerce might, **2.13[5]**EU cooperation, **2.14**Federal Trade Commission Act, *see* **Federal Trade Commission Act**First sale exhaustion, non-geographical approach, **2.13[1]**F/RAND licensing, **2.13[2]**, **2.19[1][a][ii]**FRAND licensing, **2.21[1]**

Guidelines, below

Internet might, **2.13[5]**Laws, generally, **2.04[1]**Patents, standard essential, (SEP), **2.13[2]**, **2.19[1][a][ii]**, **2.21[1]**Product migration or "Hopping," **2.13[3]**Reverse payment settlement agreements, **2.13[4]**Sherman Act, *see* **Sherman Act**Arbitration, patents, **10.12[8]**

Competition

Generally, **2.10 to 2.12**Combined or hybrid patent agreements, **2.11[3]**Copyright, **2.11[4]**Hybrid or combined patent agreements, **2.11[3]**Patents, **2.11[1]**, **2.11[3]**Pre-emption, **2.11**

Restrictions, below

Trade secrets, **2.11[1]**Trademarks, **2.11[4]**

Copyright

Competition, **2.11[4]**

UNITED STATES—Cont’d

- Copyright—Cont’d
 - Misuse, **1.13[6]**
 - Reciprocal protection of copyright in the U.S., **5A.08**
 - U.K., protection of U.S. works in, **5A.08[6]**
- Dept. of Justice and FTC antitrust guidelines, **App 2J**
- EU cooperation, competition law. *see* **EU Competition Law**
- Franchising, **8.02[2][a], 8.02[2][b]**
- Guidelines, antitrust
 - Generally, **2.04[3], 2.09**
 - Collaborations among competitors, Dept. of Justice and FTC for, **2.09[2], App 2J(1)**
 - DOJ and vertical merger, **App 2J(5)**
 - Enforcement and cooperation for international operations, Dept. of Justice and FTC for, **2.09[3], App 2J(2)**
 - International guidelines, Dept. of Justice and FTC for, **2.09[3], App 2J(2)**
 - Licensing of IP, Dept. of Justice and FTC for, below
 - Mergers, horizontal and non-horizontal, **2.09[4], App 2J(3), App 2J(4)**
- Licensing of IP, Dept. of Justice and FTC antitrust guidelines
 - Generally, **2.09[1], App 2J**
 - Acquisition of IP rights, **2.09[1][s]**
 - Analysis modes, **2.09[1][c]**
 - Application of general principles, **2.09[1][l]**
 - Concerns, **2.09[1][c]**
 - Cross-licenses, **2.09[1][a], 2.09[1][p]**
 - Dealing, exclusive, **2.09[1][q]**
 - Efficiencies, **2.09[1][j]**
 - Enforcement of invalid IP rights, **2.09[1][t]**
 - Evaluations, **2.09[1][g], 2.09[1][h]**
 - Exclusivity, **2.09[1][i], 2.09[1][q]**
 - Good markets, **2.09[1][d]**
 - Grant-backs, **2.09[1][r]**
 - Horizontal restraints, **2.09[1][m]**
 - Justifications, **2.09[1][j]**
 - Pooling, **2.09[1][p]**
 - Procompetitive benefits, **2.09[1][b]**
 - Resale price maintenance, **2.09[1][n]**
 - Research and development markets, **2.09[1][f]**
 - Rule of Reason evaluations, **2.09[1][h]**
 - “Safety zone” provisions, **2.09[1][k]**
 - Technology markets, **2.09[1][e]**
 - Transfers included, **2.09[1][a]**
 - Tying/bundling arrangements, **2.09[1][o]**
- Patents
 - Antitrust, **2.13[2]**
 - Arbitration, **10.12[8]**
 - Competition law and agreements, **2.11[3]**
- Product migration or “Hopping,” antitrust issues, **2.13[3]**
- Protectable information
 - Competition/Antitrust considerations, **4.08[2]**

UNITED STATES—Cont’d

- Protectable information—Cont’d
 - Confidence, breach of, **4.02[3][c]**
 - Licensing, **4.05[1][b]**
 - Trade secrets, **4.02[3][a]**
- Restrictions
 - Generally, **2.12**
 - Bundling, **2.12[5]**
 - Exclusive dealing, **2.12[3]**
 - Field of use, **2.12[3]**
 - Grant-back, **2.12[6]**
 - Pooling, **2.12[5]**
 - Product price restraints, **2.12[1]**
 - Quantity, **2.12[3]**
 - Territorial restrictions, **2.12[2]**
 - Tying, **2.12[4]**
- Reverse payment settlement agreements, antitrust, **2.13[4]**
- Technology sharing and transfer, **12.06[3], 12.06[4]**

UNWIRED CASE

- FRAND licensing, **3.11[2]**

V**VALIDITY**

- Consent judgment, **1.14[c]**
- No-challenge clause, **1.14[2]**
- Patent, warranty of, **3.05[2]**

VALUE ADDED TAX

- Generally, **11.06[4]**
- Intellectual property, **11.06[4][a]**

VERTICAL AGREEMENTS

- Block exemptions, Regulation 330/2010, **App 3B(5)**
- Restraint of trade, **1.09**
- Restraints, Commission notice on guidelines on, **App 3C(6)**
- Restrictions, EU law, *see* **EU Competition Law**

W**WARRANTY**

- Design right, **5C.02[2][b][iv]**

WITHDRAWAL AGREEMENT

- EU-UK
 - CPVR protection, **13.05[1]**
 - Database protection, **5A.02[6][a]**
 - EUTM protection, **6.04[1][a]**
 - Exhaustion of IPRs, **2.19[5]**
 - Extracts, Articles 2, 54-61 and 126, **App 3A(2)**
 - Mutual recognition of exhaustion of rights, **6.07[1][a]**
 - Supplementary Protection Certificates, **3.01[6][a]**
 - UCDR protection, **5C.03[1][a], 5C.03[2][a]**

WORLD INTELLECTUAL PROPERTY ORGANIZATION (WIPO)

- International trademark system, **6.04[3]**