

# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1557489

I hereby certify that

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

is this day incorporated under the Companies Acts 1948 to 1980 as  
a private company and that the Company is limited.

Given under my hand at Cardiff the 22ND APRIL 1981

A handwritten signature in black ink, appearing to read 'S. A. Wilson'.

S. A. WILSON

Assistant Registrar of Companies

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# THE INTELLECTUAL PROPERTY INSTITUTE

Company number **01557489**

Registered office address

67-69 Lincoln'S Inn Fields, London, WC2A 3JB

Company status

Dissolved

Dissolved on

21 October 2014

Company type

Private company limited by guarantee without share capital

Incorporated on

22 April 1981

## Accounts

Last accounts made up to **30 September 2013**

## Annual return

Last annual return made up to **2 February 2014**

## Nature of business (SIC)

- 85590 - Other education not elsewhere classified

## Previous company names

Name	Period
COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY(THE)	02 Jan 1987 - 22 Mar 1995
COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED(THE)	22 Apr 1981 - 02 Jan 1987

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## THE INTELLECTUAL PROPERTY INSTITUTE

Company number **01557489**

Date	Type	Description	View / Download
21 Oct 2014	GAZ2(A)	<b>Final Gazette</b> dissolved via voluntary strike-off	(1 page)
08 Jul 2014	GAZ1(A)	<b>First Gazette</b> notice for voluntary strike-off	(1 page)
30 Jun 2014	DS01	<b>Application to strike the company off the register</b>	(3 pages)
03 Feb 2014	AR01	<b>Annual return</b> made up to 2 February 2014 no member list	(4 pages)
02 Feb 2014	AD02	<b>Register inspection address</b> has been changed	(1 page)
02 Feb 2014	TM01	<b>Termination of appointment</b> of Henry Carr as a director	(1 page)
02 Feb 2014	TM01	<b>Termination of appointment</b> of Graeme Dinwoodie as a director	(1 page)
07 Jan 2014	AA	<b>Total exemption full accounts</b> made up to 30 September 2013	(13 pages)
15 Nov 2013	AA01	<b>Previous accounting period extended</b> from 31 March 2013 to 30 September 2013	(3 pages)
23 Jan 2013	AR01	<b>Annual return</b> made up to 12 December 2012 no member list	(4 pages)
23 Jan 2013	AD01	<b>Registered office address changed</b> from 67-69 Lincoln's Inn Fields London UK WC2A 3JB on 23 January 2013	(1 page)
30 Nov 2012	AA	<b>Total exemption full accounts</b> made up to 31 March 2012	(17 pages)
28 May 2012	AP01	<b>Appointment</b> of Professor Graeme Baxter Dinwoodie as a director	(2 pages)
28 Mar 2012	TM01	<b>Termination of appointment</b> of Paula Nelson as a director	(1 page)
14 Dec 2011	AR01	<b>Annual return</b> made up to 12 December 2011 no member list	(4 pages)
14 Dec 2011	TM01	<b>Termination of appointment</b> of Ian Harvey as a director	(1 page)
07 Dec 2011	TM01	<b>Termination of appointment</b> of David Vaver as a director	(1 page)
07 Dec	AP01	<b>Appointment</b> of Mr Roger James Burt as a director	(2 pages)

2011			
07 Dec 2011	TM01	<b>Termination of appointment</b> of Stephen Smith as a director	(1 page)
07 Dec 2011	AP01	<b>Appointment</b> of Mr Peter Hugh Lawrence as a director	(2 pages)
29 Nov 2011	AA	<b>Total exemption full accounts</b> made up to 31 March 2011	(17 pages)
11 Jul 2011	AP01	<b>Appointment</b> of Ms Alison Jane Brimelow as a director	(2 pages)
01 Feb 2011	AR01	<b>Annual return</b> made up to 12 December 2010 no member list	(4 pages)
01 Feb 2011	TM02	<b>Termination of appointment</b> of Paul Leonard as a secretary	(1 page)
04 Jan 2011	AA	<b>Total exemption full accounts</b> made up to 31 March 2010	(17 pages)

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Company number **01557489**

Date	Type	Description	View / Download
25 Nov 2010	AD01	<b>Registered office address changed</b> from 1St Floor 36 Great Russell Street London WC1B 3QB on 25 November 2010	(2 pages)
20 Jan 2010	AR01	<b>Annual return</b> made up to 12 December 2009 no member list	(4 pages)
20 Jan 2010	CH01	<b>Director's details changed</b> for Dr Stephen Smith on 12 December 2009	(2 pages)
20 Jan 2010	CH01	<b>Director's details changed</b> for Ian Alexander Harvey on 12 December 2009	(2 pages)
20 Jan 2010	CH01	<b>Director's details changed</b> for Dr. Michael Thomas Barlow on 12 December 2009	(2 pages)
20 Jan 2010	TM01	<b>Termination of appointment</b> of Hugh Laddie as a director	(1 page)
20 Jan 2010	CH01	<b>Director's details changed</b> for Professor David Vaver on 12 December 2009	(2 pages)
20 Jan 2010	CH01	<b>Director's details changed</b> for Henry James Carr on 12 December 2009	(2 pages)
17 Jan 2010	AP01	<b>Appointment</b> of Mrs. Paula Miriam Nelson as a director	(2 pages)
26 Oct 2009	AA	<b>Partial exemption accounts</b> made up to 31 March 2009	(20 pages)
15 Dec 2008	363a	Annual return made up to 12/12/08	(4 pages)
21 Nov 2008	AA	<b>Partial exemption accounts</b> made up to 31 March 2008	(19 pages)
13 Dec 2007	363a	Annual return made up to 12/12/07	(2 pages)
28 Sep 2007	AA	<b>Partial exemption accounts</b> made up to 31 March 2007	(20 pages)
25 Jan 2007	288a	New director appointed	(2 pages)
15 Jan 2007	288a	New director appointed	(2 pages)
15 Jan 2007	363s	Annual return made up to 12/12/06	(5 pages)
20 Nov	AA	<b>Partial exemption accounts</b> made up to 31 March 2006	(18 pages)

2006				
16 Nov 2006	288b	Director resigned		(1 page)
16 Nov 2006	288b	Director resigned		(1 page)
16 Nov 2006	288b	Director resigned		(1 page)
15 Dec 2005	363a	Annual return made up to 12/12/05		(2 pages)
15 Dec 2005	288b	Director resigned		(1 page)
15 Dec 2005	288b	Director resigned		(1 page)
15 Aug 2005	AA	<b>Partial exemption accounts</b> made up to 31 March 2005		(16 pages)

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Company number **01557489**

Date	Type	Description	View / Download
29 Jan 2005	288a	New director appointed	(2 pages)
21 Dec 2004	363s	Annual return made up to 12/12/04 <ul style="list-style-type: none"> <li>363(288) - Director resigned</li> </ul>	(7 pages)
21 Dec 2004	288a	New director appointed	(2 pages)
19 Nov 2004	AA	<b>Partial exemption accounts</b> made up to 31 March 2004	(19 pages)
23 Dec 2003	363s	Annual return made up to 12/12/03	(7 pages)
10 Aug 2003	AA	<b>Partial exemption accounts</b> made up to 31 March 2003	(18 pages)
23 Dec 2002	363s	Annual return made up to 12/12/02	(7 pages)
01 Aug 2002	AA	<b>Partial exemption accounts</b> made up to 31 March 2002	(19 pages)
16 Jan 2002	288a	New director appointed	(2 pages)
24 Dec 2001	363s	Annual return made up to 12/12/01 <ul style="list-style-type: none"> <li>363(288) - Director resigned</li> </ul>	(5 pages)
24 Dec 2001	288a	New director appointed	(2 pages)
02 Aug 2001	AA	<b>Partial exemption accounts</b> made up to 31 March 2001	(12 pages)
01 May 2001	287	Registered office changed on 01/05/01 from: suites 15-17 outer temple 222-225 strand london WC2R 1BA	(1 page)
19 Jan 2001	363s	Annual return made up to 12/12/00 <ul style="list-style-type: none"> <li>363(288) - Director resigned</li> </ul>	(5 pages)
19 Jan 2001	288a	New director appointed	(2 pages)
19 Jan	288a	New director appointed	(2 pages)

2001				
27 Nov 2000	AA	<b>Full accounts</b> made up to 31 March 2000		(16 pages)
31 Aug 2000	288b	Director resigned		(1 page)
31 Aug 2000	288b	Director resigned		(1 page)
31 Aug 2000	288b	Secretary resigned		(1 page)
31 Aug 2000	288b	Director resigned		(1 page)
25 Jul 2000	288a	New secretary appointed		(2 pages)
12 Apr 2000	395	Particulars of mortgage/charge		(3 pages)
03 Feb 2000	AA	<b>Full accounts</b> made up to 31 March 1999		(13 pages)
24 Dec 1999	363s	Annual return made up to 12/12/99		(6 pages)
		<ul style="list-style-type: none"><li>• 363(288) - Director resigned</li></ul>		

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Company number **01557489**

Date	Type	Description	View / Download
24 Dec 1999	287	Registered office changed on 24/12/99 from: 25 southampton buildings london WC2A 1AY	(1 page)
15 Nov 1999	288a	New director appointed	(2 pages)
23 Dec 1998	AA	<b>Full accounts</b> made up to 31 March 1998	(13 pages)
18 Dec 1998	363s	Annual return made up to 12/12/98 <ul style="list-style-type: none"> <li>363(288) - Secretary resigned;director's particulars changed;director resigned</li> </ul>	(8 pages)
18 Dec 1998	288a	New secretary appointed	(2 pages)
29 Jun 1998	288a	New director appointed	(3 pages)
29 Jun 1998	288a	New director appointed	(2 pages)
12 Jun 1998	363s	Annual return made up to 12/12/97 <ul style="list-style-type: none"> <li>363(288) - Director resigned</li> <li>363(287) - Registered office changed on 12/06/98</li> </ul>	(8 pages)
05 Dec 1997	AA	<b>Full accounts</b> made up to 31 March 1997	(14 pages)
26 Jan 1997	363s	Annual return made up to 12/12/96 <ul style="list-style-type: none"> <li>363(288) - Director resigned</li> <li>363(287) - Registered office changed on 26/01/97</li> </ul>	(8 pages)
08 Aug 1996	AA	<b>Full accounts</b> made up to 31 March 1996 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
30 Jan 1996	288	New director appointed	(3 pages)
30 Jan 1996	288	New director appointed	(2 pages)
30 Jan 1996	363s	Annual return made up to 12/12/95 <ul style="list-style-type: none"> <li>363(288) - Director resigned</li> </ul>	(8 pages)

03 Jul 1995	AA	<b>Full accounts</b> made up to 31 March 1995	(16 pages)
24 Mar 1995	RESOLUTIONS	Resolutions <ul style="list-style-type: none"><li>• SRES01 - <b>Special resolution of adoption of Memorandum of Association</b></li></ul>	(64 pages)
21 Mar 1995	CERTNM	Company name changed common law institute of intellectual property(the)\certificate issued on 22/03/95	(4 pages)
16 Mar 1995	287	Registered office changed on 16/03/95 from: 5 chancery lane clifford's inn london EC4A 1BU	(1 page)
23 Jan 1995	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
23 Jan 1995	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
23 Jan 1995	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
23 Jan 1995	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
23 Jan 1995	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
23 Jan 1995	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	

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Date	Type	Description	View / Download
23 Jan 1995	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
23 Jan 1995	363s	Annual return made up to 12/12/94 <ul style="list-style-type: none"> <li>363(288) - Director's particulars changed;director resigned</li> </ul> This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
01 Jan 1995	PRE95	A selection of documents registered before 1 January 1995	(99 pages)
18 Jul 1994	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
02 Jun 1994	AA	<b>Accounts for a small company</b> made up to 31 March 1994 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
21 Dec 1993	363s	Annual return made up to 12/12/93 <ul style="list-style-type: none"> <li>363(288) - Director's particulars changed;director resigned</li> </ul> This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
29 Jun 1993	AA	<b>Accounts for a small company</b> made up to 31 March 1993 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
28 Jan 1993	AUD	<b>Auditor's resignation</b> This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
28 Jan 1993	288	Director's particulars changed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
28 Jan 1993	288	Director's particulars changed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
28 Jan 1993	288	Director's particulars changed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
28 Jan 1993	288	Director's particulars changed	

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28 Jan 1993 288 Director's particulars changed  
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28 Jan 1993 288 Director's particulars changed  
This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.

28 Jan 1993 363s Annual return made up to 12/12/92

- 363(288) - Director's particulars changed

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06 Jan 1993 AA **Full accounts** made up to 31 March 1992  
This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.

06 Jan 1993 288 New director appointed  
This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.

06 Jan 1993 288 New director appointed  
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11 Aug 1992 288 New director appointed  
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11 Aug 1992 288 Director's particulars changed  
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11 Aug 1992 288 Director's particulars changed  
This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.

11 Aug 1992 288 New director appointed  
This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.

11 Aug 1992 288 Director's particulars changed  
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11 Aug 1992 363b Annual return made up to 12/12/91  
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22 Jul 1992 288 New director appointed  
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Date	Type	Description	View / Download
22 Jul 1992	288	Director resigned This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
22 Jul 1992	288	Director resigned This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
22 Jul 1992	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
22 Jul 1992	288	Director resigned This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
21 Jan 1992	AA	<b>Full accounts</b> made up to 31 March 1991 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
10 Jan 1991	363	Annual return made up to 12/12/90 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
19 Dec 1990	AA	<b>Full accounts</b> made up to 31 March 1990 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
27 Mar 1990	287	Registered office changed on 27/03/90 from: 5 chancery lane london WC2A if This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
13 Mar 1990	AA	<b>Full accounts</b> made up to 31 March 1989 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
20 Feb 1990	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
20 Feb 1990	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
14 Sep 1989	363	Annual return made up to 31/07/89 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
07 Mar 1989	288	Secretary's particulars changed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	

07 Mar 1989	363	Annual return made up to 20/06/88 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
22 Dec 1988	AA	<b>Full accounts</b> made up to 31 March 1988 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
06 Sep 1988	288	Secretary resigned;new secretary appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
05 Sep 1988	287	Registered office changed on 05/09/88 from: denning house 90 chancery lane london WC2A 1EU This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
16 Jun 1988	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
18 Nov 1987	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
18 Nov 1987	AA	<b>Full accounts</b> made up to 31 March 1987 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
17 Jul 1987	REREG(U)	Company type changed from pri to PRI30 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
14 Feb 1987	AA	<b>Full accounts</b> made up to 31 March 1986 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
14 Feb 1987	363	Annual return made up to 20/01/87 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
30 Jan 1987	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.
15 Jan 1987	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.

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Date	Type	Description	View / Download
02 Jan 1987	CERTNM	Company name changed common law institute of intellec tual property LIMITED(the)\certificate issued on 02/01/87	(3 pages)
12 Dec 1986	GAZ(U)	Gazetable document This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
05 Dec 1986	288	Secretary's particulars changed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
23 Oct 1986	GAZ(U)	Gazetable document This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
13 Sep 1986	363	Annual return made up to 27/12/85 This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
12 Jul 1986	288	New director appointed This document is currently unavailable, a copy can be ordered from the Contact Centre. Telephone +44 (0)303 1234 500. There is a £3.00 charge per document.	
22 Apr 1981	NEWINC	<b>Incorporation</b>	(34 pages)

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### Filter officers

<input type="checkbox"/>
Current officers
<input type="button" value="Apply filter"/>

**50 officers / 46 resignations**

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### BARLOW, Michael Thomas

Correspondence address **67-69, Lincoln's Inn Fields, London, England, WC2A 3JB**

Role **Director**

Date of birth **November 1952**

Appointed on **18 October 2006**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Patent Attorney**

---

### BRIMELOW, Alison Jane

Correspondence address **67-69, Lincoln's Inn Fields, London, England, WC2A 3JB**

Role **Director**

Date of birth **June 1949**

Appointed on **4 April 2011**

Nationality **British**

Country of residence **England**

Occupation **Retired**

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### BURT, Roger James, Dr

Correspondence address **67-69, Lincoln's Inn Fields, London, England, WC2A 3JB**

Role **Director**

Date of birth **October 1950**



Appointed on **5 December 2011**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Chartered And European Patent Attorney**

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## **LAWRENCE, Peter Hugh**

Correspondence address **67-69, Lincoln's Inn Fields, London, England, WC2A 3JB**

Role **Director**

Date of birth **August 1954**

Appointed on **5 December 2011**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Retired Civil Servant**

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## **LEONARD, Paul Anthony, Dr**

Correspondence address **52 Julien Road, London, W5 4XA**

Role Resigned **Secretary**

Appointed on **4 July 2000**

Resigned on **31 March 2010**

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## **REID, John Mackay, Dr**

Correspondence address **37 Bathwick Hill, Bath, Avon, BA2 6LD**

Role Resigned **Secretary**

Appointed on **1 December 1998**

Resigned on **4 July 2000**

---

## **GRAY'S INN SECRETARIES LIMITED**

Correspondence address **5 Chancery Lane, Cliffords Inn, London, EC4A 1BU**

Role Resigned **Nominee Secretary**

Resigned on **30 November 1998**

---

## **ADAMS, John**

Correspondence address **26 Priory Terrace, London, NW6 4DH**

Role Resigned **Director**

Date of birth **December 1939**

Appointed on **24 June 1994**

Resigned on **1 April 1999**

Nationality **British**

Occupation **University Professor**

---

**ARMITAGE, Edward**

Correspondence address **Lynwood Lascot Hill, Wedmore, Somerset, BS28 4AE**

Role Resigned **Director**

Date of birth **July 1917**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Civivi Servant (Retired)**

---

**BARNES, James David Francis, Sir**

Correspondence address **Fipps Cottage, Witheridge Hill, Henley On Thames, Oxfordshire, RG9 5PE**

Role Resigned **Director**

Date of birth **March 1936**

Appointed on **19 October 1994**

Resigned on **4 July 2000**

Nationality **British**

Occupation **Company Director**

---

**BLACK, Jack**

Correspondence address **9 Park Avenue, London, NW11 7SL**

Role Resigned **Director**

Date of birth **January 1932**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Solicitor**

---

**BRADLEY, Clive**

Correspondence address **8 Northumberland Place, Richmond, Surrey, TW10 6TS**

Role Resigned **Director**

Date of birth **July 1934**

Resigned on **22 September 1994**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Chief Executive Publishers Association**

---

**BRETT, Hugh Miles Dallas**

Correspondence address **12 Chadlington Road, Oxford, OX2 6SY**

Role Resigned **Director**

Date of birth **June 1941**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Solicitor**

---

## **CARR, Henry James**

Correspondence address **67-69, Lincoln's Inn Fields, London, England, WC2A 3JB**

Role Resigned **Director**

Date of birth **March 1958**

Appointed on **14 January 1999**

Resigned on **31 March 2013**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Barrister**

---

## **CASTELL, William Martin, Sir**

Correspondence address **Barton Hatch Stoneswood Road, Limpsfield Chart, Oxted, Surrey, RH8 0QY**

Role Resigned **Director**

Date of birth **April 1947**

Appointed on **19 October 1994**

Resigned on **3 August 2005**

Nationality **British**

Occupation **Director**

---

## **CLARK, Charles**

Correspondence address **19 Offley Road, London, SW9 0LR**

Role Resigned **Director**

Date of birth **June 1933**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Publishing Law Adviser**

---

## **CORNISH, William Rodolph, Professor**

Correspondence address **26 Storeys Way, Cambridge, Cambridgeshire, CB3 0DT**

Role Resigned **Director**

Date of birth **August 1937**

Appointed on **4 July 2000**

Resigned on **12 January 2005**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Professor**

---

**CORNISH, William Rodolph, Professor**

Correspondence address **26 Storeys Way, Cambridge, Cambridgeshire, CB3 0DT**

Role Resigned **Director**

Date of birth **August 1937**

Resigned on **22 September 1994**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Professor Of Law**

---

**DAVIES, Jonathan Mark, Dr**

Correspondence address **15 West Way, Harpenden, Hertfordshire, AL5 4RD**

Role Resigned **Director**

Date of birth **April 1956**

Appointed on **16 July 1997**

Resigned on **4 July 2000**

Nationality **British**

Occupation **Chartered Patent Attorney**

---

**DAVIS, Ivor John Guest**

Correspondence address **5 Birch Close, Eynsford, Dartford, Kent, DA4 0EX**

Role Resigned **Director**

Date of birth **December 1925**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Civil Servant (Retired)**

---

**DINWOODIE, Graeme Baxter, Professor**

Correspondence address **67-69, Lincoln's Inn Fields, London, England, WC2A 3JB**

Role Resigned **Director**

Date of birth **July 1966**

Appointed on **5 December 2011**

Resigned on **31 March 2013**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Law Professor**

---

**DUFFY, Simon Patrick**

Correspondence address **Galionsvej 42, 1437 Copenhagen K, Denmark**

Role Resigned **Director**

Date of birth **November 1949**

Appointed on **19 October 1994**

Resigned on **25 January 2000**

Nationality **British**

Occupation **Group Finance Director**

---

## **DWORKIN, Gerald, Professor**

Correspondence address **7 Branksome Wood Road, Bournemouth, Dorset, BH2 6BT**

Role Resigned **Director**

Date of birth **July 1933**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Professor Of Law**

---

## **FLINT, Michael Frederick**

Correspondence address **62 Onslow Gardens, London, SW7 3QB**

Role Resigned **Director**

Date of birth **May 1932**

Resigned on **20 July 2004**

Nationality **British**

Occupation **Solicitor**

---

## **GANGULY, Ashok Sekhar, Dr**

Correspondence address **15 Tarnbrook Court, 9 Holbein Place, London, SW1W 8NR**

Role Resigned **Director**

Date of birth **July 1935**

Appointed on **18 January 1995**

Resigned on **5 November 1997**

Nationality **Indian**

Occupation **Director**

---

## **HARRIS, Bryan**

Correspondence address **The Old Post Office, Hatherop, Cirencester, Gloucestershire, GL7 3NA**

Role Resigned **Director**

Date of birth **January 1928**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Consultant**

---

## **HARVEY, Ian Alexander**

Correspondence address **67-69, Lincoln's Inn Fields, London, Uk, WC2A 3JB**

Role Resigned **Director**

Date of birth **February 1945**

Appointed on **5 November 1997**

Resigned on **4 April 2011**

Nationality **British**

Country of residence **Uk**

Occupation **Director Chief Executive**

---

## **JACOB, Robin, Sir**

Correspondence address **8 Ripplevale Grove, London, N1 1HU**

Role Resigned **Director**

Date of birth **April 1941**

Resigned on **9 December 1993**

Nationality **British**

Country of residence **England**

Occupation **Barrister**

---

## **LADDIE, Hugh Ian Lang**

Correspondence address **1 Heathgate, London, NW11 7AR**

Role Resigned **Director**

Date of birth **April 1946**

Appointed on **18 October 2006**

Resigned on **12 December 2009**

Nationality **British**

Occupation **Professor**

---

## **LAWRENCE, Peter Robin Broughton**

Correspondence address **The Turret House, Three Oaks Lane, Wadhurst, East Sussex, TN5 6PU**

Role Resigned **Director**

Date of birth **May 1940**

Appointed on **19 March 1992**

Resigned on **15 January 1997**

Nationality **British**

Occupation **European Patent Attorney**

---

## **LESTER, Michael**

Correspondence address **46 Sheldon Avenue, London, N6 4JR**

Role Resigned **Director**

Date of birth **March 1940**

Appointed on **18 January 1995**

Resigned on **4 August 1998**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Director**

---

## **MORCOM, Christopher**

Correspondence address **25 Saint Peters Road, St Margarets, Twickenham, TW1 1QY**

Role Resigned **Director**

Date of birth **February 1939**

Resigned on **18 October 2006**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Barrister**

---

## **NELSON, Paula Miriam**

Correspondence address **67-69, Lincoln's Inn Fields, London, Uk, WC2A 3JB**

Role Resigned **Director**

Date of birth **April 1949**

Appointed on **29 October 2009**

Resigned on **27 March 2012**

Nationality **British**

Country of residence **Switzerland**

Occupation **Lawyer**

---

## **NICHOLSON, Robin Buchanan, Sir**

Correspondence address **Whittington House 8 Fisherwick Road, Whittington, Lichfield, Staffordshire, WS14 9LH**

Role Resigned **Director**

Date of birth **August 1934**

Appointed on **22 September 1994**

Resigned on **31 July 1996**

Nationality **British**

Occupation **Director**

---

## **OLSWANG, Simon**

Correspondence address **1 Fordington Road, Highgate, London, N6 4TD**

Role Resigned **Director**

Date of birth **October 1963**

Appointed on **20 July 2004**

Resigned on **21 June 2006**

6/5/2018

THE INTELLECTUAL PROPERTY INSTITUTE - Officers (free information from Companies House)

Nationality **British**

Occupation **Solicitor Retired**

---

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# Companies House

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Company number **01557489**

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### Filter officers

<input type="checkbox"/>
Current officers
<input type="button" value="Apply filter"/>

**50 officers / 46 resignations**

---

### **PATTIE, Geoffrey Edwin**

Correspondence address **53 Free Trade Wharf, 340 The Highway, London, E1W 3ES**

Role Resigned **Director**

Date of birth **January 1936**

Appointed on **19 October 1994**

Resigned on **25 January 2000**

Nationality **British**

Country of residence **England**

Occupation **Director**

---

### **PERKINS, David Charles Langrigge**

Correspondence address **Clifden House Calves Hill, Chedworth, Cheltenham, Gloucestershire, GL54 4AH**

Role Resigned **Director**

Date of birth **May 1943**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Solicitor**

---

### **ROBERTS, David**

Correspondence address **Virginia Heights, Hollow Lane, Virginia Water, Surrey, GU25 4LP**

Role Resigned **Director**

Date of birth **May 1945**

Appointed on **18 July 2001**

Resigned on **18 October 2006**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Patent Attorney Svp Corp Intel**

---

## **ROUSE, David George**

Correspondence address **St Marys Coach House, Great Maplestead, Halstead, Essex, CO9 2QZ**

Role Resigned **Director**

Date of birth **December 1936**

Appointed on **15 May 2000**

Resigned on **18 July 2001**

Nationality **British**

Occupation **Chartered Patent Attorney**

---

## **SANDISON, Hamish Ramsey**

Correspondence address **Llanllewell House, Llanlowell, Usk, Gwent, NP5 1LL**

Role Resigned **Director**

Date of birth **March 1952**

Appointed on **10 September 1992**

Resigned on **22 September 1994**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Solicitor**

---

## **SHEPPERD, Alfred Joseph, Sir**

Correspondence address **Courtmead 6 Guildown Avenue, Guildford, Surrey, GU2 5HB**

Role Resigned **Director**

Date of birth **June 1925**

Appointed on **22 September 1994**

Resigned on **18 November 1996**

Nationality **British**

Occupation **Retired**

---

## **SILBERSTON, Zangwill Aubrey, Prof**

Correspondence address **53 Princes Gate, London, SW7 2PG**

Role Resigned **Director**

Date of birth **January 1922**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Professor Of Economics**

---

## **SMITH, Stephen Collyer, Dr**

Correspondence address **67-69, Lincoln's Inn Fields, London, Uk, WC2A 3JB**

Role Resigned **Director**

Date of birth **August 1943**

Appointed on **4 July 2000**

Resigned on **5 December 2011**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Patent Attorney**

---

## **STEWART, Stephen, Dr**

Correspondence address **Oakwood, Chittoe, Chippenham, Wilts, SN15**

Role Resigned **Director**

Date of birth **April 1914**

Resigned on **17 April 1995**

Nationality **British**

Occupation **Barrister**

---

## **STRACHAN, Jeremy Alan Watkin**

Correspondence address **16 Lonsdale Road, Barnes, London, SW13 9EB**

Role Resigned **Director**

Date of birth **December 1944**

Appointed on **19 October 1994**

Resigned on **18 July 2001**

Nationality **British**

Country of residence **England**

Occupation **Barrister/Company Director**

---

## **TARNOFSKY, Victor**

Correspondence address **25 Hartland Drive, Edgware, Middlesex, HA8 8RJ**

Role Resigned **Director**

Date of birth **August 1931**

Resigned on **3 June 1993**

Nationality **British**

Occupation **Civil Servant (Retired)**

---

## **TATHAM, David Heathcote**

Correspondence address **20 Ryecroft Street, London, SW6 3TT**

Role Resigned **Director**

Date of birth **October 1936**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Trade Mark Agent**

---

## **VAVER, David, Professor**

Correspondence address **67-69, Lincoln's Inn Fields, London, Uk, WC2A 3JB**

Role Resigned **Director**

Date of birth **March 1946**

Appointed on **20 July 2004**

Resigned on **4 April 2011**

Nationality **Canadian**

Country of residence **United Kingdom**

Occupation **Professor**

---

## **WALKER, David Alan, Sir**

Correspondence address **15 Mapledale Avenue, Croydon, Surrey, CR0 5TE**

Role Resigned **Director**

Date of birth **December 1939**

Appointed on **22 September 1994**

Resigned on **19 October 1994**

Nationality **British**

Occupation **Chairman**

---

## **WALTER, Ralph**

Correspondence address **22 Reynolds Close, London, NW11 7EA**

Role Resigned **Director**

Date of birth **August 1925**

Resigned on **22 September 1994**

Nationality **British**

Occupation **Chartered Patent Agent**

---

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# Companies House

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## THE INTELLECTUAL PROPERTY INSTITUTE

Company number **01557489**

1 charge registered

1 outstanding, 0 satisfied, 0 part satisfied

---

### Rent deposit deed

Created **7 April 2000**

Delivered **12 April 2000**

Status **Outstanding**

### Persons entitled

- Gms Estates Limited

### Short particulars

Leasehold premises known as rooms 15/17 the outer temple...

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# Companies House

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## THE INTELLECTUAL PROPERTY INSTITUTE

Company number **01557489**

1. [Charges \(https://beta.companieshouse.gov.uk/company/01557489/charges\)](https://beta.companieshouse.gov.uk/company/01557489/charges)
2. Rent deposit deed

### Rent deposit deed

Created

7 April 2000

Delivered

12 April 2000

Status

Outstanding

Transaction Filed

Registration of a charge (395)

(3 pages)

### Persons entitled

- Gms Estates Limited

### Amount secured

Eight thousand five hundred and sixty two pounds eighty one pence (£8,562.81) ("rent deposit deed")

### Short particulars

Leasehold premises known as rooms 15/17 the outer temple 222/225 strand london WC2.

[Is there anything wrong with this page?](#)

# M

CHFP025

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

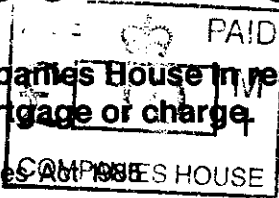
\*insert full name of Company

## COMPANIES FORM No. 395 Particulars of a mortgage or charge

*Hoare & Co  
HO  
22229*

# 395

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

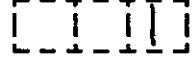


Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number



1557489

Name of company

\* THE INTELLECTUAL PROPERTY INSTITUTE

Date of creation of the charge

7TH APRIL 2000

Description of the instrument (if any) creating or evidencing the charge (note 2)

RENT DEPOSIT DEED

*TEXT*

Amount secured by the mortgage or charge

EIGHT THOUSAND FIVE HUNDRED AND SIXTY TWO POUNDS EIGHTY ONE PENCE (8562.81)

*TEXT*

Names and addresses of the mortgagees or persons entitled to the charge

GMS ESTATES LIMITED (registration number 210378)  
32 Great James Street London  
Postcode WC1 3HB

*TEXT*

Presentor's name address and reference (if any):

Collyer-Bristow  
4 Bedford Row  
London  
WC1R 4DF

DW/g1.1170

Time critical reference

For official Use  
Mortgage Section

Post room



A25 \*ALKVUPLF\* 0402  
COMPANIES HOUSE 12/04/00

Short particulars of all the property mortgaged or charged

Leasehold premises known as Rooms 15/17 The Outer Temple 222/225 Strand  
London WC2

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this margin

Please complete  
legibly, preferably  
in black type, or  
bold block  
lettering

*Foot*

Particulars as to commission allowance or discount (note 3)

Signed

Date

11.4.00

On behalf of [company] [mortgagee/chargee] †

A fee of £10 is  
payable to  
Companies House  
in respect of each  
register entry for a  
mortgage or  
charge.  
(See Note 5)

† delete as  
appropriate

## Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-  
Companies House, Crown Way, Cardiff CF14 3UZ



FILE COPY



**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

Pursuant to section 401(2) of the Companies Act 1985

COMPANY No. 01557489

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 7th APRIL 2000 AND CREATED BY THE INTELLECTUAL PROPERTY INSTITUTE FOR SECURING EIGHT THOUSAND FIVE HUNDRED AND SIXTY TWO POUNDS EIGHTY ONE PENCE (£8,562.81) ("RENT DEPOSIT DEED") WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th APRIL 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th APRIL 2000.

A handwritten signature in black ink, appearing to be 'J. H. Jones'.



COMPANIES HOUSE



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



THE COMPANIES ACTS 1948 TO 1980

Declaration of compliance with the requirements on application for registration of a company

Pursuant to section 3(5) of the Companies Act 1980

41a

1557489/1

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Please complete legibly, preferably in black type, or bold block lettering

\*Insert full name of company

For official use

Company number

[ ] [ ] [ ] [ ] [ ] [ ] [ ] [ ] [ ] [ ]

~~1557489~~  
~~1557489~~

Name of company

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY Limited *PLM*

I, Myles Cave-Browne-Cave  
of 3 Gray's Inn Place, Gray's Inn, London, WC1R 5EA

†Please indicate whether you are a Solicitor of the Supreme Court (or in Scotland a Solicitor) engaged in the formation of the company, or a person named as director or secretary of the company in the statement delivered under section 21 of the Companies Act 1976

do solemnly and sincerely declare that I am a Solicitor of the Supreme Court engaged in the formation of

of The Common Law Institute of Intellectual Property Limited

and that all the requirements of the Companies Acts 1948 to 1980 in respect of the registration of the said company and of matters precedent and incidental thereto have been complied with. And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835

Declared at 3 Gray's Inn Place, Gray's Inn,  
London, WC1R 5EA

Signature of Declarant

*Myles Cave-Browne-Cave*

the 12<sup>th</sup> day of June

One thousand nine hundred and Eighty one

before me *[Signature]*

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

Presenter's name, address and reference (if any):

**DENTON HALL & BURGIN**  
3 GRAY'S INN PLACE,  
GRAY'S INN,  
LONDON, WC1R 5EA  
REF: MCBC

For official use  
New companies section

Post room



N/W  
£50  
024570

~~1557363~~

1557489/2  
REGISTRATION  
COMPANIES REGISTRATION OFFICE  
-6 APR 1981  
\* \*  
Jato

The Companies Acts 1948 to 1980  
COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL  
MEMORANDUM OF ASSOCIATION

of

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

1. The name of the Company is "The Common Law Institute of Intellectual Property". The Company is hereinafter referred to as "the Institute". LIMITED Jato

2. The Registered Office of the Institute will be situate in England.

3. The objects for which the Institute is established are to promote a greater understanding, education in and research into all legal, social economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world and in particular (but without limiting the generality of the foregoing) in countries whose legal systems are based upon Common Law. In furtherance of the above objects but no further or otherwise the Institute shall have the power:-

- (i) To provide and arrange conferences, seminars, lectures, demonstrations, courses, exhibitions, meetings and the presentation of papers, and to publish and distribute information advice and proposals regarding any and all aspects of the said law of intellectual property.
- (ii) To institute and establish scholarships, grants, awards and prizes in connection with intellectual property.
- (iii) To assist in establishing chairs, faculties and other academic posts in any or all of the aforementioned objects at any schools universities polytechnics and colleges.
- (iv) To lay down standards of education, training, knowledge and experience appropriate for the admission of persons to the various classes or grades of membership of the Institute which may at any time and from time to time be created by the Institute.

COMPANIES REGISTRATION  
26 MAR 1981

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- (vii) To amalgamate or affiliate with or take over the undertaking of any charitable institution or body having objects which are similar to one or more of those of the Institute and which prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 4 hereof.
- (viii) To solicit, obtain or accept subscriptions, donations or gifts (whether of real or personal property) and devises and bequests for any purpose or purposes within the objects of the Institute from any person or body whatsoever.
- (ix) To establish, maintain, control and manage branches of the Institute as may seem expedient and from time to time to determine the constitutions, rights, privileges, obligations and duties of such branches and when thought fit to dissolve them.
- (x) To borrow or raise money for the purposes of the Institute on such terms and on such security (if any) as may be thought fit.
- (xi) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Institute may think necessary or convenient for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Institute.
- (xii) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Institute as may be thought expedient with a view to the promotion of its objects.
- (xiii) To undertake and execute any charitable trusts which may lawfully be undertaken by the Institute and may be conducive to its objects.
- (xiv) To invest the moneys of the Institute not immediately required for its purposes in or upon such investments, securities or property as may be

thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.

- (xv) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Institute or calculated to further its objects.
- (xvi) To make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants.
- (xvii) To pay all expenses, preliminary or incidental to the formation of the Institute and its registration.
- (xviii) To obtain any Royal Charter, Provisional Order or Act of Parliament or other authority either in the United Kingdom or elsewhere for enabling or assisting the Institute to carry its objects into effect.
- (xix) To do all such other things as shall further the attainment of the above objects or any of them.

Provided that:

- (i) If the Institute shall take or hold any property which may be subject to any trusts, the Institute shall deal with or invest the same only in such manner as allowed by law, having regard to such trusts.
- (ii) The objects of the Institute shall not extend to the regulations of relations between workers and employers or organisations of workers and organisations of employers.
- (iii) If the Institute shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Institute shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Council of the Institute shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as such Council have been if no incorporation had been effected, and the incorporation of the Institute

shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Council, but they shall as regards any such property be subject jointly and separately to such control or authority as if the Institute were not incorporated.

4. The income and property of the Institute, whencesoever derived, shall be applied solely towards the promotion of its objects as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Institute and no member of the Council shall be appointed to any office of the Institute paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Institute.

Provided that nothing herein shall prevent the payment, in good faith by the Institute of:-

- (a) reasonable and proper remuneration to any member officer or servant of the Institute (not being a member of the Council), in return for any services actually rendered to the Institute; or
- (b) interest on money lent by any member of the Institute or of the Council at a rate per annum not exceeding the minimum lending rate prescribed for the time being by the Bank of England or 5 per cent whichever is the greater; or
- (c) reasonable and proper rent for premises demised or let by any member of the Institute or the Council to the Institute; or
- (d) fees remuneration or other benefits in money or money's worth to a company of which a member of the Council may be a member; or
- (e) any out-of-pocket expenses to any member of the Council.

5. The liability of the members is limited. 1

6. Every member of the Institute undertakes to contribute to the assets of the Institute, if the same is wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Institute contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding one pound.

7. If upon the winding up or dissolution of the Institute there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Institute, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Institute, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 4 hereof, such institution or institutions to be determined by the members of the Institute at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then to some other charitable object or objects.

Click here to go to the Statement of First Directors for law professor **Gerald Dworkin** on this PDF p. 98 to view an unredacted identity of this director whose name and address have evidently been blotted out on this record intentionally. (This note was entered on Jun. 08, 2018) and is not part of the original record at Companies House.)

THE COMPANIES ACTS 1949 TO 1978  
Statement of first directors and secretary and intended situation of registered office

1557489  
Continuation sheet No. 3  
to Form No. 1  
Company number

Name of Company  
**THE CHURCH AND WORKING OF  
MUNICIPAL WORKERS**

Name of other directors (optional)  
None over 18  
**GERALD DWORIN**

Business occupation  
**PROFESSOR OF LAW**

Former name(s) (if any)  
None

Address of registered office  
**ROSEBERY 7A BRANKSOME  
WOOD ROAD BOURNEMOUTH**

Date of last annual return  
None

I hereby declare to be a director of the company named on page 1  
Signature *Gerald Dworkin* Date 11-8-81

Particulars of other directors  
None

**Gerald Dworkin, Rosebery, 7A Branksome Wood Road, Bournemouth, [Dorset, BH2 6BT],  
University of Southampton, Professor of Law [laster King's College, London]**

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association

**NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS**

Michael Frederick Kalint, 3 Gray's Inn Place, London WC1 Solicitor

H.R. Dale, Drus Smith 28 Beams St Oxford. solicitor

Stephen Hewart, Templewood, Kippington, Sevenoaks, Kent. <sup>governor</sup>

William Rodolph Cornish, 74 Palace Road, London SW2 <sup>prof of law</sup>

*Gerald Dworkin* Rosebery, 7A Branksome Wood Road, Bournemouth of the University of Southampton, Professor of Law

Waffle, William Hobbs 26 Annetto Close North Colchester Essex

Jack Black 48 Bedford Square London WC1 Solicitor

Bruce Smith, 66 Kenwood Drive, Beckenham, Kent. Royal Admiral

James Lahore, 13 Princess Road London NW1 Professor of Law

DATED the **9th** day of **March** 19**81**

WITNESS to the above signatures

*Walter Paul Blake Paul*  
3 Gray's Inn Place  
London WC1  
Solicitor



THE COMPANIES ACTS 1948 to 1980

COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL

~~1557263~~  
1557489/3

ARTICLES OF ASSOCIATION

of

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

*DMG*

PRELIMINARY

1. In these presents, if not consistent with the subject or context, the words set out in the first column of the table below shall bear the meanings set opposite to them respectively in the second column thereof.

WORDS	MEANING
The Institute	The Common Law Institute of Intellectual Property Limited. <i>DMG</i>
The Statutes	The Companies Acts 1948, 1967, 1976 and 1980 and every other Act for the time being in force concerning companies and affecting the Institute.
The 1948 Act	The Companies Act, 1948
These Presents	These Articles of Association, as originally framed, or as from time to time altered by Special Resolution.
The Council	The Council for the time being of the Institute.
Office	The registered office of the Institute.
Seal	The Common Seal of the Institute.
The United Kingdom	Great Britain and Northern Ireland.
Month	Calendar month.

Year	Calendar year.
In writing	Written or produced by any substitute for writing, or partly one and partly another.

The expression "Secretary" shall include any person appointed by the Council to perform any of the duties of the Secretary.

Save as aforesaid, any words or expressions defined in the Statutes shall, if not inconsistent with the subject or context, bear the same meaning in these presents.

#### MEMBERSHIP

2. The members of the Institute shall be the subscribers to the Memorandum of Association and such other persons as the Council shall admit to membership from time to time.

#### ASSOCIATE MEMBERS

3. Associate Members of the Institute shall be such persons as the Council shall admit as Associate Members.

4. Associate Members shall have the same privileges as members except that they shall have no voice in the government of the Institute and shall not be entitled to vote at a General Meeting of the Institute. Nor shall particulars in relation to them be entered in the Register of Members, and accordingly they shall not be members for the purposes of the Statutes or of these presents.

#### RETIREMENT AND EXCLUSION OF MEMBERS

5. Should any member wish to retire from the Institute he shall give three months' written notice to expire at the end of a year and shall be liable for any subscription up to that date.

6. Membership shall cease if:-

- (i) At a meeting of the Council of which the member shall have had 21 clear days' notice and at which the member shall have been given an opportunity of being heard, the Council shall pass a resolution that it is undesirable in the interests of the Institute that such a member should remain a member, or
- (ii) the member by notice in writing resigns his membership and then in accordance with the provisions of Article 5 hereof, or
- (iii) the member is in arrear in payment of his subscription for three months or more and notice in writing to that

effect has been given to such member by the Secretary of the Institute and within one month from the date of such notice or within such further time as the Council may grant upon special cause to it shown the arrear is not paid.

7. In the case of membership ceasing pursuant to the last foregoing Article the Council may in its discretion return in whole or in part the member's subscription (if any) for the then current year.

#### GENERAL MEETINGS

8. An Annual General Meeting shall be held not more than eighteen months after the incorporation of the Institute and subsequently once in every year, at such time (within a period of not more than fifteen months after the holding of the last preceding Annual General Meeting) and place as may be determined by the Council. All other General Meetings shall be called Extraordinary General Meetings.

9. The Council may, whenever they think fit, convene an Extraordinary General Meeting, and extraordinary general meetings shall also be convened on requisition in accordance with the Statutes, or, in default, may be convened by such requisitionists. A requisition in writing by not less than 10 members having at the date of deposit of a requisition a right to attend and vote at General Meetings shall be deemed to be a requisition in accordance with the Statutes so far as these provisions relate to the number of members required to requisition an Extraordinary General Meeting.

#### NOTICE OF GENERAL MEETINGS

10. An Annual General Meeting and any Extraordinary General Meeting at which it is proposed to pass a Special Resolution shall be called by twenty-one days' notice in writing at the least, and any other General Meeting by fourteen days' notice in writing at the least, exclusive in either case of the day on which the notice is served or deemed to be served and of the day for which it is given. Provided that a General Meeting shall, notwithstanding that it is called by shorter notice than as aforesaid, be deemed to have been duly called if it is so agreed:-

- (a) in the case of an Annual General Meeting, by all the members entitled to attend and vote thereat; and
- (b) in the case of an Extraordinary General Meeting, by a majority in number of the members having the right to attend and vote at the meeting, being a majority together representing not less than 95 per cent of the total voting rights at that meeting of all the members.

The accidental omission to give notice to, or the

non-receipt of notice by, any person entitled to receive notice shall not invalidate the proceedings at any General Meeting.

11. Every notice calling a General Meeting shall specify the place and the day and hour of the meeting and in the case of an Annual General Meeting shall also specify the meeting as such. If other than routine business is to be transacted, the notice shall specify the general nature of such business; and, if any resolution is to be proposed as an Extraordinary Resolution or as a Special Resolution, the notice shall contain a statement to that effect.

12. Routine business shall mean and include only business transacted at an Annual General Meeting of the following classes, that is to say:-

- (a) Reading and considering the balance sheet, the ordinary reports of the Council and the Auditors, and other accounts and documents required to be annexed to the balance sheet.
- (b) Appointing Auditors and fixing the remuneration of the Auditors or determining the manner in which such remuneration is to be fixed.
- (c) Appointing members of the Council and other officers in the place of those retiring by rotation or otherwise.

#### PROCEEDINGS AT GENERAL MEETINGS

13. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Four members present in person shall be a quorum for all purposes.

14. If within half an hour from the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Council may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

15. The Chairman (if any) of the Council shall preside as Chairman at every General Meeting but, if there be no such Chairman or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same or shall be unwilling to preside, the members of the Council present shall choose one of their number to preside. If at any meeting no member of the Council is present and willing to preside, the members present shall choose one of their number to do so.

16. The Chairman may with the consent of any meeting at which a

quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

17. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:-

- (a) The Chairman; or
- (b) not less than three members present in person or by proxy and entitled to vote; or
- (c) a member or members so present and entitled and representing one-tenth of the total voting rights of all members having the right to vote at the meeting.

A demand for a poll may be withdrawn. Unless a poll be so demanded (and the demand be not withdrawn) a declaration by the Chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number or proportion of the Notes recorded for or against such resolution.

18. If any votes shall be counted which ought not to have been counted, or might have been rejected, the error shall not vitiate the resolution unless it be pointed out at the same meeting, or at an adjournment thereof, and not in that case unless it shall in the opinion of the Chairman be of sufficient magnitude to vitiate the resolution.

19. If a poll is duly demanded (and the demand is not withdrawn) it shall be taken in such manner as the Chairman may direct, and the result of a poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The Chairman may appoint scrutineers and may adjourn the meeting to some place and time fixed by him for the purpose of declaring the result of the poll.

20. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.

21. A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll

demande on any other question shall be taken either immediately or at such time and place as the Chairman of the meeting directs, and any business other than that upon which the poll has been demanded may be proceeded with pending the taking of the poll. No notice need be given of a poll not taken immediately.

#### VOTE OF MEMBERS

22. No member shall, unless the Council otherwise determines, be entitled to vote at any General Meeting either personally or by proxy unless all moneys presently payable by him to the Institute have been paid. Subject as aforesaid every member shall have one vote.

23. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee, receiver, curator bonis or other person in the nature of a committee, receiver or curator bonis appointed by the court, and any such committee, receiver, curator bonis or other person may on a poll vote by proxy.

24. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the meeting whose decision shall be final and conclusive.

25. On a poll votes may be given either personally or by proxy. No person other than a member may be appointed to act as a proxy.

26. An instrument appointing a proxy shall be in writing and (a) in the case of an individual, shall be signed by an appointer or his attorney, and (b) in the case of a corporation shall be either under its common seal or signed by its attorney or by an officer on its behalf. The Council, may but shall not be bound to, require evidence of the authority of any such attorney or officer.

27. An instrument appointing a proxy must be left at the office or such other place (if any) as is specified for that purpose in the notice convening the meeting not less than forty-eight hours before the time for holding the meeting or adjourned meeting (or, in the case of a poll, before the time appointed for the taking of the poll) at which it is to be used and in default shall not be treated as valid.

28. An instrument appointing a proxy may be in the usual common form, or in such other form as the Council may accept, and shall be deemed to confer authority to demand or join in demanding a poll. It need not be witnessed and shall, unless

the contrary is stated thereon, be valid as well for any adjournment of the meeting to which it relates.

29. A vote given by proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the instrument of proxy was executed, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Institute at the office before the commencement of the meeting or the adjourned meeting or poll at which the vote is given.

#### CORPORATIONS ACTING BY REPRESENTATIVES

30. Any corporation which is a member of the Institute may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Institute, and the persons so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the Institute.

#### SUBSCRIPTIONS

31. The Annual, Quarterly or other subscriptions or payments (if any) to be payable by the members of the Institute shall only be fixed at a General Meeting of the Institute and not otherwise.

#### SECRETARY

32. The Secretary shall be appointed by the Council for such term at such remuneration and upon such conditions as they may think fit and any Secretary so appointed may be removed by them.

#### PRESIDENTS AND PATRONS

33. The Institute in general meeting may, on the recommendation of the Council appoint any person or persons to be President or Joint President of the Institute. The Institute may likewise appoint any persons as Patrons.

#### VICE-PRESIDENTS

34. The Council may appoint any person to be a Vice-President of the Institute.

#### THE COUNCIL

35. Subject as hereinafter provided the Council shall consist of not fewer than four and not more than twenty-five members.

The first members of the Council shall be the Subscribers to the Memorandum of Association.

The Institute may by Ordinary Resolution from time to time increase or reduce the minimum or maximum number of members of the Council.

36. The members of the Council shall be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Council or any sub-committee thereof or General Meetings.

37. A member of the Council shall vacate his office:-

- (a) if he become bankrupt or of unsound mind, or
- (b) if he resign his office by notice in writing to the Institute, or
- (c) if he become prohibited from acting by virtue of any order made under section 188 of the 1948 Act, or
- (d) if he cease to hold office by virtue of a resolution duly passed pursuant to section 184 of the 1948 Act, or
- (e) if he cease to be a member of the Institute.

38. The provisions of section 185 of the 1948 Act shall not apply to the Institute.

39. At the first Annual General Meeting all the members of the Council shall retire from office. At each subsequent Annual General Meeting one-third of the members of the Council for the time being, or if their number is not a multiple of three, the number nearest to but not greater than one-third, shall retire from office. A member of the Council retiring shall retain office until the close or adjournment of the meeting.

40. The members of the Council to retire in every year shall be those who have been longest in office since their last election or appointment, but as between persons who became or were last re-elected members of the Council on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot. A retiring member of the Council shall be eligible for re-election.

#### ELECTION OF MEMBERS OF THE COUNCIL

41. At any time after the last Annual General Meeting and not less than 12 days before the date fixed for the next annual general meeting any two members may give notice in writing to the Secretary nominating a qualified person or persons as a candidate or candidates for election or re-election as a member of the Council. Subject to the provisions of Article 46 hereof no member of the Council shall be elected or re-elected unless he shall have been nominated in accordance with this Article.

42. At least 7 days before the date fixed for the Annual



General Meeting the Secretary shall inform every member of the Institute in writing of the names and addresses of all candidates who have been nominated for election at the forthcoming election and also (when appropriate) of the number of vacancies.

43. If the candidates are not more in number than the number required to be elected or than the vacancies (as the case may be) all the candidates shall be deemed and declared by the Chairman to be elected at the Annual General Meeting.

44. If the candidates are more in number than the number required to be elected or than the vacancies (as the case may be) separate resolutions shall (except as otherwise authorised by section 183 of the 1948 Act) be put to the annual general meeting with respect to each election to be made and a single resolution purporting to elect two or more persons shall be void.

45. If at any Annual General Meeting default is made in filling up any of the offices vacated by members of the Council retiring under the provisions of these presents such retiring members of the Council determined as hereinafter set out shall be re-elected without any resolution being passed unless:-

- (a) they are not qualified for reappointment; or
- (b) at such meeting it is expressly resolved not to fill up such vacated offices or a resolution for their re-election is put to the meeting and lost; or
- (c) they have given the Institute notice in writing of their unwillingness to be re-elected; or
- (d) the default is due to the moving of a resolution in contravention of the last foregoing Article.

If the number of members of the Council who have retired and who are available for re-election pursuant to this Article is greater than the number of offices falling to be filled up pursuant to this Article, the retiring members of the Council to be re-elected shall, failing agreement, be determined by lot.

46. The Council shall have power at any time and from time to time appoint any qualified person to be a member of the Council either to fill a casual vacancy or as an additional member of the Council, but so that the total number of members of the Council shall not at any time exceed the maximum number fixed by or in accordance with these presents. Any person so appointed shall hold office only until the next annual general meeting and shall then be eligible for re-election, but shall not be taken into account in determining the number of members of the Council who are to retire by rotation at such meeting.

#### PROCEEDINGS OF THE COUNCIL

47. The Council may meet together for the despatch of business,

adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be determined by a majority of votes, and in the case of an equality of votes the Chairman shall have a second or casting vote.

48. The quorum necessary for the transaction of the business of the Council may be fixed by the Council and unless so fixed shall be four. A meeting of the Council for the time being at which a quorum is present shall be competent to exercise all powers and discretions for the time being exercisable by the Council.

49. The continuing members of the Council may act notwithstanding any vacancies, but, if and so long as the number of members of the Council is reduced below the minimum number fixed by or in accordance with these presents, the continuing members or member of the Council may act for the purpose of filling up such vacancies or of summoning General Meetings of the Institute, but for no other purpose. If there be no members or member of the Council able or willing to act, then any two members of the Institute may summon a General Meeting for the purpose of appointing members of the Council.

50. The Council may elect a Chairman from amongst their number and determine the period for which he is to hold office; but if no Chairman shall have been appointed or if at any meeting the Chairman be not present within fifteen minutes after the time appointed for holding the same, the members of the Council present may choose one of their number to be Chairman of the meeting.

51. A resolution in writing signed by all the members of the Council for the time being in the United Kingdom shall be as effective as a resolution passed at a meeting of the Council duly convened and held, and may consist of several documents in the like form, each signed by one or more of the members of the Council.

52. The Council may delegate any of its powers to sub-committees as the Council shall think fit and may revoke or vary such delegation. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed upon them by the Council. The meetings and proceedings of any such sub-committee shall be governed by the provisions of these presents regulating the meetings and proceedings of the Council so far as the same are applicable and are not superseded by any regulations made by the Council. Provided that no resolution of any meeting of any sub-committee shall have any effect or validity unless the majority of the members of the sub-committee present and entitled to vote are members of the Institute.

53. All acts done by any meeting of the Council or a sub-committee thereof, or by any person acting as a member of

the Council, shall as regards all persons dealing in good faith with the Institute, notwithstanding that there was some defect in the appointment of any member of the Council or person acting as such or that any such member or person was disqualified be as valid as if every such person had been duly appointed and was qualified and had continued to be a member of the Council and had been entitled to vote.

#### INTERNATIONAL ADVISORY COUNCIL

54. In order to enable the Council to ascertain and give effect to as wide as possible a body of international opinion upon all matters appertaining to the object of the Institute the Council may form an International Advisory Council.

55. The members of the International Advisory Council may include members of the Council and subject as hereinafter provided shall not be entitled to exercise any of the powers of the members of the Council.

56. The members of the International Advisory Council or any of them shall be entitled to attend and take part in all discussions at meetings of the Council.

57. Subject to the provisions of these Articles all matters concerning the membership of the International Advisory Council shall be determined by the Council as it shall in its absolute discretion think fit.

#### BORROWING POWERS

58. The Council may exercise all the powers of the Institute to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Institute or of any third party.

#### POWERS OF THE COUNCIL

59. The business of the Institute shall be managed by the Council who may pay all expenses incurred in forming and registering the Institute and may exercise all such powers of the Institute as are not by the Statutes or by these presents required to be exercised by the Institute in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the Statutes, and to such regulations (not inconsistent with the aforesaid regulations or provisions) as may be prescribed by the Institute in General Meeting, but no regulation so made by the Institute shall invalidate any prior act of the Council which would have been valid if such regulation had not been made. The general powers given by this Article shall not be limited or restricted by any special authority or power given to the Council by any other Article.

60. The Council shall have power from time to time to adopt and make, alter or revoke, byelaws for the regulation of the Institute and otherwise for the furtherance of the purposes for which the Institute is established, provided that such byelaws are not repugnant to the Memorandum or Articles of Association. All such byelaws for the time being in force shall be binding upon all members until the same shall cease to have effect as hereinbefore provided or shall be varied or set aside by an Ordinary Resolution of the Institute. No member shall be absolved from such byelaws by reason of his not having received a copy of the same, or of any alternations or additions thereto, or having otherwise no notice of them. It is expressly declared that without prejudice to the powers of the Council to make byelaws on other matters the following shall be deemed to be matters which may be governed by byelaws within the meaning of this Article, that is to say:-

- (a) As to the persons eligible for membership of the Institute.
- (b) As to the conditions on which persons shall be admitted to membership of the Institute.
- (c) As to entrance fees (if any) payable in respect of membership of the Institute.
- (d) As to the rights and privileges to be accorded to, and the qualifications, restrictions and conditions to be imposed on, members of the Institute.
- (e) As to committees of members, in connection with various branches of the Institute's activities and as to the appointment, removal, qualification, disqualification, duties, functions, powers and privileges of members of such committees.

#### THE SEAL

61. The Council shall provide for the safe custody of the Seal, which shall not be affixed to any instrument except by the authority of a resolution of the Council or of a sub-committee appointed by the Council and empowered by it to pass resolutions authorising the affixing of the Seal and shall be so affixed in the presence of at least one member of the Council and the Secretary or such other person approved by the Council, and that member of the Council and the Secretary or such other person as aforesaid shall sign every instrument to which the Seal is so affixed in their presence.

#### ACCOUNTS

62. The Council shall cause to be kept at the office, or at such other place within Great Britain as the Council think fit, proper books of account with respect to:-

- (a) all sums of money received and expended by the Institute and the matters in respect of which the receipt and expenditure takes place;
- (b) all sales and purchases of goods by the Institute;
- (c) the assets and liabilities of the Institute.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the Institute's affairs and to explain its transactions.

63. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Institute in General Meeting, together with a copy of the Auditor's report, shall not less than twenty-one days before the date of the meeting be sent to every member of, and holder of debentures of, the Institute: Provided that this Article shall not require a copy of these documents to be sent to more than one of the joint holders of any debentures.

#### AUDIT

64. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Statutes.

#### NOTICES

65. Any notice or document may be served by the Institute on any member either personally or by sending it through the post in a prepaid letter addressed to such member at the registered address as appearing in the register of members or to such other address as he may supply to the Institute for the giving of notices to him, and any notice so served by post shall be deemed to have been duly served notwithstanding that such member be then dead or bankrupt and whether or not the Association have notice of his death or bankruptcy.

66. A member described in the register of members by an address not within the United Kingdom who has not supplied to the Institute an address within the United Kingdom for the giving of notices to him shall not be entitled to receive any notice from the Institute.

67. Any notice or document served by post shall be deemed to have been served at the expiration of twenty-four hours after the letter containing the same is posted, and in proving such service it shall be sufficient to show that the letter containing the notice or document was properly addressed, stamped and posted.

#### INDEMNITY

68. Subject to the provisions of the Statutes and of Clause 4

of the Memorandum of Association every member of the Council, Auditor, Secretary, or other officer of the Institute shall be entitled to be indemnified by the Institute against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

#### WINDING UP

69. The provisions of Clause 7 of the Memorandum of Association relating to the winding up or dissolution of the Institute shall have effect and be observed as if the same were repeated in these Articles.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Michael Frederick Flint, 3 Gray's Inn Place, London WC1 Solicitor  
 Hylton Miles Smith, 25, Beaumont St, Oxford, Member  
 Stephen Hanson, Tangierwood, Kippington, Swenvalde, Kent, Barrister  
 William Rodolph Cornish, 74 Palace Road, London SW2, Prof. of Law  
 Geoffrey William Hobbs, 46 Southdown Close, Victoria Park Road, London NW1  
 Jack Black, 48 Bedford Square, London WC1 Solicitor  
 Ben Sam, 66 Newwood Drive, Beckenham, Kent Legal Adviser.  
 James Cahore, 13 Princess Road, London NW, Professor of Law

Dated the 9th day of April 1981

WITNESS to the above signatures

Hylton Miles Smith  
 3 Gray's Inn Place  
 London WC1  
 Solicitor

1



THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

Pursuant to sections 21 and 23(2) of the Companies Act 1976

Please do not write in this binding margin



Please complete legibly, preferably in black type, or bold block lettering

\* delete if inappropriate

1557489/4  
Company number  
~~1557503~~

Name of Company

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

The intended situation of the registered office of the company on incorporation is as stated below

3 GRAYS INN PLACE  
LONDON WC1

If the memorandum is delivered by an agent for the subscribers of the memorandum please mark 'X' in the box opposite and insert the agent's name and address below

X

DEWTON HALL + BURGON  
3 GRAYS INN PLACE  
LONDON WC1.

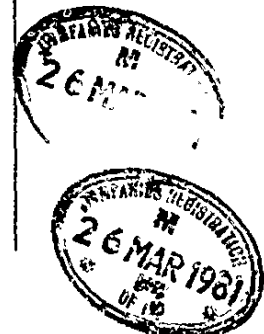
If the spaces provided on page 2 are insufficient and use has been made of continuation sheets (see note 1), please enter in the box opposite the number of continuation sheets which form part of this statement

Presentor's name, address and reference (if any):

DEWTON HALL + BURGON  
3 GRAYS INN PLACE  
LONDON WC1.

For official use  
General section

Post room





The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin



**Important**  
The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Name (note 2) <b>MICHAEL FREDERICK FLUIT</b>	Business occupation <b>SOLICITOR</b>
Former name(s) (note 3)	Nationality <b>BRITISH</b>
Address (note 4) <b>3 GRAYS WOOD PLACE GAMBON WOOD</b>	Date of birth (where applicable) (note 6) <b>N/A</b>
Particulars of other directorships (note 5) <b>PLEASE SEE ATTACHED LIST</b>	
I hereby consent to act as director of the company named on page 1	
Signature 	Date <b>11-3-81</b>

Name (note 2) <b>BRIAN CURRIS</b>	Business occupation <b>LEGAL ADVISER</b>
Former name(s) (note 3)	Nationality <b>BRITISH</b>
Address (note 4) <b>66 KENWOOD DRIVE BECKENHAM KENT</b>	Date of birth (where applicable) (note 6) <b>N/A</b>
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature 	Date <b>11-3-81</b>

Name (note 2)	Business occupation
Former name(s) (note 3)	Nationality
Address (note 4)	Date of birth (where applicable) (note 6)
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature	Date

Please do not write in this binding margin



The name(s) and particulars of the person who is, or the persons who are, to be the first secretary, or joint secretaries, of the company are as follows:

The particulars to be given are those referred to in section 21(2)(b) of the Companies Act 1976 and section 200(3) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Name (notes 2 & 7)	LYLES CAVE - BLOWNE - CAVE	
Former name(s) (note 3)	—	
Address (notes 4 & 7)	3 GRAY'S WOOD PLACE LONDON W14.	
I hereby consent to act as secretary of the company named on page 1		
Signature	LYLES CAVE BLOWNE CAVE	Date 9-3-81

Name (notes 2 & 7)		
Former name(s) (note 3)		
Address (notes 4 & 7)		
I hereby consent to act as secretary of the company named on page 1		
Signature		Date

\* as required by section 21(3) of the Companies Act 1976

Signed by or on behalf of the subscribers of the memorandum\*

† delete as appropriate

Signature	Arthur Hall + B. P. J. [Subscriber] [Agent]†	Date 12-3-81
-----------	--	--------------

Signature	[Subscriber] [Agent]†	Date
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Please do not write in this binding margin



THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 1 to Form No. 1

Company number

~~1557489~~

Please complete legibly, preferably in black type, or bold black lettering

\*delete if inappropriate

Name of Company

THE COMMON LAW INSTITUTE OF	
INTELLECTUAL PROPERTY LIMITED	

Particulars of other directors (continued)

Name (note 2)	HUGH MILES DALLAS BRETT	Business occupation	SOLICITOR
Former name(s) (note 3)		Nationality	BRITISH.
Address (note 4)	25 BEAUMONT STREET OXFORD	Date of birth (where applicable) (note 6)	N/A
I hereby consent to act as director of the company named on page 1		Date 11-3-81	
Signature	<i>Hugh Miles Dallas Brett</i>		

Particulars of other directorships

ESC Publishing L<sup>td</sup> at Beaumont St. Oxford.



†delete if inappropriate

continued overleaf†

Please do not  
write in this  
binding margin



# THE COMPANIES ACTS 1948 TO 1976

## Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 2  
to Form No. 1

Company number

~~1557489~~

Please complete  
legibly,  
preferably in  
black type, or  
bold block  
lettering

\* delete if  
inappropriate

Name of Company

**THE COMMON LAW INSTITUTE OF  
INTELLECTUAL PROPERTY** Limited\*

Particulars of other directors (continued)

Name (note 2) <b>GEORGEY WILLIAM HOBBS</b>	Business occupation <b>BARRISTER</b>
Former name(s) (note 3) —	Nationality <b>BRITISH</b>
Address (note 4) <b>26 PENNETHORNE CLOSE VICOMA AVE RDIA LONDON E9</b>	Date of birth (where applicable) (note 6) <b>N/A</b>
I hereby consent to act as director of the company named on page 1	
Signature <b>Geoffrey W. Hobbs</b>	Date <b>10. March 1981</b>

Particulars of other directorships

Director **Star Constructions Limited, Star Road, Partridge Green, West  
Sussex.**



† delete if  
inappropriate

continued overleaf †

Please do not write in this binding margin

# THE COMPANIES ACTS 1948 TO 1976

## Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 3 to Form No. 1

Company number

~~1557489~~

Please complete legibly, preferably in black type, or bold black lettering

Name of Company

THE COMMON LAW INSTITUTE OF	
INTELLECTUAL PROPERTY	
	Limited*

\*delete if inappropriate

Particulars of other directors (continued)

Name (note 2)	GERALD DWORNIK	Business occupation	PROFESSOR OF LAW
Former name(s) (note 3)	---	Nationality	BRITISH
Address (note 4)	ROSEBERY TA BRAKESOME WOOD ROAD, BOURNEMOUTH	Date of birth (where applicable) (note 6)	N/A
I hereby consent to act as director of the company named on page 1			
Signature	<i>G. DworNIK</i>	Date	11-3-81

Particulars of other directorships

MODERN LAW REVIEW LTD.



continued overleaf

†delete if inappropriate

Please do not write in this binding margin

THE COMPANIES ACTS 1948 TO 1976

MILES

Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 4 to Form No. 1

Company number ~~1557500~~

Please complete legibly, preferably in black type, or bold block lettering

\* delete if inappropriate

Name of Company

THE COLLOW LTD (US) INC OF INTELLECTUAL PROPERTY LIMITED ~~PLC~~ ~~limited\*~~

Particulars of other directors (continued)

Name (note 2) WILLIAM RODOLPHE CORNUISSE Business occupation PROFESSOR OF LAW
Former name(s) (note 3)
Address (note 4) 74 PALACE ROAD LONDON SW2 Nationality BRITISH
Date of birth (where applicable) (note 6) N/A
I hereby consent to act as director of the company named on page 1
Signature WRC Cornuiss Date 9.3.81

Particulars of other directorships

Modern Law Review Ltd.



† delete if inappropriate

continued overleaf †

Please do not write in this binding margin



# THE COMPANIES ACTS 1948 TO 1976

## Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 5 to Form No. 1

Company number

~~1557303~~

Please complete legibly, preferably in black type, or bold black lettering

\*delete if inappropriate

Name of Company

THE COMMON LAW INSTITUTE OF	
INTELLECTUAL PROPERTY LIMITED <span style="float: right;">limited*</span>	

Particulars of other directors (continued)

Name (note 2)	STEPHEN MALCOLM STEWART	Business occupation	BARRISTER
Former name(s) (note 3)		Nationality	BRITISH
Address (note 4)	MANGLEWOOD, KIPPINGTON ROAD, SEVENOAKS, KENT	Date of birth (where applicable) (note 6)	N/A

I hereby consent to act as director of the company named on page 1

Signature *Stephen Stewart*

Date 11-3-81

Particulars of other directorships



continued overleaf

†delete if inappropriate

Please do not write in this binding margin  
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THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 6 to Form No. 1

Company number

~~1557365~~

Please complete legibly, preferably in black type, or bold black lettering

Name of Company

**THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED** *limited\**

\*delete if inappropriate

Particulars of other directors (continued)

Name (note 2)	JACK BLACK	Business occupation	SOLICITOR
Former name(s) (note 3)		Nationality	BRITISH
Address (note 4)	48 BEDFORD SQUARE LONDON WC1B 3DS	Date of birth (where applicable) (note 6)	N/A

I hereby consent to act as director of the company named on page 1

Signature

*[Handwritten Signature]*

Date 10th March 1981

Particulars of other directorships

(See list attached)

LIST OF DIRECTORSHIPS AS AT DECEMBER 1980

- BLACK NOMINEES LIMITED
- BROWNMOUR NOMINEES LIMITED
- GIANT PRODUCTION FILMS LIMITED
- KING ALFRED SCHOOL SOCIETY
- LINGEN (OFFSHORE) LIMITED
- PERTH HOUSE RESIDENTS ASSOCIATION LIMITED
- OBERCORN LIMITED
- RETAINER COMPANY SECRETARIAL SERVICES LIMITED
- TIDEWAYS PRODUCTIONS LIMITED
- SHAPE LIMITED



continued overleaf†

†delete if inappropriate



Please do not write in this binding margin



THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 7 to Form No. 1

Company number

~~1557489~~

Please complete legibly, preferably in black type, or bold black lettering

Name of Company

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY Limited\*

\*delete if inappropriate

Particulars of other directors (continued)

Name (note 2) JAMES LAHORE Business occupation PROFESSOR OF LAW
Former name(s) (note 3) Nationality BRITISH
Address (note 4) 13 PRINCESS ROAD LONDON W1W Date of birth (where applicable) (note 6) N/A

I hereby consent to act as director of the company named on page 1

Signature [Signature] Date 11 March 1981

Particulars of other directorships



continued overleaf†

†delete if inappropriate

MICHAEL F. FLINT - DIRECTORSHIPS :

J & M FILM SALES LIMITED

BRIDGEPALM LIMITED

DOMINFAST INVESTMENTS LIMITED

ROLLING STOCK FILM CO. LTD.

OMAGLOW FILM CO LIMITED

PALM FILMS LIMITED

PREMIER FILM PRODUCTIONS

MARTINAT PRODUCTIONS LIMITED

WHITTAKER SURVIVAL SYSTEMS (UK) LTD.

RADIO CLASSIFIED

FILM ARCHIVE SERVICES LIMITED

BLANKGLEN LIMITED

HOPSCOTCH PRODUCTIONS LIMITED

VAYGLEN LIMITED

VERRON MEAD LIMITED

~~HYTHERSED LIMITED~~

AVESGRANGE LIMITED

COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

CLEFTFIELD LIMITED

DOWNSHIRE PRODUCTIONS LIMITED

STEADROSE LIMITED

*ditto*



# FILE COPY



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1557489

I hereby certify that

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

is this day incorporated under the Companies Acts 1948 to 1980 as  
a private company and that the Company is limited.

Given under my hand at Cardiff the 22ND APRIL 1981

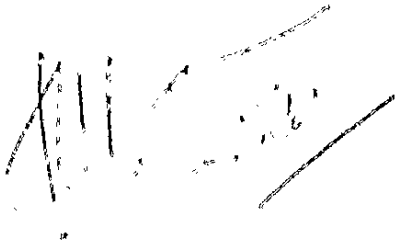
A handwritten signature in black ink, appearing to read 'S. A. Wilson'.

S. A. WILSON

Assistant Registrar of Companies



3. "That in accordance with Section 30 of the Companies Act 1985 the Company should no longer include the word "limited" as part of its name, and that the name of the Company be changed to "The Common Law Institute of Intellectual Property".



Stephen Stewart QC  
Chairman

16 October 1985

*Certified a true copy of the original  
Denton Hall Burying & Warrers  
Company Secretary*

# FILE COPY



## CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1557489

124

I hereby certify that

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

having by special resolution changed its name, is now  
incorporated under the name of

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY

Given under my hand at the Companies Registration Office,  
Cardiff the

2ND JANUARY 1987

*C R Williams*  
MRS C R WILLIAMS

an authorised officer



THE COMPANIES ACTS 1948 TO 1980

Declaration of compliance with the requirements on application for registration of a company

Pursuant to section 3(5) of the Companies Act 1980

41a

Please do not write in this binding margin



Please complete legibly, preferably in black type, or bold block lettering

\*Insert full name of company

1557489/1

For official use

Company number

[Official use box]

1557489/1

Name of company

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY Limited

1 Myles Cave-Browne-Cave

of 3 Gray's Inn Place, Gray's Inn, London, WC1R 5EA

†Please indicate whether you are a Solicitor of the Supreme Court (or in Scotland, a Solicitor) engaged in the formation of the company, or a person named as director or secretary of the company in the statement delivered under section 21 of the Companies Act 1976

do solemnly and sincerely declare that I am a Solicitor of the Supreme Court engaged in the formation of

of The Common Law Institute of Intellectual Property Limited

and that all the requirements of the Companies Acts 1948 to 1980 in respect of the registration of the said company and of matters precedent and incidental thereto have been complied with. And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835

Declared at 3 Gray's Inn Place, Gray's Inn, London, WC1R 5EA

Signature of Declarant

[Handwritten signature]

the 12th day of March

One thousand nine hundred and Eighty nine

before me [Signature] A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

Presenter's name, address and reference (if any):

DENTON HALL & BURGIN 3 GRAY'S INN PLACE, GRAY'S INN, LONDON, WC1R 5EA REF: MCBC

For official use New companies section

Post room



N/13 £50 024570

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1557489/2

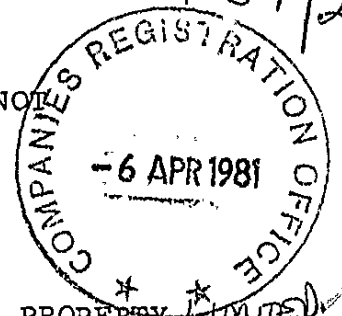
The Companies Acts 1948 to 1980

COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

of

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED



*Jato*

1. The name of the Company is "The Common Law Institute of Intellectual Property". The Company is hereinafter referred to as "the Institute". *LIMITED Jato*

2. The Registered Office of the Institute will be situate in England.

3. The objects for which the Institute is established are to promote a greater understanding, education in and research into all legal, social economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world and in particular (but without limiting the generality of the foregoing) in countries whose legal systems are based upon Common Law. In furtherance of the above objects but no further or otherwise the Institute shall have the power:-

- (i) To provide and arrange conferences, seminars, lectures, demonstrations, courses, exhibitions, meetings and the presentation of papers, and to publish and distribute information advice and proposals regarding any and all aspects of the said law of intellectual property.
- (ii) To institute and establish scholarships, grants, awards and prizes in connection with intellectual property.
- (iii) To assist in establishing chairs, faculties and other academic posts in any or all of the aforementioned objects at any schools universities polytechnics and colleges.
- (iv) To lay down standards of education, training, knowledge and experience appropriate for the admission of persons to the various classes or grades of membership of the Institute which may at any time and from time to time be created by the Institute.

