

Chairperson:
Rob Bossart
Law Offices of Rob Bossart
New York



BNA | CITE
Tax & Accounting

Council for International Tax Education presents its

Sixth Annual

U.S. TAXATION of INTELLECTUAL PROPERTY

A two-day technical update with group live instruction featuring the latest tax planning strategies and opportunities using intellectual property/intangible assets

May 17 & 18, 2010 • San Jose • Doubletree Hotel San Jose
July 12 & 13, 2010 • New York
October 25 & 26, 2010 • Chicago

Faculty:
Brandon Baum
Mayer Brown LLP
Palo Alto

Paul Burns
DLA Piper LLP
Los Angeles

Paul Dau
McDermott, Will & Emery
Menlo Park

David Forst
Fenwick & West LLP
Mountain View

Nancy Hacker
Baker & McKenzie LLP
Palo Alto

Mathew Houchens
Mayer Brown LLP
Palo Alto

Ivan Humphreys
Wilson Sonsoni
Palo Alto

Ivan Morales
Baker & McKenzie LLP
Palo Alto

Tony Rebelo
Ernst & Young LLP
San Jose, (invited)

Eric Ryan
DLA Piper LLP
Palo Alto

Roburt Waldow
McDermott, Will & Emery
Menlo Park

From our Experienced Faculty You will Learn How to...

- **Devise** tax planning techniques to maximize the value and potential of your intellectual property assets
- **Understand** the increasing importance of IP-related tax issues
- **Handle** internal IP restructuring & migration of IP offshore
- **Utilize** beneficial transfer pricing strategies in relation to IP licensing
- **Structure** tax planning strategies for software, licensing IP to JVs and M&A tax planning in regard to IP assets
- **Optimize** effective tax rates utilizing cost sharing and ways to deal with new challenges to contract manufacturing. Understand the latest IRS cost-sharing and final service regulations
- **Deal** effectively with IP tax controversies
- **Network** with other professionals to improve tax strategies and maximize benefits from your intellectual property assets

... and much more!

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Royalty Rates for Licensing Intangibles

Who Should Attend

- Corporate tax counsel
- International tax executives and managers
- Tax directors, controllers and CFOs
- Tax attorneys, IP attorneys
- IP and licensing executives
- CPAs and accountants
- Executives with companies with strong IP assets

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**UPDATED &
IMPROVED
FOR 2010!**

U.S. TAXATION OF INTELLECTUAL PROPERTY

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Monday, Day One**7:30 am Registration and Continental Breakfast****8:45 am CITE Welcome and Introduction****9:00 am Increasing Importance of IP-Related Tax Issues****Rob Bossart***Law Offices of Rob Bossart, New York*

- How and why IP planning optimizes your effective tax rate
- What are IP and intangible assets and how are they different
- Integrating IP/IA planning with global tax planning
- Remembering the Four Keys to IP/IA planning

10:00 am Internal IP Restructuring and Migration of IP Offshore**Rob Bossart***Law Offices of Rob Bossart, New York*

- Making Effective Use of IP Restructuring
- Examples of Effective IP Restructuring
- The Seven Types of IP Migration
- Migration Consequences and Planning Examples

11:00 am Break for Refreshments**11:15 am Financial Accounting Aspects of Software and Intangibles****Tony Rebelo***Ernst & Young LLP, San Jose, (invited)*

- When is R&D deductible?
- FAS 109 impacts of method differences
- APB 23 decisions regarding reinvestment
- Fin 48 reserve decisions
- FAS-141 business combination considerations
- FAS -142 goodwill and other intangible assets rules

12:30 pm LUNCHEON**1:45 pm IP Licensing and Sec. 482****Transfer Pricing Issues****Paul Dau***McDermott, Will & Emery, Menlo Park*

- Finding the "best method" for establishing US licensing fees in today's economic environment
- Interrelationship of technical services and intangible property transfers
- Creative use of comparable profits method (CPM)
- Testing the range, and the consequence of failure
- Comparison to OECD transfer pricing rules

3:00 pm Break for Refreshments**3:15 pm Domestic IP Management Companies: State and Local Tax Planning****Roburt Waldow***McDermott, Will & Emery, Menlo Park*

- Formation and operation of IP management companies
- Tax issues in moving the IP into the management company
- State and local nexus issues
- State challenges of IP management company structures
- Planning for the future in a challenging environment

4:15 pm Special Tax Planning Considerations for Software**Nancy Hacker***Baker & McKenzie LLP, Palo Alto*

