



Mark J. Cooper

PRINCIPAL

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Industry Experience

Vice President and Assistant General Counsel

Business Transactions
Research & Development
Pfizer Inc.

Associate
Debevoise & Plimpton LLP

Legal Assistant
Fried, Frank, Harris, Shriver & Jacobson LLP

Mark is an accomplished and versatile corporate and transactional attorney in the life sciences industry, providing his clients with over 25 years of experience. His background includes advising, structuring, drafting and negotiating strategic transactions at all stages of the product lifecycle - from research and development through commercialization.

Mark began his career as an attorney at a top tier international law firm in New York focusing on M&A, securities law and structured finance transactions. He then spent over 17 years in-house at Pfizer, where he handled several high profile business transactions; advised C-suite executives and senior leadership teams for Pfizer's R&D organization; and led a team of attorneys focused on advising, structuring, drafting and negotiating sophisticated and complex life sciences transactions for over a decade.

Mark has a firm working grasp of the science behind emerging technologies and product modalities, including RNAi and gene therapy, and an acute sensitivity to the business dynamics driving a myriad of life sciences transaction structures.

EXPERIENCE

Pfizer

Senior In-house Counsel

A representative list of Mark's transactional matters at Pfizer include:

- Spin-out from Pfizer of SpringWorks LLC
- Exclusive License of worldwide rights to PF-00547659, a Phase II antibody to MadCAM from Pfizer to Shire Pharmaceutical

Bar Admissions

- New York

Education

- NYU School of Law, J.D.
- Cornell University, B.S..



Mark Cooper (continued)

- Research, Option and License Agreement between Pfizer and WaVe Therapeutics to develop and commercialize oligonucleotide therapeutics
- Exclusive License Agreement with Spark Therapeutics for worldwide rights to gene therapy candidate SPK-9001 for hemophilia B
- Worldwide Co-Promotion Agreement with Boehringer Ingelheim for Spiriva® (tiotropium)
- Worldwide Collaboration and License with Heptares Therapeutics to develop GPCR compounds, together with a \$30m investment in Sosei, Heptares' parent company
- Pfizer Venture Investments Series B venture capital investment in Ixchelsis as a follow-on investment to an entity Pfizer had spun out in 2013
- Exclusive License and Option Agreement with MedGenesis Therapeutix for worldwide rights to a targeted GDNF therapy using a convection enhanced delivery system for treatment of Parkinson's and other neurological diseases
- Development Funding Collaborations with SFJ for several Pfizer Oncology assets
- Exclusive License Agreement with Gliknik Inc. to develop and commercialize recombinant IVIG therapies to treat auto-immune diseases
- Zoetis Inc. spin-out from Pfizer -- Research Agreement for Zoetis discovery, and mutual Exclusive License Agreements to IP
- Non-Exclusive License with Harbor Antibodies for Pfizer to use Harbour's transgenic mouse technology
- Exclusive License Agreement with Repligen Inc for RG-3039, a pre-clinical candidate for the treatment of SMA
- Exclusive License from Pfizer to Sequella of worldwide rights to sutezolid, a Phase II compound in clinical development for the treatment of tuberculosis
- Exclusive License with KU Leuven (Belgium) for worldwide rights to Leuven's LEDGF-integrase inhibitors in development for treatment of HIV
- Acquisition by Pfizer of Wyeth, led integration project for existing business development transactions
- Termination Agreement, together with a royalty-bearing reversion license with Nicox SA for latanoprostene bunod (now marketed by Bausch & Lomb as VYZULTA™)
- License, Collaboration and Royalty Agreement with pSivida Limited (and its US subsidiary, pSivida, Inc.) to provide Pfizer with exclusive access to an intravitreal drug delivery device, together with an equity investment and security agreement
- Collaborative Research and License Agreement with PTC to generate compounds for frailty and to screen compounds against other targets using PTC's GEMS assay
- Installment purchase of a Swedish company to acquire rights to a second-generation device for a marketed Pfizer product



Mark Cooper (continued)

- Collaboration with Monogram Biosciences to supply a CLIA certified companion diagnostic assay to determine HIV phenotypes for maraviroc (now marketed by ViiV as Selzentry®)
- Exclusive License Agreement with Schering AG for ADP Receptor Antagonist Program
- Expansion of worldwide Collaboration Agreement with Altana AG for Daxas® (roflumolast)
- Acquisition by Pfizer of Esperion Pharmaceuticals Inc. for \$1.3 billion
- Distribution Agreement with Andrx Corporation for Cardura XL
- Loan of \$250 million from Pfizer Treasury Division to an Irish subsidiary of a major insurance company
- License Agreement with Daiichi Pharmaceuticals for exclusive worldwide rights to DK-507, a pre-clinical anti-infective
- License and Collaboration Agreement with Neurocrine Biosciences Inc. for indiplon, a Phase III candidate for insomnia
- Acquisition of Warner-Lambert Company (drafting input on agreements, due diligence, integration, tax restructuring and FTC-mandated divestitures of products)

RECENT CLIENT WORK

- Ipsen Biosciences on an Exclusive License Agreement with Blueprint Medicines to obtain exclusive worldwide rights to BLU-782, a therapy in development for the treatment of fibrodysplasia ossificans progressive
- A drug development company on a License Agreement to obtain exclusive worldwide rights to use a proprietary AAV vector with a specific gene target for treatment in pain-related disorders
- Two separate drug development companies on funded discovery collaborations to use Adimab's proprietary platform to discover antibodies against designated drug targets
- A drug development company on a Sponsored Research Agreement, Option Agreement and License Agreement to discover and develop small molecules against a rare bone disease target
- An early stage drug development company on a License Agreement with a prestigious Japanese university to obtain exclusive worldwide rights for use of a specific gene target in AAV therapeutics
- SpringWorks Therapeutics following its spin-out from Pfizer on academic, foundation and NGO collaborations, master services agreements with CROs and CMOs, and company standard forms and templates
- Alnylam on an industry consortium to perform genetic sequencing of 500,000 biological samples from the UK BioBank and related research projects
- Served as a neutral arbitrator in a JAMS arbitration in a dispute between two biopharmaceutical companies over non-payment of royalties under an exclusive license agreement