*MFF, bn1*





- (v) To establish and maintain a library and collection of literature, films and other material of interest in furtherance of the objects of the Institute.
- (vi) To consult and co-operate with any persons, associations, societies, institutions or other bodies established or to be established in Great Britain or elsewhere in respect of matters within the objects of the Institute.
- (vii) To amalgamate or affiliate with or take over the undertaking of any charitable institution or body having objects which are similar to one or more of those of the Institute and which prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 4 hereof.
- (viii) To solicit, obtain or accept subscriptions, donations or gifts (whether of real or personal property) and devises and bequests for any purpose or purposes within the objects of the Institute from any person or body whatsoever.
- (ix) To establish, maintain, control and manage branches of the Institute as may seem expedient and from time to time to determine the constitutions, rights, privileges, obligations and duties of such branches and when thought fit to dissolve them.
- (x) To borrow or raise money for the purposes of the Institute on such terms and on such security (if any) as may be thought fit.
- (xi) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Institute may think necessary or convenient for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Institute.
- (xii) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Institute as may be thought expedient with a view to the promotion of its objects.
- (xiii) To undertake and execute any charitable trusts which may lawfully be undertaken by the Institute and may be conducive to its objects.
- (xiv) To invest the moneys of the Institute not immediately required for its purposes in or upon such investments, securities or property as may be

thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.

- (xv) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Institute or calculated to further its objects.
- (xvi) To make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants.
- (xvii) To pay all expenses, preliminary or incidental to the formation of the Institute and its registration.
- (xviii) To obtain any Royal Charter, Provisional Order or Act of Parliament or other authority either in the United Kingdom or elsewhere for enabling or assisting the Institute to carry its objects into effect.
- (xix) To do all such other things as shall further the attainment of the above objects or any of them.

Provided that:

- (i) If the Institute shall take or hold any property which may be subject to any trusts, the Institute shall deal with or invest the same only in such manner as allowed by law, having regard to such trusts.
- (ii) The objects of the Institute shall not extend to the regulations of relations between workers and employers or organisations of workers and organisations of employers.
- (iii) If the Institute shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Institute shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Council of the Institute shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as such Council have been if no incorporation had been effected, and the incorporation of the Institute

shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Council, but they shall as regards any such property be subject jointly and separately to such control or authority as if the Institute were not incorporated.

4. The income and property of the Institute, whencesoever derived, shall be applied solely towards the promotion of its objects as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Institute and no member of the Council shall be appointed to any office of the Institute paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Institute.

Provided that nothing herein shall prevent the payment, in good faith by the Institute of:-

- (a) reasonable and proper remuneration to any member officer or servant of the Institute (not being a member of the Council), in return for any services actually rendered to the Institute; or
- (b) interest on money lent by any member of the Institute or of the Council at a rate per annum not exceeding the minimum lending rate prescribed for the time being by the Bank of England or 5 per cent whichever is the greater; or
- (c) reasonable and proper rent for premises demised or let by any member of the Institute or the Council to the Institute; or
- (d) fees remuneration or other benefits in money or money's worth to a company of which a member of the Council may be a member; or
- (e) any out-of-pocket expenses to any member of the Council.

5. The liability of the members is limited. L

6. Every member of the Institute undertakes to contribute to the assets of the Institute, if the same is wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Institute contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding one pound.

7. If upon the winding up or dissolution of the Institute there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Institute, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Institute, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 4 hereof, such institution or institutions to be determined by the members of the Institute at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then to some other charitable object or objects.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a company in pursuance of this Memorandum of Association

NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS

Michael Frederick Flint, 3 Gray's Inn Place, London WC1 Solicitor  
H. A. Dale, Drax Street, 28, Beaumont St, Oxford. Solicitor  
Stephen Hewson, T. Anglinwood, Kippington, Sevenoaks, Kent. <sup>grammarian</sup>  
William Rodolph Smith, 74 Palace Road, London SW2 <sup>Prof of Law</sup>  
<sup>Ph.D. in</sup> Rosebery, 71 Branksome West Road, Bournemouth of the Law City of  
Law, University of Southampton Professor of Law  
Geoffrey William Hobbs 26 Penethorne Close Victoria Park Road London E9 7HF <sup>Barister</sup>  
Jack Black 48 Bedford Square London WC1 Solicitor  
Brian Smith, 66 Kenwood Drive, Beckenham, Kent. Royal Advisor  
James Lahore, 13 Princess Road London NW1 Professor of Law

DATED the 9th day of March 1981

WITNESS to the above signatures

Hughes Paul  
3 Gray's Inn Place  
London WC1  
Solicitor

THE COMPANIES ACTS 1948 to 1980

COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL

~~1557969~~  
1557489/3

ARTICLES OF ASSOCIATION

of

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

*DLMB*

PRELIMINARY

1. In these presents, if not consistent with the subject or context, the words set out in the first column of the table below shall bear the meanings set opposite to them respectively in the second column thereof.

WORDS	MEANING
The Institute	The Common Law Institute of Intellectual Property Limited. <i>DLMB</i>
The Statutes	The Companies Acts 1948, 1967, 1976 and 1980 and every other Act for the time being in force concerning companies and affecting the Institute.
The 1948 Act	The Companies Act, 1948
These Presents	These Articles of Association, as originally framed, or as from time to time altered by Special Resolution.
The Council	The Council for the time being of the Institute.
Office	The registered office of the Institute.
Seal	The Common Seal of the Institute.
The United Kingdom	Great Britain and Northern Ireland.
Month	Calendar month.

Year	Calendar year.
In writing	Written or produced by any substitute for writing, or partly one and partly another.

The expression "Secretary" shall include any person appointed by the Council to perform any of the duties of the Secretary.

Save as aforesaid, any words or expressions defined in the Statutes shall, if not inconsistent with the subject or context, bear the same meaning in these presents.

#### MEMBERSHIP

2. The members of the Institute shall be the subscribers to the Memorandum of Association and such other persons as the Council shall admit to membership from time to time.

#### ASSOCIATE MEMBERS

3. Associate Members of the Institute shall be such persons as the Council shall admit as Associate Members.

4. Associate Members shall have the same privileges as members except that they shall have no voice in the government of the Institute and shall not be entitled to vote at a General Meeting of the Institute. Nor shall particulars in relation to them be entered in the Register of Members, and accordingly they shall not be members for the purposes of the Statutes or of these presents.

#### RETIREMENT AND EXCLUSION OF MEMBERS

5. Should any member wish to retire from the Institute he shall give three months' written notice to expire at the end of a year and shall be liable for any subscription up to that date.

6. Membership shall cease if:-

- (i) At a meeting of the Council of which the member shall have had 21 clear days' notice and at which the member shall have been given an opportunity of being heard, the Council shall pass a resolution that it is undesirable in the interests of the Institute that such a member should remain a member, or
- (ii) the member by notice in writing resigns his membership and then in accordance with the provisions of Article 5 hereof, or
- (iii) the member is in arrear in payment of his subscription for three months or more and notice in writing to that

effect has been given to such member by the Secretary of the Institute and within one month from the date of such notice or within such further time as the Council may grant upon special cause to it shown the arrear is not paid.

7. In the case of membership ceasing pursuant to the last foregoing Article the Council may in its discretion return in whole or in part the member's subscription (if any) for the then current year.

#### GENERAL MEETINGS

8. An Annual General Meeting shall be held not more than eighteen months after the incorporation of the Institute and subsequently once in every year, at such time (within a period of not more than fifteen months after the holding of the last preceding Annual General Meeting) and place as may be determined by the Council. All other General Meetings shall be called Extraordinary General Meetings.

9. The Council may, whenever they think fit, convene an Extraordinary General Meeting, and extraordinary general meetings shall also be convened on requisition in accordance with the Statutes, or, in default, may be convened by such requisitionists. A requisition in writing by not less than 10 members having at the date of deposit of a requisition a right to attend and vote at General Meetings shall be deemed to be a requisition in accordance with the Statutes so far as these provisions relate to the number of members required to requisition an Extraordinary General Meeting.

#### NOTICE OF GENERAL MEETINGS

10. An Annual General Meeting and any Extraordinary General Meeting at which it is proposed to pass a Special Resolution shall be called by twenty-one days' notice in writing at the least, and any other General Meeting by fourteen days' notice in writing at the least, exclusive in either case of the day on which the notice is served or deemed to be served and of the day for which it is given. Provided that a General Meeting shall, notwithstanding that it is called by shorter notice than as aforesaid, be deemed to have been duly called if it is so agreed:-

- (a) in the case of an Annual General Meeting, by all the members entitled to attend and vote thereat; and
- (b) in the case of an Extraordinary General Meeting, by a majority in number of the members having the right to attend and vote at the meeting, being a majority together representing not less than 95 per cent of the total voting rights at that meeting of all the members.

The accidental omission to give notice to, or the



non-receipt of notice by, any person entitled to receive notice shall not invalidate the proceedings at any General Meeting.

11. Every notice calling a General Meeting shall specify the place and the day and hour of the meeting and in the case of an Annual General Meeting shall also specify the meeting as such. If other than routine business is to be transacted, the notice shall specify the general nature of such business; and, if any resolution is to be proposed as an Extraordinary Resolution or as a Special Resolution, the notice shall contain a statement to that effect.

12. Routine business shall mean and include only business transacted at an Annual General Meeting of the following classes, that is to say:-

- (a) Reading and considering the balance sheet, the ordinary reports of the Council and the Auditors, and other accounts and documents required to be annexed to the balance sheet.
- (b) Appointing Auditors and fixing the remuneration of the Auditors or determining the manner in which such remuneration is to be fixed.
- (c) Appointing members of the Council and other officers in the place of those retiring by rotation or otherwise.

#### PROCEEDINGS AT GENERAL MEETINGS

13. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Four members present in person shall be a quorum for all purposes.

14. If within half an hour from the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Council may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

15. The Chairman (if any) of the Council shall preside as Chairman at every General Meeting but, if there be no such Chairman or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same or shall be unwilling to preside, the members of the Council present shall choose one of their number to preside. If at any meeting no member of the Council is present and willing to preside, the members present shall choose one of their number to do so.

16. The Chairman may with the consent of any meeting at which a

quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

17. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:-

- (a) The Chairman; or
- (b) not less than three members present in person or by proxy and entitled to vote; or
- (c) a member or members so present and entitled and representing one-tenth of the total voting rights of all members having the right to vote at the meeting.

A demand for a poll may be withdrawn. Unless a poll be so demanded (and the demand be not withdrawn) a declaration by the Chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number or proportion of the Notes recorded for or against such resolution.

18. If any votes shall be counted which ought not to have been counted, or might have been rejected, the error shall not vitiate the resolution unless it be pointed out at the same meeting, or at an adjournment thereof, and not in that case unless it shall in the opinion of the Chairman be of sufficient magnitude to vitiate the resolution.

19. If a poll is duly demanded (and the demand is not withdrawn) it shall be taken in such manner as the Chairman may direct, and the result of a poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The Chairman may appoint scrutineers and may adjourn the meeting to some place and time fixed by him for the purpose of declaring the result of the poll.

20. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.

21. A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll

demande on any other question shall be taken either immediately or at such time and place as the Chairman of the meeting directs, and any business other than that upon which the poll has been demanded may be proceeded with pending the taking of the poll. No notice need be given of a poll not taker immediately.

#### VOTE OF MEMBERS

22. No member shall, unless the Council otherwise determines, be entitled to vote at any General Meeting either personally or by proxy unless all moneys presently payable by him to the Institute have been paid. Subject as aforesaid every member shall have one vote.

23. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee, receiver, curator bonis or other person in the nature of a committee, receiver or curator bonis appointed by the court, and any such committee, receiver, curator bonis or other person may on a poll vote by proxy.

24. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the meeting whose decision shall be final and conclusive.

25. On a poll votes may be given either personally or by proxy. No person other than a member may be appointed to act as a proxy.

26. An instrument appointing a proxy shall be in writing and (a) in the case of an individual, shall be signed by an appointer or his attorney, and (b) in the case of a corporation shall be either under its common seal or signed by its attorney or by an officer on its behalf. The Council, may but shall not be bound to, require evidence of the authority of any such attorney or officer.

27. An instrument appointing a proxy must be left at the office or such other place (if any) as is specified for that purpose in the notice convening the meeting not less than forty-eight hours before the time for holding the meeting or adjourned meeting (or, in the case of a poll, before the time appointed for the taking of the poll) at which it is to be used and in default shall not be treated as valid.

28. An instrument appointing a proxy may be in the usual common form, or in such other form as the Council may accept, and shall be deemed to confer authority to demand or join in demanding a poll. It need not be witnessed and shall, unless

the contrary is stated thereon, be valid as well for any adjournment of the meeting to which it relates.

29. A vote given by proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the instrument of proxy was executed, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Institute at the office before the commencement of the meeting or the adjourned meeting or poll at which the vote is given.

#### CORPORATIONS ACTING BY REPRESENTATIVES

30. Any corporation which is a member of the Institute may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Institute, and the persons so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the Institute.

#### SUBSCRIPTIONS

31. The Annual, Quarterly or other subscriptions or payments (if any) to be payable by the members of the Institute shall only be fixed at a General Meeting of the Institute and not otherwise.

#### SECRETARY

32. The Secretary shall be appointed by the Council for such term at such remuneration and upon such conditions as they may think fit and any Secretary so appointed may be removed by them.

#### PRESIDENTS AND PATRONS

33. The Institute in general meeting may, on the recommendation of the Council appoint any person or persons to be President or Joint President of the Institute. The Institute may likewise appoint any persons as Patrons.

#### VICE-PRESIDENTS

34. The Council may appoint any person to be a Vice-President of the Institute.

#### THE COUNCIL

35. Subject as hereinafter provided the Council shall consist of not fewer than four and not more than twenty-five members.

The first members of the Council shall be the Subscribers to the Memorandum of Association.

The Institute may by Ordinary Resolution from time to time increase or reduce the minimum or maximum number of members of the Council.

36. The members of the Council shall be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Council or any sub-committee thereof or General Meetings.

37. A member of the Council shall vacate his office:-

- (a) if he become bankrupt or of unsound mind, or
- (b) if he resign his office by notice in writing to the Institute, or
- (c) if he become prohibited from acting by virtue of any order made under section 188 of the 1948 Act, or
- (d) if he cease to hold office by virtue of a resolution duly passed pursuant to section 184 of the 1948 Act, or
- (e) if he cease to be a member of the Institute.

38. The provisions of section 185 of the 1948 Act shall not apply to the Institute.

39. At the first Annual General Meeting all the members of the Council shall retire from office. At each subsequent Annual General Meeting one-third of the members of the Council for the time being, or if their number is not a multiple of three, the number nearest to but not greater than one-third, shall retire from office. A member of the Council retiring shall retain office until the close or adjournment of the meeting.

40. The members of the Council to retire in every year shall be those who have been longest in office since their last election or appointment, but as between persons who became or were last re-elected members of the Council on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot. A retiring member of the Council shall be eligible for re-election.

#### ELECTION OF MEMBERS OF THE COUNCIL

41. At any time after the last Annual General Meeting and not less than 12 days before the date fixed for the next annual general meeting any two members may give notice in writing to the Secretary nominating a qualified person or persons as a candidate or candidates for election or re-election as a member of the Council. Subject to the provisions of Article 46 hereof no member of the Council shall be elected or re-elected unless he shall have been nominated in accordance with this Article.

42. At least 7 days before the date fixed for the Annual

General Meeting the Secretary shall inform every member of the Institute in writing of the names and addresses of all candidates who have been nominated for election at the forthcoming election and also (when appropriate) of the number of vacancies.

43. If the candidates are not more in number than the number required to be elected or than the vacancies (as the case may be) all the candidates shall be deemed and declared by the Chairman to be elected at the Annual General Meeting.

44. If the candidates are more in number than the number required to be elected or than the vacancies (as the case may be) separate resolutions shall (except as otherwise authorised by section 183 of the 1948 Act) be put to the annual general meeting with respect to each election to be made and a single resolution purporting to elect two or more persons shall be void.

45. If at any Annual General Meeting default is made in filling up any of the offices vacated by members of the Council retiring under the provisions of these presents such retiring members of the Council determined as hereinafter set out shall be re-elected without any resolution being passed unless:-

- (a) they are not qualified for reappointment; or
- (b) at such meeting it is expressly resolved not to fill up such vacated offices or a resolution for their re-election is put to the meeting and lost; or
- (c) they have given the Institute notice in writing of their unwillingness to be re-elected; or
- (d) the default is due to the moving of a resolution in contravention of the last foregoing Article.

If the number of members of the Council who have retired and who are available for re-election pursuant to this Article is greater than the number of offices falling to be filled up pursuant to this Article, the retiring members of the Council to be re-elected shall, failing agreement, be determined by lot.

46. The Council shall have power at any time and from time to time appoint any qualified person to be a member of the Council either to fill a casual vacancy or as an additional member of the Council, but so that the total number of members of the Council shall not at any time exceed the maximum number fixed by or in accordance with these presents. Any person so appointed shall hold office only until the next annual general meeting and shall then be eligible for re-election, but shall not be taken into account in determining the number of members of the Council who are to retire by rotation at such meeting.

#### PROCEEDINGS OF THE COUNCIL

47. The Council may meet together for the despatch of business,

adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be determined by a majority of votes, and in the case of an equality of votes the Chairman shall have a second or casting vote.

48. The quorum necessary for the transaction of the business of the Council may be fixed by the Council and unless so fixed shall be four. A meeting of the Council for the time being at which a quorum is present shall be competent to exercise all powers and discretions for the time being exercisable by the Council.

49. The continuing members of the Council may act notwithstanding any vacancies, but, if and so long as the number of members of the Council is reduced below the minimum number fixed by or in accordance with these presents, the continuing members or member of the Council may act for the purpose of filling up such vacancies or of summoning General Meetings of the Institute, but for no other purpose. If there be no members or member of the Council able or willing to act, then any two members of the Institute may summon a General Meeting for the purpose of appointing members of the Council.

50. The Council may elect a Chairman from amongst their number and determine the period for which he is to hold office; but if no Chairman shall have been appointed or if at any meeting the Chairman be not present within fifteen minutes after the time appointed for holding the same, the members of the Council present may choose one of their number to be Chairman of the meeting.

51. A resolution in writing signed by all the members of the Council for the time being in the United Kingdom shall be as effective as a resolution passed at a meeting of the Council duly convened and held, and may consist of several documents in the like form, each signed by one or more of the members of the Council.

52. The Council may delegate any of its powers to sub-committees as the Council shall think fit and may revoke or vary such delegation. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed upon them by the Council. The meetings and proceedings of any such sub-committee shall be governed by the provisions of these presents regulating the meetings and proceedings of the Council so far as the same are applicable and are not superseded by any regulations made by the Council. Provided that no resolution of any meeting of any sub-committee shall have any effect or validity unless the majority of the members of the sub-committee present and entitled to vote are members of the Institute.

53. All acts done by any meeting of the Council or a sub-committee thereof, or by any person acting as a member of

the Council, shall as regards all persons dealing in good faith with the Institute, notwithstanding that there was some defect in the appointment of any member of the Council or person acting as such or that any such member or person was disqualified be as valid as if every such person had been duly appointed and was qualified and had continued to be a member of the Council and had been entitled to vote.

#### INTERNATIONAL ADVISORY COUNCIL

54. In order to enable the Council to ascertain and give effect to as wide as possible a body of international opinion upon all matters appertaining to the object of the Institute the Council may form an International Advisory Council.

55. The members of the International Advisory Council may include members of the Council and subject as hereinafter provided shall not be entitled to exercise any of the powers of the members of the Council.

56. The members of the International Advisory Council or any of them shall be entitled to attend and take part in all discussions at meetings of the Council.

57. Subject to the provisions of these Articles all matters concerning the membership of the International Advisory Council shall be determined by the Council as it shall in its absolute discretion think fit.

#### BORROWING POWERS

58. The Council may exercise all the powers of the Institute to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Institute or of any third party.

#### POWERS OF THE COUNCIL

59. The business of the Institute shall be managed by the Council who may pay all expenses incurred in forming and registering the Institute and may exercise all such powers of the Institute as are not by the Statutes or by these presents required to be exercised by the Institute in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the Statutes, and to such regulations (not inconsistent with the aforesaid regulations or provisions) as may be prescribed by the Institute in General Meeting, but no regulation so made by the Institute shall invalidate any prior act of the Council which would have been valid if such regulation had not been made. The general powers given by this Article shall not be limited or restricted by any special authority or power given to the Council by any other Article.



60. The Council shall have power from time to time to adopt and make, alter or revoke, byelaws for the regulation of the Institute and otherwise for the furtherance of the purposes for which the Institute is established, provided that such byelaws are not repugnant to the Memorandum or Articles of Association. All such byelaws for the time being in force shall be binding upon all members until the same shall cease to have effect as hereinbefore provided or shall be varied or set aside by an Ordinary Resolution of the Institute. No member shall be absolved from such byelaws by reason of his not having received a copy of the same, or of any alternations or additions thereto, or having otherwise no notice of them. It is expressly declared that without prejudice to the powers of the Council to make byelaws on other matters the following shall be deemed to be matters which may be governed by byelaws within the meaning of this Article, that is to say:-

- (a) As to the persons eligible for membership of the Institute.
- (b) As to the conditions on which persons shall be admitted to membership of the Institute.
- (c) As to entrance fees (if any) payable in respect of membership of the Institute.
- (d) As to the rights and privileges to be accorded to, and the qualifications, restrictions and conditions to be imposed on, members of the Institute.
- (e) As to committees of members, in connection with various branches of the Institute's activities and as to the appointment, removal, qualification, disqualification, duties, functions, powers and privileges of members of such committees.

#### THE SEAL

61. The Council shall provide for the safe custody of the Seal, which shall not be affixed to any instrument except by the authority of a resolution of the Council or of a sub-committee appointed by the Council and empowered by it to pass resolutions authorising the affixing of the Seal and shall be so affixed in the presence of at least one member of the Council and the Secretary or such other person approved by the Council, and that member of the Council and the Secretary or such other person as aforesaid shall sign every instrument to which the Seal is so affixed in their presence.

#### ACCOUNTS

62. The Council shall cause to be kept at the office, or at such other place within Great Britain as the Council think fit, proper books of account with respect to:-

- (a) all sums of money received and expended by the Institute and the matters in respect of which the receipt and expenditure takes place;
- (b) all sales and purchases of goods by the Institute;
- (c) the assets and liabilities of the Institute.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the Institute's affairs and to explain its transactions.

63. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Institute in General Meeting, together with a copy of the Auditor's report, shall not less than twenty-one days before the date of the meeting be sent to every member of, and holder of debentures of, the Institute: Provided that this Article shall not require a copy of these documents to be sent to more than one of the joint holders of any debentures.

#### AUDIT

64. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Statutes.

#### NOTICES

65. Any notice or document may be served by the Institute on any member either personally or by sending it through the post in a prepaid letter addressed to such member at the registered address as appearing in the register of members or to such other address as he may supply to the Institute for the giving of notices to him, and any notice so served by post shall be deemed to have been duly served notwithstanding that such member be then dead or bankrupt and whether or not the Association have notice of his death or bankruptcy.

66. A member described in the register of members by an address not within the United Kingdom who has not supplied to the Institute an address within the United Kingdom for the giving of notices to him shall not be entitled to receive any notice from the Institute.

67. Any notice or document served by post shall be deemed to have been served at the expiration of twenty-four hours after the letter containing the same is posted, and in proving such service it shall be sufficient to show that the letter containing the notice or document was properly addressed, stamped and posted.

#### INDEMNITY

68. Subject to the provisions of the Statutes and of Clause 4

of the Memorandum of Association every member of the Council, Auditor, Secretary, or other officer of the Institute shall be entitled to be indemnified by the Institute against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

#### WINDING UP

69. The provisions of Clause 7 of the Memorandum of Association relating to the winding up or dissolution of the Institute shall have effect and be observed as if the same were repeated in these Articles.



1



THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

Pursuant to sections 21 and 23(2) of the Companies Act 1976

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Please complete legibly, preferably in black type, or bold block lettering

Name of Company

1557489/4  
Company number  
~~1557505~~

\* delete if inappropriate

THE COMMON LAW INSTITUTE OF  
INTELLECTUAL PROPERTY L.M. [initials] [initials]

The intended situation of the registered office of the company on incorporation is as stated below

3 GRAYS INN PLACE  
LONDON WC1

If the memorandum is delivered by an agent for the subscribers of the memorandum please mark 'X' in the box opposite and insert the agent's name and address below

X

DEVON HALL + BURGON  
3 GRAYS INN PLACE  
LONDON WC1.

If the spaces provided on page 2 are insufficient and use has been made of continuation sheets (see note 1), please enter in the box opposite the number of continuation sheets which form part of this statement

[Empty box]

Presenter's name, address and reference (if any):

DEVON HALL + BURGON  
3 GRAYS INN PLACE  
LONDON WC1.

For official use  
General section

Post room



The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin.



**Important**  
The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Name (note 2)	Business occupation
MICHAEL FREDERICK KEW	SOLICITOR
Former name(s) (note 3)	Nationality
	BRITISH
Address (note 4)	Date of birth (where applicable) (note 6)
3 GRAYS AND ALICE CUMBO WCL	N/A
Particulars of other directorships (note 5)	
PLEASE SEE ATTACHED LIST	
I hereby consent to act as director of the company named on page 1	
Signature	Date 11-3-81

Name (note 2)	Business occupation
BRIAN LORRIS	LEGAL ADVISER
Former name(s) (note 3)	Nationality
	BRITISH
Address (note 4)	Date of birth (where applicable) (note 6)
66 KENWOOD DRIVE BECKENHAM KENT	N/A
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature X	Date 11-3-81

Name (note 2)	Business occupation
Former name(s) (note 3)	Nationality
Address (note 4)	Date of birth (where applicable) (note 6)
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature	Date

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**Important**

The particulars to be given are those referred to in section 21(2)(b) of the Companies Act 1976 and section 200(3) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

The name(s) and particulars of the person who is, or the persons who are, to be the first secretary, or joint secretaries, of the company are as follows:

Name (notes 2 & 7)	
MILES ONE - BROWNIE - ONE	
Former name(s) (note 3)	
Address (notes 4 & 7) 3 GRAYS ROAD PLACE LONDON W14	
I hereby consent to act as secretary of the company named on page 1	
Signature Miles One Brownie One	
Date 9-3-81	

Name (notes 2 & 7)	
Former name(s) (note 3)	
Address (notes 4 & 7)	
I hereby consent to act as secretary of the company named on page 1	
Signature	
Date	

\* as required by section 21(3) of the Companies Act 1976

Signed by or on behalf of the subscribers of the memorandum\*

† delete as appropriate

Signature John Hall + Budge [Subscriber] [Agent]† Date 12-3-81

Signature \_\_\_\_\_ [Subscriber] [Agent]† Date \_\_\_\_\_

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THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 1 to Form No. 1

Company number

~~1557988~~

Please complete legibly, preferably in black type, or bold black lettering

Name of Company

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

\*delete if inappropriate

Particulars of other directors (continued)

Name (note 2)	HUGH DALES DALLAS BRETT	Business occupation	SOLICITOR
Former name(s) (note 3)		Nationality	BRITISH.
Address (note 4)	25 BEAUMONT STREET OXFORD	Date of birth (where applicable) (note 6)	N/A
I hereby consent to act as director of the company named on page 1			
Signature	Hugh Dales Dallas Brett	Date	11-3-81

Particulars of other directorships

ESC Publishing L<sup>o</sup> 25 Beaumont St. Oxford.



†delete if inappropriate

continued overleaf†



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# THE COMPANIES ACTS 1948 TO 1976

## Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 2  
to Form No. 1

Company number

~~1557383~~

Please complete  
legibly,  
preferably in  
black type, or  
bold black  
lettering

\* delete if  
inappropriate.

Name of Company

<b>THE COLLIER AND INSTITUTE OF INTELLECTUAL PROPERTY</b>	Limited*
---	----------

Particulars of other directors (continued)

Name (note 2) <b>Geoffrey William Hobbs</b>	Business occupation <b>BARRISTER</b>
Former name(s) (note 3) <b>---</b>	Nationality <b>BRITISH</b>
Address (note 4) <b>26 PENNETHORNE CLOSE VICTORIA PARK ROAD LONDON E9</b>	Date of birth (where applicable) (note 6) <b>N/A</b>
I hereby consent to act as director of the company named on page 1	
Signature <b>Geoffrey W. Hobbs</b>	Date <b>10. March 1981</b>

Particulars of other directorships

Director Star Constructions Limited, Star Road, Partridge Green, West  
Sussex.



† delete if  
inappropriate

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# THE COMPANIES ACTS 1948 TO 1976

## Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 3 to Form No. 1

Company number

~~1557489~~

Please complete legibly, preferably in black type, or bold black lettering

\*delete if inappropriate

Name of Company

**THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY** Limited\*

Particulars of other directors (continued)

Name (note 2) <b>GERALD DWORNIK</b>	Business occupation <b>PROFESSOR OF LAW</b>
Former name(s) (note 3) _____	Nationality <b>BRITISH</b>
Address (note 4) <b>ROSEBURY TA BRANKSOME WOOD ROAD, BOURNEVILLE</b>	Date of birth (where applicable) (note 5) <b>N/A</b>
I hereby consent to act as director of the company named on page 1	
Signature	Date <b>11-3-81</b>

Particulars of other directorships

**MODERN LAW REVIEW LTD.**



†delete if inappropriate

continued overleaf†

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MYLES

THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 4 to Form No. 1

Company number ~~09~~  
1557500

Please complete legibly, preferably in black type, or bold block lettering

Name of Company

**THE COLLOW AND WISLWIE OF INTELLECTUAL PROPERTY LIMITED** ~~limited~~\*

Particulars of other directors (continued)

Name (note 2)	Business occupation
<b>WILLIAM RODOLPHE CORVISE</b>	<b>PROFESSOR OF LAW</b>
Former name(s) (note 3)	Nationality
	<b>BRUSSE</b>
Address (note 4)	Date of birth (where applicable) (note 6)
<b>74 PALACE ROAD LONDON SW2</b>	<b>N/A</b>
I hereby consent to act as director of the company named on page 1	
Signature <i>W.R. Corvise</i>	Date <b>9.3.81</b> ✓

Particulars of other directorships

*Modern Law Review Ltd.*

*26 FEB 1981*

\* delete if inappropriate

† delete if inappropriate

continued overleaf †



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THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

1557489

Continuation sheet No. 6 to Form No. 1

Company number

~~1557489~~

Please complete legibly, preferably in black type, or bold black lettering

Name of Company

THE GUILD LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED limited\*

\*delete if inappropriate

Particulars of other directors (continued)

Name (note 2)	JACK BLACK	Business occupation	SOLICITOR
Former name(s) (note 3)		Nationality	BRITISH
Address (note 4)	48 BEDFORD SQUARE LONDON WC1B 3DS	Date of birth (where applicable) (note 6)	N/A

I hereby consent to act as director of the company named on page 1

Signature

*[Handwritten Signature]*

Date 10th March 1981

Particulars of other directorships

(See list attached)

LIST OF DIRECTORSHIPS AS AT DECEMBER 1980

- BLACK NOMINEES LIMITED
- BROWNMOUR NOMINEES LIMITED
- GIANT PRODUCTION FILMS LIMITED
- KING ALFRED SCHOOL SOCIETY
- LINGEN (OFFSHORE) LIMITED
- PERTH HOUSE RESIDENTS ASSOCIATION LIMITED
- OBERCORN LIMITED
- RETAINER COMPANY SECRETARIAL SERVICES LIMITED
- TIDEWAYS PRODUCTIONS LIMITED
- SHAPE LIMITED



†delete if inappropriate

continued overleaf†



MICHAEL F. FLINT - DIRECTORSHIPS :

J & M FILM SALES LIMITED  
BRIDGEPALM LIMITED  
DOMINFEST INVESTMENTS LIMITED  
ROLLING STOCK FILM CO. LTD.  
OMAGLOW FINANCE LIMITED  
PALM FILMS LIMITED  
PREMIER FILM PRODUCTIONS  
MARTINAT PRODUCTIONS LIMITED  
WHITTAKER SURVIVAL SYSTEMS (UK) LTD.  
RADIO CLASSIFIED  
FILM ARCHIVE SERVICES LIMITED  
BLANKGLEN LIMITED  
HOPSCOTCH PRODUCTIONS LIMITED  
VAYGLEN LIMITED  
VERRON MEAD LIMITED  
~~HYTHEREED LIMITED~~  
AVESGRANGE LIMITED  
COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED  
CLEFTFIELD LIMITED  
DOWNSHIRE PRODUCTIONS LIMITED  
STEADROSE LIMITED



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## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1557489

I hereby certify that

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

is this day incorporated under the Companies Acts 1948 to 1980 as  
a private company and that the Company is limited.

Given under my hand at Cardiff the 22ND APRIL 1981

A handwritten signature in cursive script, appearing to read 'C. A. Wilson'.

C. A. WILSON

Assistant Registrar of Companies



No 1557489

5

N/T

THE COMPANIES ACTS 1948 TO 1980

COMPANY LIMITED BY GUARANTEE NOT HAVING A SHARE CAPITAL

SPECIAL RESOLUTIONS

OF

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

(passed the 22nd June, 1981)

At an Extraordinary General Meeting of The Common Law Institute of Intellectual Property Limited duly convened and held at 3 Gray's Inn Place, Gray's Inn, London, WC1 on the 22nd June, 1981 the following resolutions were duly passed as Special Resolutions of the Company, namely:-

SPECIAL RESOLUTIONS

1. That the Memorandum of Association of the Company with respect to its objects be altered in the following respects:-

(a) By deletion of the whole of the first sentence of clause 3 (that is from the words "The objects" to the words "Common Law" inclusive) and by the substitution therefor of the following:-

"The object for which the Institute is established is to advance public education in and research into the laws relating to intellectual property rights throughout the world and in



particular (but without limiting the generality of the foregoing) in countries whose legal systems are based upon Common Law and the social and economic consequences of the application of such laws and to publish the useful results of such research".

- (b) By the deletion of the words "or convenient" in lines 4 and 6 of clause 3(xi).
- (c) By the substitution of the words "necessary for the attainment of" for the words "conducive to" in clause 3(xiii).
- (d) By the substitution of the words "necessary for" for the words "preliminary or incidental to" in clause 3(xvii).
- (e) By the addition of the word "lawful" before the word "things" in clause 3(xix).

2. That the Articles of Association of the Company be altered in the following respects:-

- (a) By the addition of the words "who shall not be a member of the Council" after the word "secretary" in line 1 of Article 32.
- (b) By the substitution of the words "reasonable out of pocket" for the words "travelling, hotel and other" in Article 36.

3.

(c) By the addition of the words "and provided that all deeds and undertakings of any such sub-committee shall be fully reported back to the Council as soon as possible" at the very end of Article 52.

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, positioned above a dotted line.

CHAIRMAN



COMPANIES FORM No. 30(5)(c)

Declaration on change of name omitting "limited" or its Welsh equivalent

30(5)(c)

Please do not write in this margin

Pursuant to section 30(5)(c) of the Companies Act 1985

Please complete legibly, preferably in black type, or bold black lettering

For official use

Company number

[ ] [ ] [ ] [ ] [ ] [ ] [ ] [ ]

1557489

Name of company

\* THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

insert full name of company

We, DENTON HALL BURGIN & WARRENS of Denning House, 90 Chancery Lane, London WC2A 1JU

delete as appropriate

I, the secretary of The Common Law Institute of Intellectual Property Limited

do solemnly and sincerely declare that the company complies with the requirements of section 30(3) of the above Act. And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835

Declared at 34 Bedford Row London WC1R 4JH

Declarant to sign below

Phillip

the 2nd day of December

One thousand nine hundred and eighty-six

before me

A Commissioner for Oaths, a Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths

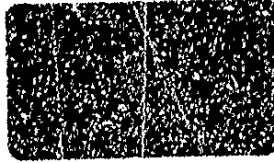
W. HINSMELWOOD

Presentor's name address and reference (if any): HJS/MFF Denton Hall Burgin & Warrens Denning House 90 Chancery Lane London WC2A 1EU

For official Use General Section Post room 12 DEC 1986 CRO

# The Common Law Institute of Intellectual Property Limited

Registered Office: Denning House, 90 Chancery Lane,  
London, WC2A 1EU



SECRETARIAT  
Charles Clore House,  
17 Russell Square,  
London WC1B 5DR  
Telephone: 01-637 1721

Company NO: 1557489

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE  
AND NOT HAVING A SHARE CAPITAL

SPECIAL RESOLUTIONS

OF

THE COMMON LAW INSTITUTE OF  
INTELLECTUAL PROPERTY LIMITED

(passed the 10th October, 1985)

At an Extraordinary General Meeting of the Company duly convened and held at IALS, Charles Clore House, 17 Russell Square, London WC1B 5DR, the following resolutions were duly passed as special resolutions of the Company, namely:-

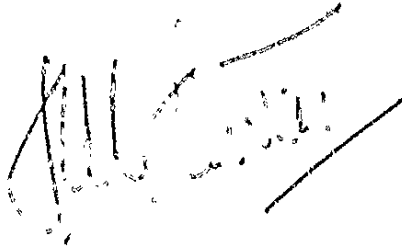
## SPECIAL RESOLUTIONS

1. "That the Memorandum of Association of the Company with respect to its objects be altered in the following respects:-
  - (a) by the deletion of the whole of Proviso (b) to Clause 4 and by substituting therefor the following:

"(b) interest on money lent by any member of the Institute or of the Council at a rate per annum not exceeding the base lending rate prescribed for the time being by the bank appropriate to the Institute or 3% whichever is the greater; or"
  - (b) by the deletion of the whole of Proviso (d) to Clause 4 and the substitution therefor of the following:

"(d) does remuneration or other benefits in money or monies worth to a company of which a member of the Council may be a member holding not more than one hundredth part of the capital of that Company; or"
2. "That the regulations in the form produced to the Meeting and initialled by the Chairman for the purposes of identification be and they are hereby adopted in place of and in substitution for the existing Articles of Association".

3. "That in accordance with Section 30 of the Companies Act 1985 the Company should no longer include the word "limited" as part of its name, and that the name of the Company be changed to "The Common Law Institute of Intellectual Property".



Stephen Stewart QC  
Chairman

16 October 1985

*Certified a true copy of the original  
Denton Hall Burying & Warrens  
Company Secretary.*

# FILE COPY



## CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1557489

124

I hereby certify that

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY LIMITED

having by special resolution changed its name, is now  
incorporated under the name of

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY

Given under my hand at the Companies Registration Office,  
Cardiff the

2ND JANUARY 1987

*C R Williams*  
MRS C R WILLIAMS

an authorised officer

1557489

# The Common Law Institute of Intellectual Property

Registered Office: Denning House, 90 Chancery Lane,  
London, WC2A 1EU

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

of

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY

\*1. The name of the Company is "The Common Law Institute of Intellectual Property". The Company is hereinafter referred to as "the Institute".

2. The Registered Office of the Institute will be situate in England.

\*\*3. The objects for which the Institute is established is to advance public education in and research into the laws relating to intellectual property rights throughout the world and in particular (but without limiting the generality of the foregoing) in countries whose legal systems are based upon common law and the social and economic consequences of the application of such laws and to publish the useful results of such research. In furtherance of the above objects but no further or otherwise the Institute shall have the power:-

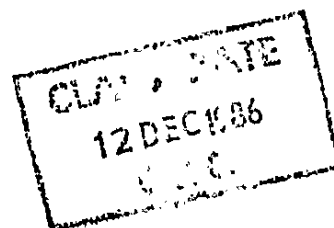
(i) To provide and arrange conferences, seminars, lectures, demonstrations, courses, exhibitions, meetings and the presentation of papers, and to publish and distribute information advice and proposals regarding any and all aspects of the said law of intellectual property.

(ii) To institute and establish scholarships, grants, awards and prizes in connection with intellectual property.

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\* The word "Limited" was deleted from the name of the Institute by Special Resolution on 10th October, 1985.

\*\* The objects of the Institute were amended by Special Resolution on 10th October, 1985



Certified  
a true copy  
of the original  
Denton Hall  
Barry W. Davies  
Company Secretary



- (iii) To assist in establishing chairs; faculties and other academic posts in any or all of the aforementioned objects at any schools universities polytechnics and colleges.
- (iv) To lay down standards of education, training, knowledge and experience appropriate for the admission of persons to the various classes or grades of membership of the Institute which may at any time and from time to time be created by the Institute.
- (v) To establish and maintain a library and collection of literature, films and other material of interest in furtherance of the objects of the Institute.
- (vi) To consult and co-operate with any persons, associations, societies, institutions or other bodies established or to be established in Great Britain or elsewhere in respect of matters within the objects of the Institute.
- (vii) To amalgamate or affiliate with or take over the undertaking of any charitable institution or body having objects which are similar to one or more of those of the Institute and which prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 4 hereof.
- (viii) To solicit, obtain or accept subscriptions, donations or gifts (whether of real or personal property) and devises and bequests for any purpose or purposes within the objects of the Institute from any person or body whatsoever.
- (ix) To establish, maintain, control and manage branches of the Institute as may seem expedient and from time to time to determine the constitutions, rights, privileges, obligations and duties of such branches and when thought fit to dissolve them.
- (x) To borrow or raise money for the purposes of the Institute on such terms and on such security (if any) as may be thought fit.
- (xi) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Institute may think necessary for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary for the work of the Institute.

- (xii) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Institute as may be thought expedient with a view to the promotion of its objects.
- (xiii) To undertake and execute any charitable trusts which may lawfully be undertaken by the Institute and may be necessary for the attainment of its objects.
- (xiv) To invest the moneys of the Institute not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.
- (xv) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Institute or calculated to further its objects.
- (xvi) To make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants.
- (xvii) To pay all expenses, necessary for the formation of the Institute and its registration.
- (xviii) To obtain any Royal Charter, Provisional Order or Act of Parliament or other authority either in the United Kingdom or elsewhere for enabling or assisting the Institute to carry its objects into effect.
- (xix) To do all such other lawful things as shall further the attainment of the above objects or any of them.

Provided that:

- (i) If the Institute shall take or hold any property which may be subject to any trusts, the Institute shall deal with or invest the same only in such manner as allowed by law, having regard to such trusts.
- (ii) The objects of the Institute shall not extend to the regulations of relations between workers and employers or organisations of workers and organisations of employers.

- (iii) If the Institute shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Institute shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Council of the Institute shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as such Council have been if no incorporation had been effected, and the incorporation of the Institute shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Council, but they shall as regards any such property be subject jointly and separately to such control or authority as if the Institute were not incorporated.

4. The income and property of the Institute, whencesoever derived, shall be applied solely towards the promotion of its objects as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Institute and no member of the Council shall be appointed to any office of the Institute paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Institute.

Provided that nothing herein shall prevent the payment, in good faith by the Institute of:-

- (a) reasonable and proper remuneration to any member officer or servant of the Institute (not being a member of the Council), in return for any services actually rendered to the Institute; or
- (b) interest on money lent by any member of the Institute or of the Council at a rate per annum not exceeding the base lending rate prescribed for the time being by the Bank appropriate to the Institute or 3 per cent whichever is the greater; or
- (c) reasonable and proper rent for premises demised or let by any member of the Institute or the Council to the Institute; or
- (d) fees remuneration or other benefits in money or money's worth to a company of which a member of the Council may be a member holding not more than 1/100th part of the capital of that company; or

(e) any out-of-pocket expenses to any member of the Council.

5. The liability of the members is limited.

6. Every member of the Institute undertakes to contribute to the assets of the Institute, if the same is wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Institute contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding one pound.

7. If upon the winding up or dissolution of the Institute there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Institute, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Institute, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 4 hereof, such institution or institutions to be determined by the members of the Institute at or before the time of dissolution, and if and so far as effect cannot be given to such provisions, then to some other charitable object or objects.

# The Common Law Institute of Intellectual Property

Registered Office: Denning House, 90 Chancery Lane,  
London, WC2A 1EU

## THE COMPANIES ACT 1985

### COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

#### ARTICLES OF ASSOCIATION

of

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY  
(Adopted by Special Resolution of the  
Company dated 10TH OCTOBER, 1985)

#### PRELIMINARY

1. In these presents, if not consistent with the subject or context, the words set out in the first column of the table below shall bear the meanings set opposite to them respectively in the second column thereof.

WORDS	MEANING
The Institute	The Common Law Institute of Intellectual Property.
The Act	The Companies Act, 1985.
These Presents	These Articles of Association, as originally framed, or as from time to time altered by Special Resolution.
The Council	The Council for the time being of the Institute.
Office	The registered office of the Institute.
Seal	The Common Seal of the Institute.
The United Kingdom	Great Britain and Northern Ireland.
Month	Calendar month.
Year	Calendar year.
In writing	Written or produced by any substitute for writing, or partly one and partly another.

The expression "Secretary" shall include any person

*Certified a true copy of the original  
Dorothy Hall Bay - Inkers  
Company Secretary*

appointed by the Council to perform any of the duties of the Secretary.

Save as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the same meaning in these presents.

The provisions of sections 352 and 353 of the Act shall be observed by the Institute, and every member of the Institute shall either sign a written consent to become a member or sign the register of members on becoming a member.

The Institute is established for the purposes expressed in the Memorandum of Association.

#### MEMBERSHIP

2. The members of the Institute shall be the subscribers to the Memorandum of Association and such other persons as the Council shall admit to membership from time to time.

#### ASSOCIATE MEMBERS

3. Associate Members of the Institute shall be such persons as the Council shall admit as Associate Members.
4. Associate Members shall have the same privileges as members except that they shall have no voice in the government of the Institute and shall not be entitled to vote at a General Meeting of the Institute. Nor shall particulars in relation to them be entered in the Register of Members, and accordingly they shall not be members for the purposes of the Act or of these presents.

#### RETIREMENT AND EXCLUSION OF MEMBERS

5. Should any member wish to retire from the Institute he shall give three months' written notice to expire at the end of a year and shall be liable for any subscription up to that date.
6. Membership shall cease if:-
  - (i) At a meeting of the Council of which the member shall have had 21 clear days' notice and at which the member shall have been given an opportunity of being heard, the Council shall pass a resolution that it is undesirable in the interests of the Institute that such a member should remain a member, or
  - (ii) the member by notice in writing resigns his membership and then in accordance with the provisions of Article 5 hereof, or

- (iii) the member is in arrear in payment of his subscription for three months or more and notice in writing to that effect has been given to such member by the Secretary of the Institute and within one month from the date of such notice or within such further time as the Council may grant upon special cause to it shown the sum is not paid.
7. In the case of membership ceasing pursuant to the last foregoing Article the Council may in its discretion return in whole or in part the member's subscription (if any) for the then current year.

#### GENERAL MEETINGS

8. An Annual General Meeting shall be held not more than eighteen months after the incorporation of the Institute and subsequently once in every year, at such time (within a period of not more than fifteen months after the holding of the last preceding Annual General Meeting) and place as may be determined by the Council. All other General Meetings shall be called Extraordinary General Meetings.
9. The Council may, whenever they think fit, convene an Extraordinary General Meeting, and extraordinary general meetings shall also be convened on requisition in accordance with the Act, or, in default, may be convened by such requisitionists. A requisition in writing by not less than 10 members having at the date of deposit of a requisition a right to attend and vote at General Meetings shall be deemed to be a requisition in accordance with the Act so far as these provisions relate to the number of members required to requisition an Extraordinary General Meeting.

#### NOTICE OF GENERAL MEETINGS

10. An Annual General Meeting and any Extraordinary General Meeting at which it is proposed to pass a Special Resolution shall be called by twenty-one days' notice in writing at the least, and any other General Meeting by fourteen days' notice in writing at the least, exclusive in either case of the day on which the notice is served or deemed to be served and of the day for which it is given. Provided that a General Meeting shall, notwithstanding that it is called by shorter notice than as aforesaid, be deemed to have been duly called if it is so agreed:-
- (a) in the case of an Annual General Meeting, by all the members entitled to attend and vote thereat; and
- (b) in the case of an Extraordinary General Meeting by a majority in number of the members having the right to attend and vote at the meeting, being a majority

together representing not less than 95 per cent of the total voting rights at that meeting of all the members.

The accidental omission to give notice to, or the non-receipt of notice by, any person entitled to receive notice shall not invalidate the proceedings at any General Meeting.

11. Every notice calling a General Meeting shall specify the place and the day and hour of the meeting and in the case of an Annual General Meeting shall also specify the meeting as such. If other than routine business is to be transacted, the notice shall specify the general nature of such business; and, if any resolution is to be proposed as an Extraordinary Resolution or as a Special Resolution, the notice shall contain a statement to that effect.
12. Routine business shall mean and include only business transacted at an Annual General Meeting of the following classes, that is to say:-
  - (a) reading and considering the balance sheet, the ordinary reports of the Council and the Auditors, and other accounts and documents required to be annexed to the balance sheet.
  - (b) appointing Auditors and fixing the remuneration of the Auditors or determining the manner in which such remuneration is to be fixed.
  - (c) appointing members of the Council and other officers in the place of those retiring by rotation or otherwise.

#### PROCEEDINGS AT GENERAL MEETINGS

13. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Four members present in person shall be a quorum for all purposes.
14. If within half an hour from the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Council may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.
15. The Chairman (if any) of the Council shall preside as Chairman at every General Meeting but, if there be no such Chairman or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same or shall be unwilling to preside, the members of



the Council present shall choose one of their number to preside. If at any meeting no member of the Council is present and willing to preside, the members present shall choose one of their number to do so.

16. The Chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
17. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:-
  - (a) the Chairman, or
  - (b) not less than three members present in person or by proxy and entitled to vote; or
  - (c) a member or members so present and entitled and representing one-tenth of the total voting rights of all members having the right to vote at the meeting.

A demand for a poll may be withdrawn. Unless a poll be so demanded (and the demand be not withdrawn) a declaration by the Chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded for or against such resolution.

18. If any votes shall be counted which ought not to have been counted, or might have been rejected, the error shall not vitiate the resolution unless it be pointed out at the same meeting, or at an adjournment thereof, and not in that case unless it shall in the opinion of the Chairman be of sufficient magnitude to vitiate the resolution.
19. If a poll is duly demanded (and the demand is not withdrawn) it shall be taken in such manner as the Chairman may direct, and the result of a poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The Chairman may appoint scrutineers and may adjourn the meeting to some place and time fixed by him for the purpose of declaring the result of the poll.

20. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
21. A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either immediately or at such time and place as the Chairman of the meeting directs, and any business other than that upon which the poll has been demanded may be proceeded with pending the taking of the poll. No notice need be given of a poll not taken immediately.

#### VOTE OF MEMBERS

22. No member shall, unless the Council otherwise determines, be entitled to vote at any General Meeting either personally or by proxy unless all moneys presently payable by him to the Institute have been paid. Subject as aforesaid every member shall have one vote.
23. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee, receiver, curator bonis or other person in the nature of a committee, receiver or curator bonis appointed by the court, and any such committee, receiver, curator bonis or other person may on a poll vote by proxy.
24. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the meeting whose decision shall be final and conclusive.
25. On a poll votes may be given either personally or by proxy. No person other than a member may be appointed to act as a proxy.
26. An instrument appointing a proxy shall be in writing and
  - (a) in the case of an individual, shall be signed by an appointer or his attorney, and
  - (b) in the case of a corporation shall be either under its common seal or signed by its attorney or by an officer on its behalf. The Council may, but shall not be bound to, require evidence of the authority of any such attorney or officer.
27. An instrument appointing a proxy must be left at the office or such other place (if any) as is specified for that purpose in the notice convening the meeting not less than

forty-eight hours before the time for holding the meeting or adjourned meeting (or, in the case of a poll, before the time appointed for the taking of the poll) at which it is to be used and in default shall not be treated as valid.

28. An instrument appointing a proxy shall be in the following form, or as near thereto as circumstances will admit, and shall be deemed to confer authority to demand or join in demanding a poll. It shall be valid as well for any adjournment of the meeting to which it relates:-

" I,  
" of  
" a member of  
" hereby appoint  
" of  
" and failing him  
" of  
" to vote for me and on my behalf at the [Annual or  
" Extraordinary, or Adjourned, as the case may be]  
" General Meeting of the Institute to be held on  
" the  
" and at every adjournment thereof.  
" As witness my hand this                      day of                      19                      ."

29. A vote given by proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the instrument of proxy was executed, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Institute at the office before the commencement of the meeting or the adjourned meeting or poll at which the vote is given.

#### CORPORATIONS ACTING BY REPRESENTATIVES

30. Any corporation which is a member of the Institute may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Institute, and the persons so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the Institute.

#### SUBSCRIPTIONS

31. The Annual, Quarterly or other subscriptions or payments (if any) to be payable by the members of the Institute shall only be fixed at a General Meeting of the Institute and not otherwise.

#### SECRETARY

32. The Secretary (who shall not be a member of the Council) shall be appointed by the Council for such term at such

remuneration and upon such conditions as (consistent with the provisions of Clause 4 of the Memorandum of Association) they may think fit and any Secretary so appointed may be removed by them.

The provisions of sections 283 and 284 of the Act shall apply and be observed. The Council may from time to time by resolution appoint an assistant or deputy Secretary, any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

#### PRESIDENTS AND PATRONS

33. The Institute in general meeting may, on the recommendation of the Council, appoint any person or persons to be President or Joint President of the Institute. The Institute may likewise appoint any persons as Patrons.

#### VICE-PRESIDENTS

34. The Council may appoint any person to be a Vice-President of the Institute.

#### THE COUNCIL

35. Subject as hereinafter provided the Council shall consist of not fewer than four and not more than twenty-five members.

The first members of the Council shall be the Subscribers to the Memorandum of Association.

The Institute may by Ordinary Resolution from time to time increase or reduce the minimum or maximum number of members of the Council.

36. The members of the Council shall be paid all reasonable out of pocket expenses properly incurred by them in attending and returning from meetings of the Council or any sub-committee thereof or General Meetings.
37. A member of the Council shall vacate his office:-
- (a) if he become bankrupt or of unsound mind, or
  - (b) if he resign his office by notice in writing to the Institute, or
  - (c) if he become prohibited from acting by virtue of any order made under sections 295 to 300 of the Act, or
  - (d) if he cease to hold office by virtue of a resolution duly passed pursuant to section 303 of the Act, or
  - (e) if he cease to be a member of the Institute.

38. The provisions of section 293 of the Act shall not apply to the Institute.
39. At the first Annual General Meeting all the members of the Council shall retire from office. At each subsequent Annual General Meeting one-third of the members of the Council for the time being, or if their number is not a multiple of three, the number nearest to but not greater than one-third, shall retire from office. A member of the Council retiring shall retain office until the close or adjournment of the meeting.
40. The members of the Council to retire in every year shall be those who have been longest in office since their last election or appointment, but as between persons who became or were last re-elected members of the Council on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot. A retiring member of the Council shall be eligible for re-election.

#### ELECTION OF MEMBERS OF THE COUNCIL

41. At any time after the last Annual General Meeting and not less than 12 days before the date fixed for the next Annual General Meeting any two members may give notice in writing to the Secretary nominating a qualified person or persons as a candidate or candidates for election or re-election as a member of the Council. Subject to the provisions of Article 46 hereof no member of the Council shall be elected or re-elected unless he shall have been nominated in accordance with this Article.
42. At least 7 days before the date fixed for the Annual General Meeting the Secretary shall inform every member of the Institute in writing of the names and addresses of all candidates who have been nominated for election at the forthcoming election and also (when appropriate) of the number of vacancies.
43. If the candidates are not more in number than the number required to be elected or than the vacancies (as the case may be) all the candidates shall be deemed and declared by the Chairman to be elected at the Annual General Meeting.
44. If the candidates are more in number than the number required to be elected or than the vacancies (as the case may be) separate resolutions shall (except as otherwise authorised by section 292 of the Act) be put to the Annual General Meeting with respect to each election to be made and a single resolution purporting to elect two or more persons shall be void.
45. If at any Annual General Meeting default is made in filling up any of the offices vacated by members of the Council retiring under the provisions of these presents such

1  
retiring members of the Council determined as hereinafter set out shall be re-elected without any resolution being passed unless:-

- (a) they are not qualified for reappointment; or
- (b) at such meeting it is expressly resolved not to fill up such vacated offices or a resolution for their re-election is put to the meeting and lost; or
- (c) they have given the Institute notice in writing of their unwillingness to be re-elected; or
- (d) the default is due to the moving of a resolution in contravention of the last foregoing Article.

If the number of members of the Council who have retired and who are available for re-election pursuant to this Article is greater than the number of offices falling to be filled up pursuant to this Article, the retiring members of the Council to be re-elected shall, failing agreement, be determined by lot.

46. The Council shall have power at any time and from time to time to appoint any qualified person to be a member of the Council either to fill a casual vacancy or as an additional member of the Council, but so that the total number of members of the Council shall not at any time exceed the maximum number fixed by or in accordance with these presents. Any person so appointed shall hold office only until the next Annual General Meeting and shall then be eligible for re-election, but shall not be taken into account in determining the number of members of the Council who are to retire by rotation at such meeting.

#### PROCEEDINGS OF THE COUNCIL

47. The Council may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be determined by a majority of votes, and in the case of an equality of votes the Chairman shall have a second or casting vote.
48. The quorum necessary for the transaction of the business of the Council may be fixed by the Council and unless so fixed shall be four. A meeting of the Council for the time being at which a quorum is present shall be competent to exercise all powers and discretions for the time being exercisable by the Council.
49. The continuing members of the Council may act notwithstanding any vacancies, but, if and so long as the number of members of the Council is reduced below the minimum number fixed by or in accordance with these presents, the continuing members or member of the Council

may act for the purpose of filling up such vacancies or of summoning General Meetings of the Institute, but for no other purpose. If there be no members or member of the Council able or willing to act, then any two members of the Institute may summon a General Meeting for the purpose of appointing members of the Council.

50. The Council may elect a Chairman from amongst their number and determine the period for which he is to hold office; but if no Chairman shall have been appointed or if at any meeting the Chairman be not present within fifteen minutes after the time appointed for holding the same, the members of the Council present may choose one of their number to be Chairman of the meeting.
51. A resolution in writing signed by all the members of the Council for the time being in the United Kingdom shall be as effective as a resolution passed at a meeting of the Council duly convened and held, and may consist of several documents in the like form, each signed by one or more of the members of the Council.
52. The Council may delegate any of its powers to sub-committees as the Council shall think fit and may revoke or vary such delegation. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed upon them by the Council. The meetings and proceedings of any such sub-committee shall be governed by the provisions of these presents regulating the meetings and proceedings of the Council so far as the same are applicable and are not superseded by any regulations made by the Council. Provided that no resolution of any meeting of any sub-committee shall have any effect or validity unless the majority of the members of the sub-committee present and entitled to vote are members of the Institute and provided that all deeds and undertakings of any such sub-committee shall be fully reported back to the Council as soon as possible.
53. All acts done by any meeting of the Council or a sub-committee thereof, or by any person acting as a member of the Council, shall as regards all persons dealing in good faith with the Institute, notwithstanding that there was some defect in the appointment of any member of the Council or person acting as such or that any such member or person was disqualified be as valid as if every such person had been duly appointed and was qualified and had continued to be a member of the Council and had been entitled to vote.

#### INTERNATIONAL ADVISORY COUNCIL

54. In order to enable the Council to ascertain and give effect to as wide as possible a body of international opinion upon

all matters appertaining to the object of the Institute the Council may form an International Advisory Council.

55. The members of the International Advisory Council may include members of the Council and subject as hereinafter provided shall not be entitled to exercise any of the powers of the members of the Council.
56. The members of the International Advisory Council or any of them shall be entitled to attend and take part in all discussions at meetings of the Council.
57. Subject to the provisions of these Articles all matters concerning the membership of the International Advisory Council shall be determined by the Council as it shall in its absolute discretion think fit.

#### BORROWING POWERS

58. The Council may exercise all the powers of the Institute to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Institute or of any third party.

#### POWERS OF THE COUNCIL

59. The business of the Institute shall be managed by the Council who may pay all expenses incurred in forming and registering the Institute and may exercise all such powers of the Institute as are not by the Act or by these presents required to be exercised by the Institute in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the Act, and to such regulations (not inconsistent with the aforesaid regulations or provisions) as may be prescribed by the Institute in General Meeting, but no regulation so made by the Institute shall invalidate any prior act of the Council which would have been valid if such regulation had not been made. The general powers given by this Article shall not be limited or restricted by any special authority or power given to the Council by any other Article.
60. The Council shall have power from time to time to adopt and make, alter or revoke, byelaws for the regulation of the Institute and otherwise for the furtherance of the purposes for which the Institute is established, provided that such byelaws are not repugnant to the Memorandum or Articles of Association. All such byelaws for the time being in force shall be binding upon all members until the same shall cease to have effect as hereinbefore provided or shall be varied or set aside by an Ordinary Resolution of the Institute. No member shall be absolved from such byelaws by reason of his not having received a copy of the same, or



of any alterations or additions thereto, or having otherwise no notice of them. It is expressly declared that without prejudice to the powers of the Council to make byelaws on other matters the following shall be deemed to be matters which may be governed by byelaws within the meaning of this Article, that is to say:-

- (a) As to the persons eligible for membership of the Institute.
- (b) As to the conditions on which persons shall be admitted to membership of the Institute.
- (c) As to entrance fees (if any) payable in respect of membership of the Institute.
- (d) As to the rights and privileges to be accorded to, and the qualifications, restrictions and conditions to be imposed on, members of the Institute.
- (e) As to committees of members, in connection with various branches of the Institute's activities and as to the appointment, removal, qualification, disqualification, duties, functions, powers and privileges of members of such committees.

#### THE SEAL

61. The Council shall provide for the safe custody of the Seal, which shall not be affixed to any instrument except by the authority of a resolution of the Council or of a sub-committee appointed by the Council and empowered by it to pass resolutions authorising the affixing of the Seal and shall be so affixed in the presence of at least one member of the Council and the Secretary or such other person approved by the Council, and that member of the Council and the Secretary or such other person as aforesaid shall sign every instrument to which the Seal is so affixed in their presence.

#### ACCOUNTS

62. The Council shall cause accounting records to be kept in accordance with section 222 of the Act.
63. The accounting records shall be kept at the office, or subject to sections 222(2) and (3) of the Act at such other place within Great Britain as the Council think fit, and shall always be open to the inspection of the officers of the Council.
64. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Institute in General Meeting, together with a copy of the Auditor's report, shall not less than

twenty-one days before the date of the meeting be sent to every member of the Institute.

65. The Council shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Institute or any of them shall be open to the inspection of members not being members of the Council, and no member (not being a member of the Council) shall have any right of inspecting any account or book or document of the Association except as conferred by statute or authorised by the Council or by the Institute in General Meeting.

#### AUDIT

66. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.
67. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Act the members of the Council being treated as the Directors mentioned in those provisions.

#### NOTICES

68. Any notice or document may be served by the Institute on any member either personally or by sending it through the post in a prepaid letter addressed to such member at the registered address as appearing in the register of members or to such other address as he may supply to the Institute for the giving of notices to him, and any notice so served by post shall be deemed to have been duly served notwithstanding that such member be then dead or bankrupt and whether or not the Association have notice of his death or bankruptcy.
69. A member described in the register of members by an address not within the United Kingdom who has not supplied to the Institute an address within the United Kingdom for the giving of notices to him shall not be entitled to receive any notice from the Institute.
70. Any notice or document served by post shall be deemed to have been served at the expiration of twenty-four hours after the letter containing the same is posted, and in proving such service it shall be sufficient to show that the letter containing the notice or document was properly addressed, stamped and posted.

#### INDEMNITY

71. Subject to the provisions of section 310 of the Act and of Clause 4 of the Memorandum of Association every member of

the Council, Auditor, Secretary, or other officer of the Institute shall be entitled to be indemnified by the Institute against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

WINDING UP

72. The provisions of Clause 7 of the Memorandum of Association relating to the winding up or dissolution of the Institute shall have effect and be observed as if the same were repeated in these Articles.

MINUTES of meeting of the CLIP Council held at IALS, Charles Clore House, 17 Russell Square, London WC1B 5DR, on THURSDAY 11 DECEMBER 1986, at 4.30 p.m.

---

Present: Dr Stephen Stewart QC (in the Chair)  
Edward Armitage  
Professor W R Cornish  
Professor Gerald Dworkin  
(items 218-221)  
Bernard Fisher  
F R Furber  
Bryan Harris  
Ralph Walter

Apologies for absence: Jack Black  
Hugh Brett  
Lord Butterworth  
Michael F Flint  
Lord Nathan  
Francis Perkins  
David Tatham

In attendance: I J G Davis (Director)  
John Longrigg (Administrator)

213. Council agreed the Minutes of the meeting held on Thursday, 13 November 1986.
214. The Chairman welcomed Mr Ralph Walter to his first meeting of Council and said that he looked forward to welcoming Mr David Tatham.
215. Financial Statements  
Council, in their capacity as Directors of CLIP, approved the financial statements for the year ending 31 March 1986, prepared by Messrs Grant Thornton. Dr Stewart expressed the Council's thanks to Grant Thornton for doing this work at substantially less than a market price.
216. Annual General Meeting  
See separate Minutes.

We expected an attendance of some 20 invited persons and the Director hoped that members of Council would also attend and contribute. (A copy of the Director's letter is attached to these Minutes).

218. Addition to Council

Dr. Stewart said that Mr. Robin Jacob QC had agreed to join the Council. Members of Council welcomed this news and invited the Chairman to write to inform him of his election.

SMS

219. Alvey Directorate

Dr. Stewart recalled that, at their meeting of 13 March 1986 (para. 151.2) he had informed Council that Mr. John Alvey, as a member of the Advisory Panel, had drawn their attention to difficulties being experienced by the Alvey Directorate in the drafting of cooperative agreements; and had invited the Institute to discuss the matter directly with the Alvey Directorate, with a view to providing assistance in this matter. This had been done, and Council had formed the view that professional advice on this subject should more appropriately be given by firms of solicitors than the Institute; the Alvey Directorate had so been informed. At the last meeting of the Advisory Panel, in October 1986, Mr. Alvey had raised the matter again and subsequently discussed it with Dr. Stewart. Although it did not seem that the situation had changed since Council last took a decision on the subject, it would be appropriate to re-enter into discussion with the Alvey Directorate, and Dr. Stewart proposed to do so.

IJGD

If further direct discussion with the Alvey Directorate took place, it would be desirable for the CLIP delegation to include at least one of the solicitor members of the Council.

220. Patent Litigation

Mr. Armitage enquired whether the committee, called together by the Lord Chancellor's office and the DTI to study this subject, had ceased to exist with the absence from the Queen's Speech of an intellectual property Bill.

Dr. Stewart said that, on the contrary, the committee's work continued and the recommendations were expected to emerge in the New Year.

Mr. Armitage suggested that, if these were published, the topic might form a suitable subject for a CLIP seminar.

221. Date of next meeting

FRIDAY 15 JANUARY 1987 at 4.30pm.

We expected an attendance of some 20 invited persons and the Director hoped that members of Council would also attend and contribute. (A copy of the Director's letter is attached to these Minutes).

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Mr. Armitage suggested that, if these were published, the topic might form a suitable subject for a CLIP seminar.

221. Date of next meeting

THURSDAY 5 FEBRUARY 1987 at 4.30pm.

# ROBSON RHODES

Chartered Accountants

internationally



Our ref: DRP/GRC  
Your ref:

1557489

12 January 1993

The Company Secretary  
The Common Law Institute of Intellectual Property  
5 Chancery Lane  
Cliffords Inn  
LONDON  
EC4A 1BU

Dear Sir

Please accept this letter as formal notice of our resignation as auditors to your company with effect from the above date. We confirm that there are no circumstances connected with our resignation which we consider should be brought to the attention of members or creditors of the company.

Yours faithfully

  
ROBSON RHODES

CAK12178/CMNLC71L.426  
The Galleria  
Station Road  
Crawley  
West Sussex RH10 1HY  
Telephone 0293-560211  
Fax 0293-521727

Offices at:  
Birmingham, Bristol,  
Cambridge,  
Hemel Hempstead, Leeds,  
Leicester, Maidstone,  
Manchester, Rochester

Principal Office:  
186 City Road  
London EC1V 2NU,  
at which a list of Partners  
may be inspected.

Registered to carry on  
audit work and authorised  
to carry on investment  
business by the Institute  
of Chartered Accountants in  
England and Wales

Internationally:  
Dunwoody  
Robson  
McGladrey &  
Pullen

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 1557489

The Registrar of Companies for England and Wales hereby certifies that  
COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY(THE)

having by special resolution changed its name, is now incorporated  
under the name of  
THE INTELLECTUAL PROPERTY INSTITUTE

Given at Companies House, Cardiff, the 22nd March 1995



\*C01557489F\*

  
M.LEWIS

For the Registrar of Companies



C O M P A N I E S H O U S E

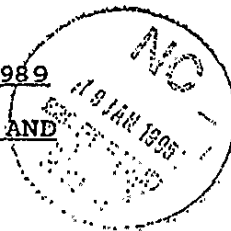
HC006B



66489/AFR

No. 1557489

THE COMPANIES ACTS 1985 TO 1989  
COMPANY LIMITED BY GUARANTEE AND  
NOT HAVING SHARE CAPITAL



SPECIAL RESOLUTIONS

- of -

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY

Passed on 22 September 1994

At an extraordinary General Meeting of the above-named Company, duly convened and held on the above date, the following Resolutions were duly passed as Special Resolutions:

SPECIAL RESOLUTIONS

- "1. That the name of the Company be changed to The Intellectual Property Institute."

*[Signature]*  
.....  
Chairman



CERTIFIED A TRUE COPY  
OF THE ORIGINAL

*[Signature]*  
.....  
DENTON HALL  
FIVE CHANCERY LANE 18.1.95  
CLIFFORD'S INN  
LONDON EC4A 1BU  
TEL: 071-242 1212



1557489.

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY

MINUTES of an Extraordinary General Meeting of  
the above-named Company held at Charles Clore House  
17 Russell Square, London WC1B 5DR on  
22 September 1994

Present: The Rt Hon Lord Scarman OBE, President  
Mr Stephen Stewart CBE QC, Chairman  
Professor John Adams, Director  
Mr Edward Armitage  
Mr Jack Black  
Mr Ivor Davis CB

1. Mr Stephen Stewart took the Chair for the purposes of the Meeting.
2. Notice convening the Meeting was taken as read.
3. The Chairman proposed as a Special Resolution:
  1. "That the regulations in the form attached be approved and adopted as the Articles of Association of the Company in substitution for the existing Articles of the Company."

Professor John Adams seconded the proposal. After a show of hands the Chairman declared that the Resolution had been carried.

4. The Chairman further proposed as a Special Resolution:
  2. "That the name of the Company be changed to The Intellectual Property Institute."

Professor John Adams seconded the proposal. After a show of hands the Chairman declared the Resolution had been carried.

There being no further business, the Meeting then terminated.

.....  
  
.....  
Chairman



**THE INTELLECTUAL PROPERTY INSTITUTE (CLIP)**  
(Corporate name: The Common Law Institute of Intellectual Property)

**FOUNDER MEMBERS**

Amersham International plc

GEC plc

Glaxo Holdings plc

Lucas Industries plc

Pilkington plc

The Patent Office

Thorn EMI plc

Unilever plc

The Wellcome Foundation Ltd

Zeneca Group plc

**THE INTELLECTUAL PROPERTY INSTITUTE (CLIP)**  
(Corporate name: The Common Law Institute of Intellectual Property)

President, The Rt Hon Lord Scarman OBE

**BOARD OF GOVERNORS**

The Rt Hon Sir Geoffrey Pattie MP (Chairman)

Mr Stephen Stewart CBE QC (Chairman of Council of Experts)

Professor John Adams (Director of IPI)

Mr David Barnes CBE, Zeneca Group plc

Mr William Castell, Amersham International plc

Mr Simon Duffy, Thorn EMI plc

Mr Michael Flint, Denton Hall

Dr Ashok Ganguly, Unilever plc

Sir Anthony Gill, Lucas Industries plc

Mr Paul Hartnack, The Patent Office

Mr Robin Lawrence, Gill Jennings & Every

Mr Michael Lester, The General Electric Company plc

Mr Christopher Morcom QC

Sir Robin Nicholson FRS, Pilkington plc

Sir Alfred Shepperd

Mr Jeremy Strachan, Glaxo Holdings plc

\*\*\*\*\*

Dr Ron Coleman CB (Secretary)

**THE INTELLECTUAL PROPERTY INSTITUTE (CLIP)**  
(Corporate name: The Common Law Institute of Intellectual Property)

**COUNCIL OF EXPERTS**

Mr Stephen Stewart CBE QC (Chairman)

Professor John Adams (Director of IPI)

Mr Edward Armitage CB

Mr Jack Black, Radcliffes & Co

Mr Hugh Brett, Dallas Brett & Co

Professor William Cornish, Magdalene College, Cambridge

Dr Jonathan Davies, CIPA

Mr Ivor Davis CB

Professor Gerald Dworkin, King's College, London

Mr Michael Flint, Denton Hall

Mr Laurence Jenkins, Wellcome Research Laboratories

Professor James Lahore, Queen Mary and Westfield College, London

Mr Robin Lawrence, Gill Jennings & Every

Mr Christopher Morcom QC

Mr David Perkins, Clifford Chance

Mr Hamish Sandison, Bird & Bird

Professor Aubrey Silberston CBE, London Economics, Brussels

Mr David Tatham OBE, WIPO Consultant

Mr William White, TMPDF

THE INTELLECTUAL PROPERTY INSTITUTE

THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION  
of  
THE INTELLECTUAL PROPERTY INSTITUTE

\*1. The name of the Company is "The Intellectual Property Institute". The Company is hereinafter referred to as "the Institute".

2. The Registered Office of the Institute will be situate in England.

\*\*3. The objects for which the Institute is established is to advance public education in and research into the laws relating to intellectual property rights throughout the world and in particular (but without limiting the generality of the foregoing) in countries whose legal systems are based upon common law and social and economic consequences of the application of such laws and to publish the useful results of such research. In furtherance of the above objects but no further or otherwise the Institute shall have the power:

(i) To provide and arrange conferences, seminars, lectures, demonstrations, courses, exhibitions, meetings and the presentation of papers, and to publish and distribute information advice and proposals regarding any and all aspects of the said law of intellectual property.

(ii) To institute and establish scholarships, grants, awards and prizes in connection with intellectual property.

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\* The name of the company was changed by a Special Resolution on 22 September 1994.

\*\* The objects of the Institute were amended by Special Resolution on 10th October 1985.

- (iii) To assist in establishing chairs, faculties and other academic posts in any or all of the aforementioned objects at any schools universities, polytechnics and colleges.
- (iv) To lay down standards of education, training, knowledge and experience appropriate for the admission of persons to the various classes or grades of membership of the Institute which may at any time and from time to time be created by the Institute.
- (v) To establish and maintain a library and collection of literature, films and other material of interest in furtherance of the objects of the Institute.
- (vi) To consult and co-operate with any persons, associations, societies, institutions or other bodies established or to be established in Great Britain or elsewhere in respect of matters within the objects of the Institute.
- (vii) To amalgamate or affiliate with or take over the undertaking of any charitable institution or body having objects which are similar to one or more of those of the Institute and which prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 5 hereof.
- (viii) To solicit, obtain or accept subscriptions, donations or gifts (whether of real or personal property) and devises and bequests for any purpose of purposes within the objects of the Institute from any person or body whatsoever.
- (ix) To establish, maintain, control and manage branches of the Institute as may seem expedient and from time to time to determine the constitutions, rights, privileges, obligations and duties of such branches and when thought fit to dissolve them.

- (x) To borrow or raise money for the purposes of the Institute on such terms and on such security (if any) as may be thought fit.
- (xi) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Institute may think necessary for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary for the work of the Institute.
- (xii) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Institute as may be thought expedient with a view to the promotion of its objects.
- (xiii) To undertake and execute any charitable trusts which may lawfully be undertaken by the Institute and may be necessary for the attainment of its objects.
- (xiv) To invest the moneys of the Institute not immediately required for its purpose in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.
- (xv) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Institute or calculated to further its objects.
- (xvi) To make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependents.



- (xvii) To pay all expenses, necessary for the formation of the Institute and its registration.
- (xviii) To obtain any Royal Charter, Provisional Order or Act of Parliament or other authority either in the United Kingdom or elsewhere for enabling or assisting the Institute to carry its objections into effect.
- (xix) To do all such other lawful things as shall further the attainment of the above objects or any of them.