- Federal - Capitalization, start-up expenses, dispositions
- State & local –The receipts factor, apportionment planning, canned versus custom, sales tax issues
- International- income characterization using Treas. Reg. 1.861-18
- Tax rules and issues related to the transfer of software
- Planning opportunities

5:15 pm Conference Adjourns for the Day**Tuesday, Day Two****7:30 am Continental Breakfast****8:30 am Chair's Opening Comments****9:00 am Mergers, Acquisitions & Dispositions Involving IP Assets****Ivan Humphreys***Wilson Sonsoni, Palo Alto*

- IP as a core asset in an M&A transaction
- Tax compliance in regard to IP in an M&A transaction
- Valuation issues
- Tax strategies in divesting IP assets
- M&A issues for IP in relation to partnerships, LLCs and Hybrids

10:15 am Break for Refreshments**10:30 am The Brave New World of Cost Sharing****Ivan Morales***Baker & McKenzie LLP, Palo Alto*

- The Basics for totally new research
- Transfer pricing methods for Basic Cost Sharing
- Second Generation Research - The "Buy-In" Concept
- New Methods for the "Buy-In"
- What to do Now?

12:15 pm LUNCHEON**1:45 pm IP Tax Consequences When Structuring Joint Ventures****David Forst***Fenwick & West LLP, Mountain View*

- Joint venture formation – US tax consequences of transferring IA/IP to a JV entity
- IP transfer and valuation issues
- Transfer pricing issues for IP in foreign vs. domestic joint ventures
- IP license provisions in joint venture agreements
- Special issues relating to IP and joint venture structuring: traps for the unwary

2:45 pm Break for Refreshments**CONTACT CITE ABOUT DISCOUNTS FOR 3 OR MORE REGISTRANTS FROM THE SAME COMPANY!**

3:00 pm Handling IP Tax Controversies

Eric Ryan

DLA Piper LLP, Palo Alto

Paul Burns

DLA Piper LLP, Los Angeles

- Data sources and reasonableness tests
- Valuation issues and approaches
- Tax consequences in regard to IP when litigation or problems arise in joint ventures
- Advance pricing agreements - pros and cons
- A time to settle and a time to litigate

4:00 pm How to Manage Corporate Tax & IP Considerations

Brandon Baum

Mayer Brown LLP, Palo Alto

Mathew Houchens

Mayer Brown LLP, Palo Alto

- Identifying critical and overlapping IP& tax considerations
- Tax & IP coordination for IP placed in foreign affiliates
- Strategies for legal relationship between parent and foreign IP owning sub
- Litigation issues in protecting IP values
- Recovering lost profits when IP ownership is separated from sales
- Improving communications to avoid problems between tax and IP departments

5:00 pm Conference Concludes

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Times/topics subject to change

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This basic level conference with group live instruction has no prerequisites. This program is transitional which is appropriate for newly admitted attorneys.

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Why You Should Attend This Conference

Managing the tax issues and transactional consequences relating to your intellectual property assets is a critical part of realizing your company's full IP potential. The objective of this conference is to help you understand the increasing importance of IP related tax issues and how through effective tax planning you can lower your company's effective tax rate while maximizing the full value of your IP assets. CITE has brought together leading tax experts in this field who will provide you with a comprehensive analysis of the issues, developments and skills required for successful IP tax planning. The conference will address specific tax issues in relation to various IP asset classes and transactions that should be considered to ensure that your company and/or your client obtains the optimum tax results possible.

Attendees will receive written materials provided by speakers.

We look forward to welcoming you to the conference at one of our upcoming locations.

Hotel Accommodations:

CITE's block of discounted sleeping rooms is limited - reserve your sleeping room early! We cannot guarantee rates or availability. A very limited block of rooms at a reduced rate has been set aside for CITE attendees.

Doubletree Hotel San Jose

2050 Gateway Place, San Jose, CA. 95110

Limited time reduced CITE rate \$149.00 per night

Tel (408) 453-4000 or (800) 222-TREE

Please contact the Doubletree Hotel San Jose and mention that you are attending the course listed under CITE. The CITE rate will be available up to approximately 30 days prior to the meeting or until the group block is sold-out, whichever comes first so make your reservation as soon as possible. Your sleeping room is not included in the registration fee.

What Past Attendees Have Said About This Conference

- Well run seminar with great topics and excellent speakers
- Conference exceeded my expectations
- All the presentations were great
- Materials contained valuable information on new developments
- Enhanced (my) understanding of intangible assets and intellectual property
- Well organized
- I learned a lot about a new field
- If you work with or for a technology company this course is a must

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