Provided that:

- (i) If the Institute shall take or hold any property which may be subject to any trusts, the Institute shall deal with or invest the same only in such manner as allowed by law, having regard to such trusts.
- (ii) The objects of the Institute shall not extend to the regulations of relations between workers and employers or organisations of workers and organisations of employers.
- (iii) If the Institute shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Institute shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as if the Institute had not been incorporated, and the incorporation of the Institute shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over the Institute, but they shall as regards any such property be subject jointly and separately to such control or authority as if the Institute were not incorporated.

4. The Board of Governors and the Council of Experts are to adhere to the principles hereinafter set out:

- (1) The Institute is an independent body established to conduct research into the laws of intellectual property with a view to reform and development.
- (2) The Board and the Council are to ensure that the work undertaken and the conclusions reached are an exercise of independent judgment: in particular, the Institute's research and recommendations must, in order to maintain public confidence, be and be seen to be independent of governmental or any other pressure.
- (3) The Institute's general policy is to maintain and improve the rights of owners of intellectual property whilst ensuring that the rights are exploited in ways which are conducive to the public benefit.
- (4) It is the Institute's policy to study the law with a view to ensuring that right owners and public are protected from piracy in whatever form it may show itself.
- (5) The Institute will seek to recommend, if need be, law reform and to protect the interests of right owners and the public by making representations as and when necessary to governmental authority - notably the Government and Parliament at national level, the Commission and Parliament of the European Union and, at international level, the World Intellectual Property Organisation, the World Trade Organisation and the organisations operating in the field of intellectual property law.

5. The income and property of the Institute, whencesoever derived, shall be applied solely towards the promotion of its objects as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by

way of profit, to the members of the Institute and no member of the Board shall be appointed to any office of the Institute paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Institute.

Provided that nothing herein shall prevent the payment, in good faith by the Institute of:

- (a) reasonable and proper remuneration to any member officer or servant of the Institute (not being a member of the Board), in return for any services actually rendered to the Institute; or
- (b) interest on money lent by any member of the Institute or of the Board at a rate per annum not exceeding the base lending rate prescribed for the time being by the Bank appropriate to the Institute or 3 per cent whichever is the greater; or
- (c) reasonable and proper rent for premises demised or let by any member of the Institute or the Board to the Institute; or
- (d) fees remuneration or other benefits in money or money's worth to a company of which a member of the Board may be a member holding not more than 1/100th part of the capital of that company; or
- (e) any out-of-pocket expenses by any member of the Board.

6. The liability of the members is limited.

7. Every member of the Institute undertakes to contribute to the assets of the Institute, if the same is wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Institute contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding one pound.

8. If upon the winding up or dissolution of the Institute there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Institute, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Institute, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 4 hereof, such institute or institutions to be determined by the members of the Institute at or before the time of dissolution, and if any so far as effect cannot be given to such provisions, then to some other charitable object or objects.

THE INTELLECTUAL PROPERTY INSTITUTE

THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION  
of  
THE INTELLECTUAL PROPERTY INSTITUTE  
(Adopted by Special Resolution of the  
Company dated 22 September 1994)

PRELIMINARY

1. In these presents, if not consistent with the subject or context, the words set out in the first column of the table below shall bear the meanings set opposite to them respectively in the second column thereof.

WORDS

MEANING

The Institute

The Intellectual Property  
Institute

The Act

The Companies Act, 1985

These Presents

These Articles of Association,  
as originally framed, or as  
from time to time altered by  
Special Resolution

The Board

The Board of Governors for the  
time being of the Institute

The Council	The Council of Experts for the time being of the Institute
The Council Representatives	The members of the Board nominated by the Council pursuant to Articles 55-57
Office	The registered office of the Institute
Seal	The Common Seal of the Institute
The United Kingdom	Great Britain and Northern Ireland
Month	Calendar Month
Year	Calendar Year
In Writing	Written or produced by any substitute for writing, or partly one and partly another

The expression "Secretary" shall include any person appointed by the Board to perform any of the duties of the Secretary

Save as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context bear the same meaning in these presents.

The provisions of sections 352 and 353 of the Act shall be observed by the Institute, and every member of the Institute shall either sign a written consent to become a member or sign the register of members on becoming a member.

The Institute is established for the purposes expressed in the Memorandum of Association.

MEMBERSHIP

2. The members of the Institute shall be the subscribers to the Memorandum of Association, the members of the Board for the time being and from time to time and such other persons as the Board shall admit to membership from time to time.

ASSOCIATE MEMBERS

3. Associate Members of the Institute shall be such persons as the Board shall admit as Associate Members.
4. Associate Members shall have the same privileges as members except that (save as provided in Article 56) they shall have no voice in the government of the Institute and shall not be entitled to vote at General Meetings of the Institute. Nor shall particulars in relation to them be entered in the Register of Members, and accordingly, they shall not be members for the purposes of the Act or of these presents.

RETIREMENT AND EXCLUSION OF MEMBERS

5. Should any member wish to retire from the Institute he shall give at least three months' written notice to expire at the end of a year and shall be liable for any subscription up to that date. Membership shall not be transferable.
6. Membership shall cease:
  - (i) if at a meeting of the Board of which the member shall have had 21 clear days' notice and at which the member shall have been given an opportunity of being heard, the Board shall pass a resolution that it is undesirable in the interests of the Institute that such a member should remain a member, or

(ii) if the member by notice in writing resigns his membership and then in accordance with the provisions of Article 5 hereof, or

(iii) if the member is in arrear in payment of his subscription for three months or more and notice in writing to that effect has been given to such member by the Secretary of the Institute and within one month from the date of such notice or within such further time as the Board may grant upon special cause to it shown the arrear is not paid.

(iv) upon the member's death

7. In the case of membership ceasing pursuant to the last foregoing Article the Board may in its discretion return in whole or in part the member's subscription (if any) for the then current year.

#### GENERAL MEETINGS

8. An Annual General Meeting shall be held not more than eighteen months after the incorporation of the Institute and subsequently once in every year, at such time (within a period of not more than fifteen months after the holding of the last preceding Annual General Meeting) and place as may be determined by the Board. All other General Meetings shall be called Extraordinary General Meetings.
9. The Board may, whenever they think fit, convene an Extraordinary General Meeting and extraordinary general meetings shall also be convened on requisition in accordance with the Act, or, in default, may be convened by such requisitionists. A requisition in writing by members representing not less than 10% of the total voting rights of all members having at the date of deposit of a requisition a right to vote at General Meetings shall be deemed to be a requisition in accordance with the Act so far as these provisions relate to the number of members required to requisition an Extraordinary General Meeting.



NOTICE OF GENERAL MEETING

10. An Annual General Meeting and any Extraordinary General Meeting at which it is proposed to pass a Special Resolution shall be called by twenty-one days' notice in writing at the least, and any other General Meeting by fourteen days' notice in writing at the least, exclusive in either case of the day on which the notice is served or deemed to be served and of the day for which it is given. Provided that a General Meeting shall, notwithstanding that it is called by shorter notice than as aforesaid, be deemed to have been duly called if it is so agreed:

- (a) in the case of an Annual General Meeting, by all the members entitled to attend and vote thereat; and
- (b) in the case of an Extraordinary General Meeting by a majority in number of the members having the right to attend and vote at the meeting, being a majority together representing not less than 95 per cent of the total voting rights at that meeting of all the members.

The accidental omission to give notice to, or the non-receipt of notice by, any person entitled to receive notice shall not invalidate the proceedings at any General Meeting.

11. Every notice calling a General Meeting shall specify the place and the day and hour of the meeting and in the case of an Annual General Meeting shall also specify the meeting as such. If other than routine business is to be transacted, the notice shall specify the general nature of such business; and if any resolution is to be proposed as an Extraordinary Resolution or as a Special Resolution, the notice shall contain a statement to that effect.

12. Routine business shall mean and include only business transacted at an Annual General Meeting of the following classes, that is to say:-

(a) reading and considering the balance sheet, the ordinary reports of the Board and the Auditors, and other accounts and documents required to be annexed to the balance sheet.

(b) appointing Auditors and fixing the remuneration of the Auditors or determining the manner in which such remuneration is to be fixed.

(c) appointing members of the Board and other officers in the place of those retiring by rotation or otherwise.

PROCEEDINGS AT GENERAL MEETINGS

13. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Four persons entitled to vote upon the business to be transacted each being a member of a duly authorised representative of a corporation shall be a quorum for all purposes.

14. If within half an hour from the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Board may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

15. The Chairman (if any) of the Board shall preside as Chairman at every General Meeting but, if there be no such Chairman or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same or shall be unwilling to preside, the members of the Board shall choose one of their Board number to

preside. If at any meeting no member of the Board is present and willing to preside, the members present shall choose one of their number to do so.

16. The Chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

17. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:-

(a) the Chairman, or

(b) not less than three members present in person or by proxy and entitled to vote; or

(c) a member or members so present and entitled and representing one-tenth of the total voting rights of all members having the right to vote at the meeting.

A demand for a poll may be withdrawn. Unless a poll be so demanded (and the demand be not withdrawn) a declaration by the Chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded for or against such resolution.

18. If any votes shall be counted which ought not to have been counted, or might have been rejected, the error shall not vitiate the resolution unless it be pointed out at the same meeting, or at an adjournment thereof, and not in that case unless it shall in the opinion of the Chairman be of sufficient magnitude to vitiate the resolution.
19. If a poll is duly demanded (and the demand is not withdrawn) it shall be taken in such manner as the Chairman may direct, and the result of a poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The Chairman may appoint scrutineers and may adjourn the meeting to some place and time fixed by him for the purpose of declaring the result of the poll.
20. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
21. A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either immediately or at such time and place as the Chairman of the meeting directs, and any business other than that upon which the poll has been demanded may be proceeded with pending the taking of the poll. No notice need be given of a poll not taken immediately.

#### VOTE OF MEMBERS

22. No member shall, unless the Board otherwise determines, be entitled to vote at any General Meeting either personally or by proxy unless all monies presently payable by him to the Institute have been paid. Subject as aforesaid every member shall have one vote.
23. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, receiver, curator bonis or other person in the nature of a committee, receiver or curator bonis appointed by the

court, and any such committee, receiver, curator bonis or other person may on a poll vote by proxy.

24. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the meeting whose decision shall be final and conclusive.
25. On a poll votes may be given either personally or by proxy. No person other than a member may be appointed to act as a proxy.
26. An instrument appointing a proxy shall be in writing and
  - (a) in the case of an individual, shall be signed by an appointer or his attorney, and
  - (b) in the case of a corporation shall be either executed as a deed or signed by its attorney or by an officer on its behalf. The Board may, but shall not be bound to, require evidence of the authority of any such attorney or officer.
27. An instrument appointing a proxy must be left at the office or such other place (if any) as is specified for that purpose in the notice convening the meeting not less than forty-eight hours before the time for holding the meeting or adjourned meeting (or, in the case of a poll, before the time appointed for the taking of the poll) at which it is to be used and in default shall not be treated as valid.
28. An instrument appointing a proxy shall be in the following form, or as near thereto as circumstances will admit, and shall be deemed to

confer authority to demand or join in demanding a poll. It shall be valid as well for any adjournment of the meeting to which it relates:-

"I,

"Of

"a member of

"hereby appoint

"of

"and failing him

"of

"to vote for me and on my behalf at the [Annual or

"Extraordinary, or Adjourned, as the case may be]

"General Meeting of the Institute to be held on

"the

"and at every adjournment thereof

"As witness my hand this      day of              19    "

29. A vote given by proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the instrument of proxy was executed, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Institute at the office before the commencement of the meeting or the adjourned meeting or poll at which the vote is given.

CORPORATIONS ACTING BY REPRESENTATIVES

30. Any corporation which is a member of the Institute may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Institute, and the persons so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the Institute.

SECRETARY

31. The Secretary (who shall not be a member of the Board) shall be appointed by the Board for such term at such remuneration and upon such conditions as (consistent with the provisions of Clause 5 of the Memorandum of Association) they may think fit and any Secretary so appointed may be removed by them.

The provisions of Section 283 and 284 of the Act shall apply and be observed. The Board may from time to time by resolution appoint an assistant or deputy Secretary, any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

PRESIDENTS AND PATRONS

32. The Institute in general meeting may, on the recommendation of the Board, appoint any person or persons to be President or Joint President of the Institute. The Institute may likewise appoint any persons as Patrons.

VICE PRESIDENTS

33. The Board may appoint any person to be a Vice President of the Institute.

THE BOARD OF GOVERNORS

34. Subject as hereinafter provided the Board shall consist of not fewer than four and not more than 5 members being members of the Institute.

At the date of the adoption of these Articles of Association the members of the Board shall be:

Sir Robin Nicholson

Sir Geoffrey Pattie

Sir Alfred Sheppard

Sir David Walker  
Stephen Stewart

The Institute may by Ordinary Resolution from time to time increase or reduce the minimum or maximum number of members of the Board.

35. The members of the Board shall be paid all reasonable out of pocket expenses properly incurred by them in attending and returning from meetings of the Board or any sub-committee thereof or General Meetings.
36. A member of the Board shall vacate his office:-
- (a) if he becomes bankrupt or of unsound mind, or
  - (b) if he resign his office by notice in writing to the Institute, or
  - (c) if he become prohibited from acting by virtue of any order made under the Company Directors Disqualification Act 1986, or
  - (d) if he cease to hold office by virtue of a resolution duly passed pursuant to section 303 of the Act, or
  - (e) if he cease to be a member of the Institute.
37. The provisions of section 293 of the Act shall not apply to the Institute.
38. At each Annual General Meeting one third of the members of the Board for the time being, or if their number is not a multiple of three, the number nearest to but not greater than one third, shall retire from office. A member of the Board retiring shall retain office until the close or adjournment of the meeting.
39. The members of the Board to retire in every year shall be those who have been longest in office since their last election or appointment, but as between persons who became or were last re-elected members of



the Board on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot. A retiring member of the Board shall be eligible for re-election.

ELECTION OF MEMBERS OF THE BOARD

40. At any time after the last Annual General Meeting and not less than 12 days before the date fixed for the next Annual General Meeting any two members of the Institute may give notice in writing to the Secretary nominating a qualified person or persons as a candidate or candidates for election or re-election as a member of the Board. Subject to the provisions of Articles 46 and 47 hereof no member of the Board shall be elected or re-elected unless he shall have been nominated in accordance with this Article.
41. At least 7 days before the date fixed for the Annual General Meeting the Secretary shall inform every member of the Institute in writing of the names and addresses of all candidates who have been nominated for election at the forthcoming election and also (when appropriate) of the number of vacancies.
42. If the candidates are not more in number than the number required to be elected or than the vacancies (as the case may be) all the candidates shall be deemed and declared by the Chairman to be elected at the Annual General Meeting
43. If the candidates are more in number than the number required to be elected or than the vacancies (as the case may be) separate resolutions shall (except as otherwise authorised by Section 292 of the Act) be put to the Annual General Meeting with respect to each election to be made and a single resolution purporting to elect two or more persons shall be void
44. If at any Annual General Meeting default is made in filling up any of the offices vacated by members of the Board retiring under the provisions of these presents such retiring members of the Board

determined as hereinafter set out shall be re-elected without any resolution being passed unless:-

- (a) they are not qualified for reappointment; or
- (b) at such meeting it is expressly resolved not to fill up such vacated offices or a resolution for their re-election is put to the meeting and lost; or
- (c) they have given the Institute notice in writing of their unwillingness to be re-elected; or
- (d) ... default is due to the moving of a resolution in contravention of the last foregoing Article.

If the number of members of the Board who have retired and who are available for re-election pursuant to this Article is greater than the number of offices falling to be filled up pursuant to this Article, the retiring members of the Board to be re-elected shall, failing agreement, be determined by lot.

45. The Board shall have power at any time and from time to time to appoint any qualified person being a member of the Institute to be a member of the Board either to fill a casual vacancy or as an additional member of the Board, but so that the total number of members of the Board shall not at any time exceed the maximum number fixed by or in accordance with these presents. Any person so appointed shall hold office only until the next Annual General Meeting and shall then be eligible for re-election, but shall not be taken into account in determining the number of members of the Board who are to retire by rotation at such meeting.

#### PROCEEDINGS OF THE BOARD

46. The Board may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be determined by a majority of votes, and

in the case of an equality of votes the Chairman shall have a second or casting vote.

47. The quorum necessary for the transaction of the business of the Board may be fixed by the Board and unless so fixed shall be four. A meeting of the Board for the time being at which a quorum is present shall be competent to exercise all powers and discretions for the time being exercisable by the Board.
48. The Chairman of the Council for the time being and from time to time shall be an ex officio member of the Board, who shall retire upon ceasing to be holder of the office of Chairman of the Council.
49. The Council may nominate three members of the Board of whom at least one shall be a member of the Bar of England and Wales, at least one shall be a solicitor of the Supreme Court of England and Wales and at least one shall be a member of the Institute of Patent Agents, who shall hold office as members of the Board for a period specified by the Council but not exceeding three years from the date of such nomination. Upon any such Council representative ceasing for any reason whatsoever to be a member of the Board the Council shall be entitled forthwith to nominate another member of the Council to be a Council representative.
50. The continuing members of the Board may act notwithstanding any vacancies, but, if and so long as the number of members of the Board is reduced below the minimum number fixed by or in accordance with these presents, the continuing members or member of the Board may act for the purpose of filling up such vacancies or of summoning General Meetings of the Institute, but for no other purpose. If there be no members or member of the Board able or willing to act, then any two members of the Institute may summon a General Meeting for the purpose of appointing members of the Board.
51. The Board may elect a Chairman from amongst their number and determine the period for which he is to hold office; but if no Chairman shall have been appointed or if at any meeting the Chairman be not present

within fifteen minutes after the time appointed for holding the same, the members of the Board present may choose one of their number to be Chairman of the meeting.

52. A resolution in writing signed by all the members of the Board for the time being in the United Kingdom shall be as effective as a resolution passed at a meeting of the Board duly convened and held, and may consist of several documents in the like form, each signed by one or more of the members of the Board.
53. The Board may delegate any of its powers to sub-committees as the Board shall think fit and may revoke or vary such delegation. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed upon them by the Board. The meetings and proceedings of any such sub-committee shall be governed by the provisions of these presents regulating the meetings and proceedings of the Board so far as the same are applicable and are not superseded by any regulations made by the Board. Provided that no resolution of any meeting of any sub-committee shall have any effect or validity unless all deeds and undertakings of any such sub-committee shall be fully reported back to the Board as soon as possible.
54. All acts done by any meeting of the Board or a sub-committee thereof, or by any person acting as a member of the Board, shall as regards all persons dealing in good faith with the Institute, notwithstanding that there was some defect in the appointment of any member of the Board or person acting as such or that any such member or person was disqualified be as valid as if every such person had been duly appointed and was qualified and had continued to be a member of the Board and had been entitled to vote.

COUNCIL OF EXPERTS

55. The Council shall be established by the Board for the purpose of seeking to fulfil the powers set out in paragraphs 3(i), 3(iv), 3(v) and 3(vi) of the Memorandum of Association and the Board shall not intervene or interfere with the activities of the Council in such regard except to the extent necessary to enable the Board to exercise financial control over the affairs of the Institute provided that all acts and proceedings of the Council shall be fully and promptly reported to the Board.

56. The first members of the Council shall be:

Edward Armitage  
Jack Black  
William Cornish  
Ivor Davis  
Gerald Dworkin  
Michael Flint  
Robin Lawrence  
Chrisopher Morcom  
David Perkins

57. The provisions of the following articles shall apply mutatis mutandis to the Council and its members:

Articles 35, 36, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 50 and 51.

Provided that in the application of such Articles to the Council:

- (i) wherever the words "the Board" appears therein, the words "the Council" shall be deemed to be substituted therefor;
- (ii) all references to members of the Institute shall be deemed to include associate members of the Institute who for the purposes of the Council shall have voting rights equal to those of full members.

BORROWING POWERS

58. The Board may exercise all the powers of the Institute to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Institute or of any third party.

POWERS OF THE BOARD

59. The business of the Institute shall be managed by the Board who may exercise all such powers of the Institute as are not by the Act or by these presents required to be exercised by the Institute in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the Act, and to such regulations (not inconsistent with the aforesaid regulations provisions) as may be prescribed by the Institute in General Meeting, but no regulation so made by the Institute shall invalidate any prior act of the Board which would have been valid if such regulations had not been made. The general powers given by this Article shall not be limited or restricted by any special authority or power give to the Board by any other Article.
60. The Board shall have power from time to time to adopt and make, alter or revoke, byelaws for the regulation of the Institute and otherwise for the furtherance of the purposes for which the Institute is established, provided that such byelaws are not repugnant to the Memorandum or Articles of Association. All such byelaws for the time being in force shall be binding upon all members until the same shall cease to have effect as hereinbefore provided or shall be varied or set aside by an Ordinary Resolution of the Institute. No member shall be absolved from such byelaws by reasons of his not having received a copy of the same, or of any alternations or additions thereto, or having otherwise no notice of them. It is expressly declared that without prejudice to the powers of the Board to make byelaws on other matters the following shall be deemed to be matters which may be

governed by byelaws within the meaning of this Article, that is to say:-

- (a) As to the persons eligible for membership of the Institute.
- (b) As to the conditions on which persons shall be admitted to membership of the Institute.
- (c) As to the Annual, Quarterly or other subscriptions or payments (if any) including entrance fees, to be payable by the members and associate members of the Institute.
- (d) As to the rights and privileges to be accorded to, and the qualifications, restrictions and conditions to be imposed on, members of the Institute.
- (e) As to committees of members, in connection with various branches of the Institute's activities and as to the appointment, removal, qualification, disqualification, duties, functions, powers and privileges of members of such committees.

THE SEAL

61. The Board shall provide for the safe custody of the Seal, which shall not be affixed to any instrument except by the authority of a resolution of the Board or of a sub-committee appointed by the Board and empowered by it to pass resolutions authorising the affixing of the Seal and shall be so affixed in the presence of at least one member of the Board and the Secretary or such other person approved by the Board and that member of the Board and the Secretary or such other person as aforesaid shall sign every instrument to which the Seal is so affixed in their presence.

ACCOUNTS

62. The Board shall cause accounting records to be kept in accordance with section 222 of the Act.
63. The accounting records shall be kept at the office, or subject to section 222(2) and (3) of the Act at such other place within Great Britain as the Board think fit, and shall always be open to the inspection of the officers of the Board.
64. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Institute in General Meeting, together with a copy of the Auditor's report, shall not less than twenty-one days before the date of the meeting be sent to every member of the Institute.
65. The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Institute or any of them shall be open to the inspection of members not being members of the Board, and no member (not being a member of the Board) shall have any right of inspecting any account or book or document of the Association except as conferred by statute or authorised by the Board or by the Institute in General Meeting.

AUDIT

66. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.
67. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Act the members of the Board being treated as the Directors mentioned in those provisions.



NOTICES

68. Any notice or document may be served by the Institute on any member either personally or by sending it through the post in a prepaid letter addressed to such member's address appearing in the register of members or to such other address as he may supply to the Institute for the giving of notices to him, and any notice so served by post shall be deemed to have been duly served notwithstanding that such member be then dead or bankrupt and whether or not the Association have notice of his death or bankruptcy.
69. A member listed in the register of members at an address not within the United Kingdom who has not supplied to the Institute an address within the United Kingdom for the giving of notices to him shall not be entitled to receive any notice from the Institute.
70. Any notice or document served by post shall be deemed to have been served at the expiration of twenty-four hours after the letter containing the same is posted, and in proving such service it shall be sufficient to show that the letter containing the notice or document was properly addressed, stamped and posted.

INDEMNITY

71. Subject to the provisions of section 310 of the Act and of Clause 5 of the Memorandum of Association every member of the Board, Auditor, Secretary, or other officer of the Institute shall be entitled to be indemnified by the Institute against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

WINDING UP

72. The provisions of Clause 8 of the Memorandum of Association relating to the winding up or dissolution of the Institute shall have effect and be observed as if the same were repeated in these Articles.

# G

COMPANIES FORM No. 287

## Notice of change in situation of registered office

# 287

Please do not write in this margin

Pursuant to section 287 of the Companies Act 1985 as substituted by section 136 of the Companies Act 1989

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies (Address overleaf)

Company number

1557489

Name of Company

INTELLECTUAL PROPERTY INSTITUTE (FORMERLY THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY)

\*Insert full name of company

gives notice of a change in the situation of the registered office of the company to:

CHARLES CLORE HOUSE, 17 RUSSELL SQ, LONDON  
Postcode UC1B 5DR

Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed *[Signature]*

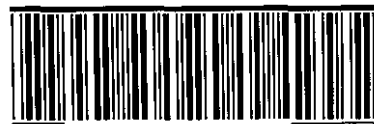
Designation Director

Date 22/12/94

Presenter's name, address, telephone number and reference (if any):

For official use General Section

Post room



A04 \*AZT259Q8\* 483  
COMPANIES HOUSE 16/03/95

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 1557489

The Registrar of Companies for England and Wales hereby certifies that  
COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY(THE)

having by special resolution changed its name, is now incorporated  
under the name of  
THE INTELLECTUAL PROPERTY INSTITUTE

Given at Companies House, Cardiff, the 22nd March 1995



\*C01557489F\*

  
M.LEWIS

For the Registrar of Companies



C O M P A N I E S H O U S E

HC006B

66489/ATR

No. 1557489

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY GUARANTEE AND  
NOT HAVING SHARE CAPITAL



SPECIAL RESOLUTIONS

- of -

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY

Passed on 22 September 1994

At an extraordinary General Meeting of the above-named Company, duly convened and held on the above date, the following Resolutions were duly passed as Special Resolutions:

SPECIAL RESOLUTIONS

- "1. That the name of the Company be changed to The Intellectual Property Institute."

*[Handwritten Signature]*  
.....  
Chairman



CERTIFIED A TRUE COPY  
OF THE ORIGINAL

*[Handwritten Signature]*  
.....  
DENTON HALL  
FIVE CHANCERY LANE 18.1.95  
CLIFFORD'S INN  
LONDON EC4A 1BU  
TEL: 071-242 1212



1557489.

THE COMMON LAW INSTITUTE OF INTELLECTUAL PROPERTY

MINUTES of an Extraordinary General Meeting of  
the above-named Company held at Charles Clore House  
17 Russell Square, London WC1B 5DR on  
22 September 1994

Present: The Rt Hon Lord Scarman OBE, President  
Mr Stephen Stewart CBE QC, Chairman  
Professor John Adams, Director  
Mr Edward Armitage CB  
Mr Jack Black  
Mr Ivor Davis CB

- 1. Mr Stephen Stewart took the Chair for the purposes of the Meeting.
- 2. Notice convening the Meeting was taken as read.

3. The Chairman proposed as a Special Resolution:

- 1. "That the regulations in the form attached be approved and adopted as the Articles of Association of the Company in substitution for the existing Articles of the Company."

Professor John Adams seconded the proposal. After a show of hands the Chairman declared that the Resolution had been carried.

4. The Chairman further proposed as a Special Resolution:

- 2. "That the name of the Company be changed to The Intellectual Property Institute."

Professor John Adams seconded the proposal. After a show of hands the Chairman declared the Resolution had been carried.

There being no further business, the Meeting then terminated.

.....  
  
 Chairman



**THE INTELLECTUAL PROPERTY INSTITUTE (CLIP)**  
(Corporate name: The Common Law Institute of Intellectual Property)

**FOUNDER MEMBERS**

Amersham International plc

GEC plc

Glaxo Holdings plc

Lucas Industries plc

Pilkington plc

The Patent Office

Thorn EMI plc

Unilever plc

The Wellcome Foundation Ltd

Zeneca Group plc

**THE INTELLECTUAL PROPERTY INSTITUTE (CLIP)**  
(Corporate name: The Common Law Institute of Intellectual Property)

President, The Rt Hon Lord Scarman OBE

**BOARD OF GOVERNORS**

The Rt Hon Sir Geoffrey Pattie MP (Chairman)

Mr Stephen Stewart CBE QC (Chairman of Council of Experts)

Professor John Adams (Director of IPI)

Mr David Barnes CBE, Zeneca Group plc

Mr William Castell, Amersham International plc

Mr Simon Duffy, Thorn EMI plc

Mr Michael Flint, Denton Hall

Dr Ashok Ganguly, Unilever plc

Sir Anthony Gill, Lucas Industries plc

Mr Paul Hartnack, The Patent Office

Mr Robin Lawrence, Gill Jennings & Every

Mr Michael Lester, The General Electric Company plc

Mr Christopher Morcom QC

Sir Robin Nicholson FRS, Pilkington plc

Sir Alfred Shepperd

Mr Jeremy Strachan, Glaxo Holdings plc

\*\*\*\*\*

Dr Ron Coleman CB

(Secretary)

**THE INTELLECTUAL PROPERTY INSTITUTE (CLIP)**  
(Corporate name: The Common Law Institute of Intellectual Property)

**COUNCIL OF EXPERTS**

Mr Stephen Stewart CBE QC (Chairman)

Professor John Adams (Director of IPI)

Mr Edward Armitage CB

Mr Jack Black, Radcliffes & Co

Mr Hugh Brett, Dallas Brett & Co

Professor William Cornish, Magdalene College, Cambridge

Dr Jonathan Davies, CIPA

Mr Ivor Davis CB

Professor Gerald Dworkin, King's College, London

Mr Michael Flint, Denton Hall

Mr Laurence Jenkins, Wellcome Research Laboratories

Professor James Lahore, Queen Mary and Westfield College, London

Mr Robin Lawrence, Gill Jennings & Every

Mr Christopher Morcom QC

Mr David Perkins, Clifford Chance

Mr Hamish Sandison, Bird & Bird

Professor Aubrey Silberston CBE, London Economics, Brussels

Mr David Tatham OBE, WIPO Consultant

Mr William White, TMPDF



THE INTELLECTUAL PROPERTY INSTITUTE

THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION  
of  
THE INTELLECTUAL PROPERTY INSTITUTE

\*1. The name of the Company is "The Intellectual Property Institute". The Company is hereinafter referred to as "the Institute".

2. The Registered Office of the Institute will be situate in England.

\*\*3. The objects for which the Institute is established is to advance public education in and research into the laws relating to intellectual property rights throughout the world and in particular (but without limiting the generality of the foregoing) in countries whose legal systems are based upon common law and social and economic consequences of the application of such laws and to publish the useful results of such research. In furtherance of the above objects but no further or otherwise the Institute shall have the power:

(i) To provide and arrange conferences, seminars, lectures, demonstrations, courses, exhibitions, meetings and the presentation of papers, and to publish and distribute information advice and proposals regarding any and all aspects of the said law of intellectual property.

(ii) To institute and establish scholarships, grants, awards and prizes in connection with intellectual property.

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\* The name of the company was changed by a Special Resolution on 22 September 1994.

\*\* The objects of the Institute were amended by Special Resolution on 10th October 1985.

- (iii) To assist in establishing chairs; faculties and other academic posts in any or all of the aforementioned objects at any schools universities, polytechnics and colleges.
- (iv) To lay down standards of education, training, knowledge and experience appropriate for the admission of persons to the various classes or grades of membership of the Institute which may at any time and from time to time be created by the Institute.
- (v) To establish and maintain a library and collection of literature, films and other material of interest in furtherance of the objects of the Institute.
- (vi) To consult and co-operate with any persons, associations, societies, institutions or other bodies established or to be established in Great Britain or elsewhere in respect of matters within the objects of the Institute.
- (vii) To amalgamate or affiliate with or take over the undertaking of any charitable institution or body having objects which are similar to one or more of those of the Institute and which prohibit the distribution of their income and property among their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 5 hereof.
- (viii) To solicit, obtain or accept subscriptions, donations or gifts (whether of real or personal property) and devises and bequests for any purpose of purposes within the objects of the Institute from any person or body whatsoever.
- (ix) To establish, maintain, control and manage branches of the Institute as may seem expedient and from time to time to determine the constitutions, rights, privileges, obligations and duties of such branches and when thought fit to dissolve them.

- (x) To borrow or raise money for the purposes of the Institute on such terms and on such security (if any) as may be thought fit.
- (xi) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Institute may think necessary for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary for the work of the Institute.
- (xii) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Institute as may be thought expedient with a view to the promotion of its objects.
- (xiii) To undertake and execute any charitable trusts which may lawfully be undertaken by the Institute and may be necessary for the attainment of its objects.
- (xiv) To invest the moneys of the Institute not immediately required for its purpose in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.
- (xv) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Institute or calculated to further its objects.
- (xvi) To make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependents.

- (xvii) To pay all expenses, necessary for the formation of the Institute and its registration.
- (xviii) To obtain any Royal Charter, Provisional Order or Act of Parliament or other authority either in the United Kingdom or elsewhere for enabling or assisting the Institute to carry its objections into effect.
- (xix) To do all such other lawful things as shall further the attainment of the above objects or any of them.

Provided that:

- (i) If the Institute shall take or hold any property which may be subject to any trusts, the Institute shall deal with or invest the same only in such manner as allowed by law, having regard to such trusts.
- (ii) The objects of the Institute shall not extend to the regulations of relations between workers and employers or organisations of workers and organisations of employers.
- (iii) If the Institute shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Institute shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as if the Institute had not been incorporated, and the incorporation of the Institute shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over the Institute, but they shall as regards any such property be subject jointly and separately to such control or authority as if the Institute were not incorporated.

4. The Board of Governors and the Council of Experts are to adhere to the principles hereinafter set out:

- (1) The Institute is an independent body established to conduct research into the laws of intellectual property with a view to reform and development.
- (2) The Board and the Council are to ensure that the work undertaken and the conclusions reached are an exercise of independent judgment: in particular, the Institute's research and recommendations must, in order to maintain public confidence, be and be seen to be independent of governmental or any other pressure.
- (3) The Institute's general policy is to maintain and improve the rights of owners of intellectual property whilst ensuring that the rights are exploited in ways which are conducive to the public benefit.
- (4) It is the Institute's policy to study the law with a view to ensuring that right owners and public are protected from piracy in whatever form it may show itself.
- (5) The Institute will seek to recommend, if need be, law reform and to protect the interests of right owners and the public by making representations as and when necessary to governmental authority - notably the Government and Parliament at national level, the Commission and Parliament of the European Union and, at international level, the World Intellectual Property Organisation, the World Trade Organisation and the organisations operating in the field of intellectual property law.

5. The income and property of the Institute, whencesoever derived, shall be applied solely towards the promotion of its objections as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise howsoever by

way of profit, to the members of the Institute and no member of the Board shall be appointed to any office of the Institute paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Institute.

Provided that nothing herein shall prevent the payment, in good faith by the Institute of:

- (a) reasonable and proper remuneration to any member officer or servant of the Institute (not being a member of the Board), in return for any services actually rendered to the Institute; or
- (b) interest on money lent by any member of the Institute or of the Board at a rate per annum not exceeding the base lending rate prescribed for the time being by the Bank appropriate to the Institute or 3 per cent whichever is the greater; or
- (c) reasonable and proper rent for premises demised or let by any member of the Institute or the Board to the Institute; or
- (d) fees remuneration or other benefits in money or money's worth to a company of which a member of the Board may be a member holding not more than 1/100th part of the capital of that company; or
- (e) any out-of-pocket expenses to any member of the Board.

6. The liability of the members is limited.

7. Every member of the Institute undertakes to contribute to the assets of the Institute, if the same is wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Institute contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding one pound.

8. If upon the winding up or dissolution of the Institute there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Institute, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Institute, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Institute under or by virtue of Clause 4 hereof, such institute or institutions to be determined by the members of the Institute at or before the time of dissolution, and if any so far as effect cannot be given to such provisions, then to some other charitable object or objects.

THE INTELLECTUAL PROPERTY INSTITUTE

THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION  
of  
THE INTELLECTUAL PROPERTY INSTITUTE  
(Adopted by Special Resolution of the  
Company dated 22 September 1994)

PRELIMINARY

1. In these presents, if not consistent with the subject or context, the words set out in the first column of the table below shall bear the meanings set opposite to them respectively in the second column thereof.

<u>WORDS</u>	<u>MEANING</u>
The Institute	The Intellectual Property Institute
The Act	The Companies Act, 1985
These Presents	These Articles of Association, as originally framed, or as from time to time altered by Special Resolution
The Board	The Board of Governors for the time being of the Institute



The Council	The Council of Experts for the time being of the Institute
The Council Representatives	The members of the Board nominated by the Council pursuant to Articles 55-57
Office	The registered office of the Institute
Seal	The Common Seal of the Institute
The United Kingdom	Great Britain and Northern Ireland
Month	Calendar Month
Year	Calendar Year
In Writing	Written or produced by any substitute for writing, or partly one and party another

The expression "Secretary" shall include any person appointed by the Board to perform any of the duties of the Secretary

Save as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context bear the same meaning in these presents.

The provisions of sections 352 and 353 of the Act shall be observed by the Institute, and every member of the Institute shall either sign a written consent to become a member or sign the register of members on becoming a member.

The Institute is established for the purposes expressed in the Memorandum of Association.

#### MEMBERSHIP

2. The members of the Institute shall be the subscribers to the Memorandum of Association, the members of the Board for the time being and from time to time and such other persons as the Board shall admit to membership from time to time.

#### ASSOCIATE MEMBERS

3. Associate Members of the Institute shall be such persons as the Board shall admit as Associate Members.
4. Associate Members shall have the same privileges as members except that (save as provided in Article 56) they shall have no voice in the government of the Institute and shall not be entitled to vote at General Meetings of the Institute. Nor shall particulars in relation to them be entered in the Register of Members, and accordingly, they shall not be members for the purposes of the Act or of these presents.

#### RETIREMENT AND EXCLUSION OF MEMBERS

5. Should any member wish to retire from the Institute he shall give at least three months' written notice to expire at the end of a year and shall be liable for any subscription up to that date. Membership shall not be transferable.
6. Membership shall cease:
  - (i) if at a meeting of the Board of which the member shall have had 21 clear days' notice and at which the member shall have been given an opportunity of being heard, the Board shall pass a resolution that it is undesirable in the interests of the Institute that such a member should remain a member, or

- (ii) if the member by notice in writing resigns his membership and then in accordance with the provisions of Article 5 hereof, or
- (iii) if the member is in arrear in payment of his subscription for three months or more and notice in writing to that effect has been given to such member by the Secretary of the Institute and within one month from the date of such notice or within such further time as the Board may grant upon special cause to it shown the arrear is not paid.
- (iv) upon the member's death

7. In the case of membership ceasing pursuant to the last foregoing Article the Board may in its discretion return in whole or in part the member's subscription (if any) for the then current year.

#### GENERAL MEETINGS

8. An Annual General Meeting shall be held not more than eighteen months after the incorporation of the Institute and subsequently once in every year, at such time (within a period of not more than fifteen months after the holding of the last preceding Annual General Meeting) and place as may be determined by the Board. All other General Meetings shall be called Extraordinary General Meetings.
9. The Board may, whenever they think fit, convene an Extraordinary General Meeting and extraordinary general meetings shall also be convened on requisition in accordance with the Act, or, in default, may be convened by such requisitionists. A requisition in writing by members representing not less than 10% of the total voting rights of all members having at the date of deposit of a requisition a right to vote at General Meetings shall be deemed to be a requisition in accordance with the Act so far as these provisions relate to the number of members required to requisition an Extraordinary General Meeting.

NOTICE OF GENERAL MEETING

10. An Annual General Meeting and any Extraordinary General Meeting at which it is proposed to pass a Special Resolution shall be called by twenty-one days' notice in writing at the least, and any other General Meeting by fourteen days' notice in writing at the least, exclusive in either case of the day on which the notice is served or deemed to be served and of the day for which it is given. Provided that a General Meeting shall, notwithstanding that it is called by shorter notice than as aforesaid, be deemed to have been duly called if it is so agreed:

- (a) in the case of an Annual General Meeting, by all the members entitled to attend and vote thereat; and
- (b) in the case of an Extraordinary General Meeting by a majority in number of the members having the right to attend and vote at the meeting, being a majority together representing not less than 95 per cent of the total voting rights at that meeting of all the members.

The accidental omission to give notice to, or the non-receipt of notice by, any person entitled to receive notice shall not invalidate the proceedings at any General Meeting.

11. Every notice calling a General Meeting shall specify the place and the day and hour of the meeting and in the case of an Annual General Meeting shall also specify the meeting as such. If other than routine business is to be transacted, the notice shall specify the general nature of such business; and if any resolution is to be proposed as an Extraordinary Resolution or as a Special Resolution, the notice shall contain a statement to that effect.

12. Routine business shall mean and include only business transacted at an Annual General Meeting of the following classes, that is to say:-
- (a) reading and considering the balance sheet, the ordinary reports of the Board and the Auditors, and other accounts and documents required to be annexed to the balance sheet.
  - (b) appointing Auditors and fixing the remuneration of the Auditors or determining the manner in which such remuneration is to be fixed.
  - (c) appointing members of the Board and other officers in the place of those retiring by rotation or otherwise.

PROCEEDINGS AT GENERAL MEETINGS

13. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Four persons entitled to vote upon the business to be transacted each being a member of a duly authorised representative of a corporation shall be a quorum for all purposes.
14. If within half an hour from the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Board may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.
15. The Chairman (if any) of the Board shall preside as Chairman at every General Meeting but, if there be no such Chairman or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same or shall be unwilling to preside, the members of the Board shall choose one of their Board number to

preside. If at any meeting no member of the Board is present and willing to preside, the members present shall choose one of their number to do so.

16. The Chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

17. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by:-

- (a) the Chairman, or
- (b) not less than three members present in person or by proxy and entitled to vote; or
- (c) a member of members so present and entitled and representing one-tenth of the total voting rights of all members having the right to vote at the meeting.

A demand for a poll may be withdrawn. Unless a poll be so demanded (and the demand be not withdrawn) a declaration by the Chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded for or against such resolution.

18. If any votes shall be counted which ought not to have been counted, or might have been rejected, the error shall not vitiate the resolution unless it be pointed out at the same meeting, or at an adjournment thereof, and not in that case unless it shall in the opinion of the Chairman be of sufficient magnitude to vitiate the resolution.
19. If a poll is duly demanded (and the demand is not withdrawn) it shall be taken in such manner as the Chairman may direct, and the result of a poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The Chairman may appoint scrutineers and may adjourn the meeting to some place and time fixed by him for the purpose of declaring the result of the poll.
20. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
21. A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either immediately or at such time and place as the Chairman of the meeting directs, and any business other than that upon which the poll has been demanded may be proceeded with pending the taking of the poll. No notice need be given of a poll not taken immediately.

#### VOTE OF MEMBERS

22. No member shall, unless the Board otherwise determines, be entitled to vote at any General Meeting either personally or by proxy unless all monies presently payable by him to the Institute have been paid. Subject as aforesaid every member shall have one vote.
23. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, receiver, curator bonis or other person in the nature of a committee, receiver or curator bonis appointed by the

court, and any such committee, receiver, curator bonis or other person may on a poll vote by proxy.

24. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the meeting whose decision shall be final and conclusive.
25. On a poll votes may be given either personally or by proxy. No person other than a member may be appointed to act as a proxy.
26. An instrument appointing a proxy shall be in writing and
  - (a) in the case of an individual, shall be signed by an appointer or his attorney, and
  - (b) in the case of a corporation shall be either executed as a deed or signed by its attorney or by an officer on its behalf. The Board may, but shall not be bound to, require evidence of the authority of any such attorney or officer.
27. An instrument appointing a proxy must be left at the office or such other place (if any) as is specified for that purpose in the notice convening the meeting not less than forty-eight hours before the time for holding the meeting or adjourned meeting (or, in the case of a poll, before the time appointed for the taking of the poll) at which it is to be used and in default shall not be treated as valid.
28. An instrument appointing a proxy shall be in the following form, or as near thereto as circumstances will admit, and shall be deemed to



confer authority to demand or join in demanding a poll. It shall be valid as well for any adjournment of the meeting to which it relates:-

"I,

"Of

"a member of

"hereby appoint

"of

"and failing him

"of

"to vote for me and on my behalf at the [Annual or

"Extraordinary, or Adjourned, as the case may be]

"General Meeting of the Institute to be held on

"the

"and at every adjournment thereof

"As witness my hand this      day of                      19    "

29. A vote given by proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the instrument of proxy was executed, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Institute at the office before the commencement of the meeting or the adjourned meeting or poll at which the vote is given.

CORPORATIONS ACTING BY REPRESENTATIVES

30. Any corporation which is a member of the Institute may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Institute, and the persons so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the Institute.

SECRETARY

31. The Secretary (who shall not be a member of the Board) shall be appointed by the Board for such term at such remuneration and upon such conditions as (consistent with the provisions of Clause 5 of the Memorandum of Association) they may think fit and any Secretary so appointed may be removed by them.

The provisions of Section 283 and 284 of the Act shall apply and be observed. The Board may from time to time by resolution appoint an assistant or deputy Secretary, any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

PRESIDENTS AND PATRONS

32. The Institute in general meeting may, on the recommendation of the Board, appoint any person or persons to be President or Joint President of the Institute. The Institute may likewise appoint any persons as Patrons.

VICE PRESIDENTS

33. The Board may appoint any person to be a Vice President of the Institute.

THE BOARD OF GOVERNORS

34. Subject as hereinafter provided the Board shall consist of not fewer than four and not more than 5 members being members of the Institute.

At the date of the adoption of these Articles of Association the members of the Board shall be:

Sir Robin Nicholson  
Sir Geoffrey Pattie  
Sir Alfred Shepperd

Sir David Walker  
Stephen Stewart

The Institute may by Ordinary Resolution from time to time increase or reduce the minimum or maximum number of members of the Board.

35. The members of the Board shall be paid all reasonable out of pocket expenses properly incurred by them in attending and returning from meetings of the Board or any sub-committee thereof or General Meetings.
36. A member of the Board shall vacate his office:-
- (a) if he becomes bankrupt or of unsound mind, or
  - (b) if he resign his office by notice in writing to the Institute, or
  - (c) if he become prohibited from acting by virtue of any order made under the Company Directors Disqualification Act 1986, or
  - (d) if he cease to hold office by virtue of a resolution duly passed pursuant to section 303 of the Act, or
  - (e) if he cease to be a member of the Institute.
37. The provisions of section 293 of the Act shall not apply to the Institute.
38. At each Annual General Meeting one third of the members of the Board for the time being, or if their number is not a multiple of three, the number nearest to but not greater than one third, shall retire from office. A member of the Board retiring shall retain office until the close or adjournment of the meeting.
39. The members of the Board to retire in every year shall be those who have been longest in office since their last election or appointment, but as between persons who became or were last re-elected members of

the Board on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot. A retiring member of the Board shall be eligible for re-election.

ELECTION OF MEMBERS OF THE BOARD

40. At any time after the last Annual General Meeting and not less than 12 days before the date fixed for the next Annual General Meeting any two members of the Institute may give notice in writing to the Secretary nominating a qualified person or persons as a candidate or candidates for election or re-election as a member of the Board. Subject to the provisions of Articles 46 and 47 hereof no member of the Board shall be elected or re-elected unless he shall have been nominated in accordance with this Article.
41. At least 7 days before the date fixed for the Annual General Meeting the Secretary shall inform every member of the Institute in writing of the names and addresses of all candidates who have been nominated for election at the forthcoming election and also (when appropriate) of the number of vacancies.
42. If the candidates are not more in number than the number required to be elected or than the vacancies (as the case may be) all the candidates shall be deemed and declared by the Chairman to be elected at the Annual General Meeting
43. If the candidates are more in number than the number required to be elected or than the vacancies (as the case may be) separate resolutions shall (except as otherwise authorised by Section 292 of the Act) be put to the Annual General Meeting with respect to each election to be made and a single resolution purporting to elect two or more persons shall be void
44. If at any Annual General Meeting default is made in filling up any of the offices vacated by members of the Board retiring under the provisions of these presents such retiring members of the Board

determined as hereinafter set out shall be re-elected without any resolution being passed unless:-

- (a) they are not qualified for reappointment; or
- (b) at such meeting it is expressly resolved not to fill up such vacated offices or a resolution for their re-election is put to the meeting and lost; or
- (c) they have given the Institute notice in writing of their unwillingness to be re-elected; or
- (d) the default is due to the moving of a resolution in contravention of the last foregoing Article.

If the number of members of the Board who have retired and who are available for re-election pursuant to this Article is greater than the number of offices falling to be filled up pursuant to this Article, the retiring members of the Board to be re-elected shall, failing agreement, be determined by lot.

45. The Board shall have power at any time and from time to time to appoint any qualified person being a member of the Institute to be a member of the Board either to fill a casual vacancy or as an additional member of the Board, but so that the total number of members of the Board shall not at any time exceed the maximum number fixed by or in accordance with these presents. Any person so appointed shall hold office only until the next Annual General Meeting and shall then be eligible for re-election, but shall not be taken into account in determining the number of members of the Board who are to retire by rotation at such meeting.

#### PROCEEDINGS OF THE BOARD

46. The Board may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be determined by a majority of votes, and

in the case of an equality of votes the Chairman shall have a second or casting vote.

47. The quorum necessary for the transaction of the business of the Board may be fixed by the Board and unless so fixed shall be four. A meeting of the Board for the time being at which a quorum is present shall be competent to exercise all powers and discretions for the time being exercisable by the Board.
48. The Chairman of the Council for the time being and from time to time shall be an ex officio member of the Board, who shall retire upon ceasing to be holder of the office of Chairman of the Council.
49. The Council may nominate three members of the Board of whom at least one shall be a member of the Bar of England and Wales, at least one shall be a solicitor of the Supreme Court of England and Wales and at least one shall be a member of the Institute of Patent Agents, who shall hold office as members of the Board for a period specified by the Council but not exceeding three years from the date of such nomination. Upon any such Council representative ceasing for any reason whatsoever to be a member of the Board the Council shall be entitled forthwith to nominate another member of the Council to be a Council representative.
50. The continuing members of the Board may act notwithstanding any vacancies, but, if and so long as the number of members of the Board is reduced below the minimum number fixed by or in accordance with these presents, the continuing members or member of the Board may act for the purpose of filling up such vacancies or of summoning General Meetings of the Institute, but for no other purpose. If there be no members or member of the Board able or willing to act, then any two members of the Institute may summon a General Meeting for the purpose of appointing members of the Board.
51. The Board may elect a Chairman from amongst their number and determine the period for which he is to hold office; but if no Chairman shall have been appointed or if at any meeting the Chairman be not present

within fifteen minutes after the time appointed for holding the same, the members of the Board present may choose one of their number to be Chairman of the meeting.

52. A resolution in writing signed by all the members of the Board for the time being in the United Kingdom shall be as effective as a resolution passed at a meeting of the Board duly convened and held, and may consist of several documents in the like form, each signed by one or more of the members of the Board.
53. The Board may delegate any of its powers to sub-committees as the Board shall think fit and may revoke or vary such delegation. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed upon them by the Board. The meetings and proceedings of any such sub-committee shall be governed by the provisions of these presents regulating the meetings and proceedings of the Board so far as the same are applicable and are not superseded by any regulations made by the Board. Provided that no resolution of any meeting of any sub-committee shall have any effect or validity unless all deeds and undertakings of any such sub-committee shall be fully reported back to the Board as soon as possible.
54. All acts done by any meeting of the Board or a sub-committee thereof, or by any person acting as a member of the Board, shall as regards all persons dealing in good faith with the Institute, notwithstanding that there was some defect in the appointment of any member of the Board or person acting as such or that any such member or person was disqualified be as valid as if every such person had been duly appointed and was qualified and had continued to be a member of the Board and had been entitled to vote.

COUNCIL OF EXPERTS

55. The Council shall be established by the Board for the purpose of seeking to fulfil the powers set out in paragraphs 3(i), 3(iv), 3(v) and 3(vi) of the Memorandum of Association and the Board shall not intervene or interfere with the activities of the Council in such regard except to the extent necessary to enable the Board to exercise financial control over the affairs of the Institute provided that all acts and proceedings of the council shall be fully and promptly reported to the Board.

56. The first members of the Council shall be:

Edward Armitage  
Jack Black  
William Cornish  
Ivor Davis  
Gerald Dworkin  
Michael Flint  
Robin Lawrence  
Chrisopher Morcom  
David Perkins

57. The provisions of the following articles shall apply mutatis mutandis to the Council and its members:

Articles 35, 36, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 50 and 51.

Provided that in the application of such Articles to the Council:

- (i) wherever the words "the Board" appears therein, the words "the Council" shall be deemed to be substituted therefor;
- (ii) all references to members of the Institute shall be deemed to include associate members of the Institute who for the purposes of the Council shall have voting rights equal to those of full members.



BORROWING POWERS

58. The Board may exercise all the powers of the Institute to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Institute or of any third party.

POWERS OF THE BOARD

59. The business of the Institute shall be managed by the Board who may exercise all such powers of the Institute as are not by the Act or by these presents required to be exercised by the Institute in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the Act, and to such regulations (not inconsistent with the aforesaid regulations provisions) as may be prescribed by the Institute in General Meeting, but no regulation so made by the Institute shall invalidate any prior act of the Board which would have been valid if such regulations had not been made. The general powers given by this Article shall not be limited or restricted by any special authority or power give to the Board by any other Article.
60. The Board shall have power from time to time to adopt and make, alter or revoke, byelaws for the regulation of the Institute and otherwise for the furtherance of the purposes for which the Institute is established, provided that such byelaws are not repugnant to the Memorandum or Articles of Association. All such byelaws for the time being in force shall be binding upon all members until the same shall cease to have effect as hereinbefore provided or shall be varied or set aside by an Ordinary Resolution of the Institute. No member shall be absolved from such byelaws by reasons of his not having received a copy of the same, or of any alternations or additions thereto, or having otherwise no notice of them. It is expressly declared that without prejudice to the powers of the Board to make byelaws on other matters the following shall be deemed to be matters which may be

governed by byelaws within the meaning of this Article, that is to say:-

- (a) As to the persons eligible for membership of the Institute.
- (b) As to the conditions on which persons shall be admitted to membership of the Institute.
- (c) As to the Annual, Quarterly or other subscriptions or payments (if any) including entrance fees, to be payable by the members and associate members of the Institute.
- (d) As to the rights and privileges to be accorded to, and the qualifications, restrictions and conditions to be imposed on, members of the Institute.
- (e) As to committees of members, in connection with various branches of the Institute's activities and as to the appointment, removal, qualification, disqualification, duties, functions, powers and privileges of members of such committees.

THE SEAL

61. The Board shall provide for the safe custody of the Seal, which shall not be affixed to any instrument except by the authority of a resolution of the Board or of a sub-committee appointed by the Board and empowered by it to pass resolutions authorising the affixing of the Seal and shall be so affixed in the presence of at least one member of the Board and the Secretary or such other person approved by the Board and that member of the Board and the Secretary or such other person as aforesaid shall sign every instrument to which the Seal is so affixed in their presence.

### ACCOUNTS

62. The Board shall cause accounting records to be kept in accordance with section 222 of the Act.
63. The accounting records shall be kept at the office, or subject to section 222(2) and (3) of the Act at such other place within Great Britain as the Board think fit, and shall always be open to the inspection of the officers of the Board.
64. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Institute in General Meeting, together with a copy of the Auditor's report, shall not less than twenty-one days before the date of the meeting be sent to every member of the Institute.
65. The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Institute or any of them shall be open to the inspection of members not being members of the Board, and no member (not being a member of the Board) shall have any right of inspecting any account or book or document of the Association except as conferred by statute or authorised by the Board or by the Institute in General Meeting.

### AUDIT

66. Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.
67. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Act the members of the Board being treated as the Directors mentioned in those provisions.

#### NOTICES

68. Any notice or document may be served by the Institute on any member either personally or by sending it through the post in a prepaid letter addressed to such member's address appearing in the register of members or to such other address as he may supply to the Institute for the giving of notices to him, and any notice so served by post shall be deemed to have been duly served notwithstanding that such member be then dead or bankrupt and whether or not the Association have notice of his death or bankruptcy.
69. A member listed in the register of members at an address not within the United Kingdom who has not supplied to the Institute an address within the United Kingdom for the giving of notices to him shall not be entitled to receive any notice from the Institute.
70. Any notice or document served by post shall be deemed to have been served at the expiration of twenty-four hours after the letter containing the same is posted, and in proving such service it shall be sufficient to show that the letter containing the notice or document was properly addressed, stamped and posted.

#### INDEMNITY

71. Subject to the provisions of section 310 of the Act and of Clause 5 of the Memorandum of Association every member of the Board, Auditor, Secretary, or other officer of the Institute shall be entitled to be indemnified by the Institute against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

#### WINDING UP

72. The provisions of Clause 8 of the Memorandum of Association relating to the winding up or dissolution of the Institute shall have effect and be observed as if the same were repeated in these Articles.

**Company Number: 1557489**

**Charity Number: 283150**

**THE INTELLECTUAL PROPERTY INSTITUTE**

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**Accounts for the year  
ended 31st March 1995**

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**Prepared by:-**

**Raymond Harris & Dollar,  
Registered Auditors and  
Authorised Public Accountants,  
5 Staple Inn,  
Holborn,  
London WC1V 7QS**



**THE INTELLECTUAL PROPERTY INSTITUTE**

**ACCOUNTS FOR THE  
YEAR ENDED 31ST MARCH 1995**

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**COMPANY INFORMATION**

**The Company is a Company limited by Guarantee and not having a Share Capital.**

**The liability of the Members is limited.**

<b>Governors:</b>	<b>(See attached)</b>
<b>Company Secretary:</b>	<b>(See attached)</b>
<b>Registered Office:</b>	<b>5 Chancery Lane, Cliffords Inn, London EC4A 1BU</b>
<b>Company Number:</b>	<b>1557489</b>
<b>Charity Number:</b>	<b>283150</b>
<b>Principal Place of Business:</b>	<b>Charles Clore House, 17 Russell Square, London WC1B 5DR</b>
<b>Auditors &amp; Accountants:</b>	<b>Raymond Harris &amp; Dollar, Registered Auditors and Authorised Public Accountants 5 Staple Inn, Holborn, London WC1V 7QS</b>
<b>Bankers:</b>	<b>Child &amp; Co., The Royal Bank of Scotland, 1 Fleet Street, London EC4Y 1BD</b>
<b>Solicitors:</b>	<b>Denton Hall, 5 Chancery Lane, Cliffords Inn, London EC4A 1BU</b>

**LIST OF GOVERNORS AND COMPANY SECRETARY**

**Company Secretary:**

**Gray's Inn Secretaries Ltd  
5 Chancery Lane,  
Cliffords Inn,  
London EC4A 1BU**

**Governors:**

**Sir Robin Nicholson FEng. FRS**

**The Rt. Hon. Sir Geoffrey Pattie MP**

**Sir Alfred Shepperd**

**Mr. Stephen Stewart CBE QC**

**Mr. David Barnes CBE**

**Mr. William Castell**

**Mr. Simon Duffy**

**Mr. Jeremy Strachan**



**THE INTELLECTUAL PROPERTY INSTITUTE****REPORT OF THE GOVERNORS**

The Governors present their report, together with financial statements, for the year ended 31st March 1995.

**1. Principal Activity**

The Company is a registered charity (Registered Number 283150).

The principal activity of the Institute is to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world.

**2. Results and Developments**

In the last report, it was indicated that financial constraints had kept the level of activities of the Institute below that to which it would aspire. Its financial situation has improved considerably during this period, and accordingly the level of its activity has increased on all fronts. Restructuring was carried out so that under a new Memorandum and Articles of Association the responsibilities of the Council, were divided between a Board of Governors and a Council of Experts. The benefits of this restructuring are now being felt. The name of the Institute was changed from the Common Law Institute of Intellectual Property to the Intellectual Property Institute.

**1) Conferences/Seminars**

During the year, the Institute held the following conferences and seminars:

- (a) 28 April: *'Digitisation - the challenge to Copyright'*
- (b) 2 June: *'The Ibcos case'*
- (c) 29 June: *'Second Tier Protection'*
- (d) 7 July: *'Copyright Term Harmonisation ' a CLIP/BLACA Conference.*
- (e) 27 October: *'The Protection of Ideas'*
- (f) 9 November: *'The Alappal Case'*
- (g) 23 November: *'The Advocate-General's Opinion in Magill'*

- (h) 26 January: *'Trade Mark Dilution'*
- (i) 23 February: *'TRIPS and the EC'*
- (j) 23 March: *'Catnic and the Protocol'*

2) **Publications**

A transcript of each of the above seminars was made, and edited by the Director and by the speakers. The Director added a summary of the debate, and a short Introduction, and the proceedings were published (the transcript of the meeting on 23rd March 1995 is still being edited).

In addition, the Institute published *'Patents and Morality in Perspective'* by Edward Armitage and Ivor Davis, and a study by the Director of *'Supplementary Protection Certificates: the Salt Problem'*

3. **Other Work Completed On during The Year**

- a) *'A Bibliography and Union Catalogue of Intellectual Property Holdings in the London Libraries'*. In the last Report it was stated that the compilation stage of this was completed. The Institute is now negotiating an agreement for the publication of this work with AVERO who are specialist bibliography publishers. The costs of production and distribution will be borne by the publishers.
- b) *'Telecommunications and the Problems of Electronic Bulletin Boards'*. This important report, which was commissioned from Mr. Christopher Reed of Queen Mary and Westfield College, assisted by Mr. Ian Walden, is being printed.

4 **Work in progress**

- (a) *'Patent Litigation'*. This report is close to completion. It makes some important statistics on patent litigation available for the first time.
- (b) *'An analysis of the decisions of the Performing Right Tribunal and the Copyright Tribunal'*.
- (c) *'Privacy and Publicity'*

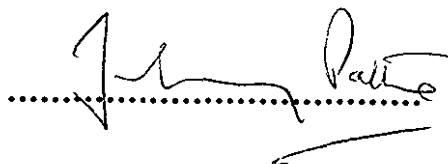
- (d) *'Taxation of Intellectual Property'*
- (e) *'The Economic Importance of Trade Marks'*
- (f) *'Intellectual Property Awareness Materials'*
- (g) *'Moral Rights and Adaptation Rights in Phonograms'*
- (h) *'Second Tier Protection and Biotechnology'*
- (i) *'TRIPS: Enforcement'*
- (j) *'The Economic Importance of Patents'*
- (k) *'An Analysis of Some Recent German Copyright Cases'*
- (l) **Passing off and unfair competition (the Director is a member of the Advisory Committee considering revision of Article 10bis Paris Convention)**

Auditors and Accountants

Messrs. Raymond Harris & Dollar are willing to continue in office.

The Governors have taken advantage, in the preparation of their Report, of the exemptions applicable to small companies.

ON BEHALF OF THE BOARD

  
.....

5 Staple Inn,  
Holborn,  
London WC1V 7QS

Dated...27/06/95.....

**ACCOUNTANTS' REPORT TO THE MEMBERS OF  
THE INTELLECTUAL PROPERTY INSTITUTE**

We have examined, without carrying out an audit, the accounts for the year ended 31st March 1995 set out on pages 7 to 12.

**Respective Responsibilities of Governors and Reporting Accountant**

As described on Page 9, the Company's Governors are responsible for the preparation of the accounts, and they believe that the Company is exempt from an audit. It is our responsibility to examine the accounts and, based on our examination, to report our opinion, as set out below, to the shareholders.

**Basis of Opinion**

We conducted our examination in accordance with the appropriate standards for reporting accountants issued by the Auditing Practices Board. This examination consisted of comparing the accounts with the accounting records kept by the Company, and making such limited enquiries of the officers of the Company as we considered necessary for the purposes of this report.

The examination was not an audit conducted in accordance with Auditing Standards. Accordingly, we do not express an audit opinion on the accounts. Therefore our examination does not provide any assurance that the accounting records and the accounts are free from material misstatement.

**Opinion**

In our opinion:

- a) The accounts are in agreement with those accounting records kept by the Company under Section 221 of the Companies Act 1985;
- b) Having regard only to, and on the basis of, the information contained in those accounting records, the accounts have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
- c) The Company satisfied the conditions for exemption from an audit of the accounts for the year specified in Section 249A(4) of the Act (as modified by Section 249A(5), and did not, at any time within that year, fall within any of the categories of Companies not entitled to the exemption specified in Section 249B(1).

5 Staple Inn,  
Holborn,  
London, WC1V 7QS.

  
Raymond Harris & Dollar,  
Registered Auditors and  
Authorised Public Accountants.

Date .....28/06/95.....

**THE INTELLECTUAL PROPERTY INSTITUTE****PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31st MARCH 1995**

	Note	<u>1995</u> £	<u>1994</u> £
<b>TURNOVER</b>	2	188,022	75,472
Support Costs		100,130	23,695
Administrative Costs		94,040	65,536
Financial Costs		4,820	11,983
		<hr/>	<hr/>
<b>OPERATING/SURPLUS DEFICIT</b>	7	(10,968)	(25,742)
Interest Receivable and Similar Income	8	6,392	6,736
		<hr/>	<hr/>
<b>SURPLUS/DEFICIT ON ORDINARY ACTIVITIES</b>		( 4,576)	19,006)
<b>RETAINED SURPLUS/DEFICIT FOR THE FINANCIAL YEAR</b>		(4,576)	(19,006)
<b>RETAINED SURPLUS AT BEGINNING OF YEAR</b>		<u>127,641</u>	<u>146,647</u>
<b>RETAINED SURPLUS AT END OF YEAR</b>		£ <u>123,065</u>	£ <u>127,641</u>

The Company had no recognised gains or losses other than the surplus/deficit for the period.

The attached notes form part of these accounts



THE INTELLECTUAL PROPERTY INSTITUTEBALANCE SHEET AS AT 31ST MARCH 1995

	Note	1995 £	1994 £
<u>FIXED ASSETS</u>			
Tangible Assets	2	<u>5,246</u>	<u>3,372</u>
 <u>CURRENT ASSETS</u>			
Stocks		-	4,371
Debtors		10,000	3,100
Cash at Bank and in Hand		<u>210,283</u>	<u>133,607</u>
		220,283	141,078
 <u>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</u>			
	4	26,714	16,809
 <u>NET CURRENT ASSETS</u>			
		<u>193,569</u>	<u>124,269</u>
 <u>TOTAL ASSETS LESS CURRENT LIABILITIES</u>			
		198,815	127,641
 <u>CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR</u>			
	5	75,750	NIL
 <u>PROVISIONS FOR LIABILITIES AND CHARGES</u>			
	6	NIL	NIL
		<u>£123,065</u>	<u>£127,641</u>
 <u>CAPITAL AND RESERVES</u>			
<u>ACCUMULATED FUNDS</u>	9	123,065	127,641
 <u>TOTAL FUNDS</u>			
		<u>£123,065</u>	<u>£127,641</u>

Continued Overleaf

THE INTELLECTUAL PROPERTY INSTITUTE

BALANCE SHEET AS AT 31ST MARCH 1995

GOVERNORS' STATEMENTS ON  
UNAUDITED ACCOUNTS

- a) For the year in question, the Company was entitled to exemption under Subsection 1 of Section 249(a) of the Companies Act 1985.
- b) No notice has been deposited under Subsection 2 of Section 249(b).
- c) The Governors acknowledge their responsibility for:-
  - i) ensuring that the Company keeps proper accounting records which comply with Section 221, and
  - ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of its profit and loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Act relating to accounts, as far as applicable to the Company.
- d) Advantage has been taken of the exemptions conferred by Section A of Part III of Schedule 8.
- e) Advantage has been taken, in the preparation of the accounts, of special exemptions applicable to small companies.
- f) In the opinion of the Governors the Company is entitled to those exemptions on the basis that it qualifies as a small Company under Section 247.

Approved by the Board of Governors and signed on their behalf by:-

.....JNAG.....

Date.....27/06/95.....

The attached notes form part of these accounts.

**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31ST MARCH 1995**

1. **Accounting Policies**

(a) **Basis of Accounting**

The financial statements have been prepared in accordance with the historical cost convention.

The principal accounting policies which the directors have adopted within that convention are set out below.

(b) **TURNOVER**

Income consists of gifts, donations, subscriptions, research fees and other income.

(c) **Depreciation**

Depreciation is provided so as to reduce fixed assets to their estimated residual value at the end of their anticipated useful lives at the following rate:

Equipment	25%	on the reducing balance
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(d) **Stocks**

Stocks were considered to be of no value. When and if sold the proceeds will be shown as cash sales.

2. **Tangible Fixed Assets**

	<b>Plant and Machinery etc (owned)</b>
	£
(a) Movement in year:	
Cost at 31st March 1994	11,568
Additions	3,622
Disposals	-
	<hr/>
At 31st March 1995	<b><u>£ 15,190</u></b>
Depreciation	
At 31st March 1994	8,196
Charge for year	1,748
Disposals	-
	<hr/>
At 31st March 1995	<b><u>£ 9,944</u></b>
Net Book Value	
At 31st March 1995	<b><u>£ 5,246</u></b>
At 31st March 1994	<b><u>£ 3,372</u></b>



**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31ST MARCH 1995**

3.	Debtors	1995	1994
		£	£
	Trade Debtors	-	-
	Other Debtors	<u>£10,000</u>	<u>£3,100</u>

Other debtors represent the outstanding commitment of £10,000 on a project on Patent Litigation to be recovered from the E.P.O.

4.	Creditors: Amounts falling due within one year		
	Trade Creditors	26,714	8,319
	Other Creditors	-	8,490
		<u>26,714</u>	<u>16,809</u>

5.	Creditors: Amounts falling due after more than one year		
	Research Studies	£75,750	NIL

The Institute has agreements with researchers to provide research studies and appropriate publications over the years 1995/96, 1996/97 and 1997/98.

6.	Provisions for liabilities and charges	NIL	NIL
----	--	-----	-----

7. Operating Surplus/(Deficit)

Operating Deficit is shown after charging:-

	Depreciation of Owned Fixed Assets	1,748	1,081
	Auditors Remuneration	<u>3,675</u>	<u>3,525</u>

**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31ST MARCH 1995**

	1995 £	1994 £
<b>8. Other Interest Receivable and Similar Income</b>		
Other Interest Receivable:		
Bank Deposit Interest	<u>6,392</u>	<u>6,736</u>
<b>9. Capital and Reserves</b>		
Movement in accumulated funds at 31st March 1994	127,641	146,647
Retained Surplus/Deficit	<u>(4,576)</u>	<u>(19,006)</u>
At 31st March 1995	<u>£ 123,065</u>	<u>£ 127,641</u>

**THE INTELLECTUAL PROPERTY INSTITUTE**

**MANAGEMENT INFORMATION**  
**For the year ended 31st March 1995**

**The pages following are the detailed trading accounts for management information and do not form part of the audited accounts.**

THE INTELLECTUAL PROPERTY INSTITUTEIncome and Expenditure Account  
for the year ended 31st March 1995

	1995		1994	
	£	£	£	£
<u>Turnover</u>				
Research and study fees		27,508		17,500
Subscriptions		6,040		6,750
Donations and Gifts		142,550		37,550
Conferences		10,485		11,405
Publications		<u>1,439</u>		<u>2,267</u>
		188,022		75,477
Bank Interest Received		6,392		6,736
		<u>194,414</u>		<u>82,208</u>
<u>Support Costs</u>				
Research Studies	87,404		19,496	
Conferences and Seminars	4,284		2,281	
Publications	4,071		1,918	
Stocks written off	<u>4,371</u>	100,130	-	23,695
<u>Administrative Costs</u>				
Salaries and fees	65,407		41,194	
Printing, & Office expenses	3,766		4,868	
Telephone	2,395		1,973	
Rent - offices	14,959		13,800	
Travel & Subsistence	1,961		1,062	
Sundry expenses	569		443	
Books	1,111		553	
Hospitality	2,124		562	
Depreciation	<u>1,748</u>	94,040	<u>1,081</u>	65,536
<u>Financial Costs</u>				
Secretarial charges	943		-	
Audit & Accountancy fees	3,675		3,996	
Business Plan	-		7,871	
Bank Charges	<u>202</u>	4,820	<u>116</u>	11,983
Total Costs		<u>198,990</u>		<u>101,214</u>
Net Income (Deficit)		(£ 4,576)		£(19,006)



COMPANIES HOUSE

288

Change of director or secretary or change of particulars.

This form should be completed in black.

Company number

CN 01557489

Company name

THE INTELLECTUAL PROPERTY INSTITUTE

Appointment

(Turn over page for resignation and change of particulars).

Date of appointment

DA 18 01 96

Appointment of director

CD [checked]

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

Appointment of secretary

CS [ ]

Name \*Style/title

DR

Forenames

ASHOK SEKHAR

Surname

GANGULY

\*Honours etc

-

Previous forenames

-

Previous surname

-

Usual residential address

AD 15 TARNBROOK COURT

9 HOLBEIN PLACE

Post town

LONDON

County/region

Postcode

SW1W 8NR Country UK

Date of birth†

DO 28 07 35 Nationality† NA INDIAN

Business occupation†

OC DIRECTOR, UNILEVER

Other directorships†

UNILEVER PLC

UNILEVER NV

I consent to act as director/secretary of the above named company

Signed [Signature]

Date 18/01/96

Consent signature

NOTES

Show the full forenames. NOT INITIALS. If the director or secretary is a Corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential address line.

Give previous forenames or surname except:

- for a married woman the name before marriage need not be given. - for names not used since the age of 18 or for at least 20 years.

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname.



A08 \*A987GIHD\* 451 COMPANIES HOUSE 25/01/96

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past 5 years. Exclude a company which either is, or at all times during the past 5 years when the person was a director, was - dormant - a parent company which wholly owned the company making the return - a wholly owned subsidiary of the company making the return - another wholly owned subsidiary of the same parent company.

\*Voluntary details †Directors only

A serving director etc must also sign the form overleaf.

## Resignation

(This includes any form of ceasing to hold office e.g. death or removal from office).

Date of resignation etc

Resignation etc, as director

Resignation etc, as secretary

Forenames

Surname

Date of birth (*directors only*)

If cessation is other than resignation, please state reason  
(*eg death*)

**Change of particulars** (*this section is not for appointments or resignations*).

Complete this section in all cases where particulars of a serving director/secretary, have changed and then the appropriate section below.

Date of change of particulars

Change of particulars, as director

Change of particulars, as secretary

Forenames

Surname

Date of birth (*directors only*)

(name previously notified to Companies House)

**Change of name** (*enter new name*)

Forenames

Surname

**Change of usual residential address** (*enter new address*)

Post town

County/region

Postcode

Country

**Other change**

(*please specify*)

**DR**

**XD**

**XS**

Please mark the appropriate box.  
If resignation etc is as a director and secretary mark both boxes.

**DO**

**DC**

**ZD**

**ZS**

Please mark the appropriate box.  
If change of particulars is as a director and secretary mark both boxes.

**DO**

**NN**

**AD**

**A serving director, secretary etc must sign the form below.**

**Signature**

Signed P. D. Amore Date 23 JANUARY '96

(by a serving director/secretary/administrator/administrative receiver/receiver). (*Delete as appropriate*)

**Companies House, Crown Way, Cardiff CF4 3UZ**

for companies registered in England and Wales.

**Companies House, 100-102 George Street, Edinburgh EH2 3DJ**

for companies registered in Scotland.

After signing please return the form to the Registrar of Companies at

or

To whom should Companies House direct any enquiries about the information on this form?

Mrs P. D. Amore, Administrator,

THE INTELLECTUAL PROPERTY INSTITUTE

Tel: 0171-637 1721



COMPANIES HOUSE

288

Change of director or secretary or change of particulars.

This form should be completed in black.

Company number

CN 01557489

Company name

THE INTELLECTUAL PROPERTY INSTITUTE

Appointment

(Turn over page for resignation and change of particulars).

Date of appointment

DA 18 01 95

Appointment of director

CD [checked]

Appointment of secretary

CS [ ]

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

Name \*Style/title

MR.

Forenames

MICHAEL

Surname

LESTER

\*Honours etc

Previous forenames

Previous surname

Usual residential address

AD 46 SHELDON AVENUE

Post town

LONDON

County/region

N6 4JR Country ENGLAND

Postcode

Date of birth†

DO 1 0 0 3 4 0 Nationality† NA BRITISH

Business occupation†

OC COMPANY DIRECTOR

Other directorships†

(SEE ATTACHED LIST)

I consent to act as director/secretary of the above named company

Consent signature

Signed

[Signature]

Date

4/1/96

NOTES

Show the full forenames. NOT INITIALS. If the director or secretary is a Corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential address line.

Give previous forenames or surname except: - for a married woman the name before marriage need not be given. - for names not used since the age of 18 or for at least 20 years.

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname.



Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past 5 years. Exclude a company which either is, or at all times during the past 5 years when the person was a director, was - dormant - a parent company which wholly owned the company making the return - a wholly owned subsidiary of the company making the return - another wholly owned subsidiary of the same parent company.

\*Voluntary details †Directors only

A serving director etc must also sign the form overleaf.

## Resignation

(This includes any form of ceasing to hold office e.g. death or removal from office).

Date of resignation etc

Resignation etc, as director

Resignation etc, as secretary

Forenames

Surname

Date of birth (*directors only*)

If cessation is other than resignation, please state reason (*eg death*)

**Change of particulars** (*this section is not for appointments or resignations*).

Complete this section in all cases where particulars of a serving director/secretary, have changed and then the appropriate section below.

Date of change of particulars

Change of particulars, as director

Change of particulars, as secretary

Forenames

Surname

Date of birth (*directors only*)

(name previously notified to Companies House)

**Change of name** (*enter new name*)

Forenames

Surname

**Change of usual residential address** (*enter new address*)

Post town

County/region

Postcode

Country

**Other change**

(*please specify*)

DR

XD

XS

Please mark the appropriate box.  
If resignation etc is as a director and secretary mark both boxes.

DO

DC

ZD

ZS

Please mark the appropriate box.  
If change of particulars is as a director and secretary mark both boxes.

DO

NN

AD

**A serving director, secretary etc must sign the form below.**

**Signature**

Signed P. D. Amode Date 23 JANUARY '96

(by a ~~serv~~ing director/secretary/administrator/  
administrative receiver/receiver). (*Delete as appropriate*)

**Companies House, Crown Way, Cardiff CF4 3UZ**

for companies registered in England and Wales

**or Companies House, 100-102 George Street, Edinburgh EH2 3DJ**

for companies registered in Scotland.

After signing please return the form to the Registrar of Companies at

To whom should Companies House direct any enquiries about the information on this form?

Mrs. P. D. AMOORE, ADMINISTRATOR  
THE INTELLECTUAL PROPERTY INSTITUTE  
Tel: 0171-637 1721



04/01/96

Current and Past Appointments up to Five Years Old for M Lester

<u>Number</u>	<u>Company Name</u>	<u>Appointed</u>	<u>Resigned</u>	<u>Job Title</u>
<u>Current UK Appointments in The General Electric Company, p.l.c.</u>				
67307	The General Electric Company, p.l.c.	22/12/83	Current	Director
<u>Current Appointments in UK Companies Wholly-owned (100%) by GEC</u>				
62919	Associated Electrical Industries Limited	14/09/84	Current	Director
559725	Elliott-Automation Holdings Limited	28/10/86	Current	Director
487190	GEC-Elliott Automation Limited	28/10/86	Current	Director
152250	The English Electric Company, Limited	28/10/86	Current	Director
<u>Current Appointments in UK Associate Companies (up to 50% owned by GEC)</u>				
638512	Communication Systems International Limited		Current	Director
2300076	GEC Siemens plc (in members' voluntary liquidation)	04/11/88	Current	Director
2468612	GEC Siemens Securities Limited	16/02/90	Current	Director
610606	General Domestic Appliances Limited	20/05/91	Current	"B" Director
609503	Plessey Holdings Limited		Current	Director
750585	Plessey Overseas Limited	25/10/89	Current	Director
79061	Plessey-UK Limited	25/10/89	Current	Director
203848	The Plessey Company Limited	22/09/89	Current	Director
<u>Other Current Statutory Appointments</u>				
	The Friends of Ravenna Festival	23/06/93	Current	
	The Intellectual Property Institute	18/01/95	Current	
<u>Other Past Statutory Appointments</u>				
	GEC Aerospace Limited		13/03/91	
	Plessey Pacific Holdings Limited		19/03/91	
	Plessey Semiconductors Limited		14/05/91	
	Roke Manor Research Limited		19/03/91	
<u>Other Current Overseas Appointments</u>				
	Picker International, Inc.	28/05/85	Current	




COMPANIES HOUSE

cc L18  
001039

363s

# Annual Return

THE REGISTRAR OF COMPANIES  
 COMPANIES HOUSE  
 CROWN WAY  
 CARDIFF  
 CF4 3UZ



A08 \*A987HIHE\* 452  
 COMPANIES HOUSE 25/01/96

of company number 01557489  V

company name  
 THE INTELLECTUAL PROPERTY INSTITUTE

company type  
 PRIVATE COMPANY LIMITED BY GUARANTEE  
 WITHOUT SHARE CAPITAL

This form should be completed in black.

The information printed below is taken from Companies House records as at 16/11/95  
 If this information requires amendment use the spaces opposite.

### Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
1   2	1   2	9   5

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

### Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day	Month	Year

### Registered Office (See note 3)

This is the address registered by Companies House.

CHARLES CLOSRE HOUSE  
 17 RUSSELL SUARE  
 LONDON  
 WC1B 5DR

.....  
 .....  
 .....

### Principal business activities (See note 4)

Trade classification is  
 8720 EDUCATIONAL SERVICES  
 8730 LEGAL SERVICES  
 8760 RESEARCH/DEVELOPMENT SERVICES  
 8799 OTHER PROF/SCIENCE SERVICES


If the code cannot be determined from the notes, give a brief description of principal activity.

**Register of members** (See note 5)

01557489

If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

The register is kept at

REGISTERED OFFICE

.....  
.....  
.....  
.....

**Register of debenture holders** (See note 6)

Any register of debenture holders (or duplicate) is kept at

.....  
.....  
.....  
.....

**Company Secretary** (See note 7)

Particulars of a new secretary **must** be notified on form 288.

GRAY'S INN SECRETARIES LIMITED  
5 CHANCERY LANE  
CLIFFORDS INN  
LONDON  
WC2A 1LF

Day	Month	Year

 Date of any change.

.....  
.....  
.....  
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.....  
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.....  
.....

If this person has ceased to be secretary, please state when.

Day	Month	Year

 Date of resignation.

**Directors** (See note 7)

Particulars of a new director **must** be notified on form 288.

JOHN  
ADAMS  
26 PRIORY TERRACE  
LONDON  
NW6 4DH

Day	Month	Year

 Date of any change.

.....  
.....  
.....  
.....  
.....  
.....  
.....

Date of Birth:- 24/12/39  
Nat:BRITISH  
Occ:UNIVERSITY PROFESSOR

If this person has ceased to be director, please state when.

Day	Month	Year

 Date of resignation.

Show any relevant current and previous directorships.

.....  
.....  
.....

**Directors - continued**

01557489

If the information shown needs amendment, give details below and the date of any change.

Particulars.

JAMES DAVID FRANCIS  
BARNES  
FIPPS COTTAGE  
WITHERIDGE HILL  
HENLEY ON THAMES  
OXFORDSHIRE RG9 5PE

Date of Birth:- 04/03/36  
Nat:BRITISH  
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

Particulars.

WILLIAM MARTIN  
CASTELL  
BARTON HATCH STONESWOOD ROAD  
LIMPSFIELD CHART  
OXTED  
SURREY RH8 0QY

Date of Birth:- 10/04/47  
Nat:BRITISH  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

Particulars.

SIMON PATRICK  
DUFFY  
48 SMITH STREET  
CHELSEA  
LONDON  
SW3 4EP

Date of Birth:- 27/11/49  
Nat:BRITISH  
Occ:GROUP FINANCE DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

Directors - continued

01557489

If the information shown needs amendment, give details below and the date of any change.

Particulars.

MICHAEL  
FLINT  
62 ONSLOW GARDENS  
LONDON  
SW7 3QB

Day Month Year  
[ ][ ] [ ][ ] [ ][ ]

Date of any change.

Date of Birth:- 07/05/32  
Nat:BRITISH  
Occ:SOLICITOR

If this person has ceased to be director, please state when.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ]

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

PETER ROBIN BROUGHTON  
LAWRENCE  
THE TURRET HOUSE  
THREE OAKS LANE  
WADHURST  
EAST SUSSEX TN5 6PU

Day Month Year  
[ ][ ] [ ][ ] [ ][ ]

Date of any change.

Date of Birth:- 18/05/40  
Nat:BRITISH  
Occ:EUROPEAN PATENT ATTORNEY

If this person has ceased to be director, please state when.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ]

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

CHRISTOPHER  
MORCOM  
25 SAINT PETERS ROAD  
ST MARGARETS  
TWICKENHAM  
TW1 1QY

Day Month Year  
[ ][ ] [ ][ ] [ ][ ]

Date of any change.

Date of Birth:- 04/02/39  
Nat:BRITISH  
Occ:BARRISTER

If this person has ceased to be director, please state when.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ]

Date of resignation.

Show any relevant current and previous directorships.

Directors'- continued

01557489

If the information shown needs amendment, give details below and the date of any change.

Particulars.

Day	Month	Year

Date of any change.

SIR  
 ROBIN BUCHANAN  
 NICHOLSON  
 WHITTINGTON HOUSE 8 FISHERWICK ROAD  
 WHITTINGTON  
 LICHFIELD  
 STAFFORDSHIRE WS14 9LH

Date of Birth:- 12/08/34  
 Nat:- BRITISH  
 Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

THR RT HON SIR  
 GEOFFREY  
 PATTIE  
 MP  
 53 FREE TRADE HOUSE 340 THE HIGHWAY  
 LONDON  
 E1 9ES

Date of Birth:- 17/01/36  
 Nat:BRITISH  
 Occ:DIRECTOR AND MP

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

SIR  
 ALFRED JOSEPH  
 SHEPPERD  
 COURTMEAD 6 GUILDFORD AVENUE  
 GUILDFORD  
 SURREY GU2 5HB

Date of Birth:- 19/06/25  
 Nat:BRITISH  
 Occ:RETIRED

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Directors - continued

01557489

If the information shown needs amendment, give details below and the date of any change.

Particulars.

DR  
STEPHEN  
STEWART  
OAKWOOD  
CHITTOE  
CHIPPENHAM  
WILTS SN15

Day Month Year

11	7	04	915
----	---	----	-----

Date of any change.

Date of Birth:- 22/04/14  
Nat:BRITISH  
Occ:BARRISTER

If this person has ceased to be director, please state when.

Day Month Year

11	7	04	915
----	---	----	-----

Date of resignation.

(DECEASED)

Show any relevant current and previous directorships.

Particulars.

JEREMY ALAN WATKIN  
STRACHAN  
16 LONSDALE ROAD  
BARNES  
LONDON  
SW13 9EB

Day Month Year

--	--	--	--

Date of any change.

Date of Birth:- 14/12/44  
Nat:BRITISH  
Occ:BARRISTER/COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

--	--	--	--

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

SIR  
DAVID ALAN  
WALKER  
15 MAPLEDALE AVENUE  
CROYDON  
SURREY CRO 5TE

Day Month Year

11	9	11	0914
----	---	----	------

Date of any change.

Date of Birth:- 31/12/39  
Nat:BRITISH  
Occ:CHAIRMAN

If this person has ceased to be director, please state when.

Day Month Year

11	9	11	0914
----	---	----	------

Date of resignation.

Show any relevant current and previous directorships.

**Directors - continued**

01557489

If the information shown needs amendment, give details below and the date of any change.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.



**Elective resolutions** (See note 10)  
(Private companies only)

If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box.

If an elective resolution is in force at the date of this return to dispense with laying accounts in general meetings, mark this box.

**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

I enclose the fee of £18.

Cheques should be made payable to **Companies House**.

Signed P. D. Amode Secretary/Director\*  
\*(delete as appropriate)

Date 23 JANUARY 1996

This return includes 3 continuation sheets.  
(enter number)

To whom should Companies House direct any enquiries about the information shown in this return?

MRS. PATRICIA AMOORE, ADMINISTRATOR  
THE INTELLECTUAL PROPERTY INSTITUTE  
CHARLES GORE HOUSE, 17 RUSSELL SQUARE  
LONDON Postcode WC1B 5DR



COMPANIES



A16 \*AXKOWSLO\* 421  
COMPANIES HOUSE 23/01/97

Child+Co  
E15 -  
601318

# 363s

## Annual Return

THE REGISTRAR OF COMPANIES  
COMPANIES HOUSE  
CROWN WAY  
CARDIFF  
CF4 3UZ

of company number 01557489

V

company name  
THE INTELLECTUAL PROPERTY INSTITUTE

company type  
PRIVATE COMPANY LIMITED BY GUARANTEE  
WITHOUT SHARE CAPITAL

This form should be completed in black.

The information printed below is taken from Companies House records as at 26/11/96  
If this information requires amendment use the spaces opposite.

To advance public education in and research into the laws relating to intellectual property rights throughout the world, particularly in those countries whose legal systems are based upon common law, and to publish the useful results of such research.

### Date of this return (See note 1)

The information in this return should be made up to a date not later than

be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year
12	12	96

Day	Month	Year

### Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day	Month	Year

### Registered Office (See note 3)

This is the address registered by Companies House.  
CHARLES CLOSRE HOUSE  
17 RUSSELL SUARE  
LONDON  
WC1B 5DR

CHARLES CLORE HOUSE  
17 RUSSELL SQUARE  
LONDON  
WC1B 5DR

### Principal business activities (See note 4)

Trade classification is  
~~6021~~ GENERAL SECONDARY EDUCATION  
7411 LEGAL ACTIVITIES  
~~7310~~ R & D ON NAT SCIENCES & ENGINEERING  
7484 OTHER BUSINESS ACTIVITIES

--	--	--	--

7	3	2	0
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If the code cannot be determined from the notes, give a brief description of principal activity.

--	--	--	--

--	--	--	--

If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

**Register of members** (See note 5)

The register is kept at

REGISTERED OFFICE

.....  
.....  
.....

**Register of debenture holders** (See note 6)

Any register of debenture holders (or duplicate) is kept at

.....  
.....  
.....

**Company Secretary** (See note 7)

Particulars of a new secretary **must** be notified on form 288.

GRAY'S INN SECRETARIES LIMITED  
5 CHANCERY LANE  
CLIFFORDS INN  
LONDON  
WC2A 1LF

Day	Month	Year

 Date of any change.  
.....  
.....  
.....  
.....  
.....  
.....  
.....  
.....

If this person has ceased to be secretary, please state when.

Day	Month	Year

 Date of resignation.

**Directors** (See note 7)

Particulars of a new director **must** be notified on form 288.

JOHN  
ADAMS  
26 PRIORY TERRACE  
LONDON  
NW6 4DH

Day	Month	Year

 Date of any change.  
.....  
.....  
.....  
.....  
.....  
.....  
.....  
.....

Date of Birth:- 24/12/39  
Nat: BRITISH  
Occ: UNIVERSITY PROFESSOR

If this person has ceased to be director, please state when.

Day	Month	Year

 Date of resignation.

Show any relevant current and previous directorships.

.....  
.....  
.....

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

SIR  
JAMES DAVID FRANCIS  
BARNES  
CBE F INST D CBIM  
FIPPS COTTAGE  
WITHERIDGE HILL  
HENLEY ON THAMES  
OXFORDSHIRE RG9 5PE

Date of Birth:- 04/03/36  
Nat:- BRITISH  
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
| | |

Date of any change.

Day Month Year  
| | |

Date of resignation.

Particulars.

WILLIAM MARTIN  
CASTELL  
BARTON HATCH STONESWOOD ROAD  
LIMPSFIELD CHART  
OXTED  
SURREY RH8 0QY

Date of Birth:- 10/04/47  
Nat:BRITISH  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
| | |

Date of any change.

Day Month Year  
| | |

Date of resignation.

Particulars.

SIMON PATRICK  
DUFFY  
48 SMITH STREET  
CHELSEA  
LONDON  
SW3 4EP

Date of Birth:- 27/11/49  
Nat:BRITISH  
Occ:GROUP FINANCE DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
| | |

Date of any change.

Day Month Year  
| | |

Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

MICHAEL FREDERICK  
FLINT  
62 ONSLOW GARDENS  
LONDON  
SW7 3QB

Day	Month	Year

Date of any change.

Date of Birth:- 07/05/32  
Nat:BRITISH  
Occ:SOLICITOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

ASHOK SEKHAR  
GANGULY  
15 TARNBROOK COURT  
9 HOLBEIN PLACE  
LONDON  
SW1W 8NR

Day	Month	Year

Date of any change.

Date of Birth:- 28/07/35  
Nat:INDIAN  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

PETER ROBIN BROUGHTON  
LAWRENCE  
THE TURRET HOUSE  
THREE OAKS LANE  
WADHURST  
EAST SUSSEX TN5 6PU

Day	Month	Year

Date of any change.

Date of Birth:- 18/05/40  
Nat:BRITISH  
Occ:EUROPEAN PATENT ATTORNEY

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

MICHAEL  
LESTER  
46 SHELDON AVENUE  
LONDON  
N6 4JR

Day	Month	Year

Date of any change.

Date of Birth:- 10/03/40  
Nat:BRITISH  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

CHRISTOPHER  
MORCOM  
25 SAINT PETERS ROAD  
ST MARGARETS  
TWICKENHAM  
TW1 1QY

Day	Month	Year

Date of any change.

Date of Birth:- 04/02/39  
Nat:BRITISH  
Occ:BARRISTER

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

SIR  
ROBIN BUCHANAN  
NICHOLSON  
WHITTINGTON HOUSE 8 FISHERWICK ROAD  
WHITTINGTON  
LICHFIELD  
STAFFORDSHIRE WS14 9LH

Day	Month	Year

Date of any change.

Date of Birth:- 12/08/34  
Nat:- BRITISH  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year
311	017	916

Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

THR RT HON SIR  
GEOFFREY  
PATTIE  
MP  
53 FREE TRADE HOUSE 340 THE HIGHWAY  
LONDON  
E1 9ES

Day	Month	Year

Date of any change.

Date of Birth:- 17/01/36  
Nat:BRITISH  
Occ:DIRECTOR AND MP

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

SIR  
ALFRED JOSEPH  
SHEPPERD  
COURTMEAD 6 GUILDFORD AVENUE  
GUILDFORD  
SURREY GU2 5HB

Day	Month	Year

Date of any change.

Date of Birth:- 19/06/25  
Nat:BRITISH  
Occ:RETIRED

If this person has ceased to be director, please state when.

Day	Month	Year
118	111	916

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

JEREMY ALAN WATKIN  
STRACHAN  
16 LONSDALE ROAD  
BARNES  
LONDON  
SW13 9EB

Day	Month	Year

Date of any change.

Date of Birth:- 14/12/44  
Nat:BRITISH  
Occ:BARRISTER/COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.



**Elective resolutions** (See note 10)  
(Private companies only)

If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box.

If an elective resolution is in force at the date of this return to dispense with laying accounts in general meetings, mark this box.

---

---

**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed P. D. Amore  
Secretary/Director \*  
*\*(delete as appropriate)*

I enclose the fee of £ 15.

Date 18 JANUARY 1997

Cheques should be made payable to **Companies House.**

This return includes — continuation sheets.  
*(enter number)*

To whom should Companies House direct any enquiries about the information shown in this return?

Mrs. Patricia Amore  
THE INTELLECTUAL PROPERTY INSTITUTE  
CHARLES CROFT HOUSE, 17 RUSSELL SQUARE  
LONDON Postcode WC1B 5DR

Telephone 0171-637 1721 Ext —

**Company Number: 1557489**

**Charity Number: 283150**

**THE INTELLECTUAL PROPERTY INSTITUTE**

---

**Accounts for the year  
ended 31st March 1997**

---

**Prepared by:-**

**Raymond Harris & Dollar,  
Registered Auditors and  
Authorised Public Accountants,  
5 Staple Inn,  
Holborn,  
London WC1V 7QS**



A23 \*ABFY91NV\* 300

COMPANIES HOUSE 02/12/97

COMPANIES HOUSE 17/11/97

**THE INTELLECTUAL PROPERTY INSTITUTE**

**ACCOUNTS FOR THE  
YEAR ENDED 31ST MARCH 1997**

**INDEX**

	<b><u>Page</u></b>
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<b>Reports of the Governors</b>	<b>3</b>
<b>Accountants Report</b>	<b>4</b>
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<b>Management Information</b>	<b>A</b>

**COMPANY INFORMATION**

**The Company is a Company limited by Guarantee and not having a Share Capital.**

**The liability of the Members is limited.**

<b>Governors:</b>	<b>(See attached)</b>
<b>Company Secretary:</b>	<b>(See attached)</b>
<b>Registered Office:</b>	<b>5 Chancery Lane, Cliffords Inn, London EC4A 1BU</b>
<b>Company Number:</b>	<b>1557489</b>
<b>Charity Number:</b>	<b>283150</b>
<b>Principal Place of Business:</b>	<b>25 Southampton Buildings, Chancery Lane, London WC2A 1AW.</b>
<b>Auditors &amp; Accountants:</b>	<b>Raymond Harris &amp; Dollar, Registered Auditors and Authorised Public Accountants 5 Staple Inn, Holborn, London WC1V 7QS</b>
<b>Bankers:</b>	<b>Child &amp; Co., The Royal Bank of Scotland, 1 Fleet Street, London EC4Y 1BD</b>
<b>Solicitors:</b>	<b>Denton Hall, 5 Chancery Lane, Cliffords Inn, London EC4A 1BU</b>



THE INTELLECTUAL PROPERTY INSTITUTE

REPORT OF THE GOVERNORS

The Governors present their report, together with financial statements, for the year ended 31st March 1997.

1. Principal Activity

The Company is a registered charity (Registered Number 283150).

The principal activity of the Institute is to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world.

2. Results and Developments

These will be the subject of a Special Report to be presented to the Members.

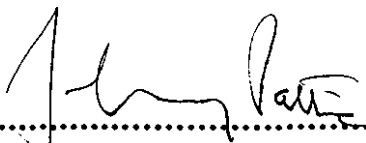
Auditors and Accountants

Messrs. Raymond Harris & Dollar are willing to continue in office.

The Governors have taken advantage, in the preparation of these Accounts, of the exemptions applicable to small companies.

ON BEHALF OF THE BOARD

.....<sup>21st</sup> October 1997

  
.....  
The Rt. Hon. Sir Geoffrey Pattie

5 Chancery Lane,  
Cliffords Inn,  
London, EC4A 1BU.

**ACCOUNTANTS' REPORT TO THE MEMBERS OF  
THE INTELLECTUAL PROPERTY INSTITUTE**

We have examined, without carrying out an audit, the accounts for the year ended 31st March 1997 set out on pages 5 to 10.

**Respective Responsibilities of Governors and Reporting Accountant**

As described on Page 7, the Company's Governors are responsible for the preparation of the accounts, and they believe that the Company is exempt from an audit. It is our responsibility to examine the accounts and, based on our examination, to report our opinion, as set out below, to the shareholders.

**Basis of Opinion**

We conducted our examination in accordance with the appropriate standards for reporting accountants issued by the Auditing Practices Board. This examination consisted of comparing the accounts with the accounting records kept by the Company, and making such limited enquiries of the officers of the Company as we considered necessary for the purposes of this report.

The examination was not an audit conducted in accordance with Auditing Standards. Accordingly, we do not express an audit opinion on the accounts. Therefore our examination does not provide any assurance that the accounting records and the accounts are free from material misstatement.

**Opinion**

Our opinion is qualified as follows:

- a) Accounting records were fully kept by the Company under Section 221 of the Companies Act 1985.

However in the course of our examination of the accounts we noted there was a lot of confusion when the accounts were computerised from manual bookkeeping at the start of the year.

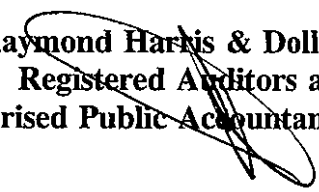
Because the programme introduced was too elaborate for the size of the business and its operation was not fully understood by the operatives with resultant errors, we had to undertake exhaustive accountancy work. However, we are satisfied that these accounts are now in accordance with the accounting records kept by the Company.

It has been agreed with the Board of Governors to change the basis of accounting to cash accounting from the start of this current year and we are confident everything will be in order in the future.

- b) Having regard only to, and on the basis of, the information contained in those accounting records, the accounts have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
- c) The Company satisfied the conditions for exemption from an audit of the accounts for the year specified in Section 249A(4) of the Act (as modified by Section 249A(5), and did not, at any time within that year, fall within any of the categories of Companies not entitled to the exemption specified in Section 249B(1).

5 Staple Inn,  
Holborn,  
London, WC1V 7QS.

Date ..... 30/10/97 .....

  
Raymond Harris & Dollar,  
Registered Auditors and  
Authorised Public Accountants.



**THE INTELLECTUAL PROPERTY INSTITUTE****PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31st MARCH 1997**

	Note	<u>1997</u> £	<u>1996</u> £
TURNOVER	1B	155,319	237,078
COSTS		209,611 -----	255,846 -----
OPERATING SURPLUS/DEFICIT	7	( 54,292)	( 18,768)
Interest Receivable and Similar Income	8	7,306 -----	9,581 -----
SURPLUS/DEFICIT ON ORDINARY ACTIVITIES		( 46,986) -----	( 9,187) -----
RETAINED SURPLUS/DEFICIT FOR THE FINANCIAL YEAR		( 46,986)	( 9,187)
RETAINED SURPLUS AT BEGINNING OF YEAR		113,878 -----	123,065 -----
RETAINED SURPLUS AT END OF YEAR		£ 66,892 =====	£ 113,878 =====

The Company had no recognised gains or losses other than the surplus/deficit for the period.

The attached notes form part of these accounts

THE INTELLECTUAL PROPERTY INSTITUTEBALANCE SHEET AS AT 31ST MARCH 1997

	Note	1997 £	1996 £
<b><u>FIXED ASSETS</u></b>			
Tangible Assets	2	4,185	5,580
		-----	-----
<b><u>CURRENT ASSETS</u></b>			
Debtors	3	56,926	94,000
Cash at Bank		122,489	175,406
		-----	-----
		179,415	269,406
<b><u>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</u></b>			
	4	116,708	110,233
		-----	-----
<b><u>NET CURRENT ASSETS</u></b>		62,707	159,173
		-----	-----
<b><u>TOTAL ASSETS LESS CURRENT LIABILITIES</u></b>			
		66,892	164,753
<b><u>CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR</u></b>			
	5	NIL	50,875
<b><u>PROVISIONS FOR LIABILITIES &amp; CHARGES</u></b>			
	6	NIL	NIL
		-----	-----
		£ 66,892	£ 113,878
		-----	-----
<b><u>CAPITAL AND RESERVES</u></b>			
<b><u>ACCUMULATED FUNDS</u></b>	9	<u>£66,892</u>	<u>113,878</u>

Continued Overleaf

THE INTELLECTUAL PROPERTY INSTITUTE

BALANCE SHEET AS AT 31ST MARCH 1997

GOVERNORS' STATEMENTS ON  
UNAUDITED ACCOUNTS

- a) For the year in question, the Company was entitled to exemption under Subsection 1 of Section 249(a) of the Companies Act 1985.
- b) No notice has been deposited under Subsection 2 of Section 249(b).
- c) The Governors acknowledge their responsibility for:-
  - i) ensuring that the Company keeps proper accounting records which comply with Section 221, and
  - ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of its profit and loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Act relating to accounts, as far as applicable to the Company.
- d) Advantage has been taken of the exemptions conferred by Section A of Part III of Schedule 8.
- e) Advantage has been taken, in the preparation of the accounts, of special exemptions applicable to small companies.
- f) In the opinion of the Governors the Company is entitled to those exemptions on the basis that it qualifies as a small Company under Section 247.

Approved by the Board of Governors and signed on their behalf by:-

  
..... Chairman  
The Rt. Hon. Sir Geoffrey Pattie

Date ..... 21/10/1997

The attached notes form part of these accounts.



**NOTES TO THE ACCOUNTS  
FOR THE YEAR ENDED 31ST MARCH 1997**

<b>3. Debtors</b>	<b>1997</b>	<b>1996</b>
	<b>£</b>	<b>£</b>
Trade Debtors	15,000	45,000
Other Debtors under 1 year	28,926	18,000
Other Debtors more than 1 year	13,000	31,000
	-----	-----
	<b>£ 56,926</b>	<b>£ 94,000</b>
	-----	-----

Other debtors after more than one year £13,000  
Receivable in 1998/99.

**4. Creditors: Amounts falling due  
within one year**

Bankers Overdraft*	1,479	-
Trade Creditors	115,229	61,983
Other Creditors	-	48,250
	-----	-----
	<b>£ 116,708</b>	<b>£ 110,233</b>
	=====	=====

\* Cheques issued before year end which had not yet cleared the Bank.

**5. Creditors: Amounts falling due  
after more than one year**

Research Studies	NIL	£ 50,875
	=====	=====

The Institute has agreements with researchers to provide research studies  
and appropriate publications for 1997/98.

**6. Provisions for liabilities and  
charges**

	NIL	NIL
	=====	=====

**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31ST MARCH 1997**

	1997	1996
	£	£
<b>7. Operating Surplus/(Deficit)</b>		
<b>Operating Deficit is shown after charging:</b>		
Depreciation of Owned Fixed Assets	1,395	1,861
Accountants Remuneration	3,750	3,701
	-----	-----
<b>8. Other Interest Receivable and Similar Income</b>		
Bank Deposit Interest	7,306	9,581
	-----	-----
<b>9. Capital and Reserves</b>		
Movement in accumulated funds at 31st March 1996	113,878	123,065
Retained Surplus/(Deficit)	( 46,986)	( 9,187)
	-----	-----
At 31st March 1997	£ 66,892	£ 113,878
	=====	=====

**THE INTELLECTUAL PROPERTY INSTITUTE**

**MANAGEMENT INFORMATION**  
**For the year ended 31st March 1997**

The pages following are the detailed trading accounts for management information and do not form part of the audited accounts.

Child & Co.

001693

E15-00

363s

3



COMPANIES HOUSE

# Annual Return

THE REGISTRAR OF COMPANIES  
COMPANIES HOUSE  
CROWN WA  
CARDIFF  
CF4 3UZ



A40 \*AZ12J6XF\* 546  
COMPANIES HOUSE 10/06/98

of company number 01557489

V

company name  
THE INTELLECTUAL PROPERTY INSTITUTE

company type  
PRIVATE COMPANY LIMITED BY GUARANTEE  
WITHOUT SHARE CAPITAL

This form should be completed in black.

The information printed below is taken from Companies House records as at 07/03/98  
If this information requires amendment use the spaces opposite.

### Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
1 2	1 2	9 7

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

### Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day	Month	Year

### Registered Office (See note 3)

This is the address registered by Companies House.  
CHARLES CLORE HOUSE  
17 RUSSELL SUARE  
LONDON  
WC1B 5DR

25 SOUTHAMPTON BUILDINGS  
LONDON  
WC2A 1AY

### Principal business activities (See note 4)

Trade classification is  
7411 LEGAL ACTIVITIES  
7320 R & D ON SOC SCIENCES & HUMANITIES  
7484 OTHER BUSINESS ACTIVITIES

--	--	--	--

--	--	--	--

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--	--	--	--

If the code cannot be determined from the notes, give a brief description of principal activity.



If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

**Register of members** (See note 5)

The register is kept at

REGISTERED OFFICE

.....  
.....  
.....

**Register of debenture holders** (See note 6)

Any register of debenture holders (or duplicate) is kept at

.....  
.....  
.....

**Company Secretary** (See note 7)

Particulars of a new secretary **must** be notified on form 288.

GRAY'S INN SECRETARIES LIMITED  
5 CHANCERY LANE  
CLIFFORDS INN  
LONDON  
WC2A 1LF

Day Month Year  
| | | Date of any change.

.....  
.....  
.....  
.....  
.....  
.....  
.....

If this person has ceased to be secretary, please state when.

Day Month Year  
| | | Date of resignation.

**Directors** (See note 7)

Particulars of a new director **must** be notified on form 288.

JOHN  
ADAMS  
26 PRIORY TERRACE  
LONDON  
NW6 4DH

Day Month Year  
| | | Date of any change.

.....  
.....  
.....  
.....  
.....  
.....  
.....

Date of Birth:- 24/12/39  
Nat:BRITISH  
Occ:UNIVERSITY PROFESSOR

If this person has ceased to be director, please state when.

Day Month Year  
| | | Date of resignation.

Show any relevant current and previous directorships.

.....  
.....  
.....

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

SIR  
JAMES DAVID FRANCIS  
BARNES  
CBE F INST D CBIM  
FIPPS COTTAGE  
WITHERIDGE HILL  
HENLEY ON THAMES  
OXFORDSHIRE RG9 5PE

Date of Birth:- 04/03/36  
Nat:- BRITISH  
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ] Date of any change.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ] Date of resignation.

Particulars.

WILLIAM MARTIN  
CASTELL  
BARTON HATCH STONESWOOD ROAD  
LIMPSFIELD CHART  
OXTED  
SURREY RH8 0QY

Date of Birth:- 10/04/47  
Nat:BRITISH  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ] Date of any change.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ] Date of resignation.

Particulars.

SIMON PATRICK  
DUFFY  
48 SMITH STREET  
CHELSEA  
LONDON  
SW3 4EP

Date of Birth:- 27/11/49  
Nat:BRITISH  
Occ:GROUP FINANCE DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ] Date of any change.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ] Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

MICHAEL FREDERICK  
FLINT  
62 ONSLOW GARDENS  
LONDON  
SW7 3QB

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ]

Date of any change.

Date of Birth:- 07/05/32  
Nat:BRITISH  
Occ:SOLICITOR

If this person has ceased to be director, please state when.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ]

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

DR  
ASHOK SEKHAR  
GANGULY  
15 TARNBROOK COURT  
9 HOLBEIN PLACE  
LONDON  
SW1W 8NR

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ]

Date of any change.

Date of Birth:- 28/07/35  
Nat:INDIAN  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year  
05 11 97

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

PETER ROBIN BROUGHTON  
LAWRENCE  
THE TURRET HOUSE  
THREE OAKS LANE  
WADHURST  
EAST SUSSEX TN5 6PU

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ]

Date of any change.

Date of Birth:- 18/05/40  
Nat:BRITISH  
Occ:EUROPEAN PATENT ATTORNEY

If this person has ceased to be director, please state when.

Day Month Year  
15 01 97

Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

MICHAEL  
LESTER  
46 SHELDON AVENUE  
LONDON  
N6 4JR

Day	Month	Year

Date of any change.

Date of Birth:- 10/03/40  
Nat:BRITISH  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

CHRISTOPHER  
MORCOM  
25 SAINT PETERS ROAD  
ST MARGARETS  
TWICKENHAM  
TW1 1QY

Day	Month	Year

Date of any change.

Date of Birth:- 04/02/39  
Nat:BRITISH  
Occ:BARRISTER

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

THR RT HON SIR  
GEOFFREY  
PATTIE  
MP  
53 FREE TRADE HOUSE 340 THE HIGHWAY  
LONDON  
E1 9ES

Day	Month	Year

Date of any change.

Date of Birth:- 17/01/36  
Nat:BRITISH  
Occ:DIRECTOR AND MP

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

JEREMY ALAN WATKIN  
STRACHAN  
16 LONSDALE ROAD  
BARNES  
LONDON  
SW13 9EB

Day	Month	Year

Date of any change.

Date of Birth:- 14/12/44

Nat: BRITISH

Occ: BARRISTER/COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

Day	Month	Year

Date of any change.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

Day	Month	Year

Date of any change.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

Day	Month	Year

Date of any change.

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NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

.....

.....

Particulars.

Day	Month	Year

Date of any change.

.....

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NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

.....

.....

Particulars.

Day	Month	Year

Date of any change.

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.....

.....

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

.....

.....

**Elective resolutions** (See note 10)  
(Private companies only)

If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box.

If an elective resolution is in force at the date of this return to dispense with laying accounts in general meetings, mark this box.

---

**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

I enclose the fee of £ 15.

Cheques should be made payable  
to **Companies House.**

Signed

*J N Lewis*

Secretary/Director \*  
\*(delete as appropriate)

Date 9.6.98

This return includes 2 continuation sheets.  
(enter number)

To whom should Companies House direct any enquiries about the information shown in this return?

MRS S HANSTONS - INTELLECTUAL PROPERTY  
INSTITUTE

25 SOUTHAMPTON BUILDINGS

LONDON Postcode WC2A 1AY

Telephone 0171-404-8490 Ext -



COMPANIES HOUSE

Please complete in typescript, or in bold black capitals.

288a

APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number 01557489

Company Name in full THE INTELLECTUAL PROPERTY INSTITUTE



\*F288A018\*

Date of appointment Day 05 Month 11 Year 97

Date of Birth Day 02 Month 02 Year 1945

Appointment form Appointment as director

as secretary

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

Notes on completion appear on reverse.

NAME \*Style / Title MR \*Honours etc

Forename(s) IAN ALEXANDER

Surname HARVEY

Previous Forename(s) Previous Surname(s)

Usual residential address TANQUENWOOD, COBHAM ROAD,

Post town FELCHAM Postcode KT22 9SS

County / Region SURREY Country UK

Nationality BRITISH Business occupation DIRECTOR, CHIEF EXECUTIVE

Other directorships (additional space overleaf)

I consent to act as \*\* director / secretary of the above named company

Consent signature [Signature] Date 5/5/98

\* Voluntary details. † Directors only.

A director, secretary etc must sign the form below.

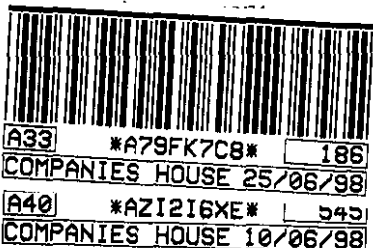
Signed [Signature] Date 03.06.98

\*\* Please delete as appropriate

(\*\*a director / secretary / administrator / administrative receiver / receiver manager / receiver)

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should

Tel DX number DX exchange



A33 \*A79FK7C8\* 186 COMPANIES HOUSE 25/06/98 A40 \*AZI2I6XE\* 543 COMPANIES HOUSE 10/06/98

Form revised March 1995

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff for companies registered in England and Wales or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh for companies registered in Scotland



**Company Number**

† Directors only.

† Other directorships

BT4 plc	+ see attached sheet.

**NOTES**

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

**Other directorships.**

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.





COMPANIES HOUSE

Please complete in typescript, or in bold black capitals.

# 288a

## APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number

01557489

Company Name in full

THE INTELLECTUAL PROPERTY INSTITUTE



\*F288A018\*

Date of appointment Day Month Year  
16 07 97

Date of Birth Day Month Year  
30 04 1956

**Appointment form** Appointment as director  as secretary

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

NAME \*Style / Title

DR

\*Honours etc

Notes on completion appear on reverse.

Forename(s)

JONATHAN MARK

Surname

DAVIES

Previous Forename(s)

X

Previous Surname(s)

X

Usual residential address

15 WEST WAY

Post town

HARPENDEN

Postcode

AL5 4RD

County / Region

HERTS

Country

ENGLAND

†Nationality

BRITISH

†Business occupation

CHARTERED PATENT ATTORNEY

†Other directorships (additional space overleaf)

NONE

I consent to act as \*\* director / secretary of the above named company

Consent signature

*Jonathan Davies*

Date

30.4.98

\* Voluntary details.  
† Directors only.

A director, secretary etc must sign the form below.

Signed

*J. Davies*

Date

03.06.98

\*\* Please delete as appropriate

(\*\*a director / secretary / administrator / administrative receiver / receiver manager / receiver)

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

JOHN LEIO

25 SOUTHAMPTON BUILDINGS, LONDON, WC2A 1AY.

Tel 0171-404-8490.

DX number

DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff  
for companies registered in England and Wales or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland DX 235 Edinburgh



A33 \*A79FN7CB\* 189

COMPANIES HOUSE 25/06/98

A40 \*A79FN7CB\* 189

COMPANIES HOUSE 10/06/98

F

Company Number

01557489.

† Directors only.

† Other directorships

all  
one.

THE INCORPORATED BENEFICENT ASSOCIATION OF THE
CHARTERED INSTITUTE OF PATENT AGENTS

**NOTES**

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.

**Other directorships.**

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.



COMPANIES HOUSE

PHILIP  
15  
001783

# 363s

## Annual Return

THE REGISTRAR OF COMPANIES  
COMPANIES HOUSE  
CROWN WAY  
CARDIFF  
CF4 3UZ



A14 \*ARBL6C7M\* 53  
COMPANIES HOUSE 17/12/98

of company number 01557489

V

company name  
THE INTELLECTUAL PROPERTY INSTITUTE

company type  
PRIVATE COMPANY LIMITED BY GUARANTEE  
WITHOUT SHARE CAPITAL

This form should be completed in black.

The information printed below is taken from Companies House records as at 19/11/98  
If this information requires amendment use the spaces opposite.

### Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
12	12	98

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

### Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day	Month	Year

### Registered Office (See note 3)

This is the address registered by Companies House.  
25 SOUTHAMPTON BUILDINGS  
LONDON  
WC2A 1AY

.....  
.....  
.....

### Principal business activities (See note 4)

Trade classification is  
7411 LEGAL ACTIVITIES  
7320 R & D ON SOC SCIENCES & HUMANITIES  
7484 OTHER BUSINESS ACTIVITIES

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If the code cannot be determined from the notes, give a brief description of principal activity.

If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

**Register of members** (See note 5)

The register is kept at

REGISTERED OFFICE

.....  
.....  
.....  
.....

**Register of debenture holders** (See note 6)

Any register of debenture holders (or duplicate) is kept at

.....  
.....  
.....

**Company Secretary** (See note 7)

Particulars of a new secretary **must** be notified on form 288.

GRAY'S INN SECRETARIES LIMITED  
5 CHANCERY LANE  
CLIFFORDS INN  
LONDON  
EC4A 1BU

Day	Month	Year

Date of any change.

.....  
.....  
.....  
.....  
.....  
.....  
.....

If this person has ceased to be secretary, please state when.

Day	Month	Year
30	11	98

Date of resignation.

**Directors** (See note 7)

Particulars of a new director **must** be notified on form 288.

JOHN  
ADAMS  
26 PRIORY TERRACE  
LONDON  
NW6 4DH

Day	Month	Year

Date of any change.

.....  
.....  
.....  
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.....  
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.....

Date of Birth:- 24/12/39  
Nat:BRITISH  
Occ:UNIVERSITY PROFESSOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

.....  
.....  
.....

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

SIR  
JAMES DAVID FRANCIS  
BARNES  
CBE F INST D CBIM  
FIPPS COTTAGE  
WITHERIDGE HILL  
HENLEY ON THAMES  
OXFORDSHIRE RG9 5PE

Date of Birth:- 04/03/36  
Nat:- BRITISH  
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ][ ]

Date of any change.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ][ ]

Date of resignation.

Particulars.

WILLIAM MARTIN  
CASTELL  
BARTON HATCH STONESWOOD ROAD  
LIMPSFIELD CHART  
OXTED  
SURREY RH8 0QY

Date of Birth:- 10/04/47  
Nat:BRITISH  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ][ ]

Date of any change.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ][ ]

Date of resignation.

Particulars.

DR  
JONATHAN MARK  
DAVIES  
15 WEST WAY  
HARPENDEN  
HERTFORDSHIRE AL5 4RD

Date of Birth:- 30/04/56  
Nat:BRITISH  
Occ:CHARTERED PATENT ATTORNEY

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ][ ]

Date of any change.

Day Month Year  
[ ][ ] [ ][ ] [ ][ ][ ][ ]

Date of resignation.

If the information shown needs amendment, give details below and the date of any change,

**Directors - continued**

Particulars.

SIMON PATRICK  
DUFFY  
48 SMITH STREET  
CHELSEA  
LONDON  
SW3 4EP

Day	Month	Year

Date of any change.

Date of Birth:- 27/11/49  
Nat:BRITISH  
Occ:GROUP FINANCE DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

MICHAEL FREDERICK  
FLINT  
62 ONSLOW GARDENS  
LONDON  
SW7 3QB

Day	Month	Year

Date of any change.

Date of Birth:- 07/05/32  
Nat:BRITISH  
Occ:SOLICITOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

IAN ALEXANDER  
HARVEY  
TANGLE WOOD COBHAM ROAD  
FETCHAM  
LEATHERHEAD  
SURREY KT22 9SJ

Day	Month	Year

Date of any change.

Date of Birth:- 02/02/45  
Nat:BRITISH  
Occ:DIRECTOR CHIEF EXECUTIVE

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.



If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

MICHAEL  
LESTER  
46 SHELDON AVENUE  
LONDON  
N6 4JR

Day Month Year

- 14 - 18 98

Date of any change.

Date of Birth:- 10/03/40  
Nat:BRITISH  
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

Date of resignation.

DIRECTOR OF PREMIER FARNELL PLC

Show any relevant current and previous directorships.

Particulars.

CHRISTOPHER  
MORCOM  
25 SAINT PETERS ROAD  
ST MARGARETS  
TWICKENHAM  
TW1 1QY

Day Month Year

Date of any change.

Date of Birth:- 04/02/39  
Nat:BRITISH  
Occ:BARRISTER

If this person has ceased to be director, please state when.

Day Month Year

Date of resignation.

SIR

Show any relevant current and previous directorships.

Particulars.

THR RT HON SIR  
GEOFFREY  
PATTIE  
MP  
53 FREE TRADE HOUSE 340 THE HIGHWAY  
LONDON  
E1 9ES

Day Month Year

  05 97

Date of any change.

The RIGHT HON. SIR GEOFFREY  
PATTIE IS NO LONGER A  
MEMBER OF PARLIAMENT

Date of Birth:- 17/01/36  
Nat:BRITISH  
Occ:DIRECTOR AND MP

If this person has ceased to be director, please state when.

Day Month Year

Date of resignation.

Show any relevant current and previous directorships.

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

JEREMY ALAN WATKIN  
STRACHAN  
16 LONSDALE ROAD  
BARNES  
LONDON  
SW13 9EB

Day	Month	Year

Date of any change.

.....

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Date of Birth:- 14/12/44  
Nat:BRITISH  
Occ:BARRISTER/COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

.....

.....

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

Day	Month	Year

Date of any change.

.....

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.....

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

.....

.....

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

Day	Month	Year

Date of any change.

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.....

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

.....

.....

If the information shown needs amendment, give details below and the date of any change.

**Directors - continued**

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

Particulars.

Day	Month	Year

Date of any change.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES  
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Day	Month	Year

Date of resignation.

Show any relevant current and previous directorships.

**Elective resolutions** (See note 10)  
(Private companies only)

If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box.

If an elective resolution is in force at the date of this return to dispense with laying accounts in general meetings, mark this box.

---

**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

I enclose the fee of £ 15.

Cheques should be made payable to **Companies House**.

Signed

*[Handwritten Signature]*

Secretary/Director \*  
\*(delete as appropriate)

Date

16.12.98

This return includes

(enter number)

continuation sheets.

To whom should Companies House direct any enquiries about the information shown in this return?

GERARDINE R. McBRIDE  
25 Southampton Buildings  
London

Postcode WC2A 1AW

Telephone 0171-404-8940 Ext

Company Number: 1557489

Charity Number: 283150

**THE INTELLECTUAL PROPERTY INSTITUTE**

**FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED**

**31ST MARCH 1998**

---

**Prepared by:**

**Raymond Harris & Dollar,  
Registered Auditors and  
Authorised Public Accountants,  
5 Staple Inn,  
Holborn,  
London WC1V 7QS**



**THE INTELLECTUAL PROPERTY INSTITUTE**

**ACCOUNTS FOR THE YEAR  
ENDED 31ST MARCH 1998**

**INDEX**

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<b>Company Information</b>	<b>1</b>
<b>Report of the Governors</b>	<b>3</b>
<b>Accountants Report</b>	<b>4</b>
<b>Profit and Loss Account</b>	<b>5</b>
<b>Balance Sheet</b>	<b>6</b>
<b>Notes to the Accounts</b>	<b>8</b>
<b>Management Information</b>	<b>A</b>

**COMPANY INFORMATION**

**The Company is a Company limited by Guarantee and not having a Share Capital.**

**The liability of the Members is limited.**

<b>Governors:</b>	<b>(See attached)</b>
<b>Company Secretary:</b>	<b>(See attached)</b>
<b>Registered Office:</b>	<b>5 Chancery Lane, Cliffords Inn, London EC4A 1BU</b>
<b>Company Number:</b>	<b>1557489</b>
<b>Charity Number:</b>	<b>283150</b>
<b>Principal Place of Business:</b>	<b>Charles Clore House 17 Russell Square, London WC1B 5DR</b>
<b>Auditors and Accountants:</b>	<b>Raymond Harris &amp; Dollar, Registered Auditors and Authorised Public Accountants, 5 Staple Inn, Holborn, London WC1V 7QS</b>
<b>Bankers:</b>	<b>Child &amp; Co, The Royal Bank of Scotland, 1 Fleet Street, London EC4Y 1BD</b>
<b>Solicitors:</b>	<b>Denton Hall, 5 Chancery Lane, Cliffords Inn, London EC4A 1BU</b>

**LIST OF GOVERNORS AND COMPANY SECRETARY**

**Company Secretary:**

**Gray's Inn Secretaries Ltd  
5 Chancery Lane,  
Cliffords Inn,  
London EC4A 1BU**

**Governors:**

**The Rt Hon Sir Geoffrey Pattie (Chairman)  
Professor John Adams  
Sir David Barnes CBE  
Mr. William Castell  
Mr. Simon Duffy  
Mr. Michael Flint  
Dr. Ashok Ganguly (Resigned 5.11.97)  
Mr. Michael Lester  
Mr. Christopher Morcom QC  
Mr. Jeremy Strachan  
Dr. Jonathan Davies (Elected 16.7.97)  
Mr. Ian Harvey (Elected 5.11.97)**



REPORT OF THE GOVERNORS

The Governors present their report, together with financial statements, for the year ended 31st March 1998.

1. Principal Activity

The Company is a registered charity with the Charity Commission and also with Companies House as a Company limited by Guarantee where the liability of the Members is limited.

The principal activity of the Institute is to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world.

2. Results and Developments

These will be the subject of a Special Report to be presented to the Members.

Auditors and Accountants


Messrs. Raymond Harris & Dollar are willing to continue in office.

The Governors have taken advantage, in the preparation of these Accounts of the exemptions applicable to small companies.

ON BEHALF OF THE BOARD

5 Chancery Lane,  
Cliffords Inn,  
London EC4A 1BU

Date.....1998

  
.....Chairman  
The Rt. Hon. Sir Geoffrey Pattie, M.P.

**ACCOUNTANTS' REPORT TO THE MEMBERS OF  
THE INTELLECTUAL PROPERTY INSTITUTE**

We have examined without carrying out an audit, the accounts for the year ended 31st March 1998 set out on pages 5 to 10.

**Respective Responsibilities of Governors and Reporting Accountant**

As described on Page 7, the Company's Governors are responsible for the preparation of the accounts, and they believe that the Company is exempt from an audit. It is our responsibility to examine the accounts and, based on our examination, to report our opinion, as set out below, to the shareholders.

**Basis of Opinion**

We conducted our examination in accordance with the appropriate standards for reporting accountants issued by the Auditing Practices Board. This examination consisted of comparing the accounts with the accounting records kept by the Company, and making such limited enquiries of the officers of the Company as we considered necessary for the purposes of this report.

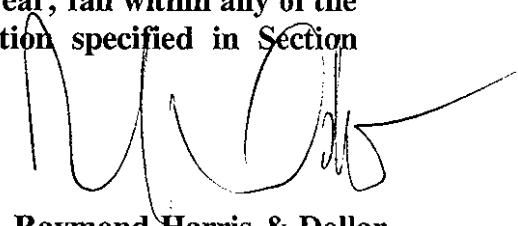
The examination was not an audit conducted in accordance with Auditing Standards. Accordingly, we do not express an audit opinion on the accounts. Therefore our examination does not provide any assurance that the accounting records and the accounts are free from material misstatement.

**Opinion**

In our opinion:

- a) The accounts are in agreement with those accounting records kept by the Company under Section 221 of the Companies Act 1985;
- b) Having regard only to, and on the basis of, the information contained in those accounting records, the accounts have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
- c) The Company satisfied the conditions for exemption from an audit of the accounts for the year specified in Section 249A(4) of the Act (as modified by Section 249A(5), and did not, at any time within that year, fall within any of the categories of Companies not entitled to the exemption specified in Section 249B(1).

5 Staple Inn,  
Holborn,  
London WC1V 7QS



Raymond Harris & Dollar,  
Registered Auditors and  
Authorised Public Accountants

Date.....1998

**PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31ST MARCH 1998**

	Note	1998 £	1997 £
TURNOVER	1B	214,609	155,319
COSTS		<u>225,527</u>	<u>209,611</u>
OPERATING SURPLUS/(DEFICIT)	7	( 10,918)	(54,292)
Interest Receivable and Similar Income	8	4,118	7,306
		_____	_____
SURPLUS/(DEFICIT) ON ORDINARY ACTIVITIES		(6,800)	(46,986)
		_____	_____
RETAINED SURPLUS/(DEFICIT) FOR THE FINANCIAL YEAR		(6,800)	(46,986)
RETAINED SURPLUS AT BEGINNING OF YEAR		66,892	113,878
		_____	_____
ACCUMULATED FUNDS AT END OF YEAR		<u>£60,092</u>	<u>£66,892</u>

The Company had no recognised gains or losses other than the surplus/deficit for the period.

The attached notes form part of these accounts

**BALANCE SHEET AS AT 31ST MARCH 1998**

	Note	1998	1997
<b><u>FIXED ASSETS</u></b>			
Tangible Assets	2	<u>5,473</u>	<u>4,185</u>
<b><u>CURRENT ASSETS</u></b>			
Debtors	3	59,333	56,926
Cash at Bank		69,039	122,489
		-----	-----
		128,372	179,415
<b><u>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</u></b>			
	4	73,753	116,708
		-----	-----
<b><u>NET CURRENT ASSETS</u></b>			
		<u>54,619</u>	<u>62,707</u>
<b><u>TOTAL ASSETS LESS CURRENT LIABILITIES</u></b>			
		60,092	66,892
<b><u>CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR</u></b>			
	5	NIL	NIL
<b><u>PROVISIONS FOR LIABILITIES AND CHARGES</u></b>			
	6	NIL	NIL
		-----	-----
		<u>£ 60,092</u>	<u>£ 66,892</u>
<b><u>CAPITAL AND RESERVES</u></b>			
<b><u>ACCUMULATED FUNDS</u></b>			
	9	<u>£ 60,092</u>	<u>£ 66,892</u>

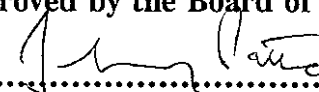
Continued Overleaf

BALANCE SHEET AS AT 31ST MARCH 1998

GOVERNORS' STATEMENTS ON  
UNAUDITED ACCOUNTS

- a) For the year in question, the Company was entitled to exemption under Subsection 1 of Section 249(a) of the Companies Act 1985.
- b) No notice has been deposited under Subsection 2 of Section 249(b).
- c) The Governors acknowledge their responsibility for:-
  - i) ensuring that the Company keeps proper accounting records which comply with Section 221, and
  - ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of its profit and loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Act relating to accounts, as far as applicable to the Company.
- d) Advantage has been taken of the exemptions conferred by Section A of Part III of Schedule 8.
- e) Advantage has been taken, in the preparation of the accounts, of special exemptions applicable to small companies.
- f) In the opinion of the Governors the Company is entitled to those exemptions on the basis that it qualifies as a small Company under Section 247.

Approved by the Board of Governors and signed on their behalf by:-

  
.....Chairman  
The Rt. Hon. Sir Geoffrey Pattie, ~~MP~~

Date.....<sup>3<sup>rd</sup></sup>.....1998

The attached notes form part of these accounts.

**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31ST MARCH 1998**

**1. ACCOUNTING POLICIES**

**(a) BASIS OF ACCOUNTING**

The financial statements have been prepared in accordance with the historical cost convention.

The principal accounting policies which the Governors have adopted within that convention are set out below.

**(b) TURNOVER**

Income consists of corporate and members fees, research and study fees, conference and seminar receipts and other income.

**(c) DEPRECIATION**

Depreciation is provided so as to reduce fixed assets to their estimated residual value at the end of their anticipated useful lives at the following rate:

Equipment 25% on the reducing balance

**(d) STOCKS**

Stocks were considered to be of no value. When and if sold the proceeds will be shown as cash sales.

**2. TANGIBLE FIXED ASSETS**

	<u>OFFICE EQUIPMENT ETC (OWNED)</u>
	£
<b>(a) MOVEMENT IN YEAR:</b>	
COST at 31st March 1997	17,385
Additions	3,112
Disposals	-
	<hr/>
At 31st March 1998	20,497
	<hr/>
DEPRECIATION	
At 31st March 1997	13,200
Charge for year	1,824
Disposals	-
	<hr/>
At 31st March 1998	<u>15,024</u>
	<hr/>
NET BOOK VALUE	
At 31st March 1998	5,473
	<hr/>
At 31st March 1997	<u>£4,185</u>
	<hr/>

**NOTES TO THE ACCOUNTS  
FOR THE YEAR ENDED 31ST MARCH 1998**

	1998 £	1997 £
<b>3. DEBTORS</b>		
Trade Debtors	31,056	15,00
Other Debtors under 1 year	28,277	28,926
Other Debtors more than 1 year	-	13,000
	<hr/>	<hr/>
	<b>£59,333</b>	<b>£56,926</b>
<b>4. CREDITORS: Amounts falling due within one year</b>		
Bankers Overdraft	NIL	1,479
Trade Creditors	63,825	115,229
Accruals	9,928	-
	<hr/>	<hr/>
	<b>£73,753</b>	<b>£116,708</b>
<b>5. CREDITORS: Amounts falling due after more than one year</b>	<u>NIL</u>	<u>NIL</u>
<b>6. PROVISIONS FOR LIABILITIES AND CHARGES</b>	<hr/> <b>NIL</b>	<hr/> <b>NIL</b>

The Institute has agreements with researchers to provide research studies and appropriate publications.

**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31ST MARCH 1998**

	1998 £	1997 £
<b>7. OPERATING SURPLUS/(DEFICIT)</b>		
Operating Deficit is shown after charging:-		
Depreciation of Owned Fixed Fixed Assets	1,824	1,395
Accountants remuneration	<u>2,500</u>	<u>3,750</u>
<b>8. OTHER INTEREST RECEIVABLE AND SIMILAR INCOME</b>		
Other Interest Receivable: Bank Deposit Interest	<u>£4,118</u>	<u>£7,306</u>
<b>9. CAPITAL AND RESERVES</b>		
Movement in accumulated funds at 31st March 1997	66,892	113,878
Retained Surplus/(Deficit)	(6,800)	(46,986)
At 31st March 1998	<u>£ 60,092</u>	<u>£ 66,892</u>



**THE INTELLECTUAL PROPERTY INSTITUTE**

**MANAGEMENT INFORMATION**  
**For the year ended 31st March 1998**

The pages following are the detailed trading accounts for management information only.



Companies House

for the record  
Company Name

THE INTELLECTUAL PROPERTY  
INSTITUTE

CHH CO ANS CO  
#15 0010164

# 363s Annual Return

Company Type  
**Private Company Limited By  
Guarantee Without Share Capital**  
Company Number  
**1557489**

Information extracted from  
Companies House records on  
**25th November 1999**

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

## Section 1: Company details



Ref: 1557489/15/42

	Current details	Amended details																				
> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<del>25 Southampton Buildings London WC2A 1AY</del>	Address SUITES 15-17, OUTER TEMPLE 222-225 STRAND LONDON UK Postcode WC2R 1BA																				
> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Address where the Register is held</b>  <b>At Registered Office</b>	Address    UK Postcode _ _ _ _ _																				
> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Not Applicable</b>	Address    UK Postcode _ _ _ _ _																				
> Principal Business Activities <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<table border="1"> <thead> <tr> <th>SIC Code</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>7411</td> <td>Legal activities</td> </tr> <tr> <td>7320</td> <td>R &amp; D on soc sciences &amp; humanities</td> </tr> <tr> <td>7484</td> <td>Other business activities</td> </tr> </tbody> </table>	SIC Code	Description	7411	Legal activities	7320	R & D on soc sciences & humanities	7484	Other business activities	<table border="1"> <thead> <tr> <th>SIC CODE</th> <th>Description</th> </tr> </thead> <tbody> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> <tr><td>_____</td><td>_____</td></tr> </tbody> </table>	SIC CODE	Description	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
SIC Code	Description																					
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_____	_____																					
_____	_____																					
_____	_____																					
_____	_____																					
_____	_____																					
> <i>If no entries are shown, please enter principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.</i>																						

**Section 2: Details of Officers of the Company**

	Current details	Amended details
<p><b>&gt; Company Secretary</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Company Secretary must be notified on form 288.</i></p>	<p><b>Name</b>                      Dr John Mackay REID</p> <p><b>Address</b>                      37 Bathwick Hill                      Bath                      Avon                      BA2 6LD</p>	<p><b>Name</b>                      _____</p> <p><b>Address</b>                      _____                      _____                      _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of change   _ / _ / _ _ _ _</p> <p>Date Dr John Mackay REID ceased to be secretary (if applicable)                      _ / _ / _ _ _ _</p>
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      John ADAMS</p> <p><b>Address</b>                      26 Priors Terrace                      London                      NW6 4DH</p> <p><b>Date of birth</b>   24/12/1939</p> <p><b>Nationality</b>   British</p> <p><b>Occupation</b>   University Professor</p>	<p><b>Name</b>                      _____</p> <p><b>Address</b>                      _____                      _____                      _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth     _ / _ / _ _ _ _</p> <p>Nationality     _____</p> <p>Occupation     _____</p> <p>Date of change   _ / _ / _ _ _ _</p> <p>Date John ADAMS ceased to be director (if applicable)                      01 / 04 / 1999</p>
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Sir James David Francis BARNES                      CBE F INST D CBIM</p> <p><b>Address</b>                      Fipps Cottage                      Witheridge Hill                      Henley On Thames                      Oxfordshire                      RG9 5PE</p> <p><b>Date of birth</b>   04/03/1936</p> <p><b>Nationality</b>   British</p> <p><b>Occupation</b>   Company Director</p>	<p><b>Name</b>                      _____</p> <p><b>Address</b>                      _____                      _____                      _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth     _ / _ / _ _ _ _</p> <p>Nationality     _____</p> <p>Occupation     _____</p> <p>Date of change   _ / _ / _ _ _ _</p> <p>Date Sir James David Francis BARNES CBE F INST D CBIM ceased to be director (if applicable)                      _ / _ / _ _ _ _</p>

	Current details	Amended details
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Henry James CARR</p> <p><b>Address</b>                      28 Bradbourne Street                      London                      SW6 3TE</p> <p><b>Date of birth</b> 31/03/1958</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth    _ _ / _ _ / _ _ _ _</p> <p>Nationality    _____</p> <p>Occupation    _____</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date Henry James CARR ceased to be director (if applicable)                      _ _ / _ _ / _ _ _ _</p>
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      William Martin CASTELL</p> <p><b>Address</b>                      Barton Hatch Stoneswood Road                      Limpsfield Chart                      Oxted                      Surrey                      RH8 0QY</p> <p><b>Date of birth</b> 10/04/1947</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth    _ _ / _ _ / _ _ _ _</p> <p>Nationality    _____</p> <p>Occupation    _____</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date William Martin CASTELL ceased to be director (if applicable)                      _ _ / _ _ / _ _ _ _</p>
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Dr Jonathan Mark DAVIES</p> <p><b>Address</b>                      15 West Way                      Harpenden                      Hertfordshire                      AL5 4RD</p> <p><b>Date of birth</b> 30/04/1956</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Chartered Patent Attorney</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth    _ _ / _ _ / _ _ _ _</p> <p>Nationality    _____</p> <p>Occupation    _____</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date Dr Jonathan Mark DAVIES ceased to be director (if applicable)                      _ _ / _ _ / _ _ _ _</p>



	Current details	Amended details
<p>&gt; <b>Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> Christopher MORCOM</p> <p><b>Address</b> 25 Saint Peters Road St Margarets Twickenham TW1 1QY</p> <p><b>Date of birth</b> 04/02/1939</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> Christopher MORCOM ceased to be director (if applicable)</p> <p>_ _ / _ _ / _ _ _ _</p>
<p>&gt; <b>Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> Thr Rt Hon Sir Geoffrey PATTIE</p> <p><b>Address</b> 53 Free Trade House 340 The Highway London E1 9ES</p> <p><b>Date of birth</b> 17/01/1936</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> Thr Rt Hon Sir Geoffrey PATTIE ceased to be director (if applicable)</p> <p>_ _ / _ _ / _ _ _ _</p>
<p>&gt; <b>Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> Jeremy Alan Watkin STRACHAN</p> <p><b>Address</b> 16 Lonsdale Road Barnes London SW13 9EB</p> <p><b>Date of birth</b> 14/12/1944</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister/Company Director</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> Jeremy Alan Watkin STRACHAN ceased to be director (if applicable)</p> <p>_ _ / _ _ / _ _ _ _</p>



Companies House  
for the record

### 363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and tick and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

#### 1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £15.

Signature

[Handwritten Signature]  
(Director / Secretary)

Date

17 / 12 / 1999

*This date must not be earlier than the return date at 2 below*

#### What to do now

*Please detach and retain the covering letter, complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.*

#### 2. Date of this return

This AR is made up to **12/12/1999**

If you are making this return up to an earlier date, please give the date here

\_\_ / \_\_ / \_\_\_\_

*Note: The form must be delivered to CH within 28 days of this date*

#### 3. Date of next return

If you wish to change your next return to a date earlier than **12th December 2000** please give the new date here:

\_\_ / \_\_ / \_\_\_\_

#### 4. Where to send this form

Please return this form to:  
Registrar of Companies  
Companies House  
Crown Way  
Cardiff CF14 3UZ

**Have you enclosed the filing fee with the company number written on the reverse of the cheque?**

Cheque  Postal Order  Cheque / Postal Order

Number 001964

*(Please complete as appropriate)*

#### Contact Address

Please give the name and address of the person who should be contacted if there are any queries about this form.

Contact Name

JOHN REID

Telephone number *inc code*

0171 3534849

Address

SUITE 15-17, OSTER TEMPLE,

DX number *if applicable*

\_\_\_\_\_

222-225 STRAND,

DX exchange

WC2R 1BA

Postcode

WC2R 1BA



# 287

Please complete in typescript,  
or in bold black capitals.

## Change in situation or address of Registered Office

Company Number

Company Name in full



### New situation of registered office

**NOTE:**

The change in the situation of the registered office does not take effect until the Registrar has registered this notice.

For 14 days beginning with the date that a change of registered office is registered, a person may validly serve any document on the company at its previous registered office.

PO Box numbers only are not acceptable.

Address	<input 2"="" type="text" value="SUITES 15-17, OUTER TEMPLE,&lt;/input&gt;&lt;/td&gt; &lt;/tr&gt; &lt;tr&gt; &lt;td colspan="/> <input type="text" value="222-225 STRAND"/>	
	Post town	<input type="text" value="LONDON"/>
County / Region	<input type="text"/>	Postcode <input type="text" value="WC2R 1BA"/>

Signed  Date

† Please delete as appropriate.

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

† a director / secretary / administrator / administrative receiver / liquidator / receiver manager / receiver

<input type="text" value="JOHN REIO"/>	
<input type="text" value="ADDRESS ABOVE"/>	
<input type="text" value="Tel 0171-353-4849"/>	
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF4 3UZ** DX 33050 Cardiff  
for companies registered in England and Wales

or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
for companies registered in Scotland DX 235 Edinburgh





# M

CHFP025

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

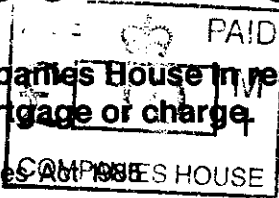
\*insert full name of Company

## COMPANIES FORM No. 395 Particulars of a mortgage or charge

*Hoare & Co  
HO  
22229*

# 395

A fee of £10 is payable to Companies House in respect of each register entry for a mortgage or charge.

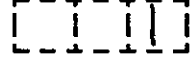


Pursuant to section 395 of the Companies Act 1985

To the Registrar of Companies  
(Address overleaf - Note 6)

For official use

Company number



1557489

Name of company

\* THE INTELLECTUAL PROPERTY INSTITUTE

Date of creation of the charge

7TH APRIL 2000

Description of the instrument (if any) creating or evidencing the charge (note 2)

RENT DEPOSIT DEED

*TEXT*

Amount secured by the mortgage or charge

EIGHT THOUSAND FIVE HUNDRED AND SIXTY TWO POUNDS EIGHTY ONE PENCE (8562.81)

*TEXT*

Names and addresses of the mortgagees or persons entitled to the charge

GMS ESTATES LIMITED (registration number 210378)  
32 Great James Street London  
Postcode WC1 3HB

*TEXT*

Presentor's name address and reference (if any):

Collyer-Bristow  
4 Bedford Row  
London  
WC1R 4DF

DW/g1.1170

Time critical reference

For official Use  
Mortgage Section

Post room



A25 \*ALKVUPLF\* 0402  
COMPANIES HOUSE 12/04/00

Short particulars of all the property mortgaged or charged

Leasehold premises known as Rooms 15/17 The Outer Temple 222/225 Strand  
London WC2

Please do not  
write in  
this margin

Please complete  
legibly, preferably  
in black type, or  
bold block  
lettering

*Foot*

Particulars as to commission allowance or discount (note 3)

Signed

Date

11.4.00

On behalf of [company] [mortgagee/chargee] †

A fee of £10 is  
payable to  
Companies House  
in respect of each  
register entry for a  
mortgage or  
charge.  
(See Note 5)

† delete as  
appropriate

## Notes

- 1 The original instrument (if any) creating or evidencing the charge, together with these prescribed particulars correctly completed must be delivered to the Registrar of Companies within 21 days after the date of creation of the charge (section 395). If the property is situated and the charge was created outside the United Kingdom delivery to the Registrar must be effected within 21 days after the date on which the instrument could in due course of post, and if dispatched with due diligence, have been received in the United Kingdom (section 398). A copy of the instrument creating the charge will be accepted where the property charged is situated and the charge was created outside the United Kingdom (section 398) and in such cases the copy must be verified to be a correct copy either by the company or by the person who has delivered or sent the copy to the registrar. The verification must be signed by or on behalf of the person giving the verification and where this is given by a body corporate it must be signed by an officer of that body. A verified copy will also be accepted where section 398(4) applies (property situate in Scotland or Northern Ireland) and Form No. 398 is submitted.
- 2 A description of the instrument, eg "Trust Deed", "Debenture", "Mortgage" or "Legal charge", etc, as the case may be, should be given.
- 3 In this section there should be inserted the amount or rate per cent. of the commission, allowance or discount (if any) paid or made either directly or indirectly by the company to any person in consideration of his;
  - (a) subscribing or agreeing to subscribe, whether absolutely or conditionally, or
  - (b) procuring or agreeing to procure subscriptions, whether absolute or conditional,for any of the debentures included in this return. The rate of interest payable under the terms of the debentures should not be entered.
- 4 If any of the spaces in this form provide insufficient space the particulars must be entered on the prescribed continuation sheet.
- 5 Cheques and Postal Orders are to be made payable to **Companies House**.
- 6 The address of the Registrar of Companies is:-  
Companies House, Crown Way, Cardiff CF14 3UZ

**FILE COPY**



**CERTIFICATE OF THE REGISTRATION  
OF A MORTGAGE OR CHARGE**

**Pursuant to section 401(2) of the Companies Act 1985**

COMPANY No. 01557489

THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES HEREBY CERTIFIES THAT A RENT DEPOSIT DEED DATED THE 7th APRIL 2000 AND CREATED BY THE INTELLECTUAL PROPERTY INSTITUTE FOR SECURING EIGHT THOUSAND FIVE HUNDRED AND SIXTY TWO POUNDS EIGHTY ONE PENCE (£8,562.81) ("RENT DEPOSIT DEED") WAS REGISTERED PURSUANT TO CHAPTER 1 PART XII OF THE COMPANIES ACT 1985 ON THE 12th APRIL 2000.

GIVEN AT COMPANIES HOUSE, CARDIFF THE 17th APRIL 2000.

A handwritten signature in black ink, appearing to be 'J. H. Jones'.



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



**COMPANIES HOUSE**



Companies House

— for the record —

Please complete in typescript, or in bold black capitals.

CHFP000

# 288a

## APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number

1557489

Company Name in full

THE INTELLECTUAL PROPERTY INSTITUTE

Date of appointment

Day Month Year  
04 07 2000

†Date of Birth

Day Month Year  
30 10 1963

### Appointment form

Appointment as director

as secretary

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

NAME

\*Style / Title

DR

\*Honours etc

Notes on completion appear on reverse.

Forename(s)

PAUL ~~LEONARD~~ ANTHONY

Surname

LEONARD

Previous Forename(s)

\_\_\_\_\_

Previous Surname(s)

\_\_\_\_\_

Usual residential address

52, JULIEN RD,

Post town

EALING

Postcode

W5 4XA

County / Region

LONDON

Country

ENGLAND

†Nationality

IRISH

†Business occupation

†Other directorships (additional space overleaf)

N/A

I consent to act as \*\* director / secretary of the above named company

Consent signature

Date

4th JULY 2000

\* Voluntary details.  
† Directors only.  
\*\*Delete as appropriate

A director, secretary etc must sign the form below.

Signed

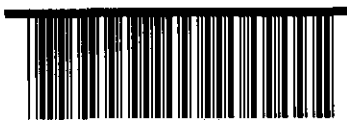
Date

4.7.00

(\*a director / secretary / administrator / administrative receiver / receiver-manager / receiver)

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

SUE HANSTEAD, IP1, SUITES 15-17,  
OUTER TEMPLE, 222-225 STRAND, LONDON  
WC2B 1BA Tel 020 7353 4849  
DX number DX exchange



A23 COMPANIES HOUSE 0125 21/07/00

Form revised July 1998

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
for companies registered in England and Wales or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland DX 235 Edinburgh

**Company Number**

1557489

† Directors only.

† Other directorships

N/A

**NOTES**

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

**Other directorships.**

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.



Companies House

for the record

# 288b

Please complete in typescript, or in bold black capitals.

CHFP000

## Terminating appointment as director or secretary (NOT for appointment (use Form 288a) or change of particulars (use Form 288c))

Company Number

1557489

Company Name in full

THE INTELLECTUAL PROPERTY INSTITUTE

Date of termination of appointment

Day	Month	Year
25	01	2000

as director

as secretary

Please mark the appropriate box. If terminating appointment as a director and secretary mark both boxes.

NAME

\*Style / Title

THE RT HON SIR

\*Honours etc

Please insert details as previously notified to Companies House.

Forename(s)

GEORGEY

Surname

PATTIE

†Date of Birth

Day	Month	Year
17	01	1936

A serving director, secretary etc must sign the form below.

Signed

Date

29.8.00.

\* Voluntary details.

† Directors only.

\*\* Delete as appropriate

(\* serving director / secretary / administrator / administrative receiver / receiver manager / receiver)

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

SUE HANSTEAD, 1PI, SUITE 15-17,	
OUTER TEMPLE, 222-225 STRAND, LONDON	
WC2R 1BA	Tel 020-7353-4849
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
 for companies registered in England and Wales or  
 Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
 for companies registered in Scotland DX 235 Edinburgh



A48 \*AYBYSTHG\* 0341  
COMPANIES HOUSE 30/08/00

Form revised 1999

1557489

**THE INTELLECTUAL PROPERTY INSTITUTE**

**REPORT AND ACCOUNTS**

**31 MARCH 2000**



A40  
COMPANIES HOUSE

\*A12YCUU\*

0615  
24/11/00

**Page No.**

1	Company information
2 to 3	Report of the governors
4	Statement of governors' responsibilities
5	Accountants' report
6	Statement of financial activities
7	Balance sheet
8 to 10	Notes to the financial statements



**Governors**

Mr Ian Harvey, Chairman  
Sir David Barnes CBE  
Mr Henry Carr QC  
Sir William Castell  
Dr Jonathan Davies  
Mr Michael Flint  
Mr Christopher Morcom QC  
Mr Jeremy Strachan

**Secretary**

Dr John Reid OBE

**Registered office**

Suites 15-17 Outer Temple  
222-225 Strand  
London  
WC2R 1BA

**Reporting accountants**

Hugill  
Chartered Accountants  
Albany House  
73/79 Station Road  
West Drayton  
Middlesex  
UB7 7LT

**Charity Registration Number**

283150

**Solicitors**

Denton Wilde Sapte  
5 Chancery Lane  
Cliffords Inn  
London  
EC4A 1BU

The governors present their report, together with financial statements, for the year ended 31 March 2000.

**Object and principal activity of the charity**

The charity is constituted as a company limited by guarantee, and is therefore governed by a memorandum and articles of association.

The charity's object and its principal activity continue to be to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world.

**Results and developments**

These will be the subject of a special report to be presented to the members.

**Governors and trustees**

The governors who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

On 25 January 2000 Mr Simon Duffy and The Rt Hon Sir Geoffrey Pattie resigned as governors.

The names of the current governors are listed on page 1.

**Cash flow statement**

In the opinion of the governors the company qualifies as a small company and as such no cash flow statement has been prepared.

**Accountants**

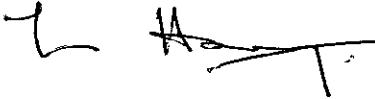
Hugill, Chartered Accountants have indicated that they are willing to be reappointed at the forthcoming annual general meeting.

**Exemption statement**

In preparing the above report, the governors have taken advantage of the special exemptions applicable to small companies.

For the financial year ended 31 March 2000, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2) each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,



Ian Harvey, Chairman

Date: 13/10/00

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the company's affairs and of the surplus or deficit of the company for that year. In preparing those financial statements the governors are required to:

select suitable accounting policies and then apply them consistently;

make judgements and estimates that are reasonable and prudent;

state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the company and to enable them to ensure the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Accountants' report to the members  
on the unaudited financial statements of  
The Intellectual Property Institute**

---

We report on the financial statements for the year ended 31 March 2000 set out on pages 6 to 10.

**Respective responsibilities of governors and reporting accountants**

As described on page 7 the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

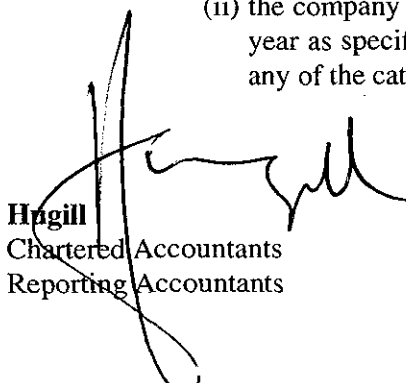
**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion:

- a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985;
- b) having regard only to, and on the basis of, the information contained in those accounting records:
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1).

  
**Hrgill**  
Chartered Accountants  
Reporting Accountants

Albany House  
73/79 Station Road  
West Drayton  
Middlesex  
UB7 7LT

13 October 2000

The Intellectual Property Institute

Statement of financial activities

for the year ended 31 March 2000

	Notes	2000 £	1999 £
<b>Income and Expenditure</b>			
<b>Incoming resources</b>		197,963	219,836
<b>Resources expended</b>			
Direct charitable expenditure		(164,558)	(159,646)
Other expenditure - Management and administration of the charity		(19,758)	(18,503)
<b>Net incoming resources before taxation</b>	2	13,647	41,687
Tax on incoming/(outgoing) resources		-	-
<b>Net surplus for the year</b>	7	13,647	41,687

All of the above derives from continuing activities.

**Total recognised gains and losses**

The company has no recognised gains or losses other than the above for the current and previous years.

The Intellectual Property Institute

Balance Sheet

31 March 2000

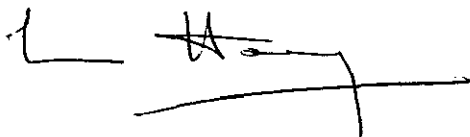
	Notes	£	2000 £	£	1999 £
<b>Fixed assets</b>					
Tangible fixed assets	4		6,052		6,770
<b>Current assets</b>					
Debtors	5	102,094		103,688	
Cash at bank and in hand		30,034		41,833	
			<u>132,128</u>	<u>145,521</u>	
<b>Creditors:</b>					
Amounts falling due within one year	6		<u>22,754</u>	<u>50,512</u>	
<b>Net current assets</b>			<u>109,374</u>	<u>95,009</u>	
<b>Total assets less current liabilities</b>			<u>115,426</u>	<u>101,779</u>	
<b>Capital and reserves</b>					
Unrestricted funds			<u>115,426</u>	<u>101,779</u>	
<b>Total funds</b>	7		<u>115,426</u>	<u>101,779</u>	

The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985.

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and the financial statements give a true and fair view of the state of affairs of the company as at 31 March 2000 and of its result for the year then ended in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and the Statement of Recommended Practice No.2 (Accounting by Charities).

The financial statements were approved by the Board of Governors on 13/10/00 and signed on its behalf:



Ian Harvey, Chairman

**1 Principal accounting policies****Basis of accounting**

The financial statements have been prepared under the historical cost convention and in accordance with the Statement of Recommended Practice No. 2 (Accounting by Charities).

**Incoming resources**

Incoming resources represent income receivable principally from subscriptions and donations.

**Depreciation**

Fixed assets are depreciated by the reducing balance method over their expected useful lives. The rates generally applicable are:

Office equipment 25% per annum

**2 Net incoming resources for the year**

	2000	1999
The surplus for the year is stated after charging/(crediting):		
	£	£
Bank interest received	(821)	(2,570)
Reporting accountants' fees	900	900
Depreciation of fixed assets	2,018	2,257
	<u>2,018</u>	<u>2,257</u>

**3 Staff costs**

	2000	1999
	£	£
Staff costs during the year were as follows:		
Wages and salaries	18,313	24,530
Social security costs	1,466	2,282
	<u>19,779</u>	<u>26,812</u>

The average number of employees, including directors, during the year was 2 (1999 - 2).



31 March 2000

**4 Tangible fixed assets**Office  
equipment  
£**Cost**

At 1 April 1999

24,051

Additions

1,299

At 31 March 2000

25,350

**Depreciation**

At 1 April 1999

17,281

Charge for year

2,017

At 31 March 2000

19,298

**Net book values**

At 31 March 2000

6,052

At 31 March 1999

6,770

**5 Debtors**

2000

1999

£

£

Trade debtors

78,128

22,565

Other debtors

23,966

81,123

102,094

103,688

**6 Creditors: Amounts falling due within one year**

2000

1999

£

£

Trade creditors

8,996

6,330

Other creditors

13,758

44,182

22,754

50,512

**7 Reconciliation of movements in charity's funds**

2000

1999

£

£

Surplus for the year

13,647

41,687

Opening funds of the charity

101,779

60,092

Closing funds of the charity

115,426

101,779

**8 Transactions with governors**

£5000 (1999 - £30,000) was paid to the University of Sheffield for the release of John Adams from part of his duties as Professor at the University.

There were no other transactions with or for governors during the year.

**9 Charitable status**

The Intellectual Property Institute is a company limited by guarantee incorporated otherwise than for profit and is a registered charity.

**10 Liability of members**

As the company is limited by guarantee (having no share capital), every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum of Association. At 31 March 2000 there were 23 members (1999 - 29).

(These pages do not form part of the statutory accounts)

	<u>Page</u>
Detailed statement of financial activities	12 to 14

The Intellectual Property Institute  
Detailed statement of financial activities  
for the year ended 31 March 2000

	£	2000 £	£	1999 £
<b>Incoming resources</b>		197,963		219,836
<b>Resources expended</b>				
Direct charitable expenditure		(164,558)		(159,646)
Management and administration of the charity:				
Payroll expenses	1,707		1,471	
General expenses	17,388		16,831	
Financial expenses	663		201	
		<u>(19,758)</u>		<u>(18,503)</u>
<b>Net incoming / (outgoing) resources</b>		<u>13,647</u>		<u>41,687</u>

The Intellectual Property Institute

Detailed statement of financial activities

for the year ended 31 March 2000

	£	2000 £	£	1999 £
<b>Incoming resources:</b>				
Subscriptions and donations	145,809		197,306	
Conference and seminars	5,681		18,412	
Research and study fees	6,878		-	
Publications and sales	38,774		1,548	
Bank interest received	821		2,570	
		<u>197,963</u>		<u>219,836</u>
<b>Resources expended</b>				
<b>Direct charitable expenditure:</b>				
Conferences and seminars	2,182		16,066	
Library costs	38		1,303	
Research and study costs	18,101		-	
Publication expenses	4,414		1,826	
Rent	9,779		12,563	
Insurance	392		562	
Telephone and fax	3,055		1,976	
Hospitality	310		175	
Internet costs	120		66	
Recruitment expenses	31,293		3,012	
Salaries	16,744		23,059	
NIC on salaries	1,328		2,282	
Consultants' fees	63,145		82,109	
Repairs and maintenance	674		873	
Training	150		-	
Premises expenses	1,853		-	
Postage, printing and stationery	7,355		6,882	
Travel and subsistence	728		3,374	
Sundry expenses	176		185	
Subscriptions	365		794	
Equipment hire	338		282	
Office equipment depreciation	2,018		2,257	
		<u>164,558</u>		<u>159,646</u>

**The Intellectual Property Institute**  
**Detailed statement of financial activities**  
**for the year ended 31 March 2000**

	£	2000 £	£	1999 £
<b>Management and administration:</b>				
<b>Payroll</b>				
Wages and salaries	1,569		1,471	
NIC on wages and salaries	138		-	
		1,707		1,471
<b>General</b>				
Legal and professional fees	2,119		3,078	
Reporting accountants' fees	900		900	
Bookkeeping fees	4,848		2,612	
Consultancy fees	914		4,886	
Management services	5,130		5,355	
Recruitment expenses	3,477		-	
		17,388		16,831
<b>Financial</b>				
Bank charges	235		201	
Other financial expenses	428		-	
		663		201
		19,758		18,503



Companies House

for the record

Company Name

THE INTELLECTUAL PROPERTY INSTITUTE

# 363s Annual Return

Child & Co

2174

E15-a

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

Company Type

Private Company Limited By Guarantee Without Share Capital

Company Number

1557489

Information extracted from Companies House records on 27th November 2001

## Section 1: Company details



Ref: 1557489/15/42

	Current details	Amended details
--	-----------------	-----------------

> Registered Office Address  
*If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.*

1st Floor  
 36 Great Russell Street  
 London  
 WC1B 3QB

Address  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 UK Postcode \_ \_ \_ \_ \_

> Register of Members  
*If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.*

Address where the Register is held  
 At Registered Office

Address  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 UK Postcode \_ \_ \_ \_ \_

> Register of Debenture Holders  
*If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.*

Not Applicable

Address  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 UK Postcode \_ \_ \_ \_ \_

> Principal Business Activities  
*If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.*

SIC Code	Description
7411	Legal activities
7320	R & D on soc sciences & humanities
7484	Other business activities

SIC CODE	Description
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.

	Current details	Amended details
<p>&gt; <b>Company Secretary</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Company Secretary must be notified on form 288.</p>	<p><b>Name</b> Dr Paul Anthony LEONARD</p> <p><b>Address</b> 52 Julien Road London W5 4XA</p>	<p><b>Name</b> _____</p> <p><b>Address</b> _____ _____ _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date Dr Paul Anthony LEONARD ceased to be secretary (if applicable)                           _ _ / _ _ / _ _ _ _</p>
<p>&gt; <b>Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> Henry James CARR</p> <p><b>Address</b> 28 Bradbourne Street London SW6 3TE</p> <p><b>Date of birth</b> 31/03/1958</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister</p>	<p><b>Name</b> _____</p> <p><b>Address</b> _____ _____ _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth     _ _ / _ _ / _ _ _ _</p> <p>Nationality     _____</p> <p>Occupation     _____</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date Henry James CARR ceased to be director (if applicable)                           _ _ / _ _ / _ _ _ _</p>
<p>&gt; <b>Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> Sir William Martin CASTELL</p> <p><b>Address</b> Barton Hatch Stoneswood Road Limpsfield Chart Oxted Surrey RH8 0QY</p> <p><b>Date of birth</b> 10/04/1947</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director</p>	<p><b>Name</b> _____</p> <p><b>Address</b> _____ _____ _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth     _ _ / _ _ / _ _ _ _</p> <p>Nationality     _____</p> <p>Occupation     _____</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date Sir William Martin CASTELL ceased to be director (if applicable)                           _ _ / _ _ / _ _ _ _</p>



	Current details	Amended details
<p>&gt; <b>Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Professor William CORNISH</p> <p><b>Address</b>                      26 Storeys Way                      Cambridge                      Cambridgeshire                      CB3 0DT</p> <p><b>Date of birth</b> 09/08/1937</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Professor</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p>UK Postcode _____</p> <p>Date of birth ____ / ____ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change ____ / ____ / _____</p> <p>Date Professor William CORNISH ceased to be director (if applicable)                      ____ / ____ / _____</p>
<p>&gt; <b>Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Michael Frederick FLINT</p> <p><b>Address</b>                      62 Onslow Gardens                      London                      SW7 3QB</p> <p><b>Date of birth</b> 07/05/1932</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Solicitor</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p>UK Postcode _____</p> <p>Date of birth ____ / ____ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change ____ / ____ / _____</p> <p>Date Michael Frederick FLINT ceased to be director (if applicable)                      ____ / ____ / _____</p>
<p>&gt; <b>Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Ian Alexander HARVEY</p> <p><b>Address</b>                      Tangle Wood Cobham Road                      Fetcham                      Leatherhead                      Surrey                      KT22 9SJ</p> <p><b>Date of birth</b> 02/02/1945</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director Chief Executive</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p>UK Postcode _____</p> <p>Date of birth ____ / ____ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change ____ / ____ / _____</p> <p>Date Ian Alexander HARVEY ceased to be director (if applicable)                      ____ / ____ / _____</p>

	Current details	Amended details
<p><b>&gt; Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> Christopher MORCOM</p> <p><b>Address</b> 25 Saint Peters Road St Margarets Twickenham TW1 1QY</p> <p><b>Date of birth</b> 04/02/1939</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> Christopher MORCOM ceased to be director (if applicable)</p> <p>_____ / _____ / _____</p>
<p><b>&gt; Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> David George ROUSE</p> <p><b>Address</b> St Marys Coach House Great Maplestead Halstead Essex CO9 2QZ</p> <p><b>Date of birth</b> 26/12/1936</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Chartered Patent Attorney</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> David George ROUSE ceased to be director (if applicable)</p> <p>18 / 07 / 2001</p>
<p><b>&gt; Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> Jeremy Alan Watkin STRACHAN</p> <p><b>Address</b> 16 Lonsdale Road Barnes London SW13 9EB</p> <p><b>Date of birth</b> 14/12/1944</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister/Company Director</p>	<p><b>Name</b></p> <p><b>Address</b></p> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> Jeremy Alan Watkin STRACHAN ceased to be director (if applicable)</p> <p>18 / 07 / 2001</p>



**Companies House**  
— for the record —

# 363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

## 1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £15. *Please see enclosed letter.*

Signature

*[Handwritten Signature]*  
(Director/ Secretary)

Date

13 / 12 / 2001

*This date must not be earlier than the return date at 2 below*

### What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

## 2. Date of this return

This AR is made up to 12/12/2001

If you are making this return up to an earlier date, please give the date here

\_\_ / \_\_ / \_\_\_\_

*Note: The form must be delivered to CH within 28 days of this date*

## 3. Date of next return

If you wish to change your next return to a date earlier than **12th December 2002** please give the new date here:

\_\_ / \_\_ / \_\_\_\_

## 4. Where to send this form

Please return this form to:  
Registrar of Companies  
Companies House  
Crown Way  
Cardiff CF14 3UZ

OR

For members of the Hays Document  
Exchange service  
DX 33050 Cardiff

**Have you enclosed the filing fee with the company number written on the reverse of the cheque?**

Cheque  Postal Order  Cheque / Postal Order

Number 002174

*(Please complete as appropriate)*

## Contact Address

Please give the name and address of the person who should be contacted if there are any queries about this form.

Contact Name

SUE HANSTEAD

Telephone number *inc code*

020 74363040

Address

1 P1, 1ST FLOOR  
36 GREAT ROSSETT STREET  
LONDON

DX number *if applicable*

DX exchange

Postcode

WC1B 3QB



Companies House

for the record

Company Name

THE INTELLECTUAL PROPERTY INSTITUTE

# 363s Annual Return

child tco.  
002075  
15-09

Company Type

Private Company Limited By Guarantee Without Share Capital

Company Number

1557489

Information extracted from Companies House records on 28th November 2000

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

## Section 1: Company details



Ref: 1557489/15/42

	Current details	Amended details
--	-----------------	-----------------

> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Suites 15-17 Outer Temple 222-225 Strand London WC2R 1BA</b>	Address <hr/> <hr/> <hr/> UK Postcode    - - - - -
---	---	--

> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Address where the Register is held</b>  <b>At Registered Office</b>	Address <hr/> <hr/> <hr/> UK Postcode    - - - - -
---	--	--

> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Not Applicable</b>	Address <hr/> <hr/> <hr/> UK Postcode    - - - - -
---	-----------------------	--

> Principal Business Activities	SIC Code	Description	SIC CODE	Description
<i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	7411	Legal activities	- - - - -	- - - - -
	7320	R & D on soc sciences & humanities	- - - - -	- - - - -
	7484	Other business activities	- - - - -	- - - - -

> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.

Section 2: Details of Officers of the Company

**Current details**

**Amended details**

> **Company Secretary**

*If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Name**  
Dr Paul Anthony LEONARD

**Address**  
52 Julien Road  
London  
W5 4XA

*Particulars of a new Company Secretary must be notified on form 288.*

**Name**  
\_\_\_\_\_  
**Address**  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
**UK Postcode** \_ \_ \_ \_ \_  
**Date of change** \_ \_ / \_ \_ / \_ \_ \_ \_  
**Date Dr Paul Anthony LEONARD**  
**ceased to be secretary (if applicable)**  
\_ \_ / \_ \_ / \_ \_ \_ \_

> **Director**

*If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Name**  
Sir James David Francis BARNES  
CBE F INST D CBIM

**Address**  
Fipps Cottage  
Witheridge Hill  
Henley On Thames  
Oxfordshire  
RG9 5PE

**Date of birth** 04/03/1936

**Nationality** British

**Occupation** Company Director

*Particulars of a new Director must be notified on form 288.*

**Name**  
\_\_\_\_\_  
**Address**  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
**UK Postcode** \_ \_ \_ \_ \_  
**Date of birth** \_ \_ / \_ \_ / \_ \_ \_ \_  
**Nationality** \_\_\_\_\_  
**Occupation** \_\_\_\_\_  
**Date of change** \_ \_ / \_ \_ / \_ \_ \_ \_  
**Date Sir James David Francis BARNES**  
**CBE F INST D CBIM ceased to be**  
**director (if applicable)** 04 / 07 / 2000

> **Director**

*If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Name**  
Henry James CARR

**Address**  
28 Bradbourne Street  
London  
SW6 3TE

**Date of birth** 31/03/1958

**Nationality** British

**Occupation** Barrister

*Particulars of a new Director must be notified on form 288.*

**Name**  
\_\_\_\_\_  
**Address**  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
**UK Postcode** \_ \_ \_ \_ \_  
**Date of birth** \_ \_ / \_ \_ / \_ \_ \_ \_  
**Nationality** \_\_\_\_\_  
**Occupation** \_\_\_\_\_  
**Date of change** \_ \_ / \_ \_ / \_ \_ \_ \_  
**Date Henry James CARR** **ceased to be**  
**director (if applicable)**  
\_ \_ / \_ \_ / \_ \_ \_ \_

	Current details	Amended details
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Sir William Martin CASTELL</p> <p><b>Address</b>                      Barton Hatch Stoneswood Road                      Limpsfield Chart                      Oxted                      Surrey                      RH8 0QY</p> <p><b>Date of birth</b> 10/04/1947</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director</p>	<p>Name</p> <hr/> <p>Address</p> <hr/> <hr/> <p>UK Postcode _____</p> <p>Date of birth ____ / ____ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change ____ / ____ / _____</p> <p>Date Sir William Martin CASTELL ceased to be director (if applicable)</p> <p>____ / ____ / _____</p>

<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Michael Frederick FLINT</p> <p><b>Address</b>                      62 Onslow Gardens                      London                      SW7 3QB</p> <p><b>Date of birth</b> 07/05/1932</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Solicitor</p>	<p>Name</p> <hr/> <p>Address</p> <hr/> <hr/> <p>UK Postcode _____</p> <p>Date of birth ____ / ____ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change ____ / ____ / _____</p> <p>Date Michael Frederick FLINT ceased to be director (if applicable)</p> <p>____ / ____ / _____</p>
--	---	--

<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Ian Alexander HARVEY</p> <p><b>Address</b>                      Tangle Wood Cobham Road                      Fetcham                      Leatherhead                      Surrey                      KT22 9SJ</p> <p><b>Date of birth</b> 02/02/1945</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director Chief Executive</p>	<p>Name</p> <hr/> <p>Address</p> <hr/> <hr/> <p>UK Postcode _____</p> <p>Date of birth ____ / ____ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change ____ / ____ / _____</p> <p>Date Ian Alexander HARVEY ceased to be director (if applicable)</p> <p>____ / ____ / _____</p>
--	--	---

	Current details	Amended details
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Christopher MORCOM</p> <p><b>Address</b>                      25 Saint Peters Road                      St Margarets                      Twickenham                      TW1 1QY</p> <p><b>Date of birth</b> 04/02/1939</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister</p>	<p>Name</p> <hr/> <p>Address</p> <hr/> <hr/> <p>UK Postcode - - - - -</p> <p>Date of birth - - / - - / - - - -</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change - - / - - / - - - -</p> <p>Date Christopher MORCOM ceased to be director (if applicable)</p> <p>- - / - - / - - - -</p>

<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Jeremy Alan Watkin STRACHAN</p> <p><b>Address</b>                      16 Lonsdale Road                      Barnes                      London                      SW13 9EB</p> <p><b>Date of birth</b> 14/12/1944</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister/Company Director</p>	<p>Name</p> <hr/> <p>Address</p> <hr/> <hr/> <p>UK Postcode - - - - -</p> <p>Date of birth - - / - - / - - - -</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change - - / - - / - - - -</p> <p>Date Jeremy Alan Watkin STRACHAN ceased to be director (if applicable)</p> <p>- - / - - / - - - -</p>



**Companies House**  
— for the record —

# 363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

## 1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £15.

Signature

Paul J.  
(Director / Secretary)

Date

16 / 01 / 2001

*This date must not be earlier than the return date at 2 below*

### What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

## 2. Date of this return

This AR is made up to **12/12/2000** If you are making this return up to an earlier date, please give the date here

— / — / — — —

*Note: The form must be delivered to CH within 28 days of this date*

## 3. Date of next return

If you wish to change your next return to a date earlier than **12th December 2001** please give the new date here:

— / — / — — —

## 4. Where to send this form

Please return this form to:  
Registrar of Companies  
Companies House  
Crown Way  
Cardiff CF14 3UZ

OR

For members of the Hays Document  
Exchange service  
DX 33050 Cardiff

**Have you enclosed the filing fee with the company number written on the reverse of the cheque?**

Cheque  Postal Order  Cheque / Postal Order  
Number 002075

*(Please complete as appropriate)*

## Contact Address

Please give the name and address of the person who should be contacted if there are any queries about this form.

Contact Name

SUE HANSTED

Telephone number *inc code*

020 753 4849

Address

INTELLECTUAL PROPERTY INSTITUTE

DX number *if applicable*

SUITE 15-17, OUTER TEMPLE

DX exchange

222-225 STRAND, LONDON

Postcode

WC2R 1BA





Companies House  
— for the record —

# 288a

Please complete in typescript,  
or in bold black capitals.

CHFP000

## APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number

1557489

Company Name in full

THE INTELLECTUAL PROPERTY INSTITUTE

Date of appointment: Day 04, Month 07, Year 2000  
 †Date of Birth: Day 19, Month 18, Year 1937

### Appointment form

Appointment as director  as secretary

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

NAME \*Style / Title

\*Honours etc

Notes on completion appear on reverse.

Forename(s)

WILLIAM ROBERT

Surname

CORNISH

Previous Forename(s)

Previous Surname(s)

Usual residential address

26, STOREY'S WAY

Post town

CAMBRIDGE

Postcode

CB3 0DT

County / Region

Country

UK

†Nationality

BRITISH

†Business occupation

PROFESSOR

†Other directorships (additional space overleaf)

MODERN LAW REVIEW LTD

Consent signature

I consent to act as \*\* director / secretary of the above named company

*W. Cornish*

Date

30.12.2000

\* Voluntary details.  
† Directors only.  
\*\*Delete as appropriate

A director, secretary etc must sign the form below.

Signed

*[Signature]*

Date

16.01.2001

(\* director / secretary / administrator / administrative receiver / receiver manager / receiver)

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

SUE HANSTON, 1PI, SUITE 15-17 OUTER TEMPLE  
 222-225 STRAND, LONDON WC2R 1BA  
 Tel 0207353-4849  
 DX number                      DX exchange



A39 \*AFARZXDZ\* 0485  
COMPANIES HOUSE 17/01/01

Form revised July 1998

rge

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
 for companies registered in England and Wales or  
 Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
 for companies registered in Scotland DX 235 Edinburgh

**Company Number**

† Directors only.

† Other directorships

**NOTES**

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

**Other directorships.**

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.



Companies House  
— for the record —

# 287

## Change in situation or address of Registered Office

Please complete in typescript,  
or in bold black capitals.

CHFP000

Company Number

1557489

Company Name in full

THE INTELLECTUAL PROPERTY INSTITUTE

## New situation of registered office

### NOTE:

The change in the situation of the registered office does not take effect until the Registrar has registered this notice.

For 14 days beginning with the date that a change of registered office is registered, a person may validly serve any document on the company at its previous registered office.

PO Box numbers only are not acceptable.

Address

1ST FLOOR, 36 GREAT RUSSELL STREET

Post town

LONDON

County / Region

Postcode

WC1B 3QB

Signed

Date

25/4/01

† Please delete as appropriate.

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

† a director / secretary / administrator / administrative receiver / liquidator / receiver manager / receiver

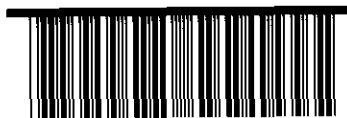
PAUL LEONARD

1/F, 1ST FLOOR, 36 GREAT RUSSELL STREET,

LONDON WC1B 3QB, Tel 020 7436 3040.

DX number

DX exchange



A31 \*A903G069\* Q471  
COMPANIES HOUSE 27/04/01

Form revised June 1998

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ** DX 33050 Cardiff  
for companies registered in England and Wales

or

**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**

for companies registered in Scotland

**DX 235 Edinburgh**



**THE INTELLECTUAL PROPERTY INSTITUTE**

**REPORT AND ACCOUNTS**

**31 MARCH 2001**



	Page No.
Company information	1
Report of the governors	2
Statement of governors' responsibilities	4
Accountants' report	5
Statement of financial activities	6
Balance sheet	7
Notes to the financial statements	8

**Governors**

Mr Ian Harvey, Chairman  
Mr Henry Carr QC  
Sir William Castell  
Professor William Cornish QC  
Mr Michael Flint  
Mr Christopher Morcom QC  
Mr David Rouse  
Dr Stephen C Smith  
Mr Jeremy Strachan

**Secretary**

Dr Paul Leonard

**Registered office**

1<sup>st</sup> Floor, 36 Great Russell Street  
London WC1B 3QB

**Reporting accountants**

Richard Hewson & Co.  
Chartered Accountants  
21 Corner Green  
Blackheath  
London SE3 9JJ

**Charity Registration Number**

283150

**Solicitors**

Denton Wilde Sapte  
5 Chancery Lane  
Cliffords Inn  
London EC4A 1BU

**The Intellectual Property Institute**  
**Report of the governors**  
**on the financial statements for the year ended 31 March 2001**

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The governors present their report, together with financial statements, for the year ended 31 March 2001.

**Objects and principal activity of the charity**

The charity is constituted as a company limited by guarantee and is, therefore, governed by a memorandum and articles of association.

The charity's object and its principal activity continue to be to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world.

**Report on activities for the year ended 31 March 2001**

Despite a small drop in subscription income, our overall financial position remains healthy. We made a surplus this year, which was helped by more efficient banking arrangements.

Over the year, we have initiated research into the business and economic effects of business method patents; TRIPs (access to genetic resources and the implications for sustainable agriculture); and the social and economic effects of counterfeiting. We have not yet found a suitable research team to address our planned work on copyright in the digital environment, but we fully intend to carry this out.

The Business method patents work is being carried out by Robert Pitkethly at Oxford University and Bob Hart, who contributed so much to our work on software patents for the European Commission (published this year). Michael Blakeney at Queen Mary and Westfield College, London is leading the TRIPs work. Puay Tang, from the Science Policy Research Unit at Sussex University is working with us on the counterfeiting study.

With the exception of the counterfeiting work, each research project is being pursued on the basis of part funding (approximately 30%) from the Institute, with government sources providing the remaining funds. The counterfeiting study is a one-off piece of contract research, wholly paid for by the Institute.

We have run a series of seminars, including those in collaboration with the British Literary and Artistic Copyright Association, the Royal Society of Chemistry and the British Screen Advisory Council. The annual Stephen Stewart Memorial Lecture, given by Judge David Edward of the European Court of Justice, was a particular highlight.

An IPI web site is now up and running and it has quickly improved our external communications.

Apart from continuing to address the research projects referred to above, we plan to develop new landscape research proposals to be initiated in 2001/2002. These will continue to take the form of part and wholly funded projects, with an increase in the latter. It is hoped that

**The Intellectual Property Institute**  
**Report of the governors**  
**on the financial statements for the year ended 31 March 2001**

---

resources for these "one-off" projects can be gleaned from additional external sources (industry) as well as existing IPI funds.

It will be a priority for the coming year to increase the Institute's resource base and to attract new corporate members. This will increase the Institute's income and allow us to expand our activities.

### **Governors and trustees**

The governors who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

On 15 May 2000, David Rouse was appointed as a governor. On 4 July 2000, John Reid resigned and Paul Leonard was elected as secretary, David Barnes and Jonathan Davies retired and William Cornish and Stephen Smith were elected as governors.

The names of the current governors are listed on page 1.

### **Cash flow statement**

In the opinion of the governors the company qualifies as a small company and as such no cash flow statement has been prepared.

### **Accountants**

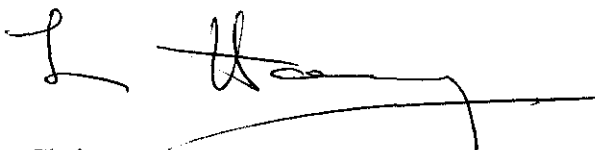
Richard Hewson & Co., Chartered Accountants, replaced Hugill during the year and have indicated that they are willing to be reappointed at the forthcoming annual general meeting.

### **Exemption statement**

In preparing the above report, the governors have taken advantage of the special exemptions applicable to small companies.

For the financial year ended 31 March 2001, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2) each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,



Mr Ian Harvey, Chairman  
18 July 2001



Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the company's affairs and of the surplus or deficit of the company for that year. In preparing those financial statements the governors are required to:

select suitable accounting policies and then apply them consistently;

make judgements and estimates that are reasonable and prudent;

state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the company and to enable them to ensure the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

We report on the financial statements for the year ended 31 March 2001 set out on pages 6 to 10.

**Respective responsibilities of governors and reporting accountants**

As described on page 7 the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

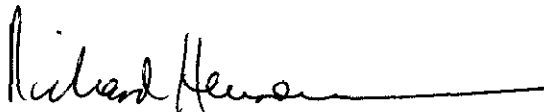
**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion:

- (a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985;
- (b) having regard only to, and on the basis of, the information contained in those accounting records:
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1).



**Richard Hewson & Co.**  
Chartered Accountants  
Reporting Accountants

21 Corner Green  
Blackheath  
London SE3 9JJ

18 July 2001

The Intellectual Property Institute  
Statement of financial activities  
for the year ended 31 March 2001

	Notes	2001 £	2000 £
<b>Income and Expenditure</b>			
Income resources		189,067	197,963
<b>Resources expended</b>			
Direct charitable expenditure		(140,932)	(164,558)
Other expenditure - Management and administration of the charity		<u>(26,686)</u>	<u>(19,758)</u>
<b>Net incoming resources before taxation</b>	2	21,449	13,647
Tax on incoming/(outgoing) resources		—	—
<b>Net surplus for the year</b>	7	<u>21,449</u>	<u>13,647</u>

All of the above derives from continuing activities.

**Total recognised gains and losses**

The company has no recognised gains or losses other than the above for the current and previous years.

*The notes on pages 8 to 10 form part of these financial statements.*

The Intellectual Property Institute  
Balance Sheet  
31 March 2001

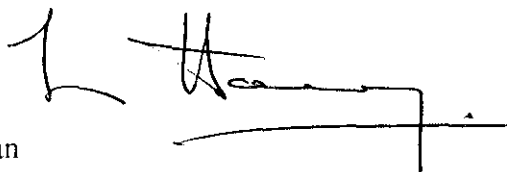
	Notes	2001	2000
		£	£
<b>Fixed assets</b>			
Tangible fixed assets	4	7,324	6,052
<b>Current assets</b>			
Debtors	5	54,096	102,094
Cash at bank and in hand		<u>97,820</u>	<u>30,034</u>
		151,916	132,128
<b>Creditors</b>			
Amounts falling due within one year	6	<u>(22,365)</u>	<u>(22,754)</u>
<b>Net current assets</b>		<u>129,551</u>	<u>109,374</u>
<b>Total assets less current liabilities</b>		<u>136,875</u>	<u>115,426</u>
<b>Capital and reserves</b>			
Unrestricted funds		<u>136,875</u>	<u>115,426</u>
<b>Total funds</b>	7	<u>136,875</u>	<u>115,426</u>

The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985.

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and the financial statements give a true and fair view of the state of affairs of the company as at 31 March 2001 and of its result for the year then ended in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and the Statement of Recommended Practice No. 2 (Accounting by Charities).

The financial statements were approved by the Board of Governors on 18 July 2001 and signed on its behalf:



Mr Ian Harvey, Chairman

*The notes on pages 8 to 10 form part of these financial statements*



<b>4</b>	<b>Tangible fixed assets</b>		Office equipment £
	<b>Cost</b>		
	At 1 April 2000		25,350
	Additions		<u>3,714</u>
	At 31 March 2001		<u>29,064</u>
	<b>Depreciation</b>		
	At 1 April 2000		19,298
	Charge for year		<u>2,442</u>
	At 31 March 2001		<u>21,740</u>
	<b>Net book values</b>		
	At 31 March 2001		<u>7,324</u>
	At 31 March 2000		<u>6,052</u>
		<b>2001</b>	<b>2000</b>
		<b>£</b>	<b>£</b>
<b>5</b>	<b>Debtors</b>		
	Trade debtors	25,881	78,128
	Other debtors	<u>28,215</u>	<u>23,966</u>
		<u>54,096</u>	<u>102,094</u>
<b>6</b>	<b>Creditors: Amounts falling due within one year</b>		
	Trade creditors	5,755	8,996
	Other creditors	<u>16,610</u>	<u>13,758</u>
		<u>22,365</u>	<u>22,754</u>
<b>7</b>	<b>Reconciliation of movements in charity's funds</b>		
	Surplus for the year	21,449	13,647
	Opening funds of the charity	<u>115,426</u>	<u>101,779</u>
	Closing funds of the charity	<u>136,875</u>	<u>115,426</u>

**8 Transactions with governors**

There were no transactions with or for governors during the year.

£5,000 was paid to the University of Sheffield for the release of John Adams from part of his duties as Professor at the University for the year ended 31 March 2000.

**9 Charitable status**

The Intellectual Property Institute is a company limited by guarantee incorporated otherwise than for profit and is a registered charity.

**10 Liability of members**

As the company is limited by guarantee (having no share capital), every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum of Association. At March 2001 there were 24 members (2000 - 23).



Companies House

— for the record

15 DEC 2000

# 288a

## APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Please complete in typescript,  
or in bold black capitals.

CHFP000

Company Number

1557489

Company Name in full

THE INTELLECTUAL PROPERTY INSTITUTE

Date of  
appointment

Day Month Year  
04 07 2000

†Date of  
Birth

Day Month Year  
06 08 1943

Appointment  
form

Appointment as director

as secretary

Please mark the appropriate box. If appointment is  
as a director and secretary mark both boxes.

NAME

\*Style / Title

DR

\*Honours etc

Notes on completion  
appear on reverse.

Forename(s)

STEPHEN

Surname

SMITH

Previous  
Forename(s)

Previous  
Surname(s)

Usual residential  
address

NEW FARM, CHELFORD ROAD, TWEMLOW GREEN  
MOLMES CHAPEL

Post town

CREWE

Postcode

CW4 8BS

County / Region

CHESHIRE

Country

UK

†Nationality

BRITISH

†Business occupation

PATENT ATTORNEY

†Other directorships  
(additional space overleaf)

TRADE MARKS, PATENTS AND DESIGNS FEDERATION

Consent signature

I consent to act as \*\* director / secretary of the above named company

Date

10 Jan 2001

A director, secretary etc must sign the form below.

Signed

Date

10.01.2001

(\*Director / secretary / administrator / administrative receiver / receiver manager / receiver)

Please give the name, address,  
telephone number and, if available,  
a DX number and Exchange of  
the person Companies House should  
contact if there is any query.

SUE HANSTAD, 1PI, SUITE 15-17 OUTER TEMPLE,

222-225 STRAND, LONDON, WC2R 1SA

Tel 020-7353 4849

DX number

DX exchange

When you have completed and signed the form please send it to the  
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
or companies registered in England and Wales or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland DX 235 Edinburgh



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A43  
COMPANIES HOUSE  
COMPANIES HOUSE

0710  
15/01/02  
21/12/01

Th

Form revised July 1998



**Company Number**

† Directors only.

† Other directorships


**NOTES**

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

**Other directorships.**

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.



**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 MARCH 2002**



A50  
COMPANIES HOUSE

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0177  
29/07/02

**The Intellectual Property Institute  
Contents**

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Statement of financial activities	11
Balance sheet	12
Notes to the financial statements	13

**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981.

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM.

**Governors**

Mr Ian Harvey, Chairman  
Mr Henry Carr QC  
Sir William Castell  
Professor William Cornish QC  
Mr Michael Flint  
Mr Christopher Morcom QC  
Mr David Roberts – elected 17.07.01  
Mr David Rouse – retired 18.07.01  
Dr Stephen C Smith  
Mr Jeremy Strachan – retired 18.07.01

**Secretary**

Dr Paul Leonard

**Registered office**

1<sup>st</sup> Floor, 36 Great Russell Street  
London WC1B 3QB

**Reporting accountants**

Richard Hewson & Co.  
Chartered Accountants  
21 Corner Green  
Blackheath  
London SE3 9JJ

**Charity Registration Number**

283150

**Solicitors**

Denton Wilde Sapte  
5 Chancery Lane  
Cliffords Inn  
London EC4A 1BU

The governors present their report and the financial statements for the year ended 31 March 2002.

### **Objects and principal activity of the charity**

The charity's object and its principal activity continue to be to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research fundings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

### **Results**

The statement of financial activities shows a deficit for the year of £11,025. Income (none of which was restricted to specific projects) was substantially down on the previous year, for two prime reasons: the loss of a major subscriber, and the fact that the previous year's income included compensation from GMS Estates (£15,000) for our move from Outer Temple.

### **Report on activities for the year ended 31 March 2002**

The year has seen major developments on the intellectual property scene within the government advisory structures, the research councils and academe. These include the establishment of the Intellectual Property Advisory Committee (IPAC); the first report and conference from the Commission on Intellectual Property Rights (CIPR); and the establishment of the SCRIPT Centre at Edinburgh University (for studies in intellectual property and technology law). There has also been increased interest from the economics community in pursuing research into the social and economic effects of intellectual property law and practice.

These developments have provided the Institute with an opportunity to raise its profile as a source of support and advice in each arena.

- We have commissioned (through the Oxford Intellectual Property Research Centre) scoping studies for IPAC, outlining current research activities in industrial and intellectual property law (patents, trade marks, designs and copyright). This will be followed up with a similar report covering economic and business-related research.
- Our work on the issue of access to medicines has been tailored to meet the needs of the CIPR, following their conference (see research section below).

- The IPI Director is a member of the SCRIPT Advisory Board, and we are already working with the centre on copyright-related research.
- Since the beginning of this year, the Institute has been involved with academics at the LSE (Centre for Economic Performance) to investigate how the IP and economics research communities can address major issues of common interest most effectively. A discussion meeting held in April this year will, we hope, lay the foundations for effective research co-operation in the future.

An internal development worthy of mention here concerns the editorship of the IP Quarterly, which has changed hands, with Dr Margaret Llewelyn taking over from Professor John Adams. The Institute is also considering how to improve the marketing of the organ, even though sales have increased by 100% over the past four years. As an immediate step, the Institute has established a direct link from its web site to the ordering facilities at our publishers, Sweet & Maxwell, and we will soon take a more active part in advertising the journal.

Finally, to improve marketing of the IPI itself, we have a new brochure that contains general information on who we are and what we do. We will naturally disseminate this as widely as possible.

### Events

The **spring** of last year saw the Institute involved in a very diverse series of events. Following an interview with the World Service addressing intellectual property rights in developing countries, the Institute contributed to a Technology Education Network teaching video, with a piece looking specifically at business method patents. The approach from the network was prompted by the Institute's research for the European Commission on software protection. This has received much coverage, and has been widely quoted by the Commission following their consultation on the issue.

The IPI Director gave a presentation to the Royal Institute for International Affairs at Chatham House, on the subject of Asia Technology Markets and, specifically, the role of intellectual property protection in exploiting and developing those markets. This was followed by a presentation on the work of the Institute to a large group of chemical and pharmaceutical industry patent managers at BP's offices in Sunbury. Another presentation was to follow at the Anti-Counterfeiting Group's Annual Conference in London, on the Institute's research priorities and the need for high quality, independent research in general. Spring also saw an IPI seminar on the Law of Equivalents and its Equivalents by Trevor Cook at Bird and Bird. Under the Chairmanship of John Adams, the seminar was very well attended and received. For the first time, the Institute was present at the Ivor Novello awards held at the Grosvenor House Hotel, London, in May. This reflected an increasingly close and productive relationship with the music industry through British Music Rights. BMR has been, and continues to be, influential in guiding and contributing to the Institute's work on copyright, which assumed a high profile throughout the year.

Summer saw an IPI debate on the future of national trade mark laws in the European Union, under the chairmanship of The Hon. Mr. Justice Neuberger. Evie Kyriakedes (Mars Inc.) and Christopher Morcom QC were the protagonists for and against the motion. The event was held at Clifford Chance, and followed The Hon. Mr. Justice Laddie's controversial Burrell Lecture on the same topic. On 26<sup>th</sup> June, the IPI Director took another opportunity to meet senior industry IP professionals at a Patents Panel meeting of the Chemical Industries Association. This provided an opportunity to gain information on industry patent-related priority issues, and to apprise the group on the Institute's work in relation to them. The timing was particularly significant, since the relatively quiet summer period provides the IPI office with the chance to develop its annual Landscape Research Proposals, published in August.

The Institute held four major events in the autumn, including the annual BLACA / IPI seminar, which focused on Implementing the Copyright Directive. As usual, Theodore Goddard hosted the proceedings, under the chairmanship of Roger Wyand QC. Speakers included Toby Bainton (Society of College, National and University Libraries), Anthony Murphy (Patent Office), Nigel Parker (British Music Rights), Heather Rosenblatt (ALCS), and Julie Samnadda from the European Commission. The seminar was notable for providing a great insight into the difficulties that face national government officials in translating EU proposals into workable law.

The 2001 Stephen Stewart Memorial Lecture was held in October, and given by Professor Jane Ginsburg of Columbia University. Her lecture, "Berne without Borders – Geographic Indiscretion and Digital Communications" maintained the high standards that distinguish this annual event. In the chair was The Hon. Mr. Justice Pumfrey and, for the second year running, Slaughter and May provided an excellent venue and hospitality. Professor Ginsburg outlined the development of the Berne Convention, tracing the impact of late nineteenth century new technologies on copyright law, to modern-day challenges in the digital era.

Last year also saw the re-emergence of the IP Forum after something of an hiatus. The event, entitled "Copyright – Whose Flexible Friend in the Information Society?", examined two themes. Firstly, recent developments in US copyright law and their impact on Europe. Secondly, the provisions for reprographic and e-licensing by collective administration. The timing for the Forum could not have been better, given the then current action in the Copyright Tribunal between the CVCP and the CLA. Speakers at the Forum included Vanessa Marsland (Clifford Chance), Professor Chris Reed (QMW), Mr. Chris Barlas (Rightscom) and Dr Uma Suthersanen (QMW). Under the guiding hand of The Hon. Mr. Justice Jacob, the Forum discussion was led by panelists Professor David Vaver (Oxford), Mr. Jack Black, Mr. Henry Carr QC, and Mr. Anthony Murphy (Patent Office).

The Institute held a very productive discussion evening in association with the IP Awareness Group and chaired by Ian Harvey, on "Valuing IP – Does the Market Get it Right?". This was intended to raise awareness among City investors and analysts of the contribution that IP makes to a company's value and future competitiveness. Joining Ian on the speaking platform were David Rosenberg (GSK), John Beckerleg (Allied Domecq), Rupert Perry (Thorn EMI), Patrick Yau (CSFB) and Anthony Murphy from the Patent Office. The evening resulted in the development of a set of questions, which should be seriously considered by company executives and City analysts in order to understand the value of corporate IP assets, and to manage those assets effectively. These will be published and disseminated widely by the Institute throughout 2002.

Other notable events during the autumn included: a joint seminar, held in association with the Regional Studies Association, on valuing IP assets within the learned societies; a presentation to the Industrial Advisory Board at Bristol University on the activities of the IPI; the Pfizer Innovation Awards at the Science Museum; and Professor Michael Blakeney's Inaugural Lecture at Queen Mary's College, all of which provided IPI with an opportunity to raise its profile, establish new contacts and disseminate information on its activities.

The **winter** period has seen three events of significance to the Institute, all of which have been referred to above. Firstly, the new Centre for Studies in Intellectual Property and Technology Law (SCRIPT) was launched at Edinburgh. The new centre has been backed by a grant from the Arts and Humanities Research Board, and brings new resource to the IP research community. Secondly, the DfID Commission on Intellectual Property Rights held its first conference to discuss IP rights and the economies of developing countries. The Institute was pleased to note that although many thorny issues continue to be unresolved between industry, legislators and NGOs, the tone of discussions is markedly less polarised than has been the case. The event was useful in informing research currently being undertaken by the Institute (see research section below). Thirdly, the government's Intellectual Property Advisory Committee held a meeting at which IPI was represented and its study on the current status of IP research presented. Naturally, the Institute will continue to do all it can to support the work of the committee: further studies on research activities in economics and business-related areas will be pursued through the Oxford IP Research Centre.

## **Research**

### *Copyright in the Digital Environment*

Hector MacQueen's group at Edinburgh has made substantial progress on the initial study to scope the current situation regarding copyright regimes across various jurisdictions, and to identify where significant discrepancies in the treatment of copyright exist (and the consequences thereof). Although this will not be limited to the EU, the work will inform the proposed further study on exceptions to copyright contained in the EU Directive.



### *Access to Medicines*

Costas Vaitsas and Rachele Harris, two young researchers from SPRU, have undertaken a review of existing research concerning access to medicines, and to draw out and collate key facts that can be supported by strong, empirical data. The aim of the work will be to formulate a single publication that outlines the issues involved in this complex area, and to provide a platform of knowledge and supportable fact to help address them as the debate continues. Messages and recommendations emanating from the work will be widely disseminated and, specifically, to the DfID Commission on Intellectual Property Rights.

### *The Social and Economic Effects of Counterfeiting*

The study published last year on the Social and Economic Effects of Counterfeiting will, we hope, be followed up by more in-depth research into some of the key issues raised in the report. The Institute is seeking corporate backing to carry this out.

### *Grace Periods*

IPI responded to the government consultation on grace periods this year, having planned to start a research project examining the litigation costs associated with the system and particularly the effects on SMEs and start-up companies. The urgency to respond to the government consultation meant that it took priority over any detailed research at the time. A draft response to the consultation was circulated to IPI members in mid April, with a final submission to the Patent Office / IPAC made at the end of April.

### *Gauging the Impact of IP on Company Performance*

Since summer last year the Institute has been in talks with the DTI to investigate the possibility of establishing an "IP Scoreboard", akin to that which exists for R&D. The response to the proposal has been positive, and the DTI is working with Company Reporting (who gather the data for the R&D Scoreboard) to see what will be possible. This is an on-going project that will, we hope, start in September this year, almost certainly on a small scale, to include only a selection of companies, before being more widely implemented.

Our second project in this area will be, at least in part, addressed by our follow-up to the event we held in October last year with City analysts, "Valuing IP – Does the Market get it Right" (see events listed above). We have now drafted the proof for a leaflet summarising key considerations for company executives and analysts to help gauge the value of corporate IP, and to promote effective IP asset management. When finalised, it will be widely disseminated through the appropriate channels (trade bodies in particular).

## **Augmenting and Disseminating External Research Initiatives**

### *Technology and IP Rights in Japan*

Having had a successful visit to Japan, Dr Ruth Taplin has made great progress on this work. After an internal review of the work, the Institute plans to publish in the autumn of this year. The assistance given to Dr Taplin by BTG in the form of general advice and facilitating contacts in Japanese industry has proved extremely valuable.

### *The Value of Intellectual Property*

As planned, the Institute has contacted Dr Stefan Szymanski at Imperial College, London, to offer support for his work on valuing IP across various industry sectors. Tangible help has been given through his colleague, Maria Pereira, who has visited the Institute and received advice from senior pharmaceutical patent specialists as a result. Dr Szymanski has been offered any further help he needs, including assistance with publication / dissemination of the results or key messages.

### *The Patent Use Exemption*

Trevor Cook (Bird and Bird) has agreed to draft a paper on this topic for the Institute, drawing on the work that Clifford Chance undertook on behalf of Glaxo Wellcome (as was). The work is in hand, but no target completion date has yet been agreed. The work will be broader than the subject matter of the GW paper, which concentrated on the exemption as it related to clinical trials. The Institute is grateful to GlaxoSmithKline for their help and co-operation on this project.

## **The Business Implication of Business Method Patents**

This work has proceeded almost to schedule and is extremely promising. Bob Hart (consultant) and Dr Robert Pitkethly (Oxford) have visited the USA to conduct extensive structured interviews with key people involved in the patenting of business methods (visits were made to New York, Washington, DC and San Francisco). The interviews were conducted with representatives from large electronics/software companies, small "dot.com" enterprises, academic experts from a range of universities (NYU, Columbia, George Washington University, and the University of California), the USPTO and lawyers involved in key decisions (e.g. the State Street Bank case). The work has included a review of the positions taken by the USPTO, the EPO and the JPO in the Tri-Lateral Agreement statement that was issued in June 2000. The team is currently undertaking a further consultative phase to make a comparative UK/US assessment, and to augment the findings of the UK Patent Office consultations on the issue.

### **European Sustainable Agriculture: the Role of IP Rights**

This proposal, which sought to investigate the conservation and use of the germplasm, and the diffusion of technologies important to sustainable agriculture, has not yet taken off. There is little doubt (following the proceedings of the CIPR conference held in February this year) that this research would be of direct benefit to DfID. The Institute is currently considering how best to take this forward.

In general, the events and research programmes have proceeded well this year, with a number of outstanding successes. The Institute will seek increased funding over the coming year to enable it to extend its activities, and build upon this success.

### **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. However, the management of the Institute recognises the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months operations (currently, £36,000). At the year end, 31 March 2002, the Institute's free reserves were £119,223 (not including fixed assets). For the coming year, we expect to reduce our level of free reserves by approximately £40,000, reflecting a greater financial commitment to research projects. Our free reserves are thus expected to be in excess of the £36,000 minimum requirement at year end 31 March 2003.

### **Governors and trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

### **Governors' responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

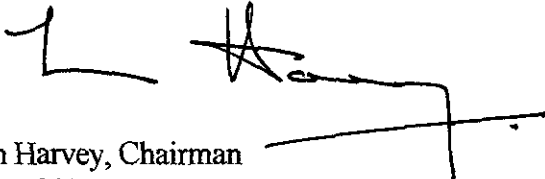
**Reporting accountants**

Richard Hewson & Co., Chartered Accountants, have indicated that they are willing to be reappointed at the forthcoming annual general meeting.

**Exemption statement**

For the financial year ended 31 March 2002, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2) each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,

A handwritten signature in black ink, appearing to read 'Ian Harvey', is written over a horizontal line. The signature is stylized and extends to the right of the line.

Mr Ian Harvey, Chairman  
19 July 2002

**Accountants' report to the members  
on the unaudited financial statements of  
The Intellectual Property Institute**

---

We report on the financial statements for the year ended 31 March 2002 set out on pages 11 to 17.

**Respective responsibilities of governors and reporting accountants**

As described on page 8 the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

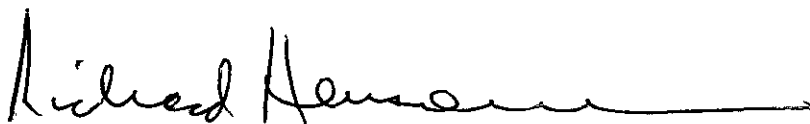
**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion:

- (a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985;
- (b) having regard only to, and on the basis of, the information contained in those accounting records:
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1).



**Richard Hewson & Co.**  
Chartered Accountants  
Reporting Accountants

21 Corner Green  
Blackheath  
London SE3 9JJ

19 July 2002

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2002**

		Unrestricted Funds	
	Notes	2002 £	2001 £
<b>Incoming resources</b>			
Donations and subscriptions		112,930	135,413
Activities to further the charity's objects	2	16,308	35,934
Bank interest		3,697	2,720
Other income – compensation re lease		-	15,000
		<hr/>	<hr/>
<b>Total incoming resources</b>		<u>132,935</u>	<u>189,067</u>
<b>Resources expended</b>			
Charitable expenditure	3	128,414	140,932
Management and administration	3	<u>15,546</u>	<u>26,686</u>
<b>Total resources expended</b>		<u>(143,960)</u>	<u>(167,618)</u>
<b>Net (resources expended) incoming resources</b>			
<b>- net (deficit) income for the year</b>	4	(11,025)	21,449
<b>Total funds at 1 April 2001</b>		<u>136,875</u>	<u>115,426</u>
<b>Total funds at 31 March 2002</b>		<u><u>125,850</u></u>	<u><u>136,875</u></u>

*The notes on pages 13 to 17 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
31 March 2002**

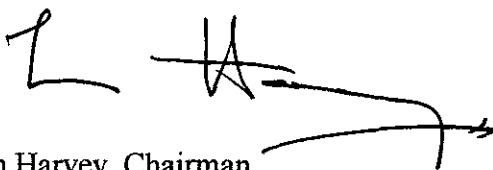
	Notes	Unrestricted funds	
		2002	2001
		£	£
<b>Fixed assets</b>			
Tangible fixed assets	7	6,627	7,324
<b>Current assets</b>			
Debtors	8	19,563	54,096
Cash at bank and in hand		<u>104,453</u>	<u>97,820</u>
<b>Total current assets</b>		124,016	151,916
<b>Creditors</b>			
Amounts falling due within one year	9	<u>(4,793)</u>	<u>(22,365)</u>
<b>Net current assets</b>		<u>119,223</u>	<u>129,551</u>
<b>Net assets</b>		<u>125,850</u>	<u>136,875</u>
Unrestricted funds		<u>125,850</u>	<u>136,875</u>
<b>Total funds</b>		<u>125,850</u>	<u>136,875</u>

The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985.

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and the financial statements give a true and fair view of the state of affairs of the company as at 31 March 2002 and of its result for the year then ended in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board of Governors on 19 July 2002 and signed on its behalf:



Mr Ian Harvey, Chairman

*The notes on pages 13 to 17 form part of these financial statements*

**1 Accounting policies**

- (a) The financial statements have been prepared under the historical cost convention, in accordance with the financial Reporting Standard for Smaller Entities (effective March 2000) and the Companies Act 1985 and follow the recommendations in "Accounting and Reporting by Charities : Statement of Recommended Practice" issued in October 2000.
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from activities to further the charities' objects and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows:  
Charitable expenditure – 90%  
Management and administrative expenditure – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed at 25% per annum by the reducing balance method.
- (g) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from activities to further the charity's objects (all unrestricted)**

	2002	2001
	£	£
Conference and seminars	3,697	870
Research and study fees	-	25,345
Publications and sales	<u>12,611</u>	<u>9,719</u>
	<u>16,308</u>	<u>35,934</u>



**3 Total resources expended**

	Charitable expenditure	Management and administrative	2002 Total	2001 Total
	£	£	£	£
Conferences and seminars	2,665	-	2,665	1,587
Research and study costs	10,162	-	10,162	36,186
Publication expenses	5,525	-	5,525	3,750
Staff costs (note 5)	82,731	9,192	91,923	76,767
Rent and rates	15,247	-	15,247	11,459
Insurance	573	-	573	434
Repairs and maintenance	773	-	773	1,354
Other premises expenses	1,165	-	1,165	3,334
Telephone, fax and internet	2,501	-	2,501	3,157
Training	13	-	13	-
Postage, printing and stationery	4,001	-	4,001	3,774
Sundry expenses	212	-	212	222
Travel and subsistence	637	-	637	1,568
Consultancy fees	-	-	-	2,555
Legal and professional	-	15	15	12,199
Reporting accountants' fees	-	744	744	947
Bookkeeping	-	5,433	5,433	5,734
Office equipment depreciation	2,209	-	2,209	2,442
Bank charges	-	162	162	149
	<u>128,414</u>	<u>15,546</u>	<u>143,960</u>	<u>167,618</u>

**The Intellectual Property Institute**  
**Notes to the financial statements**  
**31 March 2002**

	2002	2001
	£	£
<b>4 Net incoming resources for the year</b>		
This is stated after charging/(crediting):		
Bank interest (received)	(3,697)	(2,720)
Reporting accountants' fees	744	947
Depreciation of fixed assets	2,209	2,442
	<u>          </u>	<u>          </u>

**5 Staff costs**

Staff costs during the year were as follows:

Wages and salaries	83,112	69,353
Social security costs	<u>8,811</u>	<u>7,414</u>
	<u>91,923</u>	<u>76,767</u>

One employee received emoluments in the range £60,001-£70,000 during the year (2001-1).

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows:

	2002	2001
	No.	No.
In activities to further the charity's objects	1	1
In administrative support	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

**6 Taxation**

The Charitable Company is exempt from corporation tax on its charitable activities.

**7 Tangible fixed assets**

	Office equipment	
	£	
<b>Cost</b>		
At 1 April 2001	29,064	
Additions	<u>1,512</u>	
At 31 March 2002	<u>30,576</u>	
<b>Depreciation</b>		
At 1 April 2001	21,740	
Charge for year	<u>2,209</u>	
At 31 March 2002	<u>23,949</u>	
<b>Net book values</b>		
At 31 March 2002	<u>6,627</u>	
At 31 March 2001	<u>7,324</u>	

	2002	2001
	£	£
<b>8 Debtors</b>		
Trade debtors	18,522	25,881
Other debtors and prepayments	<u>1,041</u>	<u>28,215</u>
	<u>19,563</u>	<u>54,096</u>

**9 Creditors: amounts falling due within one year**

Trade creditors	-	5,755
Other creditors and accruals	<u>4,793</u>	<u>16,610</u>
	<u>4,793</u>	<u>22,365</u>

**10 Commitment under operating lease**

The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires after more than five years.

**11 Transactions with governors**

There were no transactions with or for governors during the year.

**12 Liability of members**

As the company is limited by guarantee (having no share capital), every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum of Association. At March 2002 there were 22 members (2001 - 24).



Companies House

for the record

Company Name

THE INTELLECTUAL PROPERTY INSTITUTE

363s Annual Return

00 2272/15

Company Type

Private Company Limited By Guarantee Without Share Capital

Company Number

1557489

Information extracted from Companies House records on 23rd November 2002

- > Please check the details printed in blue on this statement.
> If any details are wrong, strike them through and write the correct details in the "Amended details" column.
> Please use black pen and write in capitals.

Section 1: Company details



Ref: 1557489/15/42

Table with 3 columns: Description, Current details, Amended details. Rows include: Registered Office, Register of Members, Register of Debenture Holders, Principal Business Activities.



	Current details	Amended details
<p>&gt; <b>Director.</b>  <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>  <b>Sir William Martin CASTELL</b></p> <p><b>Address</b>  <b>Barton Hatch Stoneswood Road</b>  <b>Limpsfield Chart</b>  <b>Oxted</b>  <b>Surrey</b>  <b>RH8 0QY</b></p> <p><b>Date of birth</b> 10/04/1947</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Sir William Martin CASTELL ceased to be director (if applicable)</p> <p>_ _ / _ _ / _ _ _ _</p>
<p>&gt; <b>Director</b>  <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>  <b>Professor William CORNISH</b></p> <p><b>Address</b>  <b>26 Storeys Way</b>  <b>Cambridge</b>  <b>Cambridgeshire</b>  <b>CB3 0DT</b></p> <p><b>Date of birth</b> 09/08/1937</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Professor</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Professor William CORNISH ceased to be director (if applicable)</p> <p>_ _ / _ _ / _ _ _ _</p>

	Current details	Amended details
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Michael Frederick FLINT</p> <p><b>Address</b>                      62 Onslow Gardens                      London                      SW7 3QB</p> <p><b>Date of birth</b> 07/05/1932</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Solicitor</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> Michael Frederick FLINT ceased to be director (if applicable)</p> <p style="text-align: right;">_ _ / _ _ / _ _ _ _</p>
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Ian Alexander HARVEY</p> <p><b>Address</b>                      Tangle Wood Cobham Road                      Fetcham                      Leatherhead                      Surrey                      KT22 9SJ</p> <p><b>Date of birth</b> 02/02/1945</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director Chief Executive</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> Ian Alexander HARVEY ceased to be director (if applicable)</p> <p style="text-align: right;">_ _ / _ _ / _ _ _ _</p>



	Current details	Amended details
<p>&gt; <b>Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> Christopher MORCOM</p> <p><b>Address</b> 25 Saint Peters Road St Margarets Twickenham TW1 1QY</p> <p><b>Date of birth</b> 04/02/1939</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister</p>	<p><b>Name</b></p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <p>_____</p> <p>_____</p> <p>_____</p> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> Christopher MORCOM ceased to be director (if applicable)</p> <p>_ _ / _ _ / _ _ _ _</p>
<p>&gt; <b>Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288.</p>	<p><b>Name</b> David ROBERTS</p> <p><b>Address</b> Virginia Heights Hollow Lane Virginia Water Surrey GU25 4LP</p> <p><b>Date of birth</b> 28/05/1945</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Patent Attorney Svpcorp Intel</p>	<p><b>Name</b></p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <p>_____</p> <p>_____</p> <p>_____</p> <p><b>UK Postcode</b> _ _ _ _ _</p> <p><b>Date of birth</b> _ _ / _ _ / _ _ _ _</p> <p><b>Nationality</b> _____</p> <p><b>Occupation</b> _____</p> <p><b>Date of change</b> _ _ / _ _ / _ _ _ _</p> <p><b>Date</b> David ROBERTS ceased to be director (if applicable)</p> <p>_ _ / _ _ / _ _ _ _</p>

	Current details	Amended details
<p><b>&gt; Director</b></p> <p><i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p>	<p><b>Name</b>  <b>Doctor Stephen SMITH</b></p> <p><b>Address</b>  <b>New Farm Chelford Road</b>  <b>Twemlow Green Holmes Chapel</b>  <b>Crewe</b>  <b>Cheshire</b>  <b>CW4 8BS</b></p> <p><b>Date of birth</b> 06/08/1943</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Patent Attorney</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Doctor Stephen SMITH ceased to be director (if applicable)</p> <p>_ _ / _ _ / _ _ _ _</p>
<p><i>Particulars of a new Director must be notified on form 288.</i></p>		



Companies House  
for the record

# 363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

## 1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below) I enclose the filing fee of £15.

Signature

[Handwritten Signature]  
(Director / Secretary)

Date

12 / 12 / 2002

*This date must not be earlier than the return date at 2 below*

### What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

## 2. Date of this return

This AR is made up to  
12/12/2002

If you are making this return up to an earlier date, please give the date here

\_\_ / \_\_ / \_\_\_\_

*Note: The form must be delivered to CH within 28 days of this date*

## 3. Date of next return

If you wish to change your next return to a date earlier than 12th December 2003 please give the new date here:

\_\_ / \_\_ / \_\_\_\_

## 4. Where to send this form

Please return this form to:

Registrar of Companies  
Companies House  
Crown Way  
Cardiff CF14 3UZ

OR

For members of the Hays Document  
Exchange service  
DX 33050 Cardiff

**Have you enclosed the filing fee with the company number written on the reverse of the cheque?**

## Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name

PAUL LEONARD

Telephone number *inc code*

0207 4363040

Address

1ST FLOOR

DX number *if applicable*

\_\_\_\_\_

36 GREAT RUSSELL STREET

LONDON

DX exchange

Postcode

WC1B 3QA



**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2003**



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COMPANIES HOUSE

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02/08/03

**The Intellectual Property Institute  
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**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981.

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM.

**Governors**

Mr Ian Harvey, Chairman  
Mr Henry Carr QC  
Sir William Castell  
Professor William Cornish QC  
Mr Michael Flint  
Mr Christopher Morcom QC  
Mr David Roberts  
Dr Stephen C Smith

**Secretary**

Dr Paul Leonard

**Registered office**

1<sup>st</sup> Floor, 36 Great Russell Street  
London WC1B 3QB

**Reporting accountants**

Richard Hewson & Co.  
Chartered Accountants  
21 Corner Green  
Blackheath  
London SE3 9JJ

**Charity Registration Number**

283150

**Solicitors**

Denton Wilde Sapte  
5 Chancery Lane  
Cliffords Inn  
London EC4A 1BU

The governors present their report and the financial statements for the year ended 31 March 2003.

### **Objects and principal activity of the charity**

The charity's object and its principal activity continue to be to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research fundings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

### **Results**

The statement of financial activities shows a deficit for the year of £53,648. Income (none of which was restricted to specific projects) was down by £6,000 on the previous year due to a fall in subscribers, expenditure was up by £36,000 mainly due to increased spending on research and seminars.

### **Report on activities for the year ended 31 March 2003**

This year has been another successful one for the Institute, with a vigorous programme of research and events. The following events were particular highlights.

#### *The Community Patent*

On 28 June 2002 the Institute held a joint event with the British Institute of International and Comparative Law to address the issue of the Community Patent. The Hon. Mr Justice Jacob presided over the proceedings, with superb contributions from three eminent speakers. First, Thierry Stoll (Director, DG Internal Market at the European Commission) outlined a vision for progress on this long-debated issue, leaving no doubt as to the Commission's determination to see the Community Patent become a reality. This was followed by a view of what might constitute a usable right for industry, from Mike Barlow, Head of Patents and Agreements at BP International Ltd. Finally, the Institute's Chairman of Council, Mr Henry Carr, QC, addressed a number of key aspects of litigation which would need to be addressed if the Community Patent were to be a success. The result was an excellent analysis of this important issue, from the viewpoints of the law maker, the law user, and the law practitioner.

*The Protection of Designs in the UK*

The UK registered and unregistered designs law has undergone considerable change as a result of EU Directive 98/71/EC, which was implemented in the UK in December 2001. The Institute's annual seminar held in association with the British Literary and Artistic Copyright Association (BLACA) brought delegates up to date with the changes to the law, and allowed them to consider their effect in the UK and the EU. Geoffrey Adams (Designs Protection Adviser to the Bureau of European Designers Associations) delivered an overview of the current regime for the protection of designs in the UK. This was followed by a detailed consideration of the registered Community design, by Dr Uma Suthersanen of the Queen Mary IP Research Institute, University of London. Finally, Lindsay Lane (8 New Square) presented a similar analysis of the unregistered Community design. Kevin Garnett, QC, of Hogarth Chambers, chaired the event and moderated the day's discussion.

*The Stephen Stewart Memorial Lecture 2002*

Professor Sam Ricketson of Melbourne University delivered the 2002 lecture, entitled "Business Method Patents: A Matter of Convenience?" The Hon Mr Justice Jacob presided over the proceedings, and the event was hosted by Slaughter and May in their London offices. The move by the US to allow patent protection for business methods has been controversial. Indeed, the Institute recently conducted research for the European Commission on the related issue of software patents, and is currently investigating the business and economic effects of allowing patents for business methods, following the landmark State Street Bank decision. The subject of Professor Ricketson's lecture could not have been more topical.

*Freedom of Expression and Copyright*

In March 2003 the Institute was involved in a one-day seminar with the Queen Mary IP Research Institute and the Department of Law, addressing the issue of freedom of expression and copyright. The seminar was divided into two sessions chaired by Professor Fiona Macmillan and The Hon Mr Justice Jacob. Session One examined the theoretical and domestic aspects of copyright vis-à-vis freedom of speech, while the second session addressed the European and international perspectives. Clifford Chance hosted the day in London.

*The Inaugural International Intellectual Property Law Mooting Competition*

On 22 and 23 March 2003 the Oxford IP Research Centre and the IP Institute held the first international IP mooting competition, with twenty-one teams from the UK and Ireland participating. The event, held at St Peter's College, was a tremendous success. Apart from being interesting and fun for all concerned, it provided a large number of law students with an excellent opportunity to learn more about IP law and the litigation process. The case for the moot concerned the invasion of privacy and copyright, presenting a considerable test for even the most seasoned of professionals.



Kings College, London triumphed as the moot winners, with the University of Westminster runners-up. University College, Dublin, won the best written argument and Brunel University provided the best individual oralist. The final was judged by a most eminent panel; Lord Justice Mummery, Mr Justice Jacob and Michael Tugendhat, QC.

The Institute is most grateful to the following sponsors for their support for this event:

The UK Patent Office  
The Intellectual Property Lawyers Organisation (TIPLLO)  
Slaughter and May  
Baker & McKenzie  
Frank B Dehn & Co.  
Rouse & Co. / Willoughby & Partners  
Mewburn Ellis  
Manches  
Stikeman Elliot  
Hart Publishing  
Oxford University Press

*Exploiting Patent Rights and a New Climate for Innovation in Japan*

The end of March saw the launch of an IPI book, with the above title, at the Patent Office in London. The Hon Mr Justice Laddie welcomed guests, along with Mr Shigeyuki Hiroki, Economic Minister at the Japanese Embassy. The publication outlines the many changes in IP practice and infrastructure that are taking place in Japan. It has been a very successful publication for the Institute and widely acclaimed to be of enormous practical use to anyone concerned with technology-based business in Japan.

*IP Institute Response to the DTI Review of UK Innovation Performance*

The financial year ended with the submission of the IPI's input to the government Review of UK Innovation Performance. Consulting widely, the Institute set out its views on the contribution of IP to innovation. The paper stressed the need for empirical research that shed light upon the true social and economic effects of IP law, so that effective policies can be developed to maintain a favourable climate for innovation in the UK. The Institute also made the point that the UK had significant creative, artistic and technological resources, and that the IP system played a key role in translating these into economic success.

**Research**

The Institute carried out a wide range of research activities this year, some of which have been completed, others on-going. The Institute's profile as a high quality source of research-based advice and expertise in the field of intellectual property has steadily grown. A summary of our research projects for the year 2002/2003 is set out below.

*Reports for the Government Intellectual Property Advisory Committee*

The Institute drafted four reports on behalf of the Intellectual Property Advisory Committee (IPAC).

- Developments in the Law of Patents and Industrial Designs: a Global Perspective (Eddy D Ventose)
- A Scoping Study of Global Trademark Law: the Rise of the ® (Dev Saif Gangjee)
- Present and Future Priorities in Copyright Law – a Scoping Study (Yoav Mazeh)
- The Economics of Intellectual Property: a Review to Identify Themes for Future Research (Padraig Dixon & Christine Greenhalgh)

The work, carried out by the Oxford IP Research Centre at St Peter's College, aimed to inform IPAC of the current research landscape in the UK across the range of intellectual property rights, including an analysis of current research priorities.

*The Scope of Copyright*

The Institute fully funded a study that considered the scope of copyright in the so-called "digital revolution" of the past twenty years. The work raised some important issues about the future shape of the law. In particular, the work concludes that much of the reform of copyright law which has occurred since the mid-1990s has been driven, understandably, by the concerns of copyright-dependent industry responding, for example, to the rampant piracy that digital technology has facilitated. Relatively little work has been directed towards the impact of copyright on the education and research sectors (private and public). The paper sets out a series of proposed empirical studies that will address this issue, and the Institute hopes to pursue these in the future. Hector MacQueen and Charlotte Waelde, at the AHRB Research Centre for the Study of Intellectual Property and Information Technology Law, Edinburgh University, carried out the work.

*The Business Implications of Business Method Patents*

Currently there are exceptions in UK and European patent law that exclude patents for methods of doing business. There are no corresponding exceptions in US patent law and, after a recent landmark case, many business method patents are being granted, which are unlikely to be granted in Europe. The aim of this research, fully funded by the Institute, is to study the business implications of granting patents for business methods. Doing so will help to guide policy decisions regarding whether the UK/EU should maintain a different scope of protection for business methods from the US, or follow the US example. The research is nearing completion, and an interim report has been submitted to the Patent Office. Dr Robert Pitkethly (St Peter's College, Oxford and the Said Business School) and Mr Robert Hart (independent IP consultant) form the research team. A final report will be submitted to the Institute at the end of July 2003.

*Exploiting Patent Rights and a New Climate for Innovation in Japan*

This report explains in English for the first time, through foremost authorities in Japan and the UK, changes in policy, practice and infrastructure in Japan, which are creating a new innovation climate. Japan is preparing itself for recovery and, as historical cycles show, is currently increasing its patented inventions, encouraging greater entrepreneurship, privatising the university sector and changing IPR law.

TLO's (technology licensing organisations) are a central part of such change and Prof. Tamai, who is the founder of CASTI - the number one TLO in Japan, based at Tokyo University - provides an unusually candid assessment of how such an organisation operates. Prof. Nishizawa, the former head of JASCO, the national venture capital organisation, and an architect of university privatisation, explains current trends in technology transfer from universities. A case study is also included from one of the top Japanese companies, Toshiba.

The IP Institute has published this report in the form of a book, edited by Dr Ruth Taplin. The research was sponsored by the UK Sasakawa Foundation.

*The Patent Research Exemption*

Patent law seeks not only to protect the rights of inventors, and provide a stimulus for research investment, but also to promote technological understanding and development. Activities that are purely research-based, and have no commercial implications, are not generally deemed to be infringing the rights of a patent holder. However, not least because of increasing commercial activity within university research departments, there is a great deal of uncertainty over what should and should not be allowed under the research exemption. Mr Trevor Cook (Bird & Bird) has this year worked on an analysis of this important issue on behalf on the Institute, which will be published in the near future.

*Current Law and Practice Regarding Patents for Genetic Sequences*

The Institute is currently working with the DTI to examine how the EU Directive for the Legal Protection of Biotechnological Inventions is being applied in UK, with particular regard to the protection of gene sequences. The work aims to address the issue of whether current law and practice in this area is stimulating or stifling biotechnological research, and whether it is helping or hindering biotechnology industry in the region. Dr Stephen Smith (NuPharm Intellectual Property), Dr Margaret Llewelyn (Sheffield University) and Dr Paul Leonard (IP Institute) form the Steering Group for the project. The Principal Research Team consists of Dr Robert Pitkethly (Oxford University), Dr Graham Christ and Professor Stefan Szymanski (both of Imperial College, London University). The work will be completed in 2003.

### **Director's Assessment of Performance for the Year**

Once again, we have had a successful year with some notable achievements within our research and events programmes. We have increased our research spend this year, with fruitful results, and the diversity and quality of our seminars and conferences have been pleasing.

The IP Quarterly, our flagship journal, has increased in circulation again this year. The editor, Dr Margaret Llewelyn, continues to maintain the journal's high standard and we look forward to further increases in circulation in the years ahead. The Journal was made available on our web site this year, along with excerpts from the current issue.

The IPI office has benefited from some improvements: new computer hardware and software, and the implementation of broadband technology. Our Web managers, WBIS, continue to provide us with an excellent service and we are grateful for their help and advice during the year.

We continue to seek additional resource (human and financial) to build upon the considerable success we have achieved, to widen our research agenda and to expand our portfolio of seminars and events. A new Membership and Funding Committee has been proposed this year, which will take the lead responsibility in addressing our resource issues for the future.

The profile of the Institute has certainly risen, as has the profile of IP as a central issue for the UK economy. Indeed, over the past few years there has been something of a shift in emphasis from a need to inform the wider community of the importance of IP, to a need to promote a better understanding of what IP is and does. We believe that the Institute has an important role to play here.

I would like to thank the IPI staff, Board and Council for their work on behalf of the Institute this year and, of course, our member organisations for their crucial financial support.

### **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. However, the management of the Institute recognises the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months operations (currently, £45,000). At the year end, 31 March 2003, the Institute's free reserves were £66,128 (not including fixed assets). For the coming year, we expect to reduce our level of free reserves by approximately £17,000, reflecting our intention that future research costs will be fully funded. Our free reserves are thus expected to be in excess of the £45,000 minimum requirement at year end 31 March 2004.

### **Governors and trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

### **Governors' responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

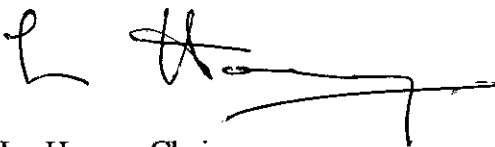
### **Reporting accountants**

Richard Hewson & Co., Chartered Accountants, have indicated that they are willing to be reappointed at the forthcoming annual general meeting.

### **Exemption statement**

For the financial year ended 31 March 2003, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2) each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,



Mr Ian Harvey, Chairman  
24 July 2003

**Accountants' report to the members  
on the unaudited financial statements of  
The Intellectual Property Institute**

---

We report on the financial statements for the year ended 31 March 2003 set out on pages 10 to 16.

**Respective responsibilities of governors and reporting accountants**

As described on page 8 the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

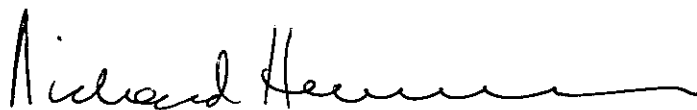
**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion:

- (a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985;
- (b) having regard only to, and on the basis of, the information contained in those accounting records:
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1).



**Richard Hewson & Co.**  
Chartered Accountants  
Reporting Accountants

21 Corner Green  
Blackheath  
London SE3 9JJ

24 July 2003

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2003**

		Unrestricted Funds	
	Notes	2003 £	2002 £
<b>Incoming resources</b>			
Donations and subscriptions		106,057	112,930
Activities to further the charity's objects	2	17,787	16,308
Bank interest		2,440	3,697
		<u>126,284</u>	<u>132,935</u>
<b>Total incoming resources</b>			
<b>Resources expended</b>			
Charitable expenditure	3	163,923	128,414
Management and administration	3	<u>16,009</u>	<u>15,546</u>
		<u>(179,932)</u>	<u>(143,960)</u>
<b>Total resources expended</b>			
<b>Net (resources expended)</b>			
<b>- net (deficit) for the year</b>	4	(53,648)	(11,025)
<b>Total funds at 1 April 2002</b>		<u>125,850</u>	<u>136,875</u>
<b>Total funds at 31 March 2003</b>		<u><u>72,202</u></u>	<u><u>125,850</u></u>

*The notes on pages 12 to 16 form part of these financial statements*

**The Intellectual Property Institute**  
**Balance Sheet**  
**31 March 2003**

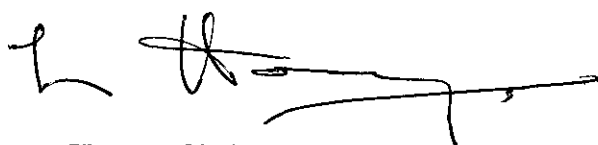
	Notes	Unrestricted funds	
		2003	2002
		£	£
<b>Fixed assets</b>			
Tangible fixed assets	7	6,074	6,627
<b>Current assets</b>			
Debtors	8	8,712	19,563
Cash at bank and in hand		<u>63,809</u>	<u>104,453</u>
<b>Total current assets</b>		72,521	124,016
<b>Creditors</b>			
Amounts falling due within one year	9	<u>(6,393)</u>	<u>( 4,793)</u>
<b>Net current assets</b>		<u>66,128</u>	<u>119,223</u>
<b>Net assets</b>		<u>72,202</u>	<u>125,850</u>
Unrestricted funds		<u>72,202</u>	<u>125,850</u>
<b>Total funds</b>		<u>72,202</u>	<u>125,850</u>

The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985.

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and the financial statements give a true and fair view of the state of affairs of the company as at 31 March 2003 and of its result for the year then ended in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board of Governors on 24 July 2003 and signed on its behalf:



Mr Ian Harvey, Chairman

*The notes on pages 12 to 16 form part of these financial statements*



**1 Accounting policies**

- (a) The financial statements have been prepared under the historical cost convention, in accordance with the Financial Reporting Standard for Smaller Entities and the Companies Act 1985 and follow the recommendations in "Accounting and Reporting by Charities : Statement of Recommended Practice" issued in October 2000.
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from activities to further the charities' objects and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows:  
Charitable expenditure – 90%  
Management and administrative expenditure – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from activities to further the charity's objects (all unrestricted)**

	2003	2002
	£	£
Conference and seminars	4,045	3,697
Publications and sales	<u>13,742</u>	<u>12,611</u>
	<u>17,787</u>	<u>16,308</u>

**3 Total resources expended**

	Charitable expenditure	Management and administrative	2003 Total	2002 Total
	£	£	£	£
Conferences and seminars	16,559	-	16,559	2,665
Research and study costs	22,782	-	22,782	10,162
Publication expenses	8,024	-	8,024	5,525
Staff costs (note 5)	84,633	9,404	94,037	91,923
Rent and rates	19,045	-	19,045	15,247
Insurance	423	-	423	573
Repairs and maintenance	1,189	-	1,189	773
Other premises expenses	335	-	335	1,165
Telephone, fax and internet	3,039	-	3,039	2,501
Training	-	-	-	13
Postage, printing and stationery	4,037	-	4,037	4,001
Sundry expenses	187	-	187	212
Travel and subsistence	727	-	727	637
Legal and professional	-	15	15	15
Reporting accountants' fees	-	992	992	744
Bookkeeping	-	5,385	5,385	5,433
Office equipment depreciation	2,215	-	2,215	2,209
Bank charges	-	213	213	162
Loss on disposal of fixed assets	563	-	563	-
Subscriptions	165	-	165	-
	<u>163,923</u>	<u>16,009</u>	<u>179,932</u>	<u>143,960</u>

**The Intellectual Property Institute**  
**Notes to the financial statements**  
**31 March 2003**

	2003	2002
	£	£
<b>4 Net (resources expended) for the year</b>		
This is stated after charging/(crediting):		
Bank deposit interest	(2,440)	(3,697)
Reporting accountants' fees	992	744
Depreciation of fixed assets	2,215	2,209
	<u>          </u>	<u>          </u>

**5 Staff costs**

Staff costs during the year were as follows:

Wages and salaries	85,087	83,112
Social security costs	<u>8,950</u>	<u>8,811</u>
	<u>94,037</u>	<u>91,923</u>

One employee received emoluments in the range £60,001 - £70,000 during the year (2002-1).

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows:

	2003	2002
	No.	No.
In activities to further the charity's objects	1	1
In administrative support	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

**6 Taxation**

The company is exempt from corporation tax on its charitable activities.

**7 Tangible fixed assets**

	Office equipment	
	£	
<b>Cost</b>		
At 1 April 2002	30,576	
Additions	2,225	
Disposals	<u>(2,740)</u>	
At 31 March 2003	<u>30,061</u>	
<b>Depreciation</b>		
At 1 April 2002	23,949	
Charge for year	2,215	
Depreciation on disposals	<u>(2,177)</u>	
At 31 March 2003	<u>23,987</u>	
<b>Net book values</b>		
At 31 March 2003	<u>6,074</u>	
At 31 March 2002	<u>6,627</u>	

	2003	2002
	£	
<b>8 Debtors</b>		
Trade debtors	7,614	18,522
Other debtors and prepayments	<u>1,098</u>	<u>1,041</u>
	<u>8,712</u>	<u>19,563</u>

**9 Creditors: amounts falling due within one year**

Trade creditors	-	-
Other creditors and accruals	<u>6,393</u>	<u>4,793</u>
	<u>6,393</u>	<u>4,793</u>

**10 Commitment under operating lease**

The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires after more than five years.

**11 Transactions with governors**

There were no transactions with or for governors during the year.

**12 Liability of members**

As the company is limited by guarantee (having no share capital), every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum of Association. At March 2003 there were 22 members (2002 - 22).



002390/15

# Companies House

— for the record —

Company Name

THE INTELLECTUAL PROPERTY INSTITUTE

## 363s Annual Return

Company Type

Private Company Limited By Guarantee Without Share Capital

Company Number

1557489

Information extracted from Companies House records on 15th November 2003

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

### Section 1: Company details



A30 COMPANIES HOUSE 0423 19/12/03

Ref: 1557489/15/42

#### Current details

#### Amended details

> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>1st Floor</b> <b>36 Great Russell Street</b> <b>London</b> <b>WC1B 3QB</b>	Address _____ _____ _____ UK Postcode    - - - - -
---	--	--

> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Address where the Register is held</b>  <b>At Registered Office</b>	Address _____ _____ _____ UK Postcode    - - - - -
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> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Not Applicable</b>	Address _____ _____ _____ UK Postcode    - - - - -
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> Principal Business Activities <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	SIC Code	Description	SIC CODE	Description
	7411	Legal activities	_____	_____
7320	R & D on soc sciences & humanities	_____	_____	_____
7487	Other business activities	_____	_____	_____
> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.				

**Section 2: Details of Officers of the Company**

	Current details	Amended details
<p><b>&gt; Company Secretary</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Company Secretary must be notified on form 288.</i></p>	<p><b>Name</b>                      Dr Paul Anthony LEONARD</p> <p><b>Address</b>                      52 Julien Road                      London                      W5 4XA</p>	<p><b>Name</b>                      _____</p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b>                      _____                      _____</p> <p>UK Postcode _____</p> <p>Date of change __ / __ / _____</p> <p>Date Dr Paul Anthony LEONARD ceased to be secretary (if applicable)                      __ / __ / _____</p>

<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288.</i></p>	<p><b>Name</b>                      Henry James CARR</p> <p><b>Address</b>                      28 Bradbourne Street                      London                      SW6 3TE</p> <p><b>Date of birth</b> 31/03/1958</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister</p>	<p><b>Name</b>                      _____</p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b>                      _____                      _____</p> <p>UK Postcode _____</p> <p>Date of birth __ / __ / _____</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change __ / __ / _____</p> <p>Date Henry James CARR ceased to be director (if applicable)                      __ / __ / _____</p>
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**Current details**

**Amended details**

> **Director**

*If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Name**  
Sir William Martin CASTELL

**Address**  
Barton Hatch Stoneswood Road  
Limpsfield Chart  
Oxted  
Surrey  
RH8 0QY

**Date of birth** 10/04/1947

**Nationality** British

**Occupation** Director

*Particulars of a new Director must be notified on form 288.*

Name

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

UK Postcode \_\_\_\_\_

Date of birth \_\_\_\_ / \_\_\_\_ / \_\_\_\_\_

Nationality \_\_\_\_\_

Occupation \_\_\_\_\_

Date of change \_\_\_\_ / \_\_\_\_ / \_\_\_\_\_

Date Sir William Martin CASTELL ceased to be director (if applicable)  
\_\_\_\_ / \_\_\_\_ / \_\_\_\_\_

> **Director**

*If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Name**  
Professor William CORNISH

**Address**  
26 Storeys Way  
Cambridge  
Cambridgeshire  
CB3 0DT

**Date of birth** 09/08/1937

**Nationality** British

**Occupation** Professor

*Particulars of a new Director must be notified on form 288.*

Name

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

UK Postcode \_\_\_\_\_

Date of birth \_\_\_\_ / \_\_\_\_ / \_\_\_\_\_

Nationality \_\_\_\_\_

Occupation \_\_\_\_\_

Date of change \_\_\_\_ / \_\_\_\_ / \_\_\_\_\_

Date Professor William CORNISH ceased to be director (if applicable)  
\_\_\_\_ / \_\_\_\_ / \_\_\_\_\_



**Current details**

**Amended details**

> **Director**

*If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Name**  
Michael Frederick FLINT

**Address**  
62 Onslow Gardens  
London  
SW7 3QB

**Date of birth** 07/05/1932

**Nationality** British

**Occupation** Solicitor

*Particulars of a new Director must be notified on form 288.*

Name

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

UK Postcode \_ \_ \_ \_ \_

Date of birth \_ \_ / \_ \_ / \_ \_ \_ \_

Nationality \_\_\_\_\_

Occupation \_\_\_\_\_

Date of change \_ \_ / \_ \_ / \_ \_ \_ \_

Date Michael Frederick FLINT ceased to be director (if applicable)

\_ \_ / \_ \_ / \_ \_ \_ \_

> **Director**

*If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Name**  
Ian Alexander HARVEY

**Address**  
Tangle Wood Cobham Road  
Fetcham  
Leatherhead  
Surrey  
KT22 9SJ

**Date of birth** 02/02/1945

**Nationality** British

**Occupation** Director Chief Executive

*Particulars of a new Director must be notified on form 288.*

Name

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

UK Postcode \_ \_ \_ \_ \_

Date of birth \_ \_ / \_ \_ / \_ \_ \_ \_

Nationality \_\_\_\_\_

Occupation \_\_\_\_\_

Date of change \_ \_ / \_ \_ / \_ \_ \_ \_

Date Ian Alexander HARVEY ceased to be director (if applicable)

\_ \_ / \_ \_ / \_ \_ \_ \_

Current details	Amended details
-----------------	-----------------

**> Director**  
 If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.

**Name**  
 Christopher MORCOM

**Address**  
 25 Saint Peters Road  
 St Margarets  
 Twickenham  
 TW1 1QY

**Date of birth** 04/02/1939

**Nationality** British

**Occupation** Barrister

Particulars of a new Director must be notified on form 288.

**Name**

---

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

**Address**

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**UK Postcode** \_ \_ \_ \_ \_

**Date of birth** \_ \_ / \_ \_ / \_ \_ \_ \_

**Nationality** \_\_\_\_\_

**Occupation** \_\_\_\_\_

**Date of change** \_ \_ / \_ \_ / \_ \_ \_ \_

**Date** Christopher MORCOM ceased to be director (if applicable)  
 \_ \_ / \_ \_ / \_ \_ \_ \_

**> Director**  
 If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.

**Name**  
 David ROBERTS

**Address**  
 Virginia Heights  
 Hollow Lane  
 Virginia Water  
 Surrey  
 GU25 4LP

**Date of birth** 28/05/1945

**Nationality** British

**Occupation** Patent Attorney  
 Svpcorp Intel

Particulars of a new Director must be notified on form 288.

**Name**

---

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

**Address**

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**UK Postcode** \_ \_ \_ \_ \_

**Date of birth** \_ \_ / \_ \_ / \_ \_ \_ \_

**Nationality** \_\_\_\_\_

**Occupation** \_\_\_\_\_

**Date of change** \_ \_ / \_ \_ / \_ \_ \_ \_

**Date** David ROBERTS ceased to be director (if applicable)  
 \_ \_ / \_ \_ / \_ \_ \_ \_

**Current details**

**Amended details**

> **Director**

*If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Name**  
 Doctor Stephen SMITH

Name

**Address**  
 New Farm Chelford Road  
 Twemlow Green Holmes Chapel  
 Crewe  
 Cheshire  
 CW4 8BS

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

**Date of birth** 06/08/1943

UK Postcode \_\_\_\_\_

**Nationality** British

Date of birth -- / -- / -- --

**Occupation** Patent Attorney

Nationality \_\_\_\_\_

Occupation \_\_\_\_\_

Date of change -- / -- / -- --

Date Doctor Stephen SMITH ceased to be director (if applicable)

*Particulars of a new Director must be notified on form 288.*

-- / -- / -- --



Companies House  
for the record

### 363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

#### 1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £15.

Signature *[Handwritten Signature]*  
(Director / Secretary)

Date 12 / 12 / 2003

*This date must not be earlier than the return date at 2 below*

**What to do now**  
Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

#### 2. Date of this return

This AR is made up to 12/12/2003

If you are making this return up to an earlier date, please give the date here

--- / --- / ---

*Note: The form must be delivered to CH within 28 days of this date*

#### 3. Date of next return

If you wish to change your next return to a date earlier than **12th December 2004** please give the new date here:

--- / --- / ---

#### 4. Where to send this form

Please return this form to:

Registrar of Companies  
Companies House  
Crown Way  
Cardiff CF14 3UZ

OR

For members of the Hays Document  
Exchange service  
DX 33050 Cardiff

**Have you enclosed the filing fee with the company number written on the reverse of the cheque?**

#### Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name  
PAUL LEONARD

Telephone number *inc code*  
02074363040

Address  
1ST FLOOR  
36 GREAT RUSSELL STREET  
LONDON

DX number *if applicable*  
-----  
DX exchange  
-----

Postcode WC1B 3QA

ISS 7499



**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2004**



**The Intellectual Property Institute  
Contents**

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**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981.

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM.

**Governors**

Mr Ian Harvey, Chairman  
Mr Henry Carr QC  
Sir William Castell  
Professor William Cornish QC  
Mr Michael Flint  
Mr Christopher Morcom QC  
Mr David Roberts  
Dr Stephen C Smith

**Secretary**

Dr Paul Leonard

**Registered office**

1<sup>st</sup> Floor, 36 Great Russell Street  
London WC1B 3QB

**Reporting accountants**

Richard Hewson & Co.  
Chartered Accountants  
21 Corner Green  
Blackheath  
London SE3 9JJ

**Charity Registration Number**

283150

**Solicitors**

Denton Wilde Sapte  
5 Chancery Lane  
Cliffords Inn  
London EC4A 1BU

**The Intellectual Property Institute  
Report of the governors  
for the year ended 31 March 2004**

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The governors present their report and the financial statements for the year ended 31 March 2004.

### **Objects and principal activity of the charity**

The charity's object and its principal activity continue to be to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

### **Results**

The statement of financial activities shows a deficit for the year of £15,095. Income was up by £88,000 on the previous year due to income from a research project, expenditure was up by £50,000 due mainly to increased spending on the research project.

### **Report on activities for the year ended 31 March 2004**

This year the Institute has carried out a diverse and high quality programme of research and events. Some of the highlights are set out below.

### **EVENTS**

#### ***The IP Forum 25<sup>th</sup> April 2003***

The Said Business School was the venue for the year's IP Forum, which asked the question "The Commercial Exploitation of Academic Science – a Contradiction?" The event was hosted with the Oxford IP Research Centre, and our thanks go out to Professor David Vaver, Catherine Ng, Pina D'Agostino, Gillian Brook and Robert Pitkethly for organising a great day.

Over 120 delegates attended (a record attendance for an IP Forum event), which was chaired by IP Institute Chairman, Ian Harvey. The morning session saw excellent contributions from Professor Paul David (Stanford University) and Ann Monotti (Monash University). They addressed the lessons learned from the American experience, and the legal issues regarding patenting and technology transfer, respectively. The afternoon included presentations from Professor John Pethica (Oxford University) and Dr Malcolm Skingle (GlaxoSmithKline), setting out the industrial view, SME and multinational.



### *The Scope of Copyright in the Internet Age*

This seminar was based upon work commissioned by the IP Institute that considered the scope of copyright in light of the digital revolution. It raised issues about the future shape of the law which are worthy of further investigation. In particular, it argued that much of the reform of copyright law that has occurred during the last decade has been driven, understandably perhaps, by the concerns of the entertainment industry (not least addressing the issue of rampant counterfeiting through digital technology). The legal reforms are, however, general in nature, and not confined in their impact to the entertainment industry, or even necessarily to digital products. Relatively little has yet been heard of the impact upon the interests of education and research, and the sectors (public and private) which support them.

Since the 19<sup>th</sup> century, copyright law has taken account of these interests through exceptions and limitations, but these have been interpreted rather variably in the world's legal systems and they have been under gradually increasing pressure. In the EU, notably, they have been made optional for Member States.

*Dr Charlotte Waelde* and Professor *Hector MacQueen* (from the SCRIPT Centre, Edinburgh University) concluded from their study that there are now at least three major questions of policy and fact that require further investigation.

- How is policy for digital dissemination being interpreted in sectors not concerned with entertainment?
- What impact is this having on the digital delivery of content?
- Is the policy that has been followed in recent reforms suitable for digital dissemination of works in those sectors outside the entertainment industry?

More specifically, they propose a programme of further empirical research aimed at finding out what is actually happening in the education and research sectors in Europe, with particular focus on the following matters:

- the implementation of the optional copyright exceptions and limitations in the Member States of the EU, and the perceived impact of the choices made on the education and research sectors;
- the use and impact of digital and other technologically-based protective devices with regard to the education and research sectors, including the contractual provisions deployed alongside the use of such devices;
- the interaction between copyright exceptions and limitations, protective devices and associated contracts, and government regulation of the area.

The seminar was held on 29<sup>th</sup> April, kindly hosted by Slaughter and May, and chaired by The Hon. Mr Justice Laddie.

### *The Community Patent*

On 19<sup>th</sup> September 2003, Paul Leonard chaired, and Alison Brimelow spoke at a Management Forum event on the Community Patent, in London. The keynote speaker was Erik Nooteboom from the European Commission. The seminar examined all aspects of the then current proposals for a Community Patent. There were representatives from the Presidency of the EU, as well as from the EPO (Eugen Stohr). Christopher Wadlow (Simmons & Simmons) gave an excellent presentation covering enforcement, proposals for a central court, and the provisions for forum shopping. Following an input from Peter Nestler (Ericsson Mobile Platforms) looking at the proposals from an industry perspective, David Rosenberg (GlaxoSmithKline) made a robust critique of the proposals from a business point of view, including aspects of litigation.

The day did not solve the many thorny issues that surround this initiative, but it certainly left the EU representatives in no doubt as to what those issues were, at least from the viewpoint of those that will eventually use the Community Patent.

### *The Challenge of Valuing Intellectual Property – Experience from Japan and the UK*

This seminar, hosted by the Patent Office in London, followed up the IPI publication “Exploiting Patent Rights and a New Climate for Innovation in Japan”, edited by Dr Ruth Taplin, and funded in part by the UK Sasakawa Foundation. Chaired by Dr Taplin, with a welcome from the Economic Minister at the Japanese Embassy, Mr Shigeyuki Hiroki, the event looked at a number of aspects of IP management and valuation, and provided an excellent networking opportunity.

Speakers included Professor Akio Nishizawa (Tohoku University), Mr Takuma Kiso (Public Policy Mizuho Research Institute, Tokyo), Mr Ian Lewis (Miller Insurance Services), and Mr Tony Samuel (PricewaterhouseCoopers). During the networking reception, Steve Van Dulken from the British Library demonstrated a computer-based guide to free Japanese patent applications on the web.

### *The 2003 Stephen Stewart Memorial Lecture – 10<sup>th</sup> November 2003*

As has now become something of a tradition, the Stephen Stewart Memorial Lecture was hosted by Slaughter and May, at their One Bunhill Row offices. The lecturer was Professor François Dessemontet, Lausanne University Law School. His lecture was entitled “Intellectual Property: the ALI Draft Principles Governing Jurisdiction and Choice of Law.” The territoriality of IP rights prevents most conflicts of law, yet not all of them, while conflicts of jurisdiction are unavoidable at the moment. However, the web, and also the globalisation of trade and the liberalisation directed against non-tariff trade barriers, make necessary, according to Professor Dessemontet, a set of principles allowing for simple and effective dispute resolution mechanisms in international cases. The ALI are looking to establish a clear set of rules on the jurisdiction and law applicable to IP rights, for questions

such as their ownership and transfer, by assignment or licence. The goal is to favour the consolidation of parallel proceedings before one court, and to allow for this court, if need be, to apply foreign laws, e.g. for the protection under foreign IP law statutes, the computation of damages, and for cease-and-desist orders with trans-border effect. The draft Principles attempt to reconcile the US and European legal traditions on conflicts of jurisdiction and law.

The Hon. Mr Justice Laddie chaired the proceedings.

### ***Registerability of Non-Traditional Trade Marks***

On 24<sup>th</sup> February this year we held an extremely interesting and successful event on the registerability of non-traditional trade marks, kindly hosted by Clifford Chance. The Hon. Mr. Justice Pumfrey presided over the proceedings, and the speaker was Allan James, Head of Registry Practice at the UK Patent Office, Allan covered, in great depth, the many entities that may be used as trade marks, including smells, colours and sounds. He also addressed the requirements for graphical representation, the law on distinctiveness, the acquisition of distinctive character and the scope of Section 2(3) of the Act. Allan also managed to put all of this into context with recent case law, and the result was an extremely interesting, informative and expertly delivered analysis of this complex area.

## **RESEARCH**

The Institute completed a wide range of research activities this year. Some highlights are set out below.

### ***The Extent to which Experimental Use, and Other Defences to Patent Infringement, Apply to Differing Types of Research***

Trevor Cook (Bird & Bird, and IPI Council Member) submitted a first draft of this comprehensive analysis of the research exemption to the IP Institute. We look forward to publishing a final paper in the near future.

The analysis includes a history of the exemption in the US and UK, an analysis of current statutory defences, remedies, proposals for amendments in various jurisdictions, and the application of the exemption in specific cases.

This work has been eagerly awaited since it addresses an issue of enormous topical interest. Indeed, the issue was highlighted as significant in the recent IP Institute work on gene patents for the DTI.

### ***Business Implications of Business Method Patents***

The Institute published this excellent analysis from Dr Robert Pitkethly (Oxford) and Bob Hart (independent consultant). The decision in the US to allow patents for methods of doing

business, affirmed by the crucial State Street Bank decision, is one of the most significant issues in patent law today. It affects businesses all over the world, in just about every sector of activity. As its title suggests, this report examines some of the key business implications of allowing such patents in the US, while excluding these rights elsewhere, including the UK and Europe.

As well as providing valuable insights for industry, this work is of great relevance to policy-makers, as they consider whether we can, (should), maintain this difference in the levels of protection afforded in the US and Europe.

### ***Current UK Law and Practice Regarding Patents for Genetic Sequences***

In 2000, the UK amended its patent law in order to implement the EU Directive for the Legal Protection of Biotechnological Inventions. Whenever significant new technological developments emerge, it is necessary to ensure that their control and exploitation are appropriately addressed through the relevant legal and regulatory regimes. In the case of biotechnology, this is perhaps particularly important, given the ethical and moral issues associated with the technology.

The Directive sought to harmonise the provisions for protecting biotechnological inventions across the EU, clarifying the conditions for patentability and establishing guidelines to address the moral issues. Achieving uniformity and clarity in this area of the law has been regarded as a major factor influencing the climate for innovation and competitiveness for the bioscience sector in the region, which is generally research intensive and strongly dependent upon intellectual property protection.

Since 2000, the impact of the Directive has been seen as largely positive. Previous anecdotal evidence indicated few, if any, serious problems.

This study, carried out by the IP Institute on behalf of the Department of Trade and Industry, was undertaken to strengthen the body of evidence in this area, since anecdotal evidence may not always be relied upon. Although the EU Directive addresses intellectual property law for biotechnological inventions in general, this study focused specifically upon patents for genetic sequences: a topic which has been the subject of particular debate; legal, technological and ethical.

The work was carried out by a research team from Oxford (Robert Pitkethly), and Imperial College, London (Graham Christ and Stefan Szymanski). A Steering Group, including Stephen Smith (NuPharm Intellectual Property), Margaret Llewelyn (Sheffield University) and Paul Leonard managed the work.

### *IP Institute Input to the Patents Bill*

John Hornby (Clifford Chance) led an IPI delegation to discuss the Patents Bill with Lord Attlee (Opposition Spokesman) in February 2004, at the House of Lords. Although the Bill was relatively uncontroversial, there was particular discussion concerning sections 9 and 12 of the Bill (those parts dealing with compensation for employee inventions, and opinions by the Patent Office on validity and infringement, respectively) among others.

### **PEOPLE**

In September 2003, the Institute welcomed *Richard Howe*, a Senior Examiner at the Patent Office, as its new Associate Director, working in all areas of the Institute's work, but taking a lead role with the Council and the events programme. The appointment, initially a six-month secondment, has been renewed. The Institute is grateful to the Patent Office for providing support in this way.

The Institute's President, *Sir Robin Jacob*, was appointed to the Court of Appeal in October 2003.

The Institute was sad to lose a key member of its Board (though not a governor), *Alison Brimelow*, who was nominated as a future President of the EPO, following a three-year term of office by former French MEP, Alain Pompidou. The Institute would like to record sincere thanks to Alison for her outstanding contribution to our work during her time as a member of the Board, and we offer her many congratulations on her new appointment.

The former Director of Patents at the Patent Office, *Ron Marchant*, succeeded Alison as Chief Executive. We were delighted to welcome Ron to the Board (though not as a governor) of the IP Institute this year.

After ten years at the helm, *John Reid* stepped down as Chairman of the IP Awareness Group this year. John founded the Group during his time as President of the Chartered Institute of Patent Agents in 1993 (then as the IP Awareness Working Party). It has enjoyed considerable support from CIPA ever since, not least through its Secretary, Mick Ralph. John has steadily raised the profile and influence of IPAG over the years, and it now comprises over forty member representative organisations, each with numerous members themselves.

At the meeting of IPAG held in January this year, it was agreed that *Paul Leonard*, IP Institute Director, should succeed John as Chairman of the Group. Although this will give an informal link to the Institute, the new Chairman and members are keen to retain the Group's independence, and every effort will be made to preserve it. Henceforth, the IP Institute will channel all of its awareness-raising activities through IPAG, and we look forward to working with what has become a most effective body.

### **Director's assessment of performance for the year**

The Institute has enjoyed a very successful year in terms of the quality and diversity of its research and events programmes. Perhaps the most significant development has been the appointment of Richard Howe as Associate Director. This has significantly increased our human resource (a priority for the Institute over the past year and for the future), and we have greatly benefited as a result.

The profile of intellectual property as a major issue for policy makers continues to rise. We have made every effort to present the Institute as an independent, high quality source of research-based advice and expertise in this regard, and we are encouraged that our relationship with government has deepened and become more effective over the past financial year. We look forward to building upon the success we have had in the policy arena this year, particularly the work we carried out in partnership with the DTI on patents for genetic sequences.

A stated aim for the Institute last year was to increase financial resources for research, and to continue to increase revenue from events and publications. Overall, we have had considerable success this year in this regard, with revenue increasing from £17.8K to £104.2K. Our base resource levels have increased considerably with the secondment of our Associate Director from the Patent Office, but our total revenue from subscriptions remains fairly static (a small increase this year).

It is increasing this base level of financial support from subscriptions, driven by new membership, that continues to be the overriding priority for the Institute over the coming year, and for the foreseeable future.

I would like to thank the IPI staff, Board and Council for their work on behalf of the Institute this year and, of course, our members for their crucial financial support and their regular help and advice.

### **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. However, the management of the Institute recognises the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months' operations (currently £40,000, excluding funded research). At the year end, 31 March 2004, the Institute's free reserves were £52,399 (not including fixed assets). For the coming year, we intend that future research costs will be fully funded and expect our free reserves to be in excess of the £40,000 minimum requirement at year end 31 March 2005.

### **Governors and trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

### **Governors' responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

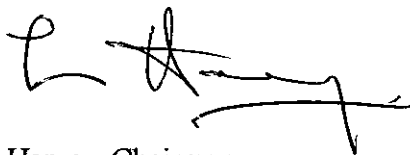
### **Reporting accountants**

Richard Hewson & Co., Chartered Accountants, have indicated that they are willing to be reappointed at the forthcoming annual general meeting.

### **Exemption statement**

For the financial year ended 31 March 2004, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2) each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,



Mr Ian Harvey, Chairman  
12 October 2004

**Accountants' report to the members  
on the unaudited financial statements of  
The Intellectual Property Institute**

---

We report on the financial statements for the year ended 31 March 2004 set out on pages 11 to 17.

**Respective responsibilities of governors and reporting accountants**

As described on page 9 the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

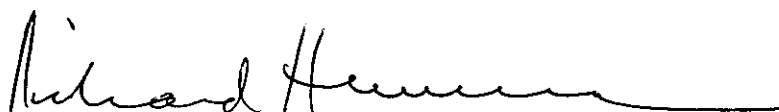
**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion:

- (a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985;
- (b) having regard only to, and on the basis of, the information contained in those accounting records:
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1).



**Richard Hewson & Co.**  
Chartered Accountants  
Reporting Accountants

21 Corner Green  
Blackheath  
London SE3 9JJ

12 October 2004



**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2004**

		Unrestricted Funds	
	Notes	2004 £	2003 £
<b>Incoming resources</b>			
Donations and subscriptions		108,811	106,057
Activities to further the charity's objects	2	104,240	17,787
Bank interest		570	2,440
Other income		1,037	-
		<u>214,658</u>	<u>126,284</u>
<b>Total incoming resources</b>			
<b>Resources expended</b>			
Charitable expenditure	3	212,960	163,923
Management and administration	3	<u>16,793</u>	<u>16,009</u>
		<u>(229,753)</u>	<u>(179,932)</u>
<b>Total resources expended</b>			
<b>Net (resources expended)</b>			
<b>- net (deficit) for the year</b>	4	(15,095)	(53,648)
<b>Total funds at 1 April 2003</b>		<u>72,202</u>	<u>125,850</u>
<b>Total funds at 31 March 2004</b>		<u><u>57,107</u></u>	<u><u>72,202</u></u>

*The notes on pages 13 to 17 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
31 March 2004**

	Notes	Unrestricted funds	
		2004	2003
		£	£
<b>Fixed assets</b>			
Tangible fixed assets	7	4,708	6,074
<b>Current assets</b>			
Debtors	8	13,583	8,712
Cash at bank and in hand		<u>44,115</u>	<u>63,809</u>
<b>Total current assets</b>		57,698	72,521
<b>Creditors</b>			
Amounts falling due within one year	9	<u>(5,299)</u>	<u>(6,393)</u>
<b>Net current assets</b>		<u>52,399</u>	<u>66,128</u>
<b>Net assets</b>		<u>57,107</u>	<u>72,202</u>
Unrestricted funds		<u>57,107</u>	<u>72,202</u>
<b>Total funds</b>		<u>57,107</u>	<u>72,202</u>

The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985.

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and the financial statements give a true and fair view of the state of affairs of the company as at 31 March 2004 and of its result for the year then ended in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board of Governors on 12 October 2004 and signed on its behalf:



Mr Ian Harvey, Chairman

*The notes on pages 13 to 17 form part of these financial statements*

**1 Accounting policies**

- (a) The financial statements have been prepared under the historical cost convention, in accordance with the Financial Reporting Standard for Smaller Entities and the Companies Act 1985 and follow the recommendations in "Accounting and Reporting by Charities : Statement of Recommended Practice" issued in October 2000.
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from activities to further the charities' objects and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows:  
Charitable expenditure – 90%  
Management and administrative expenditure – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from activities to further the charity's objects (all unrestricted)**

	2004	2003
	£	£
Research and study projects	85,290	-
Conference and seminars	3,390	4,045
Publications and sales	<u>15,560</u>	<u>13,742</u>
	<u>104,240</u>	<u>17,787</u>

**The Intellectual Property Institute**  
**Notes to the financial statements**  
**31 March 2004**

**3 Total resources expended**

	<b>Charitable expenditure</b>	<b>Management and administrative</b>	<b>2004 Total</b>	<b>2003 Total</b>
	£	£	£	£
Conferences and seminars	2,966	-	2,966	16,559
Research and study costs	79,959	-	79,959	22,782
Publication expenses	8,491	-	8,491	8,024
Staff costs (note 5)	89,120	9,902	99,022	94,037
Rent and rates	19,622	-	19,622	19,045
Insurance	564	-	564	423
Repairs and maintenance	577	-	577	1,189
Other premises expenses	624	-	624	335
Telephone, fax and internet	3,339	-	3,339	3,039
Postage, printing and stationery	3,519	-	3,519	4,037
Sundry expenses	202	-	202	187
Travel and subsistence	2,281	-	2,281	727
Legal and professional	-	15	15	15
Reporting accountants' fees	-	810	810	992
Bookkeeping	-	5,695	5,695	5,385
Office equipment depreciation	1,570	-	1,570	2,215
Bank charges	-	371	371	213
Loss on disposal of fixed assets	-	-	-	563
Subscriptions	126	-	126	165
	<u>212,960</u>	<u>16,793</u>	<u>229,753</u>	<u>179,932</u>

**The Intellectual Property Institute**  
**Notes to the financial statements**  
**31 March 2004**

	2004	2003
	£	£
<b>4 Net (resources expended) for the year</b>		
This is stated after charging/(crediting):		
Bank deposit interest	(570)	(2,440)
Reporting accountants' fees	810	992
Depreciation of fixed assets	1,570	2,215
	<u>          </u>	<u>          </u>

**5 Staff costs**

Staff costs during the year were as follows:

Wages and salaries	88,310	85,087
Social security costs	<u>10,712</u>	<u>8,950</u>
	<u>99,022</u>	<u>94,037</u>

One employee received emoluments in the range £70,001 - £80,000 during the year (2003-1 in the range of £60,000 - £70,000).

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows:

	2004	2003
	No.	No.
In activities to further the charity's objects	1	1
In administrative support	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

**6 Taxation**

The company is exempt from corporation tax on its charitable activities.

The Intellectual Property Institute  
Notes to the financial statements  
31 March 2004

**7 Tangible fixed assets**

	Office equipment £
<b>Cost</b>	
At 1 April 2003	30,061
Additions	<u>204</u>
At 31 March 2004	<u>30,265</u>
<b>Depreciation</b>	
At 1 April 2003	23,987
Charge for year	<u>1,570</u>
At 31 March 2004	<u>25,557</u>
<b>Net book values</b>	
At 31 March 2004	<u>4,708</u>
At 31 March 2003	<u>6,074</u>

	2004 £	2003 £
<b>8 Debtors</b>		
Trade debtors	12,592	7,614
Other debtors and prepayments	<u>991</u>	<u>1,098</u>
	<u>13,583</u>	<u>8,712</u>

**9 Creditors: amounts falling due within one year**

Trade creditors	500	-
Other creditors and accruals	<u>4,799</u>	<u>6,393</u>
	<u>5,299</u>	<u>6,393</u>

**10 Commitment under operating lease**

The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires after more than five years.

**11 Transactions with governors**

There were no transactions with or for governors during the year.

**12 Liability of members**

As the company is limited by guarantee (having no share capital), every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum of Association. At March 2004 there were 22 members (2003 - 22).



Companies House

— for the record —

Company Name

THE INTELLECTUAL PROPERTY INSTITUTE

# 363s Annual Return

Company Type

Private Company Limited By Guarantee Without Share Capital

Company Number

1557489

Information extracted from Companies House records on 13th November 2004

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.



## Section 1: Company details

Ref: 1557489/15/42

	Current details	Amended details																				
> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>1st Floor</b> <b>36 Great Russell Street</b> <b>London</b> <b>WC1B 3QB</b>	Address _____ _____ _____ UK Postcode    _ _ _ _ _																				
> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Address where the Register is held</b>  <b>At Registered Office</b>	Address _____ _____ _____ UK Postcode    _ _ _ _ _																				
> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<b>Not Applicable</b>	Address _____ _____ _____ UK Postcode    _ _ _ _ _																				
> Principal Business Activities <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	<table border="0"> <thead> <tr> <th>SIC Code</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>7411</td> <td>Legal activities</td> </tr> <tr> <td>7320</td> <td>R &amp; D on soc sciences &amp; humanities</td> </tr> <tr> <td>7487</td> <td>Other business activities</td> </tr> </tbody> </table>	SIC Code	Description	7411	Legal activities	7320	R & D on soc sciences & humanities	7487	Other business activities	<table border="0"> <thead> <tr> <th>SIC CODE</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>_____</td> <td>_____</td> </tr> <tr> <td>_____</td> <td>_____</td> </tr> <tr> <td>_____</td> <td>_____</td> </tr> <tr> <td>_____</td> <td>_____</td> </tr> <tr> <td>_____</td> <td>_____</td> </tr> </tbody> </table>	SIC CODE	Description	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
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> <i>Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.</i>																						

002495 / 15

(3)





	Current details	Amended details
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p><b>Name</b>                      Sir William Martin CASTELL</p> <p><b>Address</b>                      Barton Hatch Stoneswood Road                      Limpsfield Chart                      Oxted                      Surrey                      RH8 0QY</p> <p><b>Date of birth</b> 10/04/1947</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Sir William Martin CASTELL ceased to be director (if applicable)                      _ _ / _ _ / _ _ _ _</p>
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p><b>Name</b>                      Professor William CORNISH</p> <p><b>Address</b>                      26 Storeys Way                      Cambridge                      Cambridgeshire                      CB3 0DT</p> <p><b>Date of birth</b> 09/08/1937</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Professor</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Professor William CORNISH ceased to be director (if applicable)  <del>    </del> / <del>    </del> / <del>    </del></p>



	Current details	Amended details
<p><b>&gt; Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p><b>Name</b> Christopher MORCOM</p> <p><b>Address</b> 25 Saint Peters Road St Margarets Twickenham TW1 1QY</p> <p><b>Date of birth</b> 04/02/1939</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Barrister</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <hr/> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth    _ _ / _ _ / _ _ _ _</p> <p>Nationality    _____</p> <p>Occupation    _____</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date Christopher MORCOM ceased to be director (if applicable)</p> <p style="text-align: right;">_ _ / _ _ / _ _ _ _</p>
<p><b>&gt; Director</b> If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p><b>Name</b> David ROBERTS</p> <p><b>Address</b> Virginia Heights Hollow Lane Virginia Water Surrey GU25 4LP</p> <p><b>Date of birth</b> 28/05/1945</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Patent Attorney Svpcorp Intel</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <hr/> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth    _ _ / _ _ / _ _ _ _</p> <p>Nationality    _____</p> <p>Occupation    _____</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date David ROBERTS ceased to be director (if applicable)</p> <p style="text-align: right;">_ _ / _ _ / _ _ _ _</p>





Companies House  
— for the record —

# 363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

## 1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £15.

Signature

*[Handwritten Signature]*  
(Director / Secretary)

Date

13 / 12 / 2004

*This date must not be earlier than the return date at 2 below*

### What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

## 2. Date of this return

This AR is made up to  
12/12/2004

If you are making this return up to an earlier date, please give the date here

\_\_ / \_\_ / \_\_\_\_

*Note: The form must be delivered to CH within 28 days of this date*

## 3. Date of next return

If you wish to change your next return to a date earlier than **12th December 2005** please give the new date here:

\_\_ / \_\_ / \_\_\_\_

## 4. Where to send this form

Please return this form to:

Registrar of Companies  
Companies House  
Crown Way  
Cardiff CF14 3UZ

OR

For members of the Hays Document  
Exchange service  
DX 33050 Cardiff

**Have you enclosed the filing fee with the company number written on the reverse of the cheque?**

## Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name

PAUL LEONARD

Telephone number *inc code*

0203 4363040

Address

1ST FLOOR  
36 GREGAT RUSSELL STREET  
LONDON

DX number *if applicable*

\_\_\_\_\_

DX exchange

\_\_\_\_\_

Postcode

WC1B 3DB



Companies House  
— for the record —

# 288a

Please complete in typescript,  
or in bold black capitals.

CHFP000

## APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number

Company Name in full

Date of appointment Day Month Year    †Date of Birth Day Month Year

**Appointment form** Appointment as director  as secretary  Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

NAME \*Style / Title  \*Honours etc

Notes on completion appear on reverse. Forename(s)

Surname

Previous Forename(s)  Previous Surname(s)

†† Usual residential address

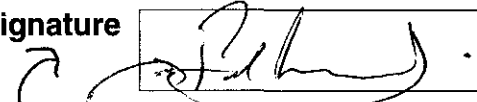
Post town  Postcode

County / Region  Country

†Nationality  †Business occupation

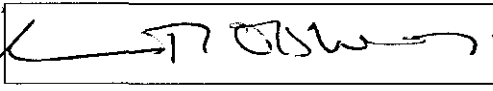
†Other directorships (additional space overleaf)

I consent to act as \*\* director / secretary of the above named company

Consent signature  Date

\* Voluntary details.  
† Directors only.  
\*\*Delete as appropriate


A director, secretary etc must sign the form below.

Signed  Date

(\*a director / secretary / administrator / administrative receiver / receiver manager / receiver)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query.

Tel   
DX number  DX exchange



\*AMKJC29M\* 0733  
A34 COMPANIES HOUSE 26/01/05  
COMPANIES HOUSE 14/01/05  
A34 COMPANIES HOUSE 17/12/04

When you have completed and signed the form please send it to the Registrar of Companies at:  
**Companies House, Crown Way, Cardiff, CF14 3UZ** DX 33050 Cardiff  
for companies registered in England and Wales or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
for companies registered in Scotland DX 235 Edinburgh

**Company Number**

† Directors only.

†Other directorships

**NOTES**

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

**Other directorships.**

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.





**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2005**



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COMPANIES HOUSE

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0686  
05/08/05

The Intellectual Property Institute  
Contents

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Report of the governors	2
Accountants' report	7
Statement of financial activities	8
Balance sheet	9
Notes to the financial statements	10

### **Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981.

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM.

### **Governors**

Mr Ian Harvey, Chairman  
Mr Henry Carr QC  
Sir William Castell  
Professor William Cornish QC - retired 12.01.05  
Mr Michael Flint - retired 20.07.04  
Mr Christopher Morcom QC  
Mr David Roberts  
Dr Stephen C Smith  
Mr Simon Olswang - elected 20.07.04  
Professor David Vaver - elected 20.07.04

### **Secretary**

Dr Paul Leonard

### **Registered office**

1<sup>st</sup> Floor, 36 Great Russell Street  
London WC1B 3QB

### **Reporting accountants**

Richard Hewson & Co.  
Chartered Accountants  
21 Corner Green  
Blackheath  
London SE3 9JJ

### **Charity Registration Number**

283150

### **Solicitors**

Denton Wilde Sapte  
5 Chancery Lane  
Cliffords Inn  
London EC4A 1BU

The governors present their report and the financial statements for the year ended 31 March 2005.

### **Objects and principal activity of the charity**

The charity's object and its principal activity continue to be to promote a greater understanding of, education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

### **Results**

The statement of financial activities shows a deficit for the year of £12,272. Income was down by £64,000 on the previous year due to income from a research project in 2004, expenditure was down by £67,000 due mainly to the spending on the research project.

### **Report on activities for the year ended 31 March 2005**

This year the Institute has carried out a diverse and high quality programme of research and events. Some of the highlights are set out below.

### **EVENTS**

#### **Queen Mary/ESRC IP Seminar**

We are working with the IP Centre at Queen Mary, London, to help with putting on a series of seminars on various aspects of IP. On 24 January 2004 there was an event in London on various historical aspects of IP, and on 1 October 2004, again in London, we were involved in staging an event on IP and social development at Clifford Chance.

#### **Non-Traditional Trade Marks**

On 24 February 2004 we held an extremely interesting and successful event on the registerability of non-traditional trade marks, kindly hosted by Clifford Chance, the Hon. Mr Justice Pumfrey presided over the proceedings, and the speaker was Allan James, Head of Registry Practice at the UK Patent Office.

#### **2nd International IP Mooting Competition - Oxford, 2-4 April 2004**

From 2-4 April the Oxford IP Research Centre staged the annual mooting competition, held at Worcester College. As was the case last year, the event was a huge success (even outdoing last year's in my view). University College Dublin triumphed over Cambridge in the final.

### **IPI/Imperial College Short Course**

A short course we held with Imperial College, as part of its Executive MBA programme, was mixed in its success. On the one hand, the standard of the lectures was extremely high and all those attending praised the series. Delegates have reported that they have changed the way in which they view and manage their IP assets as a result of the lectures. On the other hand, attendance was very low. However, the initiative has sparked a new and close relationship between the Institute and the University's Tanaka Business School, on which we hope to build in the future.

### **Unfair Competition**

The Institute held an event on 6 July 2004 at Simmons & Simmons, with the Competition Law Association, which was a great success. Christopher Wadlow delivered a lecture on unfair competition following the recent publication of his book. Christopher is now to leave Simmons & Simmons and take up a place as a Reader at the University of East Anglia. The CLA and the IPI also collaborated this year to put on a timely event looking at the new provisions for the Technology Transfer Block Exemption Regulation within the EU.

### **Gene Patents**

We held a major dissemination event in association with the DTI to follow up recent work on the UK law and practice regarding patents for genetic sequences in London, attended by Lord Sainsbury. The Institute's work was well received. Margaret Llewelyn and Stefan Szymanski set out the project and its findings, key amongst which was the need for greater clarity concerning the experimental use exception. This is the subject of ongoing IP Institute investigations led by Trevor Cook of Bird & Bird.

### **An IP-Free World in Higher Education**

On 16-17 September 2004 the SCRIPT Centre at Edinburgh organised an extremely thought-provoking event that considered IP and economic regimes for the research community, stimulated by IP Institute research into the scope of copyright in today's digital environment.

### **IPI/BLACA Joint Meeting - Copyright Ownership**

On 28 October 2004 the IPI held its annual joint seminar with the British Literary and Artistic Copyright Association, hosted by Bird & Bird, on copyright ownership. Under the Chairmanship of Jack Black, Prof. Paul Torremans of Nottingham University addressed cross-border issues and choice of law. Michael Edenborough of Hogarth Chambers looked at the issues surrounding ownership for employees, commissioned works etc. Finally, BLACA's Chairman, Prof. John Adams, looked at the distinction between common law and author's rights systems.

### **New Developments in the Law of Patent Claim Construction**

The Institute was pleased to host an event in association with new members, Wilmer Cutler Pickering Hale and Dorr on this important issue. A stellar line-up of speakers and participants included leading advocates and judges from both sides of the Atlantic. The event was chaired by Robert Barry, with the first speaker his US colleague from Wilmer Cutler, Bill Lee (who addressed the issue of the use of dictionaries in claims construction).

Henry Carr QC, the Institute's Chairman of Council, followed by seeking to answer the question "Is there an ideal approach to claim construction?" There then followed views from the bench, from Our President, the Rt. Hon Lord Justice Jacob, Judge Gajarsa of the Appeals for the Federal Court, and Prof. Jan Brinkhof, formerly a judge at the Dutch Court of Appeal. It was, as one might imagine, a tremendously interesting and successful day.

## RESEARCH

### **The Patent Research Exemption**

Trevor Cook, Bird & Bird, has worked throughout the year to put together a definitive paper examining the provisions of the experimental use exception. This is now under review and we expect to publish the final draft shortly. The need for such research was highlighted by the results of our work with the DTI on UK law and practice for genetic sequences. This looked at a range of issues affecting public and private sector research facilities with regard to IP law and gene sequence protection in particular. The lack of clarity and understanding of the experimental use exception was widely cited as a problem.

### **IP Awareness Research**

Robert Pitkethly has developed a paper as the first stage in the IP awareness research we are handling on behalf of the Patent Office, in association with the IP Awareness Network. The Patent Office is keen to understand better the current state of IP awareness, especially among SMEs, and to develop ways of monitoring changes so that new initiatives to address awareness can be assessed for efficacy and also be more effectively targeted.

### **Employee Inventors' Rights.**

The Institute hopes to publish some new work from two young researchers from Queen Mary, London, Rajesh Sagar and Aditya Nagarsheth. They have scoped the provisions for employee inventor rights across a number of jurisdictions, and have then drawn conclusions on potential systems to be implemented elsewhere, with particular regard to India. We look forward to working with them in the future.

## PEOPLE AND NEW MEMBERS

We welcomed a number of new corporate members this year and we are delighted to have them aboard.

*Baker & McKenzie*

*Bristows*

*Dyson*

*Finnegan, Henderson, Farabow, Garrett & Dunner*

*McDermott, Will & Emery*

*Microsoft*

*Morrison & Foerster*

*SJ Berwin*

*Wilmer Cutler Pickering Hale and Dorr*

This year saw the first award of the IP Institute Scholarship, to **Tanja Suessenbach** who will carry out a research project on the current effects of copyright provisions within the UK music industry.

**Mr Michael Flint** retired from the Board on 20 July 2004, but we are delighted that the Institute will still have the benefit of his experience and advice as a member of Council. We have been very pleased to welcome **Mr Simon Olswang** and **Professor David Vaver** who were formally elected onto the Board on 20 July 2004.

**Professor William Cornish QC** also retired, on 12 January 2005. We will still have the benefit of Bill's advice through Council, but we would like to express our thanks to Bill for his help, support and advice as a Board member over the years.

### **Director's Assessment of Performance for the Year**

The Institute continues to grow in confidence and stature. The quality of our work is as high as it has ever been, and this has been reflected in a growing list of corporate supporters. Our great strength is our people. We have a wonderful array of talent at our fingertips through our Council and Board membership, and also our many friends and supporters who contribute in a less formal, but equally important way.

Our great weakness continues to be our financial resources. The increase in membership has not been accompanied by an increase in financial resource, because we have reduced the level of corporate subscriptions. We need to attract many more new members to cover the deficit and this will continue to be the focus of our efforts in the year 2005/'06.

I am very pleased that our relationship with Ron Marchant and his colleagues at the Patent Office continues to develop. There has been a real effort to establish a system of policy development and implementation across government departments, spearheaded by the Patent Office. Naturally, the Institute will continue to encourage and support these efforts, and we will hopefully play a big part in delivering results in the future.

Finally, as ever, I would like to thank our members for their continued support, and the Board and the Council for their help and advice. I would like to thank our President, Sir Robin Jacob; the Chairman of Council, Henry Carr; and our Editor-in-Chief, Margaret Llewelyn. I would also like to thank the Chairman of the Board, Ian Harvey; Associate Director, Richard Howe; Administrator, Anne Goldstein; and Bookkeeper, Sue Hanstead. They all work very hard for the Institute throughout the year and I appreciate it very much.

### **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. However, the management of the Institute recognises the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months' operations (currently £35,000, excluding funded research). At the year end, 31 March 2005,

the Institute's free reserves were £40,535 (not including fixed assets). For the coming year, we intend that future research costs will continue to be fully funded.

### **Governors and Trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

### **Governors' Responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Reporting Accountants**

Richard Hewson & Co., Chartered Accountants, have indicated that they are willing to be reappointed at the forthcoming annual general meeting.

### **Exemption Statement**

For the financial year ended 31 March 2005, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2) each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,

Mr Ian Harvey, Chairman  
20 July 2005





**Accountants' report to the members  
on the unaudited financial statements of  
The Intellectual Property Institute**

---

We report on the financial statements for the year ended 31 March 2005 set out on pages 8 to 14.

**Respective responsibilities of governors and reporting accountants**

As described on page 6 the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

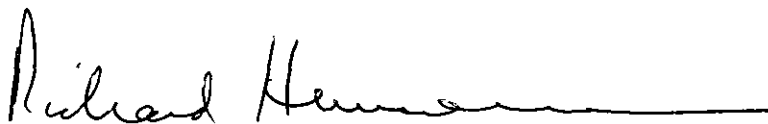
**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion:

- (a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985;
- (b) having regard only to, and on the basis of, the information contained in those accounting records:
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1).



**Richard Hewson & Co.**  
Chartered Accountants  
Reporting Accountants

21 Corner Green  
Blackheath  
London SE3 9JJ

20 July 2005

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2005**

		Unrestricted Funds	
	Notes	2005 £	2004 £
<b>Incoming resources</b>			
Donations and subscriptions		108,721	108,811
Activities to further the charity's objects	2	40,511	104,240
Bank interest		812	570
Other income		-	1,037
		<u>150,044</u>	<u>214,658</u>
<b>Resources expended</b>			
Charitable expenditure	3	145,484	212,960
Management and administration	3	<u>16,832</u>	<u>16,793</u>
<b>Total resources expended</b>		<b>(162,316)</b>	<b>(229,753)</b>
<b>Net (resources expended)</b>			
<b>- net (deficit) for the year</b>	4	(12,272)	(15,095)
<b>Total funds at 1 April 2004</b>		<u>57,107</u>	<u>72,202</u>
<b>Total funds at 31 March 2005</b>		<u>44,835</u>	<u>57,107</u>

*The notes on pages 10 to 14 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
31 March 2005**

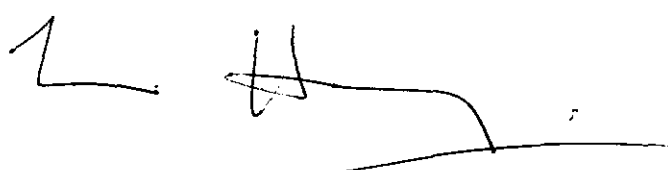
	Notes	Unrestricted funds			
		2005			2004
		£	£	£	£
<b>Fixed assets</b>					
Tangible fixed assets	7		4,300		4,708
<b>Current assets</b>					
Debtors	8	24,296		13,583	
Cash at bank and in hand		<u>33,257</u>		<u>44,115</u>	
<b>Total current assets</b>		57,553		57,698	
<b>Creditors</b>					
Amounts falling due within one year	9	<u>(17,018)</u>		<u>( 5,299)</u>	
<b>Net current assets</b>			<u>40,535</u>		<u>52,399</u>
<b>Net assets</b>			44,835		57,107
Unrestricted funds			<u>44,835</u>		<u>57,107</u>
<b>Total funds</b>			<u>44,835</u>		<u>57,107</u>

The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985.

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and the financial statements give a true and fair view of the state of affairs of the company as at 31 March 2005 and of its result for the year then ended in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board of Governors on 20 July 2005 and signed on its behalf:



Mr Ian Harvey, Chairman

*The notes on pages 10 to 14 form part of these financial statements*

**1 Accounting policies**

- (a) The financial statements have been prepared under the historical cost convention, in accordance with the Financial Reporting Standard for Smaller Entities and the Companies Act 1985, and follow the recommendations in "Accounting and Reporting by Charities : Statement of Recommended Practice" issued in October 2000.
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from activities to further the charities' objects and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows:  
Charitable expenditure – 90%  
Management and administrative expenditure – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from activities to further the charity's objects (all unrestricted)**

	2005	2004
	£	£
Research and study projects	30,375	85,290
Conference and seminars	1,380	3,390
Publications and sales	<u>8,756</u>	<u>15,560</u>
	<u>40,511</u>	<u>104,240</u>

**3 Total resources expended**

	<b>Charitable expenditure</b>	<b>Management and administrative</b>	<b>2005 Total</b>	<b>2004 Total</b>
	£	£	£	£
Conferences and seminars	2,177	-	2,177	2,966
Research and study costs	14,193	-	14,193	79,959
Publication expenses	5,212	-	5,212	8,491
Staff costs (note 5)	90,786	10,088	100,874	99,022
Rent and rates	19,737	-	19,737	19,622
Insurance	505	-	505	564
Repairs and maintenance	342	-	342	577
Other premises expenses	457	-	457	624
Telephone, fax and internet	2,185	-	2,185	3,339
Postage, printing and stationery	4,073	-	4,073	3,519
Sundry expenses	332	-	332	202
Travel and subsistence	3,706	-	3,706	2,281
Legal and professional	-	15	15	15
Reporting accountants' fees	-	800	800	810
Bookkeeping	-	5,770	5,770	5,695
Office equipment depreciation	1,434	-	1,434	1,570
Bank charges	-	159	159	371
Subscriptions	345	-	345	126
	<u>145,484</u>	<u>16,832</u>	<u>162,316</u>	<u>229,753</u>

**The Intellectual Property Institute**  
**Notes to the financial statements**  
**31 March 2005**

	2005	2004
	£	£
<b>4 Net (resources expended) for the year</b>		
This is stated after charging/(crediting):		
Bank deposit interest	(812)	(570)
Reporting accountants' fees	800	810
Depreciation of fixed assets	1,434	1,570
	<u>          </u>	<u>          </u>

**5 Staff costs**

Staff costs during the year were as follows:

Wages and salaries	90,503	88,310
Social security costs	<u>10,371</u>	<u>10,712</u>
	<u>100,874</u>	<u>99,022</u>

One employee received emoluments in the range £70,001 - £80,000 during the year (2004 - 1 in the range of £70,001 - £80,000).

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows:

	2005	2004
	No.	No.
In activities to further the charity's objects	1	1
In administrative support	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

**6 Taxation**

The company is exempt from corporation tax on its charitable activities.

**7 Tangible fixed assets**

	Office equipment £
<b>Cost</b>	
At 1 April 2004	30,265
Additions	<u>1,026</u>
At 31 March 2005	<u>31,291</u>
<b>Depreciation</b>	
At 1 April 2004	25,557
Charge for year	<u>1,434</u>
At 31 March 2005	<u>26,991</u>
<b>Net book values</b>	
At 31 March 2005	<u>4,300</u>
At 31 March 2004	<u>4,708</u>

	2005 £	2004 £
<b>8 Debtors</b>		
Trade debtors	23,268	12,592
Other debtors and prepayments	<u>1,028</u>	<u>991</u>
	<u>24,296</u>	<u>13,583</u>

**9 Creditors: amounts falling due within one year**

Trade creditors	11,882	500
Other creditors and accruals	<u>5,136</u>	<u>4,799</u>
	<u>17,018</u>	<u>5,299</u>

**10 Commitment under operating lease**

The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires after more than five years.

**11 Transactions with governors**

There were no transactions with or for governors during the year.

**12 Liability of members**

As the company is limited by guarantee (having no share capital), every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum of Association. At 31 March 2005 there were 21 members (2004 - 22).





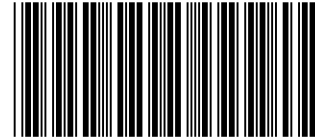
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**Companies House**  
— for the record —

## Annual Return

**Company Name:** THE INTELLECTUAL PROPERTY INSTITUTE

**Company Number:** 01557489



XZ4Y3B8K

Received for filing in Electronic Format on the: 15/12/2005

### Company Details

**Period Ending:** 12/12/2005

**Company Type:** PRIVATE COMPANY LIMITED BY GUARANTEE WITHOUT SHARE CAPITAL

**Principal Business Activities:**

*SIC Codes*

7411

7320

7487

**Registered Office:**  
**Address:**

**Register of**  
**Members Address:**

**Register of Debenture**  
**Holders Address:**

**1ST FLOOR**  
**36 GREAT RUSSELL STREET**  
**LONDON**  
**WC1B 3QB**

**Not Applicable**

**Not Applicable**

### Details of Officers of the Company

**Company Secretary:**

**Name:** DR PAUL ANTHONY LEONARD

**Address:** 52 JULIEN ROAD  
LONDON W5 4XA

-----  
**Director 1:**

**Name:** HENRY JAMES CARR

**Address:** 28 BRADBOURNE STREET  
LONDON SW6 3TE

**Date of Birth:** 31/03/1958

**Nationality:** BRITISH

**Occupation:** BARRISTER

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Director 2:

Name: **IAN ALEXANDER HARVEY** Address: **TANGLE WOOD COBHAM ROAD**  
Date of Birth: **02/02/1945** **FETCHAM**  
Nationality: **BRITISH** **LEATHERHEAD**  
Occupation: **DIRECTOR CHIEF** **SURREY KT22 9SJ**  
**EXECUTIVE**

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Director 3:

Name: **CHRISTOPHER MORCOM** Address: **25 SAINT PETERS ROAD**  
Date of Birth: **04/02/1939** **ST MARGARETS**  
Nationality: **BRITISH** **TWICKENHAM TW1 1QY**  
Occupation: **BARRISTER**

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Director 4:

Name: **SIMON OLSWANG** Address: **1 FORDINGTON ROAD**  
Date of Birth: **30/10/1963** **HIGHGATE**  
Nationality: **BRITISH** **LONDON N6 4TD**  
Occupation: **SOLICITOR RETIRED**

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Director 5:

Name: **DAVID ROBERTS** Address: **VIRGINIA HEIGHTS**  
Date of Birth: **28/05/1945** **HOLLOW LANE**  
Nationality: **BRITISH** **VIRGINIA WATER**  
Occupation: **PATENT ATTORNEY SVP** **SURREY GU25 4LP**  
**CORP INTEL**

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Director 6:

Name: **DOCTOR STEPHEN SMITH** Address: **NEW FARM CHELFORD ROAD**  
Date of Birth: **06/08/1943** **TWEMLOW GREEN HOLMES**  
Nationality: **BRITISH** **CHAPEL**  
Occupation: **PATENT ATTORNEY** **CREWE**  
**CHESHIRE CW4 8BS**

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Director 7:

Name: **PROFESSOR DAVID VAVER** Address: **1 HALLS CLOSE**  
Date of Birth: **28/03/1946** **OXFORD**  
Nationality: **CANADIAN** **OXFORDSHIRE OX2 9HR**  
Occupation: **PROFESSOR**

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### *Authorisation*

Authoriser Designation: **DIRECTOR** Date Authorised: **15/12/2005** Authenticated: **Yes (E/W)**



**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2006**



A25  
COMPANIES HOUSE

\*AQJDKIO\*

462  
14/11/2006

**The Intellectual Property Institute  
Contents**

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	Page No.
Legal and administrative information	1
Report of the governors	2
Accountants' report	9
Statement of financial activities	10
Balance sheet	11
Notes to the financial statements	12

**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981.

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM.

**Governors**

Mr Ian Harvey, Chairman  
Mr Henry Carr QC  
Mr Christopher Morcom  
Mr Simon Olswang  
Mr David Roberts  
Dr Stephen Smith  
Professor David Vaver

**Secretary**

Dr Paul Leonard

**Registered office**

1st Floor, 36 Great Russell Street  
London WC1B 3QB

**Reporting accountants**

Richard Hewson & Co  
Chartered Accountants  
21 Corner Green  
Blackheath  
London SE3 9JJ

**Solicitors**

Denton Wilde Sapte  
5 Chancery Lane  
Cliffords Inn  
London EC4A 1BU

**Charity Registration Number**

283150

The governors present their report and the financial statements for the year ended 31 March 2006.

## CHAIRMAN'S STATEMENT

This year has been one of consolidation, reflection and change. Several years ago we decided that we needed to rebuild the research activity of the Institute by using our own resources to initiate and, in some cases, fund new lines of research guided by the Director's new Research Landscapes. Once these research projects began to produce high quality research papers we decided that we could then reach out to broaden our membership – but that we would need to reduce our associate membership fees accordingly from £15,000 pa to £4,000 pa. Our major associate members were generous enough to continue paying at the old rate to cover the transition period, which ended last year.

So this last year has been one of increasing research output and a continued drive for new members. We have nearly doubled the number of associate members. This year has, we hope, been the financial low point of the IPI with new members continuing to join. Attracting new members and resources through the quality and relevance of our work remains a top priority.

In parallel with the Director's research review, the Board, with input from Council and other members, has reviewed the governance of the IPI. We have concluded that the role of the Board should primarily be in discussing, agreeing, advising and monitoring the IPI's strategy plan and its implementation. To make this process more effective we also concluded that the Council of experts should be chaired by the Director who will now be the primary link between Council and the Board. In line with current good governance standards we concluded that Board members should be appointed for not more than two three year terms and would be expected to attend most Board meetings. These changes took effect from the AGM held on 18 October 2006.

Stepping down at that AGM was Christopher Morcom and Michael Flint, David Roberts and his alternate David Rosenberg. Simon Olswang stepped down earlier this year. I would like to thank each of them for the support and wisdom they have provided to the Institute over the years.

I believe that the Institute is now very well placed to make a major contribution to its members and to policy makers through the programmes set in place by the Director. Without his energy and commitment we would not be at the takeoff point that I believe we have now reached.

Ian Harvey

## Objects and principal activity of the charity

The charity's object and its principal activity continue to be to promote a greater understanding of education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

## Results

The statement of financial activities shows a deficit for the year of £2,304. Income was up by £42,291 on the previous year due to a large donation, a 2005 subscription being paid extremely late, an increase in publication sales and seminars and income generated by the research projects. Expenditure was up by £32,323 due mainly to spending on the research projects, increased expenditure on the publications and seminars and the costs of producing DVDs of our seminars for the first time.

## DIRECTOR'S REVIEW

### Report on activities for the year ended 31 March 2006

This year the Institute has carried out a diverse and high quality programme of research and events. Some of the highlights are set out below.

### Research

Throughout the year, Dr Robert Pitkethly of the Said Business School has been working on behalf of the Institute on a project for the UK Patent Office gauging levels of **IP Awareness** among SMEs. The work emerged from recommendations emanating from the Government Innovation Review.

Also commissioned by the Patent Office was work carried out by the Institute on **artists' resale rights**, examining the economic consequences of introducing a droit de suite in the UK. Prof. Stefan Szymanski and Dr Kathryn Graddy (of the Tanaka Business School and Oxford University, respectively) delivered an excellent analysis which we plan to take further in the year ahead.

We published work by two young researchers at Queen Mary, London (Aditya Nagarsheth and Rajesh Sagar) on **employee inventions**. The work scopes current provisions for protecting employee inventions across a number of jurisdictions, with specific recommendations for policy in India.

The Institute responded to concerns from the pharmaceutical industry over moves in India potentially **limiting the patentability of pharmaceutical inventions and micro-organisms**. The Institute carried out an analysis (by Dr Shamnad Basheer) of the TRIPs compatibility of providing for such limitations, and submitted the findings to the Indian government. Dr Basheer has also carried out an analysis of provisions for the **protection of regulatory data** under Article 39.3 of TRIPs.

The Institute has developed its relationship with the Trade Marks, Patents and Designs Federation (TMPDF), responding to their concerns over **address for service** provisions throughout the EU. The Institute published an analysis of the current situation carried out by Daniel Burkitt, Oxford University.

Following the Institute's analysis of UK law and practice concerning patents for genetic sequences, we have published an analysis of the **experimental use exception** for patents, work carried out by Trevor Cook of Bird & Bird. Trevor's paper is the most authoritative and detailed study of its kind currently available on this important topic.

Following the Gowers Review of intellectual property, the Institute has instigated work examining the current effect of **supplementary protection certificates** for pharmaceutical inventions. This work was undertaken by Dr Duncan Curley of McDermott, Will & Emery.

Finally, our China Programme Manager, Dr Victoria Wang, has spurred a range of research projects examining the situation regarding IP protection and enforcement in this increasingly important economy. The Institute plans to provide insight into which countries and sectors are most active in IP-dependent business in China, which technology areas are most significant, how successful companies are at protecting their IP through the courts, and other metrics which will serve to enlighten companies and policy makers about the true situation regarding **IP protection in China**.

The Chairman published an article in the Financial Times on the misconceptions about IP in China. This was expanded into a more extensive briefing note and has been the basis of many presentations to business and policy-makers. The Institute is now organising a UK conference on IP in China and will be running IP training seminars in China for senior Chinese executives. To fund these seminars the Institute has received a grant of £100,000 from the Global Opportunities Fund of the UK Foreign Office, matched by funding from the Development Research Centre of the State Council of the Peoples' Republic of China and member companies including BP, AstraZeneca and GSK.

## Events

In March we held an outstanding **IP Forum event**, held at the Said Business School, Oxford, in association with the Oxford IP Research Centre. A very high calibre set of speakers addressed a number of important contemporary issues of **IP and competition law**.



In April, the Institute was proud to be associated with what has become a major event in the IP calendar: the **Annual International IP Mooting Competition**, held at St Peter's College, Oxford. As ever, David Vaver and his team of organisers pulled off a wonderful event, with the University of Birmingham seeing off the University of Sheffield to win the final.

June saw the annual **BLACA / IPI** joint seminar event, tackling the issue; "**Oakley vs. Animal: has the train of European legislation been derailed?**" Bird & Bird kindly hosted an excellent event.

In September we held a seminar on **IP Valuation** Hosted by McDermott Will & Emery, looking at the specific case concerning the Eden Project. The event gave great insight on successful valuation techniques in complex legal disputes.

Also in September, we held a seminar entitled "**Intellectual Property - the Commercial Reality for SMEs**" at the Institute for Child Health in London. The event was the first to be made available on a high quality DVD recording from the Institute for those unable to attend on the day.

In November, William Rooklidge, President of the AIPLA, delivered the **2005 Stephen Stewart Memorial Lecture**: "Reform of the Patent Laws: the US Experience in Forging Legislation from Disparate Interests". Hosted, as ever, by Slaughter and May, and chaired by our Vice-President, Sir Hugh Laddie, the lecture was extremely well received.

In January 2006 the Patent Office hosted an IPI seminar addressing "**The Measurement and Valuation of Intangible Assets in the Service Sector**". Chaired by Liz Coleman of the Patent Office, with speakers Christine Greenhalgh and Mark Rogers of the Oxford Intellectual Property Research Centre.

Finally, in March 2006 we held a seminar hosted by Addleshaw Goddard on the "**Database Right: Implications of the ECJ and Court of Appeal Judgments in British Horseracing Board v William Hill Case**" Hamish Porter was our speaker and the event superbly chaired by Catriona Smith of Allen & Overy.

The Institute's programme of events goes from strength to strength thanks to the efforts of Richard Howe, our Associate Director and, of course, our Administrator, Anne Goldstein. We are indebted to our member firms for providing us with venues and facilities at little or no cost to the Institute. Without this goodwill, we would not be able to sustain such a high quality programme.

### **People and new members**

This year we were very lucky to be able to appoint **Dr Victoria Wang** our Programme Manager for China. Working closely with Ian Harvey, our Chairman, Victoria has developed an outstanding programme of work in China and the UK, developing extensive and effective links with Chinese businesses, universities and government departments. Thus she has also arranged a series of meetings with key players in China for one of our major associate members.

We are, as ever, indebted to **Dr Margaret Llewelyn** of Sheffield University who continues to edit the IP Quarterly with such finesse.

The first IP Institute research scholar, **Tanja Suessenbach**, completed her research project on legal, technical and business solutions to problems facing copyright dependent businesses in the digital age. We wish Tanja every success for the future.

We welcomed a number of new associate members this year and we are delighted to have them aboard.

*BAT*

*Haseltine Lake*

*IBM*

*Marks & Clerk*

*Nestec*

*Rouse Legal (Willoughby & Partners)*

We will look forward to welcoming more new members in the coming year as we seek to expand our membership and widen our pool of expertise in all areas of IP.

### **Director's Assessment of Performance for the Year**

I believe that this year we have carried out an outstanding body of work on behalf of our members, covering a wide range of research activities and continuing to build on our events programme. We have managed to increase our overall financial resources this year, and to reduce our net loss.

This year we undertook a major internal strategy review to address the Institute's role and way of working with particular reference to each of its stakeholding communities. The review was prompted by an increasingly urgent need to address the funding situation for the Institute, over the short and longer terms. The review has provided focus and clarity for the way ahead and I look forward to reporting on new, positive developments in next year's Annual Report as we reap the harvest from the seeds sown this year.

Apart from funding, the major issues addressed under the review were how to improve communications between the Institute and its members/stakeholders, and to address the governance of the Institute, which has not been examined for some time. On the former, we plan to upgrade both the website and the quality of communications. The latter is covered in the Chairman's Statement.

The UK government is also in the process of reviewing a range of IP-related issues under the initiative spearheaded by Andrew Gowers. The Institute has contributed to the Gowers Review stressing the need for the kind of independent research into the social and economic effects of IP law and regulation that we are set up to deliver. I sincerely hope that this new focus from government will provide an avenue for the Institute to make a more direct input into the high quality independent research and data gathering which should underpin policy-making in this area. The IPI is a unique and independent bridge between law, economics and business.

The Institute continues to achieve much on very scarce resources. Our strength lies in the goodwill of our members, their expertise and willingness to give time and energy to our efforts. I am grateful to all those who have helped make this year so successful, especially our Chairman, President, Board and Council members and, of course, the Institute's staff who continue to work tirelessly and with great humour on the Institute's behalf.



Dr P A Leonard  
Director

### **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. However, the management of the Institute recognises the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months' operations (currently £35,000, excluding funded research). At the year end, 31 March 2006, the Institute's free reserves were £39,305 (not including fixed assets). For the coming year, we intend that future research costs will continue to be fully funded.

### **Governors and Trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

### **Governors' Responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis; and
- state whether the financial Reporting Standard for Smaller Entities has been followed, subject to any material departures disclosed and explained in the financial statements.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

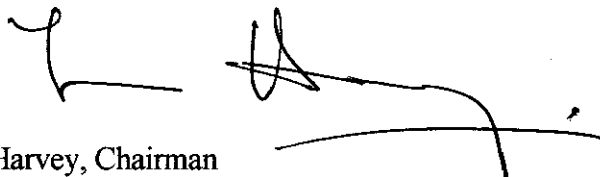
### **Reporting Accountants**

Richard Hewson & Co., Chartered Accountants, have indicated that they are willing to be reappointed at the forthcoming annual general meeting.

### **Exemption Statement**

For the financial year ended 31 March 2006, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2) each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,



Mr Ian Harvey, Chairman  
7 November 2006

**Accountants' report to the members  
on the unaudited financial statements of  
The Intellectual Property Institute**

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We report on the financial statements for the year ended 31 March 2006 set out on pages 10 to 16.

**Respective responsibilities of governors and reporting accountants**

As described on page 8 the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

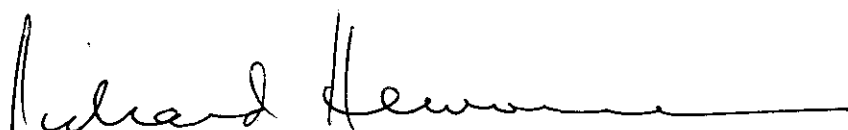
**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion:

- (a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985;
- (b) having regard only to, and on the basis of, the information contained in those accounting records:
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act; and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1).



**Richard Hewson & Co.**  
Chartered Accountants  
Reporting Accountants

21 Corner Green  
Blackheath  
London SE3 9JJ

7 November 2006

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2006**

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	Notes	Unrestricted Funds	
		2006	2005
		£	£
<b>Incoming resources</b>			
Voluntary income - donations and subscriptions		128,153	108,721
Incoming resources from charitable activities	2	63,426	40,511
Investment income – bank interest		361	812
Other incoming resources		<u>395</u>	<u>-</u>
<b>Total incoming resources</b>		<u>192,335</u>	<u>150,044</u>
<b>Resources expended</b>			
Charitable activities	3	176,566	145,484
Governance costs	3	<u>18,073</u>	<u>16,832</u>
<b>Total resources expended</b>		<u>(194,639)</u>	<u>(162,316)</u>
<b>Net (resources expended)</b>			
<b>- net (deficit) for the year</b>	4	(2,304)	(12,272)
<b>Total funds at 1 April 2005</b>		<u>44,835</u>	<u>57,107</u>
<b>Total funds at 31 March 2006</b>		<u>£42,531</u>	<u>£44,835</u>

*The notes on pages 12 to 16 form part of these financial statements*

**The Intellectual Property Institute**  
**Balance Sheet**  
**31 March 2006**



	Notes		Unrestricted funds		
		£	2006 £	£	2005 £
<b>Fixed assets</b>					
Tangible fixed assets	7		3,226		4,300
<b>Current assets</b>					
Debtors	8	41,053		24,296	
Cash at bank and in hand		<u>22,963</u>		<u>33,257</u>	
Total current assets		64,016		57,553	
<b>Creditors</b>					
Amounts falling due within one year	9	<u>(24,711)</u>		<u>(17,018)</u>	
<b>Net current assets</b>			<u>39,305</u>		<u>40,535</u>
<b>Net assets</b>			<u>£42,531</u>		<u>£44,835</u>
Unrestricted funds			<u>42,531</u>		<u>44,835</u>
<b>Total funds</b>			<u>£42,531</u>		<u>£44,835</u>

The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985.

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985 and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 March 2006 and of its result for the year then ended in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities.

The financial statements were approved by the Board of Governors on 7 November 2006 and signed on its behalf:

Mr Ian Harvey, Chairman

*The notes on pages 12 to 16 form part of these financial statements*

**1 Accounting policies**

- (a) The financial statements have been prepared under the historical cost convention, in accordance with the Financial Reporting Standard for Smaller Entities and the Companies Act 1985 and “Accounting and Reporting by Charities : Statement of Recommended Practice (SORP 2005)”.
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from charitable activities and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows:  
Charitable activities – 90%  
Governance costs (see also note 3) – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Liabilities are recognised as soon as there is a legal or constructive obligation to pay our resources.
- (h) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from charitable activities (all unrestricted)**

	2006	2005
	£	£
Research and study projects	47,600	30,375
Conference and seminars	3,095	1,380
DVD sales	72	-
Publications and sales	12,659	8,756
	£63,426	£40,511



**3 Total resources expended**

	Charitable activities £	Governance costs £	2006 Total £	2005 Total £
Conferences and seminars	8,276	-	8,276	2,177
Research and study costs	35,265	-	35,265	14,193
Publication expenses	6,334	-	6,334	5,212
DVD costs	1,750	-	1,750	-
Staff costs (note 5)	92,555	10,284	102,839	100,874
Rent and rates	19,730	-	19,730	19,737
Insurance	508	-	508	505
Repairs and maintenance	346	-	346	342
Other premises expenses	521	-	521	457
Telephone, fax and internet	2,288	-	2,288	2,185
Postage, printing and stationery	2,859	-	2,859	4,073
Sundry expenses	300	-	300	332
Travel and subsistence	2,836	-	2,836	3,706
Legal and professional	-	15	15	15
Reporting accountants' fees	-	800	800	800
Bookkeeping	-	6,529	6,529	5,770
Office equipment depreciation	1,074	-	1,074	1,434
Bank charges	-	195	195	159
Subscriptions	374	-	374	345
Sponsorship	250	-	250	-
Scholarship	1,000	-	1,000	-
CPD points course	300	-	300	-
Marketing	-	250	250	-
	<u>£176,566</u>	<u>£18,073</u>	<u>£194,639</u>	<u>£162,316</u>

	2006	2005
	£	£
<b>4 Net (resources expended) for the year</b>		
This is stated after charging/(crediting):		
Bank deposit interest	(361)	(812)
Reporting accountants' fees	800	800
Depreciation of fixed assets	<u>1,074</u>	<u>1,434</u>

**5 Staff costs**

Staff costs during the year were as follows:

Wages and salaries	92,260	90,503
Social security costs	<u>10,579</u>	<u>10,371</u>
	<u>£102,839</u>	<u>£100,874</u>

One employee received emoluments in the range of £70,001 - £80,000 during the year (2005 - 1 in the range of £70,001 - £80,000).

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows:

	2006	2005
	No.	No.
In charitable activities	1	1
In governance	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

**6 Taxation**

The company is exempt from corporation tax on its charitable activities.

<b>7</b>	<b>Tangible fixed assets</b>	Office equipment £	
	<b>Cost</b>		
	At 1 April 2005	31,291	
	Additions	<u>-</u>	
	At 31 March 2006	<u>31,291</u>	
	<b>Depreciation</b>		
	At 1 April 2005	26,991	
	Charge for year	<u>1,074</u>	
	At 31 March 2006	<u>28,065</u>	
	<b>Net book values</b>		
	At 31 March 2006	<u>£3,226</u>	
	At 31 March 2005	<u>£4,300</u>	
		<b>2006</b>	<b>2005</b>
		<b>£</b>	<b>£</b>
<b>8</b>	<b>Debtors</b>		
	Trade debtors	37,976	23,268
	Other debtors and prepayments	<u>3,077</u>	<u>1,028</u>
		<u>£41,053</u>	<u>£24,296</u>
<b>9</b>	<b>Creditors: amounts falling due within one year</b>		
	Trade creditors	20,903	11,882
	Other creditors and accruals	<u>3,808</u>	<u>5,136</u>
		<u>£24,711</u>	<u>£17,018</u>

**10 Commitment under operating lease**

The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires after more than five years.

**11 Transactions with governors**

The company received a donation of £10,000 from Mr Ian Harvey during the year to enable the company to start the China project. There were no other transactions with or for governors during the year.

**12 Liability of members**

As the company is limited by guarantee (having no share capital) every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum and Articles of Association. At 31 March 2006 there were 8 members (2005 - 10).



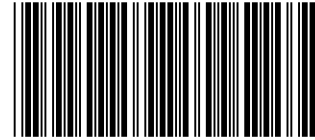
# 363a<sub>(ef)</sub>

**Companies House**  
— for the record —

## Annual Return

**Company Name:** THE INTELLECTUAL PROPERTY INSTITUTE

**Company Number:** 01557489



X4SXRVGS

Received for filing in Electronic Format on the: 13/12/2007

### Company Details

**Period Ending:** 12/12/2007

**Company Type:** PRIVATE COMPANY LIMITED BY GUARANTEE WITHOUT SHARE CAPITAL

**Principal Business Activities:**

*SIC Codes*

7411

7320

7487

**Registered Office:**  
**Address:**

**Register of**  
**Members Address:**

**Register of Debenture**  
**Holder's Address:**

**1ST FLOOR**  
**36 GREAT RUSSELL STREET**  
**LONDON**  
**WC1B 3QB**

**At Registered Office**

**Not Applicable**

### Details of Officers of the Company

**Company Secretary:**

**Name:** DR PAUL ANTHONY LEONARD

**Address:** 52 JULIEN ROAD  
LONDON W5 4XA

-----  
**Director 1:**

**Name:** MICHAEL THOMAS  
BARLOW

**Address:** FAIROAKS  
RIDGEWAY HORSELL  
WOKING  
SURREY GU21 4QR

**Date of Birth:** 28/11/1952

**Nationality:** BRITISH

**Occupation:** PATENT ATTORNEY

---

*Director 2:*

*Name:* **HENRY JAMES CARR** *Address:* **28 BRADBOURNE STREET**  
*Date of Birth:* **31/03/1958** **LONDON SW6 3TE**  
*Nationality:* **BRITISH**  
*Occupation:* **BARRISTER**

---

*Director 3:*

*Name:* **IAN ALEXANDER HARVEY** *Address:* **TANGLEWOOD**  
*Date of Birth:* **02/02/1945** **COBHAM ROAD**  
*Nationality:* **BRITISH** **FETCHAM**  
*Occupation:* **DIRECTOR CHIEF** **SURREY KT22 9SJ**  
**EXECUTIVE**

---

*Director 4:*

*Name:* **HUGH IAN LANG LADDIE** *Address:* **1 HEATHGATE**  
*Date of Birth:* **15/04/1946** **LONDON NW11 7AR**  
*Nationality:* **BRITISH**  
*Occupation:* **PROFESSOR**

---

*Director 5:*

*Name:* **DOCTOR STEPHEN SMITH** *Address:* **NEW FARM CHELFORD ROAD**  
*Date of Birth:* **06/08/1943** **TWEMLOW GREEN HOLMES**  
*Nationality:* **BRITISH** **CHAPEL**  
*Occupation:* **PATENT ATTORNEY** **CREWE**  
**CHESHIRE CW4 8BS**

---

*Director 6:*

*Name:* **PROFESSOR DAVID VAVER** *Address:* **1 HALLS CLOSE**  
*Date of Birth:* **28/03/1946** **OXFORD**  
*Nationality:* **CANADIAN** **OXFORDSHIRE OX2 9HR**  
*Occupation:* **PROFESSOR**

---

### *Authorisation*

*Authoriser Designation:* **SECRETARY** *Date Authorised:* **13/12/2007** *Authenticated:* **Yes (E/W)**



Companies House

002732/30

for the record

Company Name

THE INTELLECTUAL PROPERTY INSTITUTE

# 363s Annual Return

Company Type

Private Company Limited By Guarantee Without Share Capital

Company Number

1557489

Information extracted from Companies House records on 5th December 2006

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

## Section 1: Company details

SATURDAY



\*AHA7VLZN\*

A36

06/01/2007

391

COMPANIES HOUSE

Ref: 1557489/15/42

Current details

Amended details

> Registered Office Address  
*If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.*

1st Floor  
 36 Great Russell Street  
 London  
 WC1B 3QB

Address  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 UK Postcode    \_ \_ \_ \_ \_

> Register of Members  
*If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.*

**Address where the Register is held**  
 At Registered Office

Address  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 UK Postcode    \_ \_ \_ \_ \_

> Register of Debenture Holders  
*If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.*

Not Applicable

Address  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 UK Postcode    \_ \_ \_ \_ \_

> Principal Business Activities  
*If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.*

SIC Code	Description
7411	Legal activities
7320	R & D on soc sciences & humanities
7487	Other business activities

SIC CODE	Description
_____	_____
_____	_____
_____	_____
_____	_____

> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.

**Section 2: Details of Officers of the Company**

	<b>Current details</b>	<b>Amended details</b>
<p><b>&gt; Company Secretary</b>  <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p> <p><i>Particulars of a new Company Secretary must be notified on form 288a.</i></p>	<p><b>Name</b>                      Dr Paul Anthony LEONARD</p> <p><b>Address</b>                      52 Julien Road                      London                      W5 4XA</p>	<p><b>Name</b>                      _____</p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b>                      _____                      _____                      _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date Dr Paul Anthony LEONARD ceased to be secretary (if applicable)                      _ _ / _ _ / _ _ _ _</p>
<p><b>&gt; Director</b>  <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p><b>Name</b>                      Henry James CARR</p> <p><b>Address</b>                      28 Bradbourne Street                      London                      SW6 3TE</p> <p><b>Date of birth</b>    31/03/1958</p> <p><b>Nationality</b>    British</p> <p><b>Occupation</b>    Barrister</p>	<p><b>Name</b>                      _____</p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b>                      _____                      _____                      _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth      _ _ / _ _ / _ _ _ _</p> <p>Nationality      _____</p> <p>Occupation      _____</p> <p>Date of change    _ _ / _ _ / _ _ _ _</p> <p>Date Henry James CARR ceased to be director (if applicable)                      _ _ / _ _ / _ _ _ _</p>



	Current details	Amended details
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288a.</p>	<p><b>Name</b>                      Ian Alexander HARVEY</p> <p><b>Address</b>                      Tanglewood                      Cobham Road                      Fetcham                      Surrey                      KT22 9SJ</p> <p><b>Date of birth</b> 02/02/1945</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Director Chief Executive</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <hr/> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth    _ _ / _ _ / _ _ _ _</p> <p>Nationality     _____</p> <p>Occupation     _____</p> <p>Date of change  _ _ / _ _ / _ _ _ _</p> <p>Date Ian Alexander HARVEY ceased to be director (if applicable)</p> <p>                  _ _ / _ _ / _ _ _ _</p>
<p><b>&gt; Director</b>                      If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</p> <p>Particulars of a new Director must be notified on form 288a.</p>	<p><b>Name</b>                      Doctor Stephen SMITH</p> <p><b>Address</b>                      New Farm Chelford Road                      Twemlow Green Holmes Chapel                      Crewe                      Cheshire                      CW4 8BS</p> <p><b>Date of birth</b> 06/08/1943</p> <p><b>Nationality</b> British</p> <p><b>Occupation</b> Patent Attorney</p>	<p><b>Name</b></p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p><b>Address</b></p> <hr/> <hr/> <hr/> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth    _ _ / _ _ / _ _ _ _</p> <p>Nationality     _____</p> <p>Occupation     _____</p> <p>Date of change  _ _ / _ _ / _ _ _ _</p> <p>Date Doctor Stephen SMITH ceased to be director (if applicable)</p> <p>                  _ _ / _ _ / _ _ _ _</p>

	Current details	Amended details
<p><b>&gt; Director</b>  <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p>	<p><b>Name</b>                      Professor David VAVER</p> <p><b>Address</b>                      1 Halls Close                      Oxford                      Oxfordshire                      OX2 9HR</p>	<p>Name                      _____</p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p>
<p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p><b>Date of birth</b> 28/03/1946</p> <p><b>Nationality</b> Canadian</p> <p><b>Occupation</b> Professor</p>	<p>Address                      _____                      _____                      _____</p> <p>UK Postcode    _ _ _ _ _</p> <p>Date of birth    _ _ / _ _ / _ _ _ _</p> <p>Nationality     _____</p> <p>Occupation     _____</p> <p>Date of change  _ _ / _ _ / _ _ _ _</p> <p>Date Professor David VAVER ceased to be director (if applicable)                      _____ / _____ / _____</p>



**Companies House**

— for the record —

# 363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

## 1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £30. + 2 x 288a forms enclosed.

Signature

*[Handwritten Signature]*  
(Director / Secretary)

Date

04 / 01 / 2007

*This date must not be earlier than the return date at 2 below*

### What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

## 2. Date of this return

This AR is made up to 12/12/2006 If you are making this return up to an earlier date, please give the date here

\_\_ / \_\_ / \_\_\_\_

*Note: The form must be delivered to CH within 28 days of this date*

## 3. Date of next return

If you wish to change your next return to a date earlier than **12th December 2007** please give the new date here:

\_\_ / \_\_ / \_\_\_\_

## 4. Where to send this form

Please return this form to:

Registrar of Companies  
Companies House  
Crown Way  
Cardiff CF14 3UZ

OR

For members of the Hays Document  
Exchange service  
DX 33050 Cardiff

**Have you enclosed the filing fee with the company number written on the reverse of the cheque?**

## Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name

DR PAUL LEONARD

Telephone number *inc code*

\_\_\_\_\_

Address

157 FROE  
36 GREAT POWELL STREET  
LDROSN

DX number *if applicable*

\_\_\_\_\_

DX exchange

Postcode

W1B 3QB



Companies House  
— for the record —

Please complete in typescript,  
or in bold black capitals.

CHFP000

*Handwritten notes:*  
endatah...  
akko...

# 288a

## APPOINTMENT of director or secretary (NOT for resignation (use Form 288b) or change of particulars (use Form 288c))

Company Number

Company Name in full

Date of appointment: Day Month Year  †Date of Birth: Day Month Year

### Appointment form

Appointment as director  as secretary  Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

Notes on completion appear on reverse.

NAME \*Style / Title  \*Honours etc

Forename(s)

Surname

Previous Forename(s)  Previous Surname(s)

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985

†† Usual residential address

Post town  Postcode

County / Region  Country

†Nationality  †Business occupation

†Other directorships (additional space overleaf)

I consent to act as \*\* director / ~~secretary~~ of the above named company

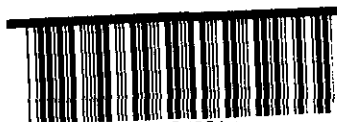
Consent signature  Date

\* Voluntary details.  
† Directors only.  
\*\*Delete as appropriate

A director, secretary etc must sign the form below.  
Signed  Date

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record..

(\*\*a director / secretary / administrator / administrative receiver / receiver manager / receiver)  
  
  
 Tel   
DX number  DX exchange



ED1 COMPANIES HOUSE

\*ET4GJ00A\* 943 6 11 07

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
for companies registered in England and Wales or  
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland DX 235 Edinburgh

**Company Number**

† Directors only.

† Other directorships


**NOTES**

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

**Other directorships.**

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.



**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2007**

THURSDAY



A20

"A74TZTBH"

27/09/2007

405

COMPANIES HOUSE

**Company No.1557489**

**The Intellectual Property Institute  
Contents**

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**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM

**Governors**

Mr Ian Harvey, Chairman  
Mr Mike Barlow – elected 18/10/06  
Mr Henry Carr QC  
Prof Sir Hugh Laddie – elected 18/10/06  
Mr Christopher Morcom – retired 18/10/06  
Mr Simon Olswang – retired 21/06/06  
Mr David Roberts – retired 18/10/06  
Dr Stephen Smith  
Professor David Vaver

**Secretary**

Dr Paul Leonard

**Registered office**

1st Floor, 36 Great Russell Street  
London WC1B 3QB

**Reporting accountants**

Richard Hewson & Co  
Chartered Accountants  
21 Corner Green  
London SE3 9JJ

**Solicitors**

Denton Wilde Sapté  
5 Chancery Lane  
Cliffords Inn  
London EC4A 1BU

**Charity Registration Number**

283150



The governors present their report and the financial statements for the year ended 31 March 2007

## **CHAIRMAN'S STATEMENT**

This year has been one of building new activities and research programme on the strengthened foundations for the Institute. These foundations include a substantial increase in membership (which has continued to grow this year) and bringing governance of the Institute in line with best practice. The generosity of BP plc in paying three years' subscription upfront has recently helped substantially in creating a stronger financial base for the Institute in launching its new research programme. The new research programme has also been instrumental in bringing our corporate members closer to the research programme and the projects it frames.

The genesis of the new research programme with its five research areas lay in the Landscape Proposals developed by the Director and used as a basis for developing a set of research priorities which were closely aligned with the interests of our stakeholders. The relevance of these areas was reinforced by the high quality of the Research Directors appointed by the Institute to run programmes in each of the areas. We already have research projects under way in several of the research areas and which are supported directly by our members.

The seminar and conference programme has also been very active with an increase in both the number and quality of events.

On a more personal note I have been heavily involved with the Institute's China Programme, which the Director reports on elsewhere. I am struck in China by how much further they have progressed in being aware and respectful of IP than is commonly realised. But also, it is clear that the Institute is held in high regard in China, being seen as a first port of call for many Chinese IP delegations coming to Europe. We must be careful not to get distracted from our core mission. On the other hand, we should be aware of the value that the IPI's work is held in both in China and elsewhere and how best we might develop the opportunities that this presents.

Finally, I was delighted that Sir Hugh Laddie and Mike Barlow agreed to join the Board last year – they have proven as energetic as I had expected. I thank all the members of the Board for the work and support they have willingly given to help the Institute progress as it has over the past twelve months.

The output of the Institute is gathering pace as we had expected and hoped that it would – a real tribute to the energy and commitment of the Director.

Ian Harvey

## **Objects and principal activity of the charity**

The charity's object and its principal activity continue to be to promote a greater understanding of education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

## **Results**

The statement of financial activities shows a deficit for the year of £7,868. Income was up by £49,904 on the previous year due to the GOF China project less a drop in other research project income and a reduction in subscriptions due to a knock on effect of the changes in the subscription rates from 2005. Expenditure was up by £55,468 due mainly to spending on the GOF China project less decreased expenditure on other research projects and a few savings on other costs.

## **DIRECTOR'S REVIEW**

### **Report on activities for the year ended 31 March 2007**

The Gowers Review of intellectual property dominated the policy scene this year. It was important not least because it was sponsored by the Treasury, an overt recognition of the central role of IP to the UK economy. The role of the IP Institute was brought to the fore, since the Gowers Review report used IP Institute research to underpin policy recommendations, and because we were able to respond quickly to calls for further research in the policy arena. This year, we not only enjoyed a high profile on the UK IP landscape, but also in the crucial emerging markets of China and India. In China, Dr Wang, with the support of the Chairman, managed a series of high profile events for Chinese industry, providing access to high level expertise in IP management and exploitation. The work has spurred a strong relationship between the Chinese government and the Institute, and we have been pleased to host a number of trade and IP delegations from China throughout the year.

In India, we made a significant impact on the government's proposals to limit the patentability of micro-organisms, through the so-called "Mashelkar Committee". The Institute has been very effective this year at stimulating dialogue between the west and the major emerging markets, work we intend to build upon in the future.

We continue to evolve and, this year in particular, we are at an exciting and important stage of development having (at the time of writing this report) appointed four new Research Directors (in addition to Dr Wang). We now have a clear set of research priorities (set out in our new brochure), with five research themes spearheaded by a separate Research Director.

**1 Addressing Fragmented and Cumbersome IP Systems in Europe**

**Prof. Michael Blakeney, Research Director**

IP law and regulation is fragmented in Europe, causing uncertainty, excessive costs and numerous other problems for IP users and policy makers in the region. The Institute is pursuing a variety of research projects that will address some of these issues, for example, by providing basic data sets for patent litigation (numbers filed, which areas, which jurisdictions, how many litigated, success rates etc.) We will also carry out projects that will underpin the effective development of the European Patent Litigation Agreement (EPLA), investigating the procedural means available in the EU of protecting against litigation e.g. gauge the extent to which there is EU harmonisation on declarations of non-infringement.

We will carry out research to provide evidence as to where, and how, the IP system in Europe is fragmented, and to gauge the costs to business of such an IP system in Europe.

We will pursue research to establish whether measures such as the London Agreement, the EPLA and the EU Enforcement Directive will be effective measures to address a fragmented IP system in Europe.

**2 Enforcement, Cost-Reduction and Accessibility**

**Dr Puay Tang, Research Director**

The effective enforcement of IP rights, the costs associated with such enforcement and the subsequent access to "IP justice" are significant issues for the IP system and, indeed, its credibility. We will seek to build on our knowledge from previous research, gauging the social and economic effects of counterfeiting.

We will also look to carry out a number of research projects addressing specific issues under the EU Enforcement Directive, and to examine the efficacy of current methods of digital rights management, determining and promoting best practice, for example.

**3 The IP / Innovation Link**

**Prof. Jeremy Phillips, Research Director**

We will investigate, for example, the value within Europe of supplementary protection certificates (SPCs) – how many have been granted, how many have been enforced, and have they achieved their stated purpose? Additional work could include a comparative assessment of the efficacy of the SPC *cf* provisions in the US.

We will aim to carry out a number of projects looking at the efficacy of the IP system generally to promote and foster creativity and innovation. In other words, seek to establish a platform of real understanding about how the IP system actually works to achieve its stated (or notional) goals.

**4 IP and Competition**

**Prof. Stefan Szymanski, Research Director**

We will establish research to gauge the social and economic effects of parallel trade and / or the exhaustion of IP rights, including, for example, an assessment of the impact of allowing exhaustion within the EU

And we will seek to examine the interface (and tensions) between IP and competition law, particularly the effects of Articles 81 and 82 of the Treaty on the exercising of IP rights

**5 China Programme**

**Dr Victoria Wang, Research Director**

In response to the dramatic growth in China's economy and the significant emphasis that we and, indeed, China have placed on the role of IP rights in trade and investment in the region, the Institute is working with the UK and Chinese governments to establish a programme of research and events aimed at promoting mutual awareness and understanding across a broad range of IP issues

In the first instance, we are pursuing research to establish basic data sets, providing intelligence on trends in IP protection (patent filing by country, sector, technology area etc ) and enforcement (success and failure rates in various jurisdictions etc ) We will carry out research to investigate any and all aspects of IP in China and, in particular, its role in fostering beneficial trade relations with China in the future

Taking the difficult decision to lower our membership fees some years ago has paid dividends our corporate membership has grown considerably and, crucially, we now enjoy increased access to advice and expertise from across the IP spectrum I am looking forward to widening our membership base still further in the year ahead, but it is to the research programme that we look to make the most significant step forward in the near term, fully exploiting the expertise of our newly-appointed Research Directors to deliver a far higher level of core research activity than has been possible to date

This year has itself been productive, however, with a number of projects initiated or completed, and a correspondingly rich vein of publications as a result These have complemented the publication of the IP Quarterly during the year, with Prof Margaret Llewelyn, our Editor, providing a guiding hand which has resulted in a journal of considerable quality and appeal

### Research Summary 2006/07

- **Trevor Cook** (Bird & Bird) completed an exceptionally thorough examination of the European perspective on the extent to which **the experimental use defence** to patent infringement applies to differing types of research. Trevor launched the publication at an event held at Clifford Chance (see below) and the publication has been moving rapidly from the Institute's stock shelves.
- Having prepared an excellent analysis of the current provisions for **address for service** in the EU, **Daniel Burkitt** (Oxford University) provided the Institute with an update on the issue covering recent developments in, for example, Ireland. The work has sparked much interesting debate in Europe around the interpretation and use of Article 49 of the Treaty of Rome, which deals with restrictions on the freedom to provide various services. The work was instigated and sponsored by TMPDF.
- **Dr Robert Pitkethly** (Said Business School) completed the **2006 IP Awareness Survey** for the Institute, on behalf of the UK IP Office. The survey is an extremely important contribution to our understanding of the level of knowledge and awareness within the UK. Crucially, the survey has been crafted in such a way that it allows year-on-year analysis of improvements (or otherwise) to the status quo. This will allow the UK IP Office to gauge the effectiveness of their numerous awareness-raising initiatives, and to respond to trends and issues that the survey reveals.
- In direct response to the recommendations of the Gowers Review report, we have instigated work to gauge **the efficacy of SPCs** within the pharmaceutical sector. It is now many years since these provisions came into force and an examination of their effects is most timely. This work is being led by **Dr Duncan Curley** (McDermott, Will & Emery).
- To address some concerns over proposed changes to Indian patent law, the Institute carried out two research projects, both by **Dr Shamnad Basheer**, which made a very significant impact to the Indian government's deliberations through the Mashelkar Committee: a paper on gauging the **compatibility of limiting patent protection for pharmaceuticals and micro-organisms** under the TRIPs Agreement, and another examining the current provisions and use of **Article 39.3** of TRIPs, which deals with data protection.
- Finally, the Institute was delighted to secure funding for a major research project on the economic effects of introducing a **droit de suite** (artists' resale right) in the UK. Led by Professors **Stefan Szymanski** (Tanaka Business School) and **Katy Graddy** (Brandeis University, USA) the project is due for completion in January 2008. The work follows a successful initial study on the subject which the Institute carried out for the (then) Patent Office. The new research will provide significantly greater depth and, it is hoped, make a significant contribution to policy development in this area.

## **EVENTS**

A great strength of the Institute is its ability to bring together people from differing backgrounds to discuss issues of topical importance in the IP field. This year we have reached out to industry, students, policy makers (national and international) and the legal profession. We have held briefings, updates, moots and mock trials and, of course, a flagship Stephen Stewart Lecture, delivered by Andrew Gowers himself. Below is a brief summary of our major events:

- 10 May 2006 Seminar with Trevor Cook on the patent research exception, at Clifford Chance, Chaired by our President, Sir Robin Jacob
- 5 July 2006 Seminar with David Tatham on domain name dispute resolution since 2000, held at BAT and chaired by Tony Willoughby
- 28 July 2006 IPI hosted a senior Chinese Delegation on China IP and international trade at the UKIPO
- 7 September 2006 IPI contributed to a mock, multi-jurisdictional trial held at Harvard Law School. The UK litigating team included IPI Council member, Henry Carr QC, and the UK Judge was His Honour Judge Fysh, also a member of our Council
- 12 October 2006 Complementing the excellent briefings for business people in China, the Institute held a high level event on "The Chinese Opportunity - successful business development in China" at Linklaters. Our Chairman, Ian Harvey, steered the events of a very successful day
- 29 November 2006 Andrew Gowers delivered the 2006 SS Memorial Lecture at Slaughter May. Over 150 delegates attended and, again, Ian Harvey was in the chair
- 18 January 2007 Ilanah Simon delivered an excellent seminar on trade mark dilution, US developments and their impact in the EU. The event was hosted by CPA Management Systems Ltd, and chaired by the Director
- 15 March 2007 Seminar with Evie Kyriakides, Mars UK Ltd on FMCG trade mark issues, chaired by David Tatham and held at McDermott, Will & Emery
- 24/25 March Professor David Vaver and his organising team staged the Annual International Mooting Competition, Oxford. The Institute is proud to be associated with what has become a true highlight in the IP calendar. To demonstrate the true international nature of the moot, it was won by a team from Queensland who defeated a team from the USA in the final

### **New Members**

We are delighted to be able to report the following new additions to our membership over the past financial year. Their contribution will not just be financial, it will also be through bringing their collective experience to bear in shaping our agenda for future work. We extend a very warm welcome to

- BATMark
- Inst de Recherches Int Servier
- IP21 Ltd
- Merck Sharp & Dohme
- Dyson Ltd

### **Director's Assessment of Performance for the Year**

We are, I believe, at something of a watershed in the twenty-five year story of the IP Institute. This year we carried out a strong programme of research in support of industry and policy makers, here and abroad, but we have ambitions to much more. Looking ahead, with the added resource of our new Research Directors, we aim to make a step change in our research output and to take full advantage of a wider, more diverse membership base.

The establishment of a new Strategic Advisory Board for IP, and new resource for policy development, including research, presents a particular challenge for the Institute which we are keen to meet. I look forward to working with all of our supporting firms to make sure that the Institute has taken full advantage of the new opportunities on the horizon.

Finances have been a pressing issue in recent years and a small deficit was again sustained this year. It is, therefore, pleasing to be able to report that developments towards the end of 2006/07, and subsequently, leave the Institute in a healthier financial position for 2007/08. This in no way suggests complacency on our part. Securing funding will always be a priority issue for the Institute.

As ever, I am very grateful for the help and support of the Board and Council. Their advice and guidance is invaluable. I am also indebted, as ever, to Anne Goldstein and Sue Hanstead for their constant hard work on behalf of the Institute, all behind the scenes but no less valuable for it.

Leading the IP Institute continues to be a pleasure and a privilege, and I am looking forward to the coming year's challenges and successes with more anticipation than ever before.

Dr P A Leonard



Director

### **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. However, the management of the Institute recognises the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months' operations (currently £30,000, excluding funded research). At the year end, 31 March 2007, the Institute's free reserves were £32,249 (not including fixed assets). For the coming year, we intend that future research costs will continue to be fully funded.

### **Governors and Trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

### **Governors' Responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis, and
- state whether the financial Reporting Standard for Smaller Entities has been followed, subject to any material departures disclosed and explained in the financial statements.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Reporting Accountants**

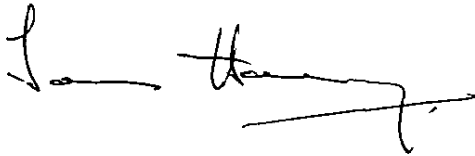
Richard Hewson & Co, Chartered Accountants, have indicated that they are willing to be reappointed at the forthcoming annual general meeting.



**Exemption Statement**

For the financial year ended 31 March 2007, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2), each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,

A handwritten signature in black ink, appearing to read 'Ian Harvey', with a horizontal line underneath it.

Mr Ian Harvey, Chairman  
17 July 2007

**Accountants' report to the members  
on the unaudited financial statements of  
The Intellectual Property Institute**

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We report on the financial statements for the year ended 31 March 2007 set out on pages 12 to 18

**Respective responsibilities of governors and reporting accountants**

As described on page 9, the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

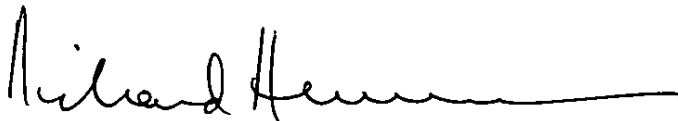
**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion

- (a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985,
- (b) having regard only to, and on the basis of, the information contained in those accounting records
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act, and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1)



**Richard Hewson & Co.**  
Chartered Accountants  
Reporting Accountants

21 Corner Green  
London SE3 9JJ

17 July 2007

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2007**

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	Notes	Unrestricted Funds	
		2007	2006
		£	£
<b>Incoming resources</b>			
Voluntary income - donations and subscriptions		101,844	128,153
Incoming resources from charitable activities	2	138,750	63,426
Investment income – bank interest		644	361
Other incoming resources		<u>1,001</u>	<u>395</u>
<b>Total incoming resources</b>		<u>242,239</u>	<u>192,335</u>
<b>Resources expended</b>			
Charitable activities	3	230,887	176,566
Governance costs	3	<u>19,220</u>	<u>18,073</u>
<b>Total resources expended</b>		<u>(250,107)</u>	<u>(194,639)</u>
<b>Net (resources expended)</b> <b>- net (deficit) for the year</b>	4	(7,868)	(2,304)
<b>Total funds at 1 April 2006</b>		<u>42,531</u>	<u>44,835</u>
<b>Total funds at 31 March 2007</b>		<u>£34,663</u>	<u>£42,531</u>

*The notes on pages 14 to 18 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
31 March 2007**

	Notes	Unrestricted funds	
		2007	2006
		£	£
<b>Fixed assets</b>			
Tangible fixed assets	7	2,414	3,226
<b>Current assets</b>			
Debtors	8	20,881	41,053
Cash at bank and in hand		<u>89,782</u>	<u>22,963</u>
<b>Total current assets</b>		110,663	64,016
<b>Creditors</b>			
Amounts falling due within one year	9	<u>(78,414)</u>	<u>(24,711)</u>
<b>Net current assets</b>		<u>32,249</u>	<u>39,305</u>
<b>Net assets</b>		<u>£34,663</u>	<u>£42,531</u>
Unrestricted funds		<u>34,663</u>	<u>42,531</u>
<b>Total funds</b>		<u>£34,663</u>	<u>£42,531</u>

The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985 ('the Act')

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 March 2007 and of its result for the year then ended in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities

The financial statements were approved by the Board of Governors on 17 July 2007 and signed on its behalf



Mr Ian Harvey, Chairman

*The notes on pages 14 to 18 form part of these financial statements*

**1 Accounting policies**

- (a) The financial statements have been prepared under the historical cost convention, in accordance with the Financial Reporting Standard for Smaller Entities and the Companies Act 1985 and "Accounting and Reporting by Charities Statement of Recommended Practice (SORP 2005)"
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from charitable activities and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows  
Charitable activities – 90%  
Governance costs (see also note 3) – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Liabilities are recognised as soon as there is a legal or constructive obligation to pay our resources.
- (h) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from charitable activities (all unrestricted)**

	2007	2006
	£	£
Research and study projects	122,301	47,600
Conference and seminars	3,815	3,095
DVD sales	144	72
Publications and sales	12,490	12,659
	£138,750	£63,426

**3 Total resources expended**

	<b>Charitable activities £</b>	<b>Governance costs £</b>	<b>2007 Total £</b>	<b>2006 Total £</b>
Conferences and seminars	1,454	-	1,454	8,276
Research and study costs	18,766	-	18,766	35,265
GOF China project expenses	79,921	-	79,921	-
Publication expenses	6,337	-	6,337	6,334
DVD costs	-	-	-	1,750
Staff costs (note 5)	93,643	10,405	104,048	102,839
Rent and rates	19,929	-	19,929	19,730
Insurance	525	-	525	508
Repairs and maintenance	285	-	285	346
Other premises expenses	761	-	761	521
Telephone, fax and internet	2,526	-	2,526	2,288
Postage, printing and stationery	2,797	-	2,797	2,859
Sundry expenses	170	-	170	300
Travel and subsistence	995	-	995	2,836
Legal and professional	-	30	30	15
Reporting accountants' fees	-	800	800	800
Bookkeeping	-	7,535	7,535	6,529
Office equipment depreciation	807	-	807	1,074
Loss on disposal of fixed assets	987	-	987	-
Bank charges	-	450	450	195
Subscriptions	359	-	359	374
Sponsorship	-	-	-	250
Scholarship	500	-	500	1,000
CPD points course	125	-	125	300
Marketing	-	-	-	250
	<u>£230,887</u>	<u>£19,220</u>	<u>£250,107</u>	<u>£194,639</u>

**The Intellectual Property Institute**  
**Notes to the financial statements**  
**31 March 2007**

	2007	2006
	£	£
<b>4 Net (resources expended) for the year</b>		
This is stated after charging/(crediting)		
Bank deposit interest	(644)	(361)
Reporting accountants' fees	800	800
Depreciation of tangible fixed assets	807	1,074
Loss on disposal of tangible fixed assets	987	-
Operating lease charges	<u>19,000</u>	<u>19,000</u>

**5 Staff costs**

Staff costs during the year were as follows

Wages and salaries	93,385	92,260
Social security costs	<u>10,663</u>	<u>10,579</u>
	<u>£104,048</u>	<u>£102,839</u>

One employee received emoluments in the range of £70,001 - £80,000 during the year (2006 - 1 in the range of £70,001 - £80,000)

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows

	2007	2006
	No	No
In charitable activities	1	1
In governance	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

**6 Taxation**

The company is exempt from corporation tax on its charitable activities

<b>7</b>	<b>Tangible fixed assets</b>	Office equipment £	
	<b>Cost</b>		
	At 1 April 2006	31,291	
	Additions	982	
	Disposals	<u>(6,571)</u>	
	At 31 March 2007	<u>25,702</u>	
	<b>Depreciation</b>		
	At 1 April 2006	28,065	
	Depreciation on disposals	(5,584)	
	Charge for year	<u>807</u>	
	At 31 March 2007	<u>23,288</u>	
	<b>Net book values</b>		
	At 31 March 2007	<u>£2,414</u>	
	At 31 March 2006	<u>£3,226</u>	
		<b>2007</b>	<b>2006</b>
		<b>£</b>	<b>£</b>
<b>8</b>	<b>Debtors</b>		
	Trade debtors	19,359	37,976
	Other debtors and prepayments	<u>1,522</u>	<u>3,077</u>
		<u>£20,881</u>	<u>£41,053</u>
<b>9</b>	<b>Creditors: amounts falling due within one year</b>		
	Trade creditors	72,818	20,903
	Other creditors and accruals	<u>5,596</u>	<u>3,808</u>
		<u>£78,414</u>	<u>£24,711</u>
<b>10</b>	<b>Commitment under operating lease</b>		

The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires within less than five years



**11 Transactions with governors**

The company paid £4,000 to Mr Ian Harvey during the year for a speech he gave at a conference in China, which was part of the GOF China project. There were no other transactions with or for governors during the year.

**12 Liability of members**

As the company is limited by guarantee (having no share capital) every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum and Articles of Association. At 31 March 2007 there were 9 members (2006 - 8).



**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2008**



**Company No.1557489**

**The Intellectual Property Institute  
Contents**

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**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM

**Governors**

Mr Ian Harvey, Chairman  
Dr Mike Barlow  
Mr Henry Carr QC  
Prof Sir Hugh Laddie  
Dr Stephen Smith  
Professor David Vaver

**Secretary**

Dr Paul Leonard

**Registered office**

1st Floor, 36 Great Russell Street  
London WC1B 3QB

**Reporting accountants**

Richard Hewson & Co  
Chartered Accountants  
21 Corner Green  
London SE3 9JJ

**Solicitors**

Denton Wilde Sapte  
5 Chancery Lane  
Cliffords Inn  
London EC4A 1BU

**Charity Registration Number**

283150

The governors present their report and the financial statements for the year ended 31 March 2008

## **CHAIRMAN'S STATEMENT**

There has never been a more important time for the IPI to exist, delivering high quality, fact-based research about IP to policymakers and business people and promoting debate about the growing number of key IP issues. At a time when even the legitimacy of the IP system itself is under challenge by some, this is directly addressed by our research programme and the current series of lectures on the "Future of IP" by world leaders in the field.

The research programmes described in the past several years have now started to deliver their intended outputs. New research is being started in each area. Our members, and others outside our membership, are increasingly involved in defining, funding and participating in these programmes and projects. We also maintain the fundamental basis that our research conclusions are objective and independent of any funding source.

For the past several decades I have been surprised at how few senior managers of IP-based companies really understand the IP structures on which their businesses depend. So I hope that our continued growth in new members from around the world reflects rising levels of awareness. And, thanks to our growing membership, we have reached close to financial break-even this year and it is important for the future level of research that we continue to grow both our membership base and research income.

I would like to thank our members for their continued, and growing, support of the Institute, my colleagues on the Board and Council for their freely given time to the Institute and to our Research Directors and researchers who deliver the calibre of research which is the basis for our being. Finally, none of this would happen without the direction and enthusiasm of Paul Leonard, our Director.

Ian Harvey

## **Objects and principal activity of the charity**

The charity's object and its principal activity continue to be to promote a greater understanding of education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

## **Results**

The statement of financial activities shows a deficit for the year of £697. Income was down by £49,120 on the previous year due to the UK and Chinese government funded China project in the previous year, but there was an increase in subscriptions. Expenditure was down by £56,291 due mainly to spending on the GOF China project in the previous year. Other research income increased.

## **DIRECTOR'S REVIEW**

### **Report on activities for the year ended 31 March 2008**

The implementation of the Gowers review of intellectual property was a major factor influencing much on the UK's IP scene this year. The review has been extremely useful in highlighting the importance of IP to the economy and society, and the profile of IP has risen as a result. The increase in profile has not, however, been matched by a similar increase in knowledge and understanding of how IP actually works. As we reported last year, the Institute's research played an important part in informing the policy recommendations contained in the Gowers review (our research for the then DTI on the current law and practice of patents for genetic sequences, for example). This year, we have responded to two issues raised within the review, through Robert Pitkethly's IP Awareness Survey for the UK IPO, and Trevor Cook's analysis of the interpretation of the patent research exception in the EU.

IP awareness will, I believe, be to the fore in policy circles in the immediate future, as the profile of IP increases and policy makers appreciate the importance of improving awareness and understanding within business, especially the smaller enterprises. To quote the conclusions of the IP Awareness Survey: *"The results of the survey present a consistent picture of IP awareness. Larger companies are more IP aware and have greater resources to both find out about IP and do something about it, whilst SMEs and the mass of micro-enterprises which form the cradle of IP and future large companies are in the main effectively unaware of the IP system."* The survey concludes that *"What is indisputable is that awareness of the [IP] system is a pre-requisite for it to work."*

The new UK IP advisory board, SABIP, will be commissioning research on which its policy recommendations can be based. The IPI is uniquely placed to bring together the best people internationally from academia, industry and IP law to undertake such high quality and unbiased research for SABIP.

Our research programme continues to be set out under five major themes, each spearheaded by a separate Research Director. This year, Professor Stefan Szymanski stepped down as an IPI Research Director with his move from the Tanaka Business School (Imperial College, London) to the Cass Business School (City University). Although we are sad to lose Stefan's guidance and expertise, his post has been ably filled by Dr Robert Pitkethly (Saïd Business School and the Oxford IP Research Centre). Robert brings a unique mix of legal, economic, business and practitioner expertise which complements the expertise of our other Research Directors.

Our current research themes and the associated Research Directors are as follows:

- Addressing Fragmented and Cumbersome IP Systems in Europe – Prof Michael Blakeney
- Enforcement, Cost-Reduction and Accessibility – Dr Puay Tang
- The IP / Innovation Link – Prof Jeremy Phillips
- IP and Competition – Dr Robert Pitkethly
- China Programme – Dr Victoria Wang

### **Research Summary 2007/08**

Below is a brief summary of research completed or initiated during the period:

*The 2006 IP Awareness Survey* was carried out by Dr Robert Pitkethly and published by the UK IPO. The survey provides an insight as to the state of IP awareness in the UK, it is designed to be repeated so that changes can be monitored over time. The survey concludes that awareness at present, especially within the smaller companies, is not good. A PDF version of the survey is available from the UK IPO web site <http://www.ipo.gov.uk/ipsurvey.pdf>

*Address for Service Requirements and Restrictions on the Provision of Services by Patent Agents in the EU* – This work, by Daniel Burkitt, was completed in the year 2006/07, but the Institute published the final report in May 2007, hence its inclusion here. The report examines the “Address for service” requirements for EU Member States and concludes that many states are not meeting their obligations under the provisions of Article 49 of the Treaty of Rome.

*Extending Rewards for Innovative Drug Development – a Report on Supplementary Protection Certificates for Pharmaceutical products* – Here, Dr Duncan Curley analyses the impact of Supplementary Protection Certificates (SPCs) since their introduction in January 1993. The report covers the background to the introduction of SPCs and examines whether they are still “fit for purpose” for the modern pharmaceutical industry.

***A Study into the Effect on the UK Art Market of the Introduction of the Artist's Resale Right*** – This study formed a major strand of the Institute's research programme over the year. Led by Prof Stefan Szymanski, Noah Horowitz and Prof Katy Graddy, the work was undertaken on behalf of the UK IPO to inform policy decisions in this contentious area. The work provides

- An assessment of the impact on the UK art market of the introduction of the right
- An assessment of the costs of administering the right
- An assessment of the benefit to artists arising from the right

A full copy of the report can be obtained from the UK IPO web site  
<http://www.ipo.gov.uk/study-droitdesuite.pdf>

***The Exclusion of Surgical, Therapeutic and Diagnostic Inventions from Patentability under Article 52(4) of the European Patent Convention*** – Here, Jeremy Phillips and Florian Leverve address the policy behind the Article 52(4) exclusions and the manner in which the provisions have been applied by the EPO. The report considers specifically

- The extent to which the interpretation of Article 52(4) appears to be in line with the principle behind the exclusion
- The consistency of the decisions relating to each exclusion over the span of time during which it has been applied
- The consistency of the decisions as between the different grounds upon which an invention may be barred from patentability

### ***The Brand of IP***

There has been another element to our research this year which is difficult to categorise but nevertheless potentially important. This work was based on the observation that IP is quite widely criticised in the press and is perceived to have a negative reputation. The initial objective was to examine the "brand values" of IP itself. The work by our researcher, Dr Roya Ghafele (Haas Business School, University of California at Berkeley), was based on an extensive analysis of public discourse in print and on TV in the G8 countries, that most people do not understand the value they derive from IP, and that many reject its legitimacy altogether. An IPI seminar brought together marketing experts from a variety of industries who showed that marketing concepts could help understand the mismatch between what the product (IP) actually delivers, against its negative perceptions (a "tainted brand"). There has been substantial interest from many companies who suffer from this negative perception of IP. We are currently forming an industry-led working group to analyse the problem in greater depth and to begin to formulate a strategy to address the problem. The work thus far has been generously supported by the British Brands Group and by the marketing consultancy Silverfin.



## Events Summary 2007/08

Below is a brief summary of the highlights of our events programme this year. As ever, they cover a wide range of subject matter, and they take a number of different formats, but they all have one thing in common: they were hosted with the help and generosity of our members. This report provides an excellent opportunity for the Institute formally to thank them for their continuing support.

- ***The Valuation of IP - 10 May 2007*** a seminar with Mark Bezant, Managing Director, LECG Ltd, hosted by Shepherd and Wedderburn, and chaired by Sir Hugh Laddie
- ***DNA Patents: The End of an Era - 13 June 2007*** a seminar with Sandy Thomas hosted by BAT Mark Limited, chaired by our President, The Rt Hon Lord Justice Robin Jacob
- ***What's Wrong with Copyright? - 19 July 2007*** a seminar with Charles Oppenheim, hosted by Baker & McKenzie, chaired by Christopher Morcom QC
- ***Look Out! It's an Ambush! - 19 September 2007***, a seminar on ambush marketing with Phillip Johnson hosted by Milbank Tweed Hadley & McCloy LLP, chaired by Paul Leonard
- ***"Puzzling Questions...: Claim practice in the European Patent Office that is too favourable to the Patentee?" - 24 October 2007*** a seminar with Dr Tim Roberts hosted by Slaughter and May, chaired by Claire Baldock
- ***"Metaphors and Moral Panics in Copyright" - 13 November 2007*** The 2007 Stephen Stewart Lecture, with William Patry, chaired by the Hon Mr Justice Floyd, at Slaughter and May
- ***"Unfair Competition and the Unfair Commercial Practices Directive" - 28 November 2007*** Joint CLA/IPI seminar, with John Noble hosted by Linklaters LLP
- ***"Supplementary Protection Certificates – Keeping Pace with Drug Development?" - 23 January 2008*** a seminar with Duncan Curley, chaired by Paul Leonard, and hosted by Clifford Chance
- ***The Sixth International IP Mooting Competition – 15/16 March 2008*** a true highlight of the IP calendar in the UK. Organised by Prof David Vaver (IPI Board member and Director of the Oxford IP Research Centre) and sponsored by, among others, a number of IPI member firms, this year's event was hosted by Worcester College, Oxford. The winning team, for the second time, was the National University of Singapore, who narrowly beat the University of British Columbia in the final. Other honours went to University College, Dublin (best written submission) and Queensland University of Technology (best individual mooter).

### **New Members**

We are delighted to be able to report the following new additions to our membership over the past financial year. Their contribution will not just be financial, it will also be through bringing their collective experience to bear in shaping our agenda for future work. We extend a very warm welcome to

- Mars UK Ltd
- D Young
- Blake Dawson Waldon
- Esteve

### **Director's Assessment of Performance for the Year**

Once again we have carried out high quality, varied and relevant programmes of research and events this year. As I stressed in the past Annual Report, the overriding priority for the Institute is to increase our net income, not least to allow us a greater degree of flexibility and responsiveness in our operations. This year we were very close to break even (a significant improvement on the past financial year) but there is still a long way to go. The IPI Board has lent tremendous support in working with me to develop an operational and strategic plan for the Institute which will build on this improved financial performance so that we can generate greater financial reserves in the future. A key appointment here has been that of Dr Mike Barlow, BP, as Honorary Treasurer for the Institute.

Intellectual property continues to grow as an issue, for business, for policy makers and for society generally. The role of the Institute, to provide sound analysis, through research, on how the IP system is working, likewise continues to grow in importance and profile. It is a pleasure and a privilege to lead the Institute in these exciting times. As ever, I am very grateful for the hard work of the IPI staff, Anne Goldstein and Sue Hanstead. Equally, I am grateful for the support and advice of the IPI Board and Council.

Most importantly, I wish to thank the corporate and individual members of the Institute, without whom our work would be impossible.



Dr P A Leonard  
Director

### **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. However, the management of the Institute recognises the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months' operations (currently £30,000, excluding funded research). At the year end, 31 March 2008, the Institute's free reserves were £32,156 (not including fixed assets). For the coming year, we intend that future research costs will continue to be fully funded.

### **Governors and Trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

### **Governors' Responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis, and
- state whether the financial Reporting Standard for Smaller Entities has been followed, subject to any material departures disclosed and explained in the financial statements.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Reporting Accountants**

Richard Hewson & Co, Chartered Accountants, have indicated that they are willing to be reappointed at the forthcoming annual general meeting.

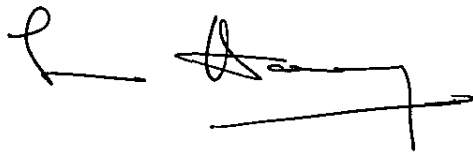
**The Intellectual Property Institute  
Report of the governors  
for the year ended 31 March 2008**

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**Exemption Statement**

For the financial year ended 31 March 2008, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2), each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

By Order of the Board,

A handwritten signature in black ink, appearing to be 'Ian Harvey', written over a horizontal line.

Ian Harvey, Chairman  
28 October 2008

**Accountants' report to the members  
on the unaudited financial statements of  
The Intellectual Property Institute**

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We report on the financial statements for the year ended 31 March 2008 set out on pages 11 to 17

**Respective responsibilities of governors and reporting accountants**

As described on page 8, the company's governors are responsible for the preparation of the financial statements, and they consider that the company is exempt from an audit. It is our responsibility to carry out procedures designed to enable us to report our opinion.

**Basis of opinion**

Our work was conducted in accordance with the Statement of Standards for Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as we considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

**Opinion**

In our opinion

- (a) the financial statements are in agreement with the accounting records kept by the company under Section 221 of the Companies Act 1985,
- (b) having regard only to, and on the basis of, the information contained in those accounting records
  - (i) the financial statements have been drawn up in a manner consistent with the accounting requirements specified in Section 249C(6) of the Act, and
  - (ii) the company satisfied the conditions for exemption from an audit of the financial statements for the year as specified in Section 249A(4) of the Act and did not, at any time within that year, fall within any of the categories of companies not entitled to the exemption specified in Section 249B(1)



**Richard Hewson & Co.**  
Chartered Accountants  
Reporting Accountants

21 Corner Green  
London SE3 9JJ

28 October 2008

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2008**

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	Notes	Unrestricted Funds	
		2008	2007
		£	£
<b>Incoming resources</b>			
Voluntary income - donations and subscriptions		112,651	101,844
Incoming resources from charitable activities	2	78,958	138,750
Investment income – bank interest		1,353	644
Other incoming resources		<u>157</u>	<u>1,001</u>
<b>Total incoming resources</b>		<u>193,119</u>	<u>242,239</u>
<b>Resources expended</b>			
Charitable activities	3	174,597	230,887
Governance costs	3	<u>19,219</u>	<u>19,220</u>
<b>Total resources expended</b>		<u>(193,816)</u>	<u>(250,107)</u>
<b>Net (resources expended)</b>			
<b>- net (deficit) for the year</b>	4	(697)	(7,868)
<b>Total funds at 1 April 2007</b>		<u>34,663</u>	<u>42,531</u>
<b>Total funds at 31 March 2008</b>		<u>£33,966</u>	<u>£34,663</u>

*The notes on pages 13 to 17 form part of these financial statements*

**The Intellectual Property Institute**  
**Balance Sheet**  
**31 March 2008**

	Notes		Unrestricted funds	
		£	2008 £	2007 £
<b>Fixed assets</b>				
Tangible fixed assets	7		1,810	2,414
<b>Current assets</b>				
Debtors	8	42,238	20,881	
Cash at bank and in hand		<u>37,207</u>	<u>89,782</u>	
<b>Total current assets</b>		79,445	110,663	
<b>Creditors</b>				
Amounts falling due within one year	9	<u>(47,289)</u>	<u>(78,414)</u>	
<b>Net current assets</b>			<u>32,156</u>	<u>32,249</u>
<b>Net assets</b>			<u>£33,966</u>	<u>£34,663</u>
<b>Unrestricted funds</b>			<u>33,966</u>	<u>34,663</u>
<b>Total funds</b>			<u>£33,966</u>	<u>£34,663</u>

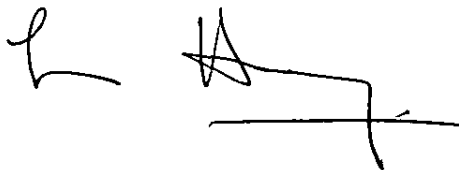
The governors have taken advantage of the exemption conferred by Section 249A(2) not to have these financial statements audited and confirm that no notice has been deposited under Section 249B(2) of the Companies Act 1985 ('the Act')

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 March 2008 and of its result for the year then ended in accordance with the requirements of Section 226 and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities

The financial statements were approved by the Board of Governors on 28 October 2008 and signed on its behalf

Ian Harvey, Chairman



*The notes on pages 13 to 17 form part of these financial statements*

**1 Accounting policies**

- (a) The financial statements have been prepared under the historical cost convention, in accordance with the Financial Reporting Standard for Smaller Entities and the Companies Act 1985 and “Accounting and Reporting by Charities Statement of Recommended Practice (SORP 2005)”
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from charitable activities and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows  
Charitable activities – 90%  
Governance costs (see also note 3) – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Liabilities are recognised as soon as there is a legal or constructive obligation to pay our resources.
- (h) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from charitable activities (all unrestricted)**

	<b>2008</b>	<b>2007</b>
	<b>£</b>	<b>£</b>
Research and study projects	66,700	122,301
Conference and seminars	2,620	3,815
DVD sales	-	144
Publications and sales	9,638	12,490
	<b>£78,958</b>	<b>£138,750</b>



**3 Total resources expended**

	<b>Charitable activities £</b>	<b>Governance costs £</b>	<b>2008 Total £</b>	<b>2007 Total £</b>
Conferences and seminars	2,505	-	2,505	1,454
Research and study costs	34,447	-	34,447	18,766
GOF China project expenses	(1,340)	-	(1,340)	79,921
Publication expenses	5,611	-	5,611	6,337
Staff costs (note 5)	100,409	11,156	111,565	104,048
Rent and rates	21,536	-	21,536	19,929
Insurance	499	-	499	525
Repairs and maintenance	758	-	758	285
Other premises expenses	703	-	703	761
Telephone, fax and internet	2,647	-	2,647	2,526
Postage, printing and stationery	1,961	-	1,961	2,797
Sundry expenses	420	-	420	170
Travel and subsistence	2,228	-	2,228	995
Legal and professional	-	15	15	30
Reporting accountants' fees	-	1,095	1,095	800
Bookkeeping	-	6,048	6,048	7,535
Office equipment depreciation	604	-	604	807
Loss on disposal of fixed assets	-	-	-	987
Bank charges/exchange differences	-	905	905	450
Subscriptions	409	-	409	359
Scholarship	-	-	-	500
CPD points course	200	-	200	125
Commission	1,000	-	1,000	-
	<u>£174,597</u>	<u>£19,219</u>	<u>£193,816</u>	<u>£250,107</u>

	2008	2007
	£	£
<b>4 Net (resources expended) for the year</b>		
This is stated after charging/(crediting)		
Bank deposit interest	(1,353)	(644)
Reporting accountants' fees	1,095	800
Depreciation of tangible fixed assets	604	807
Operating lease charges	<u>19,000</u>	<u>19,000</u>
<b>5 Staff costs</b>		
Staff costs during the year were as follows		
Wages and salaries	99,476	93,385
Social security costs	<u>12,089</u>	<u>10,663</u>
	<u>£111,565</u>	<u>£104,048</u>

One employee received emoluments in the range of £80,001 - £90,000 during the year (2007 - 1 in the range of £70,001 - £80,000)

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows

	2008	2007
	No	No
In charitable activities	1	1
In governance	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

The above information relates to regular employees. A further salary of £8,000 was paid to a temporary researcher and is included under 'research and study costs'

**6 Taxation**

The company is exempt from corporation tax on its charitable activities

**7 Tangible fixed assets**

	Office equipment £	
<b>Cost</b>		
At 1 April 2007	25,702	
Additions	-	
Disposals	-	
	25,702	
<b>At 31 March 2008</b>	<b>25,702</b>	
<b>Depreciation</b>		
At 1 April 2007	23,288	
Charge for year	604	
	23,892	
<b>At 31 March 2008</b>	<b>23,892</b>	
<b>Net book values</b>		
At 31 March 2008	£1,810	
At 31 March 2007	£2,414	

	2008 £	2007 £
<b>8 Debtors</b>		
Trade debtors	34,930	19,359
Other debtors and prepayments	7,308	1,522
	£42,238	£20,881
<b>9 Creditors: amounts falling due within one year</b>		
Trade creditors	42,829	72,818
Other creditors and accruals	4,460	5,596
	£47,289	£78,414

**10 Commitment under operating lease**

The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires within less than five years

**11 Transactions with governors**

There were no transactions with or for governors during the year

**12 Liability of members**

As the company is limited by guarantee (having no share capital) every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum and Articles of Association. At 31 March 2008 there were 6 members (2007 - 9)



*Companies House*  
— for the record —

**363a**(ef)

**Annual Return**



XCD0L500

*Received for filing in Electronic Format on the: 15/12/2008*

*Company Name:* THE INTELLECTUAL PROPERTY INSTITUTE

*Company Number:* 01557489

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### *Company Details*

*Period Ending:* 12/12/2008

*Company Type:* PRIVATE COMPANY LIMITED BY GUARANTEE WITHOUT SHARE

*Principal Business Activities:* CAPITAL

*SIC codes:*

7320

7411

7487

*Registered Office  
Address:*

*Register of  
Members Address:*

*Register of Debenture  
Holders Address:*

**1ST FLOOR  
36 GREAT RUSSELL  
STREET  
LONDON  
WC1B 3QB**

## *Details of Officers of the Company*

*Company Secretary 1:*

*Name:* **DR PAUL ANTHONY  
LEONARD**

*Address:* **52 JULIEN ROAD  
LONDON  
W5 4XA**

---

*Director 1 :*

*Name:* **DR. MICHAEL THOMAS  
BARLOW**

*Address:* **FAIROAKS RIDGEWAY HORSELL  
WOKING  
SURREY  
GU21 4QR**

*Date of Birth:*

**28/11/1952**

*Nationality:*

**BRITISH**

*Occupation:*

**PATENT ATTORNEY**

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*Director 2 :*

*Name:* **HENRY JAMES CARR**

*Address:* **28 BRADBOURNE STREET  
LONDON  
SW6 3TE**

*Date of Birth:*

**31/03/1958**

*Nationality:*

**BRITISH**

*Occupation:*

**BARRISTER**

---

Director 3 :

Name: **IAN ALEXANDER HARVEY** Address: **TANGLEWOOD COBHAM ROAD  
FETCHAM  
SURREY  
KT22 9SJ**

Date of Birth: **02/02/1945** Nationality: **BRITISH** Occupation: **DIRECTOR CHIEF  
EXECUTIVE**

---

Director 4 :

Name: **HUGH IAN LANG LADDIE** Address: **1 HEATHGATE  
LONDON  
NW11 7AR**

Date of Birth: **15/04/1946** Nationality: **BRITISH** Occupation: **PROFESSOR**

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Director 5 :

Name: **DOCTOR STEPHEN SMITH** Address: **NEW FARM CHELFORD ROAD  
TWEMLOW GREEN HOLMES CHAPEL  
CREWE  
CHESHIRE  
CW4 8BS**

Date of Birth: **06/08/1943** Nationality: **BRITISH** Occupation: **PATENT ATTORNEY**

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*Director 6 :*

*Name:* **PROFESSOR DAVID VAVER**    *Address:* **1 HALLS CLOSE  
OXFORD  
OXFORDSHIRE  
OX2 9HR**

*Date of Birth:* **28/03/1946**    *Nationality:* **CANADIAN**    *Occupation:* **PROFESSOR**

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### *Authorisation*

*Authoriser Designation:* **director**    *Date Authorised:* **15/12/2008**    *Authenticated:* **Yes (E/W)**





**THE INTELLECTUAL PROPERTY INSTITUTE  
(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2009**

THURSDAY



\*AKR7UEBB\*

A25

22/10/2009

372

COMPANIES HOUSE

**Company No.1557489**

**The Intellectual Property Institute  
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**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981.

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM.

**Governors**

Mr Ian Harvey, Chairman  
Dr Mike Barlow  
Mr Henry Carr QC  
Prof. Sir Hugh Laddie (died 28.11.08)  
Dr Stephen Smith  
Professor David Vaver

**Secretary**

Dr Paul Leonard

**Registered office**

1st Floor, 36 Great Russell Street  
London WC1B 3QB

**Independent examiner**

Richard Hewson  
Chartered Accountant  
21 Corner Green  
London SE3 9JJ

**Solicitors**

Denton Wilde Sapte LLP  
One Fleet Place  
London  
EC4M 7WS

**Charity Registration Number**

283150

The governors present their report and the financial statements for the year ended 31 March 2009.

## CHAIRMAN'S STATEMENT

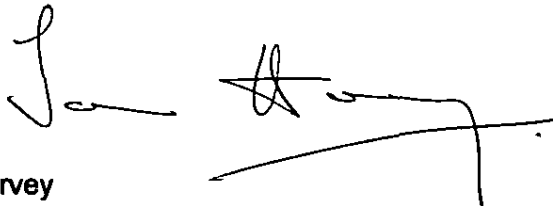
IP practitioners understand how important Intellectual Property Rights are in helping create the health and wealth of today's society. They also recognise that evidence needs to be gathered, studied, analysed and discussed about the way IPRs are used and managed for the overall benefit of society both domestically and globally. Too often debate, and even policy, has been based around emotion or casual "consultation" rather than evidence-based analysis. The expansion of the policy side of the UKIPO, the appointment of a UK Minister responsible for IP and the developing agenda of SABIP create the expectation that IP policy in the UK, and promoted by the UK in EU and global fora, will be better founded in the future.

It is to this area that IPI brings its evidence-based and informed research and analysis of global IP issues. Working on areas identified as important by both our members and external bodies such as the UK IPO and SABIP, the IPI brings together the different parties involved in the IP system - business users, IP practitioners, academia and the judiciary. As a result the IPI's research is high quality, well informed and balanced. The independence of our research is well respected by those who use it. Funded as we are by our members, in order to maintain both the fact and the perception of this independence, we have formalised both the role of the Council in the peer review of research and the Board's oversight of the process.

As the Director notes, it is harder in today's economic climate to win private and public funding for IP-related research. Yet in the area of climate change and low-carbon technologies the debate about the role of IP is coming quickly into sharp focus - the forthcoming COP15 Copenhagen Climate Change Conference is likely to drive major decisions on the role of IPRs. These decisions are likely to have ramifications well beyond that of climate change. Similarly, the rapid evolution of the web brings vigorous and often polarised debate into media and copyright issues. The need for the IPI's high quality research to inform these debates has never been greater.

The seminars and lectures noted by the Director also play a significant part in airing the issues with which the IP community needs to engage. The eminent lecturers and participants have been generous in giving their time to this side of the IPI's work.

Finally, I would thank the Council, the Director, my colleagues on the Board and all our members for giving unstintingly of their time to helping the Institute fulfil its objectives.



Ian Harvey

## **Objectives and principal activities of the charity**

The charity's objectives and its principal activities continue to be to promote a greater understanding of education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

## **Ensuring our work meets our objectives**

We have kept in mind the Charity Commission's general guidance on public benefit at our governors' meetings throughout the year, when we review our activities, consider their outcomes and plan future activities. Our meetings also help us to ensure that our activities remain focused on our objectives. The Institute continues to provide public policy makers with independent, authoritative information and advice across all areas of intellectual property law, practice and regulation: our research and events programmes have informed students, businesses, legal practitioners, government and those from without the specialised IP arena.

## **DIRECTOR'S REVIEW**

### **Report on activities for the year ended 31 March 2009**

The IP landscape continues to change rapidly: new structures within the IPO (with a welcome increase in resources for policy development); a new head for WIPO, Francis Gurry, and yet again, a new Minister with responsibility for IP issues, David Lammy. There is a palpable sense that the profile of IP is rising and becoming a key policy priority for government. The Institute was successful in becoming part of the SABIP Research Framework, and the work of SABIP in setting a research agenda has begun in earnest. We will naturally be looking to achieve a high profile as a major research supplier for SABIP over the next few years.

The Institute continues to work hard to present itself as a primary partner and resource for government under its policy agenda: we believe that our approach to research (employing interdisciplinary teams with input from IP professionals in industry, the legal profession etc.) is the appropriate way to support credible, evidence-based policy development, and our unique network of IP academics, professionals and industry experts (who come together under our events programme) provides the right forum in which to test, discuss and disseminate policy recommendations and initiatives.

Below is a summary of our work under the research and events programmes this year.

### **Research Summary 2008/09**

Our research programme continues to be set out under five major themes, spearheaded by a separate Research Director.

Our current research themes and the associated Research Directors are as follows:

- Addressing Fragmented and Cumbersome IP Systems in Europe – Prof. Michael Blakeney
- Enforcement, Cost-Reduction and Accessibility – Dr Puay Tang
- The IP / Innovation Link – Prof. Jeremy Phillips
- IP and Competition – Dr Robert Pitkethly
- China Programme – Dr Victoria Wang

Our work this year has covered a range of legal, economic, procedural and regulatory issues. The work has been guided by the particular concerns of our members, and all of the research outlined below has been privately funded. We were successful in our bid to be included in the SABIP Research Framework, and we hope to be able to report on new projects under this initiative next year.

**The Limits of Compulsory Licensing:** this project examines the factors which have in the past, and are currently influencing decisions to grant compulsory licences across a range of industries and technologies. The Paris Convention sets out general conditions for the granting of such instruments, but economies, business practices and technologies have changed enormously since the Convention was drafted, and some major global issues (such as climate change) have caused the competition authorities to reconsider the appropriate scope for applying implementing licenses. Our research seeks to shed light on how effective (in terms of economic performance and competition) such licences have been in the past, how they are now being applied, and what the likely effects will be on businesses, economies and technological development. Prof. Mark Rogers, Dr Robert Pitkethly and Prof. Jeremy Phillips are leading this work.

**IP and Inward Investment:** under the guidance of IPI Research Director, Prof. Jeremy Phillips, Kaori Minami has examined the feasibility of developing a “meta-analysis” for research in this contentious area. Do IP laws and their enforcement have a direct bearing upon economic development and inward investment? There is much published work in this field but it varies substantially in focus and quality. The Institute has worked to find methodologies to analyse the existing research and make informed qualitative assessments of its contribution to our understanding. We are looking to use this work to guide more in-depth study, examining the effects of specific IP rights in particular jurisdictions and industry sectors.

**The Applications Backlog in the European Patent Office - Options for Improvement:** again under the guidance of Jeremy Phillips, Christopher de Mauny has set out most, if not all, of the major options available to address the current backlog of patent applications at the EPO. Each option is described and assessed for its feasibility and impact in lessening pendency times, but there are other factors to consider, not least the degree of certainty and expediency any new system might offer to users. To this end, and following the publication of a joint German, Danish and Dutch paper on the subject, the Institute plans to address the option of deferred examination in particular.

**Perceptions of Intellectual Property – A Review:** Dr Roya Ghafele has published research this year on behalf of the Institute (funded by the British Brands Group) which examines the nature of discourse about IP in key media in the major developed countries over the past five years. The results show that discourse in the media is overwhelmingly negative. There is a polarisation of views between the extremes of business and NGOs with the language often used by IP professionals helping detract from the benefits of IP in the

innovation process. The work provided a data baseline for the next stage of the project. The project brings together marketing, communications and IP professionals to identify and address the causes of the poor perceptions of IP. The work streams coming out of the project will address both the behaviours of the IP community in contributing to the problems as well as the widespread lack of understanding of the role of IP in the innovation process. The current participants in the project are major companies representing a cross section of industries which depend on IP.

## Papers

**Intellectual Property Rights: the Catalyst to Deliver Low Carbon Technologies:** Institute Chairman, Ian Harvey, wrote this paper for Tony Blair's "Breaking the Climate Deadlock" initiative for the G8 Summit in June 2008. The Institute is currently using this as a platform for further work to examine the effects of the IP system on the development and uptake of environmental technologies. The paper argues that patents will be a catalyst for creating and developing low carbon technologies, stimulating investment, facilitating technology transfer and preventing the blockage of follow-on inventions. The paper sets out a number of policy recommendations, including emphasising the importance of IPRs for promoting the development of low carbon technologies, anti-trust "safe harbours" for those who wish to pool low carbon technologies and a call for an independent assessment of the likely impact of introducing limited compulsory licensing in this area, if proposals such as put forward in the WTO Doha Declaration for pharmaceuticals were to be considered for low carbon technologies.

**Comments on the Preliminary Findings of the European Commission Pharmaceutical Sector Inquiry:** in January this year the Institute took the opportunity to respond to the DG Competition Inquiry into the pharmaceutical sector, addressing only those aspects which related to IP: patent filing strategies; patent-related exchanges and litigation; and oppositions and appeals. The Commission Report had at its core the premise that innovative pharmaceutical companies employed tactics which unfairly delayed the launch of generic products in the market place. The Institute response, drafted by Council members Dr Duncan Curley and Dr Steve Smith, expressed regret that the Commission's approach to methodology and statistical analysis in addressing this issue lacked rigour, and the Institute challenged a number of the Preliminary Report's findings. The Institute's paper has been published by the Commission, on the IPI web site, and a summary has been published in the Bioscience Law Review (Vol. 9, Issue 6. pp: 231-238).

**Improving the Global Standards System:** in November 2008 Christopher Stothers drafted an IP Institute paper in response to a request from the European Commission ahead of a major policy workshop in Brussels. The IPI paper set out the problems to be faced at the interface between IP and standardisation, including such issues as royalty stacking, patent thickets and the danger of collusive pricing. The paper also set out and examined the merits of possible options to take which might help to address such potential pitfalls, including the exclusion of IP rights from standards or specific regulatory implements for IP within the standards arena.

**The IP Quarterly – Privacy and Confidentiality:** Prof. Margaret Llewelyn continues to edit our Journal, ensuring that the research that we publish is of the highest quality, and of relevance to the interests of our stakeholders and this year we have undertaken an initiative to increase its impact by collecting and editing papers around specific themes to create stand-alone publications. The first of these is now under way on the topic of privacy and confidentiality.

## Events Summary 2008/09

This year we launched a new lecture series under the title "The Future of IP". The IP landscape is changing perhaps faster now than it ever has, and throughout this year the Institute invited a series of eminent individuals from the UK and abroad to set out what they felt the future might hold for the IP scene from their individual perspectives. Our initial speakers have been the people who lead some of the most influential institutions in the IP world: the USPTO, the EPO, the UK IPO, WIPO and the newly-created Strategic Advisory Board for IP Policy in the UK, SABIP. The lecture series continues with leading thinkers from the business community. We also plan to invite those who criticise the IP system, to stimulate what we hope will be lively, robust and useful debate. The Institute provides the ideal forum for such debate.

In addition to the "Future of IP" lectures, we have organised an extremely diverse series of seminars and events on behalf of our members. In fact, this year has been the busiest for the Institute in this regard for a very long time. Always the highlight of the events calendar, the 2008 Stephen Stewart Lecture is worthy of particular mention. Since he was soon to be stepping down from his position as Director of the Oxford IP Research Centre, we took the opportunity to invite Professor David Vaver, a leading member of our Board and Council, to deliver this year's lecture: "Reforming IP Law – An Obvious and Not-so-obvious Agenda". David presented a superb analysis of how the law has developed and how it fits (or rather doesn't, in many instances) with the commercial and technological realities of the 21<sup>st</sup> Century.

Below is a brief summary of our events programme this year. The Institute would like to thank all those member firms who made these events possible by kindly allowing us use of their premises, and also laying on refreshments at their own expense.

### 2008

**16<sup>th</sup> April: Surgical Exceptions to Patentability** – Florian Lerveve and Prof. Jeremy Phillips set out the results of this IPI research project based on a detailed study of decisions rendered by the Boards of Appeal of the EPO. The event was Chaired by Trevor Cook of Bird & Bird and hosted by Olswang.

**18<sup>th</sup> June: IP and Small Firms in the UK – Who's doing what and does it help?** – Dr Mark Rogers, Oxford University, discussed the creation and analysis of a major new database that maps the IP activity of all UK firms. Ian Harvey chaired the event which was hosted by Bristows.

**30<sup>th</sup> June: Jon Dudas on "The Future of IP"** – the US Under-Secretary of Commerce for IP, and Director of the USPTO delivered the first talk in this new lecture series. Proceedings were chaired by IPI President, The Rt. Hon. Lord Justice Jacob, and our hosts were Clifford Chance.

**10<sup>th</sup> September: Ian Fletcher on "The Future of IP"** – the CEO of the UK Intellectual Property Office gave his view of the future for IP in the second lecture of the series. Ian Harvey was in the chair for the evening, and our hosts were BATMark.

**15<sup>th</sup> October: Joly Dixon on "The Future of IP"** – in the third lecture in the series the Chairman of the Strategic Advisory Board for IP Policy set out his vision of the challenges that he and his colleagues on SABIP were set to address. Dame Lynne Brindley, Dr Cathy



Gamer, Prof. John Pickering, Dr Jonathan Spencer CB, and Iain Wilcock (SABIP members) also gave short presentations. Once again, Ian Harvey chaired the evening, hosted by Marks & Clerk.

**22<sup>nd</sup> October: The Annual BLACA/IPI Seminar, "Parody and Copyright: A Comparative Review"** – Trevor Cook, Brigitte Lindner and Pascal Kamina took a comparative look at the treatment of parody in the UK, Germany and France, under the stewardship of Guy Tritton. Trevor and his colleagues at Bird & Bird also provided us with a venue for the evening.

**26<sup>th</sup> November: The 2008 Stephen Stewart Lecture, Prof. David Vaver on "Reforming IP Law – An Obvious and Not-so-obvious Agenda"** – the flagship event was kindly hosted by Slaughter and May (now a firm tradition!) and the discussion after the lecture was moderated by The Rt. Hon. Lord Justice Jacob.

**2<sup>nd</sup> December: Perceptions of Intellectual Property – A Review** – Dr Roya Ghafele presented the results of work carried out for the Institute under our "Brand of IP" project which has been generously supported by the British Brands Group, and continues throughout the coming year. Ian Harvey chaired a round table discussion hosted by Lewis Silkin, with refreshments kindly sponsored by Olswang.

## 2009

**22<sup>nd</sup> January: Alison Brimelow on "The Future of IP"** – the President of the European Patent Office presented the future of the IP scene from her viewpoint in the fourth lecture in this series. Baker & McKenzie hosted the event which was chaired by The Rt. Hon. Lord Justice Jacob.

**28<sup>th</sup> January: Interim Remedies in Intellectual Property Actions** – Giles Fernando considered recent IP case law and the various gateways to the grant of interim injunctive relief in the UK. The proceedings were chaired by Iain Purvis QC, and our hosts were CMS Cameron McKenna.

**16<sup>th</sup> March: Francis Gurry on "The Future of IP"** – the recently appointed Director General of WIPO set out his thoughts on the shape of the future for IP and its many challenges across a range of IP rights. Former lecturer, Ian Fletcher, was in the chair for the evening and Nabarro hosted the event.

**18<sup>th</sup> March: Authors, Editors, Originality and Antiquity** – Prof. Hector MacQueen of Edinburgh University and the SCRIPT centre gave a fascinating talk on the meaning and role of authorship in copyright law. Milbank Tweed Hadley & McCloy hosted the event with David Perkins in the chair.

## Director's Assessment of Performance for the Year

The overriding priority for the Institute this year (as stated in last year's Annual Report) was to improve our financial position and make a contribution towards increasing our reserves. The wider economic situation has made achieving this goal all the more challenging, but by implementing what has been an outstanding programme of events (especially the "Future of IP" lecture series, and by a significant reduction in running costs (by moving to almost paperless communications and publications) we have managed to increase our reserves this year, albeit by a very small margin.

Next year poses even greater challenges and, if we are to meet them, we must continue to implement an outstanding series of events, and maintain strict control over our costs. Above all, we will also need to increase our research income, which has been disappointingly low this year. We tendered unsuccessfully for four research projects through government funding sources: all of our research this year was privately supported by our members. We cannot rely on such support over the coming twelve months, given the economic climate.

Given the resources that the Institute has, I am extremely proud of what we have managed to achieve this year, and I am very grateful for the wide and generous support that we receive from our members; in terms of advice and expertise, as well as the invaluable financial contributions. I would like to express particular thanks to our Chairman, Ian Harvey and all of the members of our Board, the Research Directors and the Council. I am looking forward to working with them next year as we take on the challenges I have outlined. Finally, I would like to thank Anne Goldstein and Sue Hanstead for their superb efforts at the coal face: their contribution to the success of the events programme, and the reduction in running costs, has been enormous.



Dr P A Leonard  
Director

## **Financial Review**

The statement of financial activities shows a surplus for the year of £2,553. Income was down by £13,905 on the previous year due to a decrease in subscriptions, bank interest received and research income, but there was an increase in conference and seminar income and publication sales. Expenditure was down by £17,155 due mainly to a general cutting of overhead expenditure.

## **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. The management of the Institute nevertheless recognises the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months' operations (currently £30,000, excluding funded research). At the year end, 31 March 2009, the Institute's free reserves were £35,161 (not including fixed assets). For the coming year, we intend that future research costs will continue to be fully funded.

## **Governors and Trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

## **Governors' Responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis; and
- state whether the Financial Reporting Standard for Smaller Entities has been followed, subject to any material departures disclosed and explained in the financial statements.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **Independent examiner**

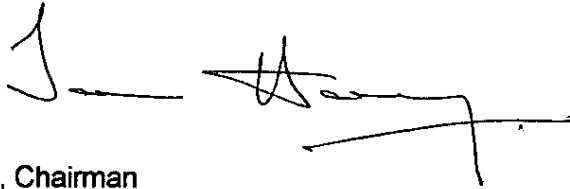
Richard Hewson, Chartered Accountant, has indicated that he is willing to be reappointed at the forthcoming annual general meeting.

**Exemption Statement**

For the financial year ended 31 March 2009, the company was entitled to exemption from audit under Section 249A(2) of the Companies Act 1985. Under Section 249B(2), each member of the company may give notice requiring the financial statements to be audited. The notice should be in writing and should be given at the Registered Office at least one month before the end of the financial year in question.

This report has been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities (issued in March 2005) and in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By Order of the Board,

A handwritten signature in black ink, appearing to be 'Ian Harvey', written over a horizontal line. The signature is stylized and includes a long horizontal stroke at the end.

Ian Harvey, Chairman

Date: 2 July 2009

**Independent examiner's report to the trustees of  
The Intellectual Property Institute**

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I report on the financial statements of the company for the year ended 31 March 2009 set out on pages 12 to 18.

**Respective responsibilities of trustees and examiner**

The company's trustees (who are also the company's directors - or 'governors' - for the purposes of company law) are responsible for the preparation of the financial statements. The trustees consider that an audit is not required for this year under section 43(2) of the Charities Act 1993 ('the 1993 Act') and that an independent examination is needed. I am qualified to undertake the examination by being a member of the Institute of Chartered Accountants in England and Wales.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to:

- examine the financial statements under section 43 of the 1993 Act;
- to follow the procedures laid down in the general Directions given by the Charity Commission under section 43(7)(b) of the 1993 Act; and
- to state whether particular matters have come to my attention.

**Basis of independent examiner's report**

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the financial statements presented with those records. It also includes consideration of any unusual items or disclosures in the financial statements, and seeking explanations from you as governors concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the financial statements present a 'true and fair view' and my report is limited to those matters set out in the statement below.

**Independent examiner's statement**

In connection with my examination, no matter has come to my attention:

(1) which gives me reasonable cause to believe that in any material respect the requirements:

- to keep accounting records in accordance with section 221 of the Companies Act 1985; and
- to prepare financial statements which accord with the accounting records, and which comply with the accounting requirements of section 226 of the Companies Act 1985 and with the methods and principles of the Statement of Recommended Practice: Accounting and Reporting by Charities

have not been met; or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the financial statements to be reached.



**Richard Hewson**  
Chartered Accountant

21 Corner Green  
London SE3 9JJ

DWA: 2 July 2009

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2009**

	Notes	Unrestricted Funds	
		2009	2008
		£	£
<b>Incoming resources</b>			
Voluntary income - donations and subscriptions		92,826	112,651
Incoming resources from charitable activities	2	85,598	78,958
Investment income – bank interest		236	1,353
Other incoming resources		554	157
<b>Total incoming resources</b>		<u>179,214</u>	<u>193,119</u>
<b>Resources expended</b>			
Charitable activities	3	166,330	174,597
Governance costs	3	10,331	19,219
<b>Total resources expended</b>		<u>(176,661)</u>	<u>(193,816)</u>
<b>Net incoming resources (resources expended)</b>			
<b>- net surplus (deficit) for the year</b>	4	2,553	(697)
<b>Total funds at 1 April 2008</b>		<u>33,966</u>	<u>34,663</u>
<b>Total funds at 31 March 2009</b>		<u>£36,519</u>	<u>£33,966</u>

The statement of financial activities includes all gains and losses in the year. All incoming resources and resources expended derive from continuing activities.

*The notes on pages 14 to 18 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
31 March 2009**

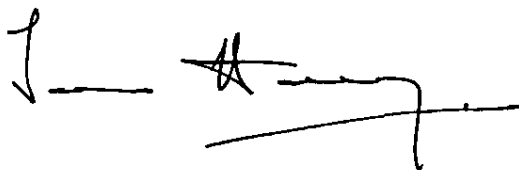
	Notes	Unrestricted funds			
		2009	2008	2009	2008
		£	£	£	£
<b>Fixed assets</b>					
Tangible fixed assets	7		1,358		1,810
<b>Current assets</b>					
Debtors	8	37,400		42,238	
Cash at bank and in hand		<u>28,372</u>		<u>37,207</u>	
Total current assets		65,772		79,445	
<b>Creditors</b>					
Amounts falling due within one year	9	<u>(30,611)</u>		<u>(47,289)</u>	
<b>Net current assets</b>			<u>35,161</u>		<u>32,156</u>
<b>Net assets</b>			<u>£36,519</u>		<u>£33,966</u>
Unrestricted funds			<u>36,519</u>		<u>33,966</u>
<b>Total funds</b>			<u>£36,519</u>		<u>£33,966</u>

For the year ended 31 March 2009 the company is entitled to the exemption from the audit requirement contained in section 249A(1) of the Companies Act 1985 ('the Act') and the governors confirm that no notice has been deposited under Section 249B(2) requiring an audit of these financial statements.

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 March 2009 and of its income and expenditure for the year then ended in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities.

The financial statements were approved by the Board of Governors on 2 July 2009 and signed on its behalf:



Ian Harvey, Chairman

*The notes on pages 14 to 18 form part of these financial statements*

**1 Accounting policies**

The principal accounting policies are summarised below. The accounting policies have been applied consistently throughout the year and in the preceding year.

- (a) The financial statements have been prepared under the historical cost convention, in accordance with the Financial Reporting Standard for Smaller Entities and the Companies Act 1985 and the Statement of Recommended Practice: Accounting and Reporting by Charities issued in March 2005.
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from charitable activities and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows:  
Charitable activities – 90%  
Governance costs (see also note 3) – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Liabilities are recognised as soon as there is a legal or constructive obligation to pay our resources.
- (h) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from charitable activities (all unrestricted)**

	<b>2009</b>	<b>2008</b>
	<b>£</b>	<b>£</b>
Research and study projects	61,242	66,700
Conferences and seminars	9,395	2,620
Publications and sales	14,961	9,638
	<b>£85,598</b>	<b>£78,958</b>



**3 Total resources expended**

	Charitable activities £	Governance costs £	2009 Total £	2008 Total £
Conferences and seminars	622	-	622	2,505
Research and study costs	33,957	-	33,957	34,447
China project expenses	2,986	-	2,986	(1,340)
Publication expenses	5,230	-	5,230	5,611
Staff costs (note 5)	94,360	10,485	104,845	111,565
Rent and rates	21,353	-	21,353	21,536
Insurance	499	-	499	499
Repairs and maintenance	140	-	140	758
Other premises expenses	689	-	689	703
Telephone, fax and internet	2,335	-	2,335	2,647
Postage, printing and stationery	757	-	757	1,961
Sundry expenses	255	-	255	420
Travel and subsistence	2,146	-	2,146	2,228
Legal and professional	-	15	15	15
Reporting accountants' fees	-	782	782	1,095
Bookkeeping	-	5,691	5,691	6,048
Office equipment depreciation	452	-	452	604
Bank charges/exchange (gains)	-	(6,642)	(6,642)	905
Subscriptions	399	-	399	409
Scholarship	-	-	-	-
CPD points course	150	-	150	200
Commission	-	-	-	1,000
	<u>£166,330</u>	<u>£10,331</u>	<u>£176,661</u>	<u>£193,816</u>

	2009 £	2008 £
<b>4 Net incoming resources for the year</b>		
This is stated after charging/(crediting):		
Bank deposit interest	(236)	(1,353)
Independent examiner's fees	782	1,095
Depreciation of tangible fixed assets	452	604
Operating lease charges	<u>19,000</u>	<u>19,000</u>

**5 Staff costs**

Staff costs during the year were as follows:

Wages and salaries	94,180	99,476
Social security costs	<u>10,665</u>	<u>12,089</u>
	<u>£104,845</u>	<u>£111,565</u>

One employee received emoluments in the range of £70,001 - £80,000 during the year (2008 - 1 in the range of £80,001 - £90,000).

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows:

	2009 No.	2008 No.
In charitable activities	1	1
In governance	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

The above information relates to regular employees. In the previous year, a further salary of £8,000 was paid to a temporary researcher and was included under 'research and study costs'.

**6 Taxation**

The company is exempt from corporation tax on its charitable activities.

**7 Tangible fixed assets**

	Office equipment £	
<b>Cost</b>		
At 1 April 2008	25,702	
Additions	-	
Disposals	-	
	<u>25,702</u>	
At 31 March 2009	25,702	
<b>Depreciation</b>		
At 1 April 2008	23,892	
Charge for year	452	
	<u>24,344</u>	
At 31 March 2009	24,344	
<b>Net book values</b>		
At 31 March 2009	<u>£1,358</u>	
At 31 March 2008	<u>£1,810</u>	
	<b>2009</b>	<b>2008</b>
	<b>£</b>	<b>£</b>

**8 Debtors**

Trade debtors	30,293	34,930
Other debtors and prepayments	7,107	7,308
	<u>£37,400</u>	<u>£42,238</u>

**9 Creditors: amounts falling due within one year**

Trade creditors	25,436	42,829
Other creditors and accruals	5,175	4,460
	<u>£30,611</u>	<u>£47,289</u>

**10 Commitment under operating lease**

The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires within less than five years.

**11 Transactions with governors**

There were no transactions with or for governors during the year.

**12 Liability of members**

As the company is limited by guarantee (having no share capital) every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum and Articles of Association. At 31 March 2009 there were 5 members (2008 - 6).



**Companies House**  
— for the record —

# AR01 (ef)

## Annual Return



XG82CGT8

Received for filing in Electronic Format on the: **20/01/2010**

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*Company Name:* **THE INTELLECTUAL PROPERTY INSTITUTE**

*Company Number:* **01557489**

*Date of this return:* **12/12/2009**

*SIC codes:* **7320**  
**7411**  
**7487**

*Company Type:* **Private company limited by guarantee**

*Situation of Registered Office:* **1ST FLOOR**  
**36 GREAT RUSSELL STREET**  
**LONDON**  
**WC1B 3QB**

### Officers of the company

*Company Secretary* **I**

*Type:* **Person**

*Full forename(s):* **DR PAUL ANTHONY**

*Surname:* **LEONARD**

*Former names:*

*Service Address:*           **52 JULIEN ROAD  
LONDON  
W5 4XA**

---

*Company Director*     **1**

*Type:*                       **Person**

*Full forename(s):*       **DR. MICHAEL THOMAS**

*Surname:*                 **BARLOW**

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*   **UNITED KINGDOM**

*Date of Birth:*   **28/11/1952**                       *Nationality:*   **BRITISH**

*Occupation:*    **PATENT ATTORNEY**

---

*Company Director*     **2**

*Type:*                       **Person**

*Full forename(s):*       **HENRY JAMES**

*Surname:*                 **CARR**

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*   **UNITED KINGDOM**

*Date of Birth:*   **31/03/1958**                       *Nationality:*   **BRITISH**

*Occupation:*    **BARRISTER**

*Company Director*      **3**

*Type:*                              **Person**

*Full forename(s):*                **IAN ALEXANDER**

*Surname:*                         **HARVEY**

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*    **UNITED KINGDOM**

*Date of Birth:*    **02/02/1945**                              *Nationality:*    **BRITISH**

*Occupation:*    **DIRECTOR CHIEF  
EXECUTIVE**

---

*Company Director*      **4**

*Type:*                              **Person**

*Full forename(s):*                **MRS. PAULA MIRIAM**

*Surname:*                         **NELSON**

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*    **SWITZERLAND**

*Date of Birth:*    **24/04/1949**                              *Nationality:*    **BRITISH**

*Occupation:*    **LAWYER**

---

*Company Director*     **5**

*Type:*                             **Person**

*Full forename(s):*             **DR STEPHEN**

*Surname:*                         **SMITH**

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*   **UNITED KINGDOM**

*Date of Birth:*   **06/08/1943**                             *Nationality:*   **BRITISH**

*Occupation:*     **PATENT ATTORNEY**

---

*Company Director*     **6**

*Type:*                             **Person**

*Full forename(s):*             **PROFESSOR DAVID**

*Surname:*                         **VAVER**

*Former names:*

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*   **UNITED KINGDOM**

*Date of Birth:*   **28/03/1946**                             *Nationality:*   **CANADIAN**

*Occupation:*     **PROFESSOR**

*Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



# AD01

## Change of registered office address



You can use the WebFiling service to file this form online  
Please go to [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**What this form is for**  
You may use this form to change  
a company's registered office  
address

**What this form is NOT**  
You cannot use this form for  
the registered office address of a  
Limited Liability Partner  
do this, please use form  
Change of registered office  
of a limited liability partner

WEDNESDAY



A24 \*AB5LJPDW\* 71  
COMPANIES HOUSE

### 1 Company details

Company number	01557489
Company name in full	THE INTELLECTUAL PROPERTY INSTITUTE

→ **Filing in this form**  
Please complete in typescript or in  
bold black capitals  
  
All fields are mandatory unless  
specified or indicated by \*

### 2 New registered office address ①

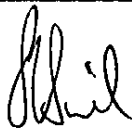
The change in registered office address does not take effect until the Registrar has registered this notice  
  
A person may validly serve any document on the company at its previous registered office for 14 days from the date that a change of registered office is registered

Building name/number	67 - 69
Street	LINCOLN'S INN FIELDS
Post town	LONDON
County/Region	UK
Postcode	WC2A 3JB

① **Change of registered office**  
For England and Wales companies,  
the address provided can either be  
in England or Wales  
  
For Welsh companies, the address  
provided must be in Wales.  
  
For companies registered in Scotland  
or Northern Ireland, the address  
provided must be in Scotland or  
Northern Ireland respectively

### 3 Signature

I am signing this form on behalf of the company

Signature	<p>Signature</p> <p>X  (DIRECTOR) DR STEPHEN C SMITH X</p>
-----------	---

This form may be signed by  
Director ①, Secretary, Person Authorised ②, Liquidator, Administrator,  
Administrative receiver, Receiver, Receiver manager, Charity commission receiver  
and manager, CIC manager, Judicial factor

② **Societas Europaea**  
If the form is being filed on behalf  
of a Societas Europaea (SE), please  
delete 'director' and insert details  
of which organ of the SE the person  
signing has membership

③ **Person authorised**  
Under either section 270 or 274 of  
the Companies Act 2006

# AD01

## Change of registered office address



### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



### Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- The company name and number match the information held on the public Register
- You have provided the new registered office address in section 2
- The registered office is in the location where the company was registered e.g. England and Wales, Wales, Scotland, Northern Ireland
- You have signed the form



### Important information

Please note that all information on this form will appear on the public record



### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

**For companies registered in England and Wales**  
The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

**For companies registered in Scotland**  
The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

**For companies registered in Northern Ireland**  
The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1



### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)



**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2010**

THURSDAY



\*AWLEMQ6N\*

A39

23/12/2010

464

COMPANIES HOUSE

**Company No.1557489**

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**The Intellectual Property Institute  
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Notes to the financial statements	11

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**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM

**Governors**

Mr Ian Harvey, Chairman  
Dr Mike Barlow  
Mr Henry Carr QC  
Dr Stephen Smith  
Professor David Vaver  
Mrs Paula Nelson (appointed 29/10/09)

**Registered office**

67-69 Lincoln's Inn Fields  
London WC2A 3JB

**Independent examiner**

Richard Hewson  
Chartered Accountant  
21 Corner Green  
London SE3 9JJ

**Solicitors**

Denton Wilde Sapte LLP  
One Fleet Place  
London  
EC4M 7WS

**Charity Registration Number**

283150

**The Intellectual Property Institute  
Report of the governors  
for the year ended 31 March 2010**

---

The governors present their report and the financial statements for the year ended 31 March 2010

**CHAIRMAN'S STATEMENT**

This year has culminated in one of the most significant developments in the history of the Intellectual Property Institute. This is the landmark collaboration between the IPI and the Centre for Commercial Law Studies (CCLS) at Queen Mary University of London (QMUL). This links the IPI with QMUL's dedicated IP institute, the Queen Mary Intellectual Property Research Institute (QMIPRI), which is widely-respected throughout Europe and internationally.

The IPI has great strength in being the only group drawing for its evidence-based research upon all those who are involved in IP: business people, academics, lawyers, judges, IP specialists, economists and scientists. Despite this, there was still a lack of core funding to initiate the kind of research programmes which we and our members believe should be important for policy-makers. For some time the Board of the IPI has also felt that there was a fragmentation of IP research effort in the UK.

So, after Paul Leonard indicated in mid-year that he wished to step down after ten years as Director of the IPI, we decided to use this opportunity to look for potential partners for the IPI. We initially identified ten potential partners and had discussions with each. During these discussions, it became clear that there is a recognised need to collaborate more in this area of IP research and that there are groups who would like to collaborate with the IPI and with whom there would be real synergies. We narrowed this down to three and then one – CCLS within QMUL. Although our collaboration is with CCLS, we and they hope that this will be the beginning of wider collaboration between different IP research groups in the future.

We believe that our collaboration now creates a real critical mass of expertise in evidence-based IP research, drawing on the different attributes and strengths of QMIPRI and IPI, whilst keeping their independent identities. Professor Johanna Gibson, Director of QMIPRI and a distinguished IP scholar, has become the Director of the IPI. The IPI has relocated to the CCLS building in Lincoln's Inn Fields to be alongside QMIPRI but we retain our distinct identity and offices.


We chose QMUL as our collaboration partner because we saw real synergies and together we recognise, and want, to build upon the strengths of the other. The IPI brings its broad IP stakeholder input and understanding. QMUL brings its strong academic IP research base which will make the initiation of new research much easier and provide a ready resource for future research. That said, we also both recognise that one of the IPI's strengths is its capability to identify and bring in the best and most appropriate researchers for any given project irrespective of their affiliation. That will continue to be the case in the collaboration. Both organisations see this as a major step forward in building a comprehensive locus for IP research in the UK.

As the accounts show, 2009 was a particular financial challenge for the IPI. Not only was there less outside funding available for research but an increase in the number of late subscription payments put significant pressure on cash flow. I am pleased to say however that not only has the latter been resolved following strenuous efforts by the Board but the collaboration with CCLS promises both a lower cost base in the long term and access to

a range of funding opportunities not previously available. For these reasons I believe that, despite poor results in 2009, the IPI is firmly back on the road to financial stability. In previous years we have stressed that our reserves policy was an important component of prudent financial management. I believe that 2009 has proved us right and it remains a priority of the Board to rebuild the IPI's reserves over the next several years.

I and my colleagues on the Board would also like to express our thanks to Paul Leonard, who stepped down at the end of March, for his work with the IPI over the last ten years. He ended by delivering a substantial IPI report on "Intellectual Property Enforcement in Smaller Firms" to the then Strategic Advisory Board for Intellectual Property. Although SABIP itself has subsequently been dissolved, the UK Intellectual Property Office published the report in October 2010. We wish Paul every success in his new career.

Johanna Gibson, as our new Director, has laid out a vision for where the IPI will be in five years' time. Her report lays out her intentions for the future and is fully supported by the Board.

  
Ian Harvey

#### **Objectives and principal activities of the charity**

The charity's objectives and its principal activities continue to be to promote a greater understanding of education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

#### **Ensuring our work meets our objectives**

We have kept in mind the Charity Commission's general guidance on public benefit at our governors' meetings throughout the year, when we review our activities, consider their outcomes and plan future activities. Our meetings also help us to ensure that our activities remain focused on our objectives. The Institute continues to provide public policy makers with independent, authoritative information and advice across all areas of intellectual property law, practice and regulation. Our research and events programmes have informed students, businesses, legal practitioners, government and those from outside the specialised IP arena.

## **DIRECTOR'S REVIEW**

### **Report on activities for the year ended 31 March 2010**

As the new Director of the IPI, I am pleased to be able to deliver this Annual Report on behalf of the former Director, Paul Leonard (whose period of tenure this Report covers) 2009-10 has been an important year for the IPI, moving into its new phase of collaboration with the Queen Mary Intellectual Property Research Institute This new collaboration not only increases the profile of the IPI but also its capacity to fulfil an expanded research programme

### **SABIP Work Programme**

During the last year of the SABIP programme, the IPI has made key contributions, including a comprehensive report on enforcement This empirical research project was undertaken on behalf of SABIP, investigating the enforcement of intellectual property in small and medium-sized enterprises (SMEs) Investigators on behalf of the IPI were Professor Christine Greenhalgh, Dr Mark Rogers, Dr Jeremy Phillips and Dr Robert Pitkethly The final report, now published by the UK Intellectual Property Office, "considers the attitudes and practices of SMEs and micro firms as well as the cost implications of the present IP enforcement system in the UK " The methodology for the empirical research included an online survey and phone survey, Patents Court listings and analysis of the data so obtained Although there were some obstacles encountered due to the lesser priority attached to IPR by small firms, nevertheless the report is a significant contribution to research on enforcement by providing empirical research data and analysis Further, the project suggests and highlights the need and capacity for future more extensive research in IP litigation insurance and international enforcement Future work of the Institute will include "safe space" discussion forums, inviting members of the profession, industry and the public to consider this and other reports published by the UK Intellectual Property Office

### **Other Research**

#### **The Economics of Intellectual Property Rights and Climate Change: Three New Studies Provide a More Scientific Basis to the Debate**

The development, deployment and dissemination of low-carbon and other environmental technologies is critical to the global response to climate change Access to technology is also important to help developing countries reduce their carbon emissions and adapt to the possible effects of climate change This report examines three studies into these issues

#### **Paediatric Extensions to Supplementary Protection Certificates**

The Institute held discussions with stakeholders about the legal uncertainties surrounding applications for the 6-month paediatric extension to a supplementary protection certificate It arranged a meeting at the European Patent Office in The Hague Delegates included representatives from patent offices all over Europe, officials from the regulatory agencies, and industry (the users)



**For 2009/10, research streams and directors were as follows:**

- Addressing Fragmented and Cumbersome IP Systems in Europe – Prof Michael Blakeney
- Enforcement, Cost-Reduction and Accessibility – Dr Puay Tang
- The IP / Innovation Link – Prof Jeremy Phillips
- IP and Competition – Dr Robert Pitkethly
- China Programme – Dr Victoria Wang

**Events Summary 2009/10**

**Trade Mark Dilution: Bringing Blurring into Focus – 13<sup>th</sup> May 2009**

Dr Dev Gangjee (LSE) examined the *Intel* decision and its likely fallout hosted by Shepherd & Wedderburn

**Chicken Nuggets. Re-Reading Faccenda Chicken vs. Fowler – 28<sup>th</sup> May 2009**

Professor Lionel Bently (Cambridge) reviewed the criticisms of this landmark controversial trade secrets case, and provided a different reading to help resolve the issues that surround it. The seminar was hosted by Olswang LLP

**"The BlackBerry Patent Case (NTP v RIM): How NTP Got US\$612.5 Million" – 18<sup>th</sup> June 2009**

James Wallace (Wiley Rein LLP) spoke about the BlackBerry patent case in the United States, in particular the extra-territorial aspects of the case. The event was kindly hosted by Collyer Bristow

**"The Impact of DRM on Access to Exceptions: the First Empirical Assessment" – 1 July 2009**

Patricia Akester examined the role of digital rights management and the exceptions to copyright and, in particular, under the Information Society Directive 2001/29/EC. The event was hosted by McDermott Will & Emery

**Licensing & Collaboration Agreements – 21<sup>st</sup> January 2010**

Susie Middlemiss held a seminar on licensing and collaborative agreements, with a focus on biotechnology. The event was hosted by Slaughter & May

**BLACA / IPI Annual Seminar – The Three Step Test: Achieving a Balance – 21<sup>st</sup> October 2009**

Under the chairmanship of Peter Prescott QC, Dr Estelle Derclaye (University of Nottingham), Jonathan Griffiths (Queen Mary, University of London), and Ms Brigitte Lindner (Serle Court) considered the law of the UK, France and Germany, and how case law in each jurisdiction has affected the interpretation of the test. The event was kindly hosted by Bird & Bird LLP

**The Future of IP – Seminar Series**

The Future of IP Series continued on 29<sup>th</sup> October 2009 with Carl Horton (GE) who addressed the theme of IP and Climate Change in the light of the upcoming Copenhagen Summit. Our hosts for this major event were BATMark

**2009 Stephen Stewart Lecture – “Secrets and Mysteries: Confidentiality, Fidelity and Restraint of Trade” – 24<sup>th</sup> November 2009**

The lecture was chaired by The Hon Mr Justice Arnold. Prof Lionel Bently explored three “mysteries” which currently exist in law: the relationship between the duty of confidence and restraint of trade, the relationship between confidence and the duty of fidelity, and the relationship between the duty of fidelity and the doctrine of restraint of trade. The event was hosted by Slaughter & May.

**New Peer Review Panel Established**

A Peer Review Panel for the Institute was established in November 2009. It assumed responsibility for ensuring the quality of the Institute’s output in a more formalised manner. The Panel comprises Mr Trevor Cook, Bird & Bird, Professor Lionel Bently, Cambridge University, and Dr Tony Rollins, Merck plc. This brings insight from the academic, practitioner and user perspectives at the highest level and strengthens further the Institute’s reputation as a source of high quality, independent advice in the IP arena.

**Looking Forward**

The work of the Institute has maintained its commitment to high quality research and seminars in 2009-10. The research and activities have delivered diverse and relevant programmes, emphasising the need for a broader research base and capacity on a daily basis. This is particularly important if the Institute is to expand its contribution to and leadership in policy development in the UK and Europe. In its work with the European Patent Office in particular, the Institute has demonstrated its relevance to wider policy development and debate in Europe. Going forward it is now a priority for me to develop and grow internationally the IPI’s reputation using our new and exciting collaboration with QMUL as a springboard.

Previously, Paul has noted the need to increase net income in order to expand and diversify research activity. This priority obviously remains and I am determined to do all I can to ensure that the Institute remains resourced to do the sort of high quality research it has built its reputation on.

On behalf of Paul, I would like to thank Anne Goldstein, Sue Hanstead, the IPI Board and Council, for their hard work and support in 2009. Finally, I would like to recognise the ongoing commitment and support of our membership, without whom our work would be impossible.

**Johanna Gibson  
Director**

**Financial Review**

The statement of financial activities shows a deficit for the year of £38,202. Income was down by £6,520 on the previous year - subscriptions, seminar income and publication sales fell but income from research projects increased. Expenditure increased by £23,271 mainly due to more being spent on research.

### Reserves Policy

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. Despite the fact that the Institute had no free reserves at 31 March 2010, the governors nevertheless recognise the need to maintain an appropriate level of reserve financial resource and wish to re-establish as soon as feasible the objective of having a minimum level equivalent to 3 months' operations (currently £30,000, excluding funded research, probably less in 2010/11)

### Governors and Trustees

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis

The names of the governors are listed on page 1

### Governors' Responsibilities

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis

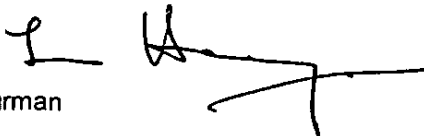
The governors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

### Independent examiner

Richard Hewson, Chartered Accountant, has indicated that he is willing to be reappointed at the forthcoming annual general meeting

This report has been prepared in accordance with the special provisions for small companies within Part 15 of the Companies Act 2006

By Order of the Board,

  
Ian Harvey, Chairman

Date

16.12.2010

**Independent examiner's report to the trustees of  
The Intellectual Property Institute**

---

I report on the financial statements of the company for the year ended 31 March 2010 set out on pages 9 to 15

**Respective responsibilities of trustees and examiner**

The company's trustees (who are also the company's directors - or 'governors' - for the purposes of company law) are responsible for the preparation of the financial statements. The trustees consider that an audit is not required for this year under section 43(2) of the Charities Act 1993 ('the 1993 Act') and that an independent examination is needed. I am qualified to undertake the examination by being a member of the Institute of Chartered Accountants in England and Wales.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to

- examine the financial statements under section 43 of the 1993 Act,
- to follow the procedures laid down in the general Directions given by the Charity Commission under section 43(7)(b) of the 1993 Act, and
- to state whether particular matters have come to my attention

**Basis of independent examiner's report**

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the financial statements presented with those records. It also includes consideration of any unusual items or disclosures in the financial statements, and seeking explanations from you as governors concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the financial statements present a 'true and fair view' and my report is limited to those matters set out in the statement below.

**Independent examiner's statement**

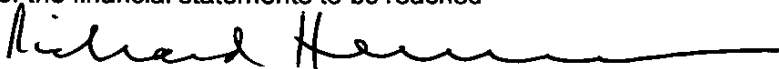
In connection with my examination, no matter has come to my attention

(1) which gives me reasonable cause to believe that in any material respect the requirements

- to keep accounting records in accordance with section 386 of the Companies Act 2006, and
- to prepare financial statements which accord with the accounting records, and which comply with the accounting requirements of section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice Accounting and Reporting by Charities

have not been met, or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the financial statements to be reached

  
**Richard Hewson**  
Chartered Accountant

Date 16.12.2010

21 Comer Green  
London SE3 9JJ

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2010**

	Notes	Unrestricted Funds 2010 £	2009 £
<b>Incoming resources</b>			
Voluntary income - donations and subscriptions		76,306	92,826
Incoming resources from charitable activities	2	83,560	85,598
Investment income – bank interest		13	236
Other incoming resources		1,851	554
<b>Total incoming resources</b>		<u>161,730</u>	<u>179,214</u>
<b>Resources expended</b>			
Charitable activities	3	180,627	166,330
Governance costs	3	19,305	10,331
<b>Total resources expended</b>		<u>(199,932)</u>	<u>(176,661)</u>
<b>Net (resources expended) incoming resources - net (deficit) surplus for the year</b>	4	(38,202)	2,553
<b>Total funds at 1 April 2009</b>		<u>36,519</u>	<u>33,966</u>
<b>Total funds at 31 March 2010</b>		<u>£(1,683)</u>	<u>£36,519</u>

The statement of financial activities includes all gains and losses in the year. All incoming resources and resources expended derive from continuing activities.

*The notes on pages 11 to 15 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
31 March 2010**

	Notes	Unrestricted funds			
		£	2010 £	£	2009 £
<b>Fixed assets</b>					
Tangible fixed assets	7		1,018		1,358
<b>Current assets</b>					
Debtors	8	34,798		37,400	
Cash at bank and in hand		<u>5,178</u>		<u>28,372</u>	
<b>Total current assets</b>		39,976		65,772	
<b>Creditors</b>					
Amounts falling due within one year	9	<u>(42,677)</u>		<u>(30,611)</u>	
<b>Net current (liabilities) assets</b>			<u>(2,701)</u>		<u>35,161</u>
<b>Net (liabilities) assets</b>			<u>£(1,683)</u>		<u>£36,519</u>
Unrestricted funds			<u>(1,683)</u>		<u>36,519</u>
<b>Total funds</b>			<u>£(1,683)</u>		<u>£36,519</u>

For the year ended 31 March 2010 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 ('the Act') and no member has deposited a notice requiring an audit of these financial statements under section 476 of the Act

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 March 2010 and of its income and expenditure for the year then ended in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

These financial statements have been prepared in accordance with the provisions of the Companies Act 2006 applicable to companies subject to the small companies regime (Part 15) and the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved by the Board of Governors on and signed on its behalf by 16.12 2010

  
 Ian Harvey, Chairman

*The notes on pages 11 to 15 form part of these financial statements*

**1 Accounting policies**

The principal accounting policies are summarised below. The accounting policies have been applied consistently throughout the year and in the preceding year.

- (a) The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006, the Statement of Recommended Practice Accounting and Reporting by Charities (SORP 2005) and the Financial Reporting Standard for Smaller Entities (effective April 2008)
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from charitable activities and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which cannot be recovered.  
Salary costs have been attributed as follows:  
Charitable activities – 90%  
Governance costs (see also note 3) – 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Liabilities are recognised as soon as there is a legal or constructive obligation to pay our resources.
- (h) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.

**2 Incoming resources from charitable activities (all unrestricted)**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
Research and study projects	68,675	61,242
Conferences and seminars	3,935	9,395
Publications and sales	10,950	14,961
	<b>£83,560</b>	<b>£85,598</b>

**The Intellectual Property Institute**  
**Notes to the financial statements**  
**31 March 2010**

**3 Total resources expended**

	<b>Charitable activities £</b>	<b>Governance costs £</b>	<b>2010 Total £</b>	<b>2009 Total £</b>
Conferences and seminars	414	-	414	622
Research and study costs	53,002	-	53,002	33,957
China project expenses	-	-	-	2,986
Publication expenses	5,000	-	5,000	5,230
Staff costs (note 5)	94,354	10,484	104,838	104,845
Rent and rates	20,858	-	20,858	21,353
Insurance	529	-	529	499
Repairs and maintenance	395	-	395	140
Other premises expenses	229	-	229	689
Telephone, fax and internet	2,066	-	2,066	2,335
Postage, printing and stationery	493	-	493	757
Sundry expenses	230	-	230	255
Travel and subsistence	2,147	-	2,147	2,146
Legal and professional	-	3,306	3,306	15
Independent examiner's fees	-	1,245	1,245	782
Bookkeeping	-	3,850	3,850	5,691
Office equipment depreciation	340	-	340	452
Bank charges/exchange (gains)	-	420	420	(6,642)
Subscriptions	295	-	295	399
CPD points course	275	-	275	150
	<u>£180,627</u>	<u>£19,305</u>	<u>£199,932</u>	<u>£176,661</u>



**The Intellectual Property Institute**  
**Notes to the financial statements**  
**31 March 2010**

	2010 £	2009 £
<b>4 Net incoming resources for the year</b>		
This is stated after charging/(crediting)		
Bank deposit interest	(13)	(236)
Independent examiner's fees	1,245	782
Depreciation of tangible fixed assets	340	452
Operating lease charges	<u>19,000</u>	<u>19,000</u>
<b>5 Staff costs</b>		
Staff costs during the year were as follows		
Wages and salaries	94,239	94,180
Social security costs	<u>10,599</u>	<u>10,665</u>
	<u>£104,838</u>	<u>£104,845</u>

One employee received emoluments in the range of £70,001 - £80,000 during the year (2009 - 1 in the range of £70,001 - £80,000)

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows

	2010 No	2009 No
In charitable activities	1	1
In governance	<u>1</u>	<u>1</u>
	<u>2</u>	<u>2</u>

**6 Taxation**

The company is exempt from corporation tax on its charitable activities

<b>7</b>	<b>Tangible fixed assets</b>	Office equipment £	
	<b>Cost</b>		
	At 1 April 2008	25,702	
	Additions	-	
	Disposals	-	
	At 31 March 2010	<u>25,702</u>	
	<b>Depreciation</b>		
	At 1 April 2008	24,344	
	Charge for year	340	
	At 31 March 2010	<u>24,684</u>	
	<b>Net book values</b>		
	At 31 March 2010	<u>£1,018</u>	
	At 31 March 2009	<u>£1,358</u>	
		<b>2010</b>	<b>2009</b>
		<b>£</b>	<b>£</b>
<b>8</b>	<b>Debtors</b>		
	Trade debtors	28,442	30,293
	Other debtors and prepayments	6,356	7,107
		<u>£34,798</u>	<u>£37,400</u>
<b>9</b>	<b>Creditors: amounts falling due within one year</b>		
	Trade creditors	37,877	25,436
	Other creditors and accruals	4,800	5,175
		<u>£42,677</u>	<u>£30,611</u>
<b>10</b>	<b>Commitment under operating lease</b>		
	The company is committed to make rental payments of £19,000 next year under an operating lease on its premises which expires in March 2011		
<b>11</b>	<b>Transactions with governors</b>		
	There were no transactions with or for governors during the year		

**12 Liability of members**

As the company is limited by guarantee (having no share capital) every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum and Articles of Association. At 31 March 2010 there were 6 members (2009 - 5)



**Companies House**  
— for the record —

**AR01 (ef)**

**Annual Return**



Received for filing in Electronic Format on the: **01/02/2011**

**XN0TZRAD**

*Company Name:* **THE INTELLECTUAL PROPERTY INSTITUTE**

*Company Number:* **01557489**

*Date of this return:* **12/12/2010**

*SIC codes:* **7320**  
**7411**  
**7487**

*Company Type:* **Private company limited by guarantee**

*Situation of Registered Office:* **67-69 LINCOLN'S INN FIELDS**  
**LONDON**  
**UK**  
**WC2A 3JB**

**Officers of the company**

*Company Director* 1

Type: **Person**  
Full forename(s): **DR MICHAEL THOMAS**

Surname: **BARLOW**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **28/11/1952** Nationality: **UK**

Occupation: **PATENT ATTORNEY**

---

*Company Director* 2

Type: **Person**  
Full forename(s): **HENRY JAMES**

Surname: **CARR**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **31/03/1958** Nationality: **BRITISH**

Occupation: **BARRISTER**

---

*Company Director* 3

Type: **Person**  
Full forename(s): **IAN ALEXANDER**

Surname: **HARVEY**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **02/02/1945** Nationality: **BRITISH**

Occupation: **DIRECTOR CHIEF EXECUTIVE**

---

*Company Director* 4

Type: **Person**  
Full forename(s): **MRS. PAULA MIRIAM**

Surname: **NELSON**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **SWITZERLAND**

Date of Birth: **24/04/1949** Nationality: **BRITISH**

Occupation: **LAWYER**

---

*Company Director* 5

Type: **Person**  
Full forename(s): **DR STEPHEN**

Surname: **SMITH**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **06/08/1943** Nationality: **BRITISH**

Occupation: **PATENT ATTORNEY**

---

*Company Director* 6

Type: **Person**  
Full forename(s): **PROFESSOR DAVID**

Surname: **VAVER**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **28/03/1946** Nationality: **CANADIAN**

Occupation: **PROFESSOR**

*Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



*Companies House*  
— for the record —

# AR01 (ef)

## Annual Return



Received for filing in Electronic Format on the: 14/12/2011

X005F1RU

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*Company Name:* THE INTELLECTUAL PROPERTY INSTITUTE

*Company Number:* 01557489

*Date of this return:* 12/12/2011

*SIC codes:* 85590

*Company Type:* Private company limited by guarantee

*Situation of Registered Office:* 67-69 LINCOLN'S INN FIELDS  
LONDON  
UK  
WC2A 3JB

### Officers of the company

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*Company Director* 1

Type: **Person**  
Full forename(s): **MR MICHAEL THOMAS**

Surname: **BARLOW**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **28/11/1952** Nationality: **BRITISH**

Occupation: **PATENT ATTORNEY**

---

*Company Director* 2

Type: **Person**  
Full forename(s): **MS ALISON JANE**

Surname: **BRIMELOW**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **06/06/1949** Nationality: **BRITISH**

Occupation: **RETIRED**

---

*Company Director* 3

Type: **Person**  
Full forename(s): **MR ROGER JAMES**

Surname: **BURT**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **05/10/1950** Nationality: **BRITISH**

Occupation: **CHARTERED AND EUROPEAN  
PATENT ATTORNEY**

---

*Company Director* 4

Type: **Person**  
Full forename(s): **HENRY JAMES**

Surname: **CARR**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **31/03/1958** Nationality: **BRITISH**

Occupation: **BARRISTER**

---

*Company Director* 5

Type: **Person**  
Full forename(s): **MR PETER HUGH**

Surname: **LAWRENCE**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **05/08/1954** Nationality: **BRITISH**

Occupation: **RETIRED CIVIL SERVANT**

---

*Company Director* 6

Type: **Person**  
Full forename(s): **MRS. PAULA MIRIAM**

Surname: **NELSON**

Former names:

*Service Address recorded as Company's registered office*

Country/State Usually Resident: **SWITZERLAND**

Date of Birth: **24/04/1949** Nationality: **BRITISH**

Occupation: **LAWYER**

*Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

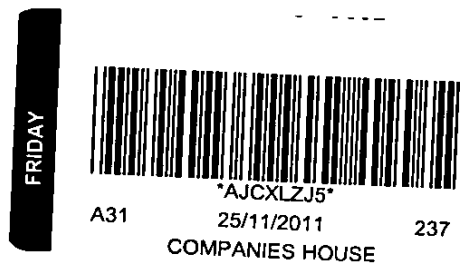
Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.



**THE INTELLECTUAL PROPERTY INSTITUTE  
(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2011**



**Company No.1557489**

**The Intellectual Property Institute  
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Independent examiner's report	8
Statement of financial activities	9
Balance sheet	10
Notes to the financial statements	11

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**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM

**Governors**

Ms Alison Brimelow CBE, Chair (appointed 04/04/11)  
Mr Ian Harvey (resigned 04/04/11)  
Dr Mike Barlow OBE  
Mr Henry Carr QC  
Professor Graeme Dinwoodie  
Dr Stephen Smith  
Professor David Vaver  
Mrs Paula Nelson  
Profesor Takis Tridimas (appointed 22/09/10)

**Registered office**

67-69 Lincoln's Inn Fields  
London WC2A 3JB

**Independent examiner**

Richard Hewson  
Chartered Accountant  
21 Corner Green  
London SE3 9JJ

**Solicitors**

Denton Wilde Sapte LLP  
One Fleet Place  
London  
EC4M 7WS

**Charity Registration Number**

283150

The governors present their report and the financial statements for the year ended 31 March 2011

## **OUTGOING CHAIR'S STATEMENT**

This year has been one of building upon the landmark collaboration between the IPI and the Centre for Commercial Law Studies (CCLS) at Queen Mary University of London (QMUL). This now links the IPI with QMUL's dedicated IP institute, the Queen Mary Intellectual Property Research Institute (QMIPRI).

One of our first steps was to strengthen the IPI Board of Trustees. Lord Hoffmann, the distinguished former Lord of Appeal, has joined the Board in an ex officio capacity and has also become Chairman of the IPI's [Research] Council. We have also welcomed to the Board Professor Takis Tridimas of CCLS and, as an ex officio member, Tony Clayton the Chief Economist of the UKIPO.

Our Director, Professor Johanna Gibson, has laid out an ambitious future programme. One of the key elements has been to establish nine research streams, each of which is being jointly chaired by people eminent in those areas. These Research Streams will provide a clear structure for the IPI's future work. They also map well onto the funding interests of potential funding sources.

A significant development has been a substantial research project for a private company. The funding source and the project itself must remain confidential until later this year. The IPI is one of about ten institutions globally that are collaborating in different aspects of this major project. In due course the results will be published as academic papers and as a book. This project is the start of the revitalisation of the IPI's financial base. With several more major projects under negotiation, the future is looking healthy.

I believe that intellectual property is a key driving force at the heart of a modern economy. The IPI brings together business, the legal profession, academia and economics to understand in a rigorous way just how IP relates to this world we live in. Being part of that process as Chairman of the IPI for the past 12 years has been a privilege in many ways. My job was made much easier by the unstinting time and dedication of my Board colleagues who unfailingly, over many years, have given freely of their time to the work of the Institute. I thank them profoundly.

I have known Alison Brimelow, the IPI's next Chair, former head of the UK IPO and EPO, for many years. I cannot think of a better qualified and experienced person to lead the Institute in this next phase of its development and growth.

Ian Harvey June 2011

## **NEW CHAIR'S STATEMENT**

Ian Harvey's statement sums up the excitements and challenges of this year. I pay tribute to Ian for leading the IPI into the relationship with QMUL, and initiating a new and energetic collaboration. As the Director reports, the IPI has been successful in obtaining important commissions for research, and has actively engaged with live policy issues through a series of invitation only round tables, including one held in Brussels. These developments have also helped to improve the finances of the IPI.

I am also delighted that the Board of the IPI is recognising Ian's long relationship with the Institute by proposing to the AGM that he be made a life member. It is our good fortune to have him with us.

Alison Brimelow November 2011

## **Objectives and principal activities of the charity**

The charity's objectives and its principal activities continue to be to promote a greater understanding of education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

## **Ensuring our work meets our objectives and delivers public benefit**

We have kept in mind the Charity Commission's general guidance on public benefit at our governors' meetings throughout the year, when we review our activities, consider their outcomes and plan future activities. Our meetings also help us to ensure that our activities remain focused on our objectives. The Institute continues to provide public policy makers with independent, authoritative information and advice across all areas of intellectual property law, practice and regulation. Our research and events programmes have informed students, businesses, legal practitioners, government and those from outside the specialised IP arena.

## **DIRECTOR'S REVIEW**

### **Report on activities for the year ended 31 March 2011**

2010-11 has been a very important year for the IPI, it being the first year of the new collaboration with the Queen Mary Intellectual Property Research Institute and my first year as Director of this historic research organisation. This first year has seen a much extended research programme and funding, including significant collaborations with major members on innovative research in the economics and management of intellectual property as well as strategic and effective cooperation with the UK Intellectual Property Office (IPO).

### **2010-11 – New Research Strategy:**

In developing the new innovative work programme for the IPI, and towards harnessing the expertise and talent in Council, nine (9) new research streams have been developed. The streams necessarily overlap, but the intention is to identify key areas and signal to the world capacity to devise, develop and undertake research in these areas. Each stream is overseen by at least 2-3 heads of stream, identified for their leadership and expertise in the field. The research streams model is part of a broader revision of research strategy at the IPI.

- **Creativity and Culture** (such as digital media, new business models, regulation, music, cultural organisations, film, fashion and design) – Michael Hart (Baker & McKenzie), Professor Evelyn Welch (VP Research, Queen Mary)
- **Science and Technology** (innovative industries, patent industries) – Trevor Cook (Bird & Bird), Roger Burt (IBM)
- **Branding and Custom** (trade marks, branding issues, customer behaviour) – Phillip Johnson (Barrister), John Noble (Director, British Brands Group), Dr Jeremy Phillips (Consultant)



- **Global Issues** (wider issues such as IP and the environment, education, public health, IP and human rights) – Luke Minford (Rouse), David Rosenberg (GSK)
- **Economics of Knowledge** (to include empirical research with rights-holders, IP and competition law, consumer-based research and user behaviour) – Tony Clayton (Chief Economist, IPO), Professor George Kapetanios (Economics, QMUL)
- **Innovation and Strategy** (strategic management and strategic innovation, IP and regulation, IP and business strategy, standards, competition landscapes) – Robert Pitkethly (Oxford), Microsoft-IPI Lecturer (to be appointed)
- **Practice and Procedure** (activities of the professions in relation to filings and filing practices, litigation, privilege, matters of evidence, industry drivers etc) – Gwilym Roberts (Kilburn & Strode), Susie Middlemiss (Slaughter & May, TBC)
- **Trade and Development** (WIPO Development Agenda, WTO matters, UK and European competitiveness) – Professor Duncan Matthews (QMIPRI), Dr Puay Tang (SPRU)
- **Education and Professional Development** (training activities, IP education in areas outside law, IPAN) – Professor Alison Firth (Surrey), Robert Weston (Phillips & Leigh)

#### **Honorary Research Fellows**

The Board agreed to phase out the position of “Research Director” in view of the administration (June 2010) Each Research Director was awarded the annual title of Honorary Research Fellow of the IPI in recognition of their work for the IPI

#### **Research Projects**

##### **TELES Patent Project - €200,000**

The first phase of the TELES Patents Project commenced August 2010 The IPI became one of the UK research partners responsible for reviewing a new system for the computability of inventive step This involves reviewing and decision-making with respect to prior art and obviousness/inventive step The IPI runs the second UK group (QMIPRI is the other partner) responsible for report writing, analysis of prior art and case reports A consultant (Dr Matt Fisher, UCL) and four researchers have now been appointed The project is international, with partners in the US, Brazil, China, India, France, Germany and Poland A second group (EPO) is in planning

##### **Microsoft – Innovation and Strategy**

Microsoft has provided funding of £400,000 over 5 years to expand the Innovation and Strategy stream of the research programme The funding is to establish a lectureship (£300,000) as well as provide seed research funding (£100,000) for Innovation and Strategy projects The inaugural Microsoft-IPI Lecturer in Intellectual Property, Innovation and Strategy will be appointed December 2011

The initiative is part of the broader revision of research strategy at the IPI It will help establish Innovation and Strategy as a major international research focus at the IPI for studies in innovation management and corporate strategy for IP industries worldwide This funding presents a unique opportunity for the IPI to establish genuine intellectual leadership in business strategy and IP for

Europe The research will be international in scope and influence and will include programmes in strategic management and strategic innovation, IP and regulation, IP and business strategy, standards, competition landscapes and related issues pertinent to corporate stakeholders and innovation development at the UK, European and international levels The research programme will be driven by the Microsoft-IPI Lecturer and the Director, as well as IPI members, Council and the Board

#### **Intellectual Property Office – The Economic Impact of Lookalikes**

The IPI was successful in tendering for the IPO contract for research on lookalikes (April 2011) The IPI is contracting i2 Media Research (a spin-out consumer research unit at Goldsmiths) for the behaviour experiments as part of the project

#### **Internship Programme**

The IPI Internship Programme commenced March 2011 The first intern was placed by the University of Surrey (as part of their work placement programme) Further interns have now joined the IPI from throughout Europe (including Italy, Germany, Spain and the UK) The IPI is also working closely with universities in the US to accommodate interns as part of university work placement programmes abroad Interns work on research programmes and events Outputs from the interns are reviewed internally and then will be made available on the re-launched website

#### **Student Observer Programme**

Student members have been invited to submit curriculum vitae and cover letters in application for the opportunity to sit as observers to Council Students are invited to identify their 3 preferred streams Successful applicants will shadow and assist stream leaders in developing the work programme in that particular area Successful applicants will be notified end November

#### **Events Summary 2010/11**

**7 June 2010 – Informal Drinks** with the IPI Board, Members and QMIPRI (Queen Mary collaboration partners)

**14 October 2010 – the Annual BLACA-IPI Seminar**, hosted by Bird & Bird

**25 October 2010 – The Annual Stephen Stewart Lecture**, delivered by Mr Horacio Gutierrez (Microsoft) was hosted by Freshfields

**25 January 2011 – Enforcement and the SME** (in collaboration with the IPO) – presentation of the SABIP Report by Dr Christine Greenhalgh, Dr Jeremy Phillips, and Dr Robert Pitkethly, joined by Tony Clayton (Chief Economist, IPO)

**23 February 2011 – “Town Hall” meeting at Freshfields – Hargreaves and Issues for SMEs** – in collaboration with the IPO – speakers included Roger Burt (Hargreaves Expert Panel), Alasdair Poore (President, CIPA), Maggie Ramage (President, ITMA), chaired by Professor Johanna Gibson

### **Performance for the Year**

The fundamental work of the Institute has continued with strength in 2010-11. Not only has the IPI maintained its commitment to high quality research and seminars in 2010-11, but also it has expanded its research activity to include participation in international consortium research. It has also built upon important industry partnerships to widen research as well as contribute to curriculum development and education in the university sector.

The IPI maintains steady work towards expanding its contribution to policy development in the UK, Europe and internationally. In doing so we have met the challenges of increasing research funding income in order to expand and diversify research activity. This increased financial activity and strength is set to continue in order to broaden that work even further in 2011-12.

I am also pleased to acknowledge, throughout all this period of exciting development and change, the enormous support and assistance of the IPI Board and Council. Finally, the ongoing commitment, enthusiasm, intellectual input and support of our corporate and individual members alike continues to grow the research capacity and resources of the IPI in significant and influential ways. Without both the expertise and the diversity of our members, the IPI's unique contribution to IP policy and development would not be possible. The diversity of our members ensures genuine and potentially unrivalled interdisciplinarity, breadth of experience, and scope of perspective. We must continue to collaborate with this fresh enthusiasm towards building the IPI as a centre of real impact and capacity for international IP research in London in 2011-12.

Professor Johanna Gibson  
Director

### **Financial Review**

The statement of financial activities shows a surplus for the year of £61,529 compared to a deficit of £38,202 in the year ended 31 March 2010. The improvement is mainly explained by a saving in salaries and overhead expenses due to the move to Queen Mary, University of London.

### **Reserves Policy**

The Institute does not have a formal reserves policy which has been discussed and agreed by the governors. The governors nevertheless recognise the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months' operations (currently £15,000, excluding funded research). At the year end, 31 March 2011, the Institute's unrestricted reserves were £21,962.

### **Governors and Trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis.

The names of the governors are listed on page 1.

### **Governors' Responsibilities**

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis

The governors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Independent examiner**

Richard Hewson, Chartered Accountant, has indicated that he is willing to be reappointed at the forthcoming annual general meeting.

This report has been prepared in accordance with the special provisions for small companies within Part 15 of the Companies Act 2006.

By Order of the Board,



Alison Brimelow, Chair

Date 22 November 2011

**Independent examiner's report to the trustees of  
The Intellectual Property Institute**

---

I report on the financial statements of the company for the year ended 31 March 2011 set out on pages 9 to 15

**Respective responsibilities of trustees and examiner**

The company's trustees (who are also the company's directors - or 'governors' - for the purposes of company law) are responsible for the preparation of the financial statements. The trustees consider that an audit is not required for this year under section 43(2) of the Charities Act 1993 ('the 1993 Act') and that an independent examination is needed. I am qualified to undertake the examination by being a member of the Institute of Chartered Accountants in England and Wales.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to

- examine the financial statements under section 43 of the 1993 Act,
- to follow the procedures laid down in the general Directions given by the Charity Commission under section 43(7)(b) of the 1993 Act, and
- to state whether particular matters have come to my attention

**Basis of independent examiner's report**

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the financial statements presented with those records. It also includes consideration of any unusual items or disclosures in the financial statements, and seeking explanations from you as governors concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the financial statements present a 'true and fair view' and my report is limited to those matters set out in the statement below.

**Independent examiner's statement**

In connection with my examination, no matter has come to my attention

(1) which gives me reasonable cause to believe that in any material respect the requirements

- to keep accounting records in accordance with section 386 of the Companies Act 2006, and
- to prepare financial statements which accord with the accounting records, and which comply with the accounting requirements of section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice Accounting and Reporting by Charities

have not been met, or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the financial statements to be reached



Richard Hewson  
Chartered Accountant

21 Corner Green  
London SE3 9JJ

Date 22 November 2011

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2011**

	Notes	Unrestricted Funds 2011 £	Restricted Funds 2011 £	Total Funds 2011 £	Total Funds 2010 £
<b>Incoming resources</b>					
Voluntary income					
Donations and subscriptions		71,950	-	71,950	76,306
Incoming resources from charitable activities	2	9,300	42,134	51,434	83,560
Investment income					
Bank interest		6	-	6	13
Other income resources		186	-	186	1,851
<b>Total incoming resources</b>		<b>81,442</b>	<b>42,134</b>	<b>123,576</b>	<b>161,730</b>
<b>Resources expended</b>					
Charitable activities	3	52,090	4,250	56,340	180,627
Governance costs	3	5,707	-	5,707	19,305
<b>Total resources expended</b>		<b>(57,797)</b>	<b>(4,250)</b>	<b>(62,047)</b>	<b>(199,932)</b>
<b>Net incoming resources (resources expended)</b>					
<b>- Net surplus (deficit) for year</b>	4	<b>23,645</b>	<b>37,884</b>	<b>61,529</b>	<b>(38,202)</b>
<b>Total funds at 1 April 2010</b>		<b>(1,683)</b>	<b>-</b>	<b>(1,683)</b>	<b>36,519</b>
<b>Total funds at 31 March 2011</b>		<b>£21,962</b>	<b>£37,884</b>	<b>£59,846</b>	<b>£(1,683)</b>

The statement of financial activities includes all gains and losses in the year  
resources and resources expended derive from continuing activities

All incoming

*The notes on pages 11 to 15 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
31 March 2011**

	Notes	£	2011 £	£	2010 £
<b>Fixed assets</b>					
Tangible fixed assets	7		763		1,018
<b>Current assets</b>					
Debtors	8	57,356		34,798	
Cash at bank and in hand		14,107		5,178	
		-----		-----	
Total current assets			71,463		39,976
<b>Creditors</b>					
Amounts falling due within one year	9	(12,380)		(42,677)	
		-----		-----	
Net current assets (liabilities)			59,083		(2,701)
			-----		-----
Net assets (liabilities)			£59,846		£(1,683)
			=====		=====
Unrestricted funds			21,962		(1,683)
Restricted funds			37,884		-
			-----		-----
<b>Total funds</b>			£59,846		£(1,683)
			=====		=====

For the year ended 31 March 2011 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 ('the Act') and no member has deposited a notice requiring an audit of these financial statements under section 476 of the Act

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 March 2011 and of its income and expenditure for the year then ended in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

These financial statements have been prepared in accordance with the provisions of the Companies Act 2006 applicable to companies subject to the small companies regime (Part 15) and the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved by the Board of Governors on *22 November 2011* and signed on its behalf by

  
Alison Brimelow, Chair

*The notes on pages 11 to 15 form part of these financial statements*

## 1 Accounting policies

The principal accounting policies are summarised below. The accounting policies have been applied consistently throughout the year and in the preceding year.

- (a) The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006, the Statement of Recommended Practice Accounting and Reporting by Charities (SORP 2005) and the Financial Reporting Standard for Smaller Entities (effective April 2008)
- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from charitable activities and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which may not be recovered. Staff and some other costs have been attributed as follows:  
Charitable activities - 90%  
Governance costs (see also note 3) - 10%
- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Liabilities are recognised as soon as there is a legal or constructive obligation to pay our resources.
- (h) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.
- (i) Restricted funds are subjected to restrictions on their expenditure imposed by the donor.

## 2 Incoming resources from charitable activities

	Unrestricted	Restricted	2011 Total	2010 Total
	£	£	£	£
Research and study projects	-	42,134	42,134	68,675
Conferences and seminars	1,125	-	1,125	3,935
Publications and sales	8,175	-	8,175	10,950
	<u>£9,300</u>	<u>£42,134</u>	<u>£51,434</u>	<u>£83,560</u>
	=====	=====	=====	=====



3 Total resources expended

	Unrestricted Funds		Restricted Funds		Total 2010 £
	Charitable activities £	Governance costs £	Charitable activities £	Total 2011 £	
Conferences and seminars	440	-	-	440	414
Research and study costs	-	-	4,250	4,250	53,002
Previously accrued research costs no longer required	-12,174	-	-	-12,174	-
Publication expenses	5,000	-	-	5,000	5,000
Staff costs (note 5)	8,648	961	-	9,609	104,838
Consultancy fees	22,500	2,500	-	25,000	-
Rent and rates	24,722	-	-	24,722	20,858
Insurance	682	-	-	682	529
Repairs and maintenance	-	-	-	-	395
Other premises expenses	517	-	-	517	229
Telephone, fax and internet	543	-	-	543	2,066
Postage, printing and stationery	90	-	-	90	493
Sundry expenses	-	-	-	-	230
Travel and subsistence	10	-	-	10	2,147
Legal and professional	-	15	-	15	3,306
Independent examiner's fees	-	1,080	-	1,080	1,245
Bookkeeping	-	871	-	871	3,850
Office equipment depreciation	255	-	-	255	340
Bank charges/exchange differences	-	105	-	105	420
Subscriptions	150	-	-	150	295
Sponsorship	607	-	-	607	-
Training	-	175	-	175	-
CPD points course	100	-	-	100	275
	<u>£52,090</u>	<u>£5,707</u>	<u>£4,250</u>	<u>£62,047</u>	<u>£199,932</u>
	=====	=====	=====	=====	=====

	2011 £	2010 £
<b>4 Net incoming resources for the year</b>		
This is stated after charging/(crediting)		
Bank deposit interest	(5)	(13)
Independent examiner's fees	1,080	1,245
Depreciation of tangible fixed assets	255	340
Operating lease charges	<u>23,050</u>	<u>19,000</u>
<b>5 Staff costs</b>		
Staff costs during the year were as follows		
Wages and salaries	9,609	94,239
Social security costs	-	10,599
	<u>£9,609</u>	<u>£104,838</u>

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows

	2011 No	2010 No
In charitable activities	1	1
In governance	-	1
	<u>1</u>	<u>2</u>

**6 Taxation**

The company is exempt from corporation tax on its charitable activities

<b>7</b>	<b>Tangible fixed assets</b>	Office equipment £	
	<b>Cost</b>		
	At 1 April 2010	25,702	
	Additions	-	
	Disposals	-	
	At 31 March 2011	<u>25,702</u>	
	<b>Depreciation</b>		
	At 1 April 2010	24,684	
	Charge for year	255	
	At 31 March 2011	<u>24,939</u>	
	<b>Net book values</b>		
	At 31 March 2011	<u>£763</u>	
	At 31 March 2010	<u>£1,018</u>	
		<b>2011</b>	<b>2010</b>
		<b>£</b>	<b>£</b>
<b>8</b>	<b>Debtors</b>		
	Trade debtors	55,654	28,442
	Other debtors and prepayments	1,702	6,356
		<u>£57,356</u>	<u>£34,798</u>
<b>9</b>	<b>Creditors: amounts falling due within one year</b>		
	Trade creditors	4,586	37,877
	Other creditors and accruals	7,794	4,800
		<u>£12,380</u>	<u>£42,677</u>
<b>10</b>	<b>Analysis of net assets between funds</b>		
		<b>Unrestricted Funds £</b>	<b>Restricted Funds £</b>
			<b>Total Funds £</b>
	Tangible fixed assets	763	-
	Current assets	29,329	42,134
	Current (liabilities)	(8,130)	(4,250)
		<u>          </u>	<u>          </u>
	Net assets at 31 March 2011	<u>£21,962</u> =====	<u>£37,884</u> =====
			<u>£59,846</u> =====

**11 Transactions with governors**

There were no transactions with or for governors during the year

**12 Liability of members**

As the company is limited by guarantee (having no share capital) every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum and Articles of Association. At 31 March 2011 there were 7 members (2010 - 6)

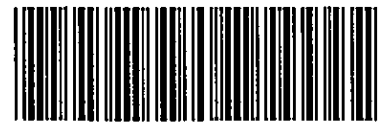


**THE INTELLECTUAL PROPERTY INSTITUTE  
(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**31 March 2012**

**WEDNESDAY**



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**A03**

**28/11/2012**

**#377**

**COMPANIES HOUSE**

**Company No.1557489**

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### **Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM

### **Governors**

Ms Alison Brimelow CBE, Chair  
Dr Mike Barlow OBE  
Mr Henry Carr QC  
Mr Peter Lawrence (appointed 05/12/11)  
Mr Roger Burt (appointed 05/12/11)  
Mr Graeme Baxter Dinwoodie (appointed 05/12/11)  
Dr Stephen Smith (resigned 05/12/11)  
Professor David Vaver (resigned 07/12/11)  
Mrs Paula Nelson (resigned 26/03/12)

### **Registered office**

67-69 Lincoln's Inn Fields  
London WC2A 3JB

### **Independent examiner**

Richard Hewson  
Chartered Accountant  
21 Corner Green  
London SE3 9JJ

### **Solicitors**

Denton Wilde Sapte LLP  
One Fleet Place  
London  
EC4M 7WS

### **Charity Registration Number**

283150

The governors present their report and the financial statements for the year ended 31 March 2012

## CHAIR'S STATEMENT

2011/2012 was a year when the financial benefits of the IPI's collaboration with Queen Mary finally started to come through and as of the end of this reporting period the Institute looked to be on track to rebuild the level of cash surplus which the Trustees' felt were necessary for prudently managing its affairs. This has in part been due to the efforts of Council and the IPI executive in organising several thought-provoking events and taking forward our projects with Teles, the IPO and latterly with Microsoft. Particular thanks go to Johanna, Sarah and latterly Craig for their efforts in this respect.

Given the above, over the summer I instigated a wide-ranging Trustee review of the Institute's forward strategy and governance with external input. This was in particular driven by the recognition that the end of the first collaboration period with Queen Mary was going to occur imminently in March 2013. In doing so, it became abundantly clear that, absent a significant broadening of the corporate, as opposed to individual, membership base and a significant general increase in membership fees, the IPI was never likely to be financially viable as an independent organisation. All of this was against an economic backdrop where even the largest companies and law firms are under pressure to cut costs and where access to research funding is becoming more competitive. A case in point was the recently awarded funding for the UK Copyright Centre, where the unsuccessful consortium led by the Institute found itself up against some very stiff competition indeed.

Things however came to a head in September 2012 when Queen Mary notified the Trustees of their intention not to renew the collaboration. In the light of this, and having informally sounded out a number of people likely to be directly affected, the Trustees reluctantly came to the conclusion that, rather than facing another two or three years of financial uncertainty and possibly strategic stasis, the better course of action would be to move to wind the Institute up. Certainly there was little appetite among board members to oversee a body which could only face an uncertain future. At the AGM we will therefore be proposing to the membership that the Trustees be authorised to proceed to winding up in an orderly fashion which as far as possible respects the reputation of the Institute, its commitments and the sterling efforts and achievements of my predecessors.

I know that for many of you this recommendation will be a major disappointment. Indeed it is for all the Trustees. But I have drawn comfort from the fact that a number of people have observed that, in a sense, the Institute has run its course and done the job it was originally set up to do. The research world of 2012 is very different from that of the 1980s when the outlook of academia was much more parochial and discipline focused. Today, cross-cutting research carried out by consortia of world-class universities is now the norm and arguably no longer needs to be fostered by us.

All the trustees hope that we can rely on members' support and understanding for this very difficult decision.

Alison Brimelow November 2012



## **Objectives and principal activities of the charity**

The charity's objectives and its principal activities continue to be to promote a greater understanding of education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. The Intellectual Property Institute does this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which are published usually through our own publications. Research findings are also used to inform decision-making bodies in the UK, the EU and overseas. The IP Institute has strong links with related research establishments.

## **Ensuring our work meets our objectives and delivers public benefit**

We have kept in mind the Charity Commission's general guidance on public benefit at our governors' meetings throughout the year, when we review our activities, consider their outcomes and plan future activities. Our meetings also help us to ensure that our activities remain focused on our objectives. The Institute continues to provide public policy makers with independent, authoritative information and advice across all areas of intellectual property law, practice and regulation. Our research and events programmes have informed students, businesses, legal practitioners, government and those from outside the specialised IP arena.

## **DIRECTOR'S REVIEW**

### **Report on activities for the year ended 31 March 2012**

2011-12 has presented the IPI with significant challenges, not least of which is the increasing competition from university institutes that have arisen to populate the space once pioneered by the IPI over 30 years ago. This has necessitated serious consideration of the relevance of the IPI as a membership-based research organisation and has prompted important strategic questions and the consideration of possible new direction and diversification.

The collaboration with the Queen Mary Intellectual Property Research Institute has provided the IPI with significant input in basic resources and running costs, as well as access to extended research programmes and funding. However, it is unclear whether the IPI would be able to continue to grow in order to ensure its independence from Queen Mary and impact as a research institute independent of any particular academic institution.

### **2011-12 – Research Strategy**

#### **Website**

The website was completely redesigned and relaunched 24 December 2011. As well as full profile pages and other conventional information, the new design provides for news items, share functionality, members' area and profile pages, events listings and bookings, publications and shopping baskets.

## **DIRECTOR'S REVIEW continued**

### **Research Projects**

#### **TELES Patent Project**

Dr Matt Fisher (UCL) and two researchers were appointed to fulfil the report writing, analysis of prior art and case reports required for the IPI group (which acted as the second, peer-review group for the primary GB group, headed by QMIPRI) Dr Fisher was forced to withdraw due to personal reasons and the final stages of the group were managed by Professor Gibson

#### **Microsoft – Innovation and Strategy**

The Microsoft-IPI Lecturer in IP, Innovation and Strategy, Dr Gaetano Dimita, was appointed and commenced April 2012 and reports jointly to the Director of IPI and the Director of CCLS Since the appointment of Dr Dimita the IPI has established, in collaboration with CCLS, a series of Innovation and Strategy Research Cafes, an Innovation and Strategy student reading group, developed and received approval for two postgraduate courses (IP, Innovation and Strategy, and Interactive Entertainment Law) These will proceed through the required quality assurance procedures in March 2013 Research projects have been commenced (with support from LLM and PhD research assistants) including

- From Products to Services an Analysis of Films and Music Streaming Business Models
- Trouble in Paradise Cloud Services and Copyright Third Parties Liability Theories

In addition to academic conferences and other expert meetings, Dr Dimita has also made media appearances in support of the project, including

- Interview by the radio station 'The Voice of Russia' on Apple and Samsung
- Interview by Ars Technica on file sharing copyright liabilities in the US

#### **Intellectual Property Office – The Economic Impact of Lookalikes**

The research has been completed and the final draft of the important Lookalikes report has been submitted with final publication anticipated before the end 2012

#### **Research Centre for Copyright and New Business Models in the Digital Age**

This was a collaborative venture supported by the AHRC, EPSRC and ESRC in collaboration with the IPO, NESTA and TSB for core funding of £5M for 4 years The IPI acted as lead (in addition to the collaboration from QM) for a large consortium bid, in core partnership with Oxford University, Lancaster University (Work Foundation, Big Innovation Centre), University of Leeds, Cass Business School (City University), Tate, British Library, and the Victoria & Albert Museum, as well as approximately 70 associate partners (industry, academic, and public sector) The IPI was short-listed and a panel interviewed 29 February 2012 (including representatives from Tate, Cass, Microsoft, led by the Director) Unfortunately, although we presented a very strong and compelling bid, with industry buy-in, we were ultimately unsuccessful and the bid was awarded to a consortium led by Glasgow

## **DIRECTOR'S REVIEW continued**

### **Internship Programme**

The IPI Internship Programme commenced March 2011. The programme has become extremely successful and competitive, with applications from all over the world including North America and throughout Europe. Interns work on research programmes and events, as well as contributing to social media outputs and news items. Outputs from the interns are reviewed internally and then will be made available on the re-launched website. Resources for the interns including computing facilities and research materials are provided by Queen Mary.

### **Student Observer Programme**

1-2 Student Observers for each of the 9 research streams were appointed in December 2011. Observers provide support to stream leaders as well as contribute news items to the website.

### **Events Summary 2011/12**

- **Beyond Copyright – 8 April 2011**
  - Collaboration with AHRC
  - Invitation roundtable
- **Students' Reception – 12 April 2011**
  - Invitation to law schools throughout London, Oxford, Cambridge
- **Xi-an province, China – delegation to IPI – 9 September 2011**
- **Expert Roundtables** (Invitation-only expert roundtables conducted under Chatham House rules)
  - **Policy Impact: The Legal Profession and Developments in the UK – 22 September 2011**
    - Sponsored by and in collaboration with Kilburn & Strobe
    - Recorded by an expert rapporteur and report presented to and discussed by the Expert Advisory Groups to the IPO
  - **Design Reform – 10 October 2011**
    - Sponsored by and in collaboration with Baker & McKenzie
- **BLACA/IPI Seminar – 15 October 2011**

## DIRECTOR'S REVIEW continued

### Events Summary 2011/12 continued

- **Politics of IP Series**
  - 13 October – Design Reform
  - 15 November – A Hargreaves Encounter
  - 1 December – Privacy and Enforcement
- **Stephen Stewart 2011 – 17 November 2011 – Antony Taubman (WTO) - Sponsored and hosted by Slaughter & May**
- **Copyright “Town Hall” Industry Consultation Meetings**
  - 14<sup>th</sup> December, 10<sup>th</sup> January – Baker & McKenzie LLP
- **Policy Workshop (Chair, Johanna Gibson)**
  - 20<sup>th</sup> January – Good Evidence for Policy – Tony Clayton (Chief Economist, IPO), Ben Mitra-Kahn (Economist, IPO), Nick Munn (Deputy Director Copyright, IPO) [**Speakers**], Matthew Bennett (OFT), Hasan Bakshi (NESTA), Thomas Hoehn (Imperial) [**Panel**]
- **Members’ Lunch – 20 February 2012**
- **Research Colloquia (Creative Industries (6 meetings); Innovation (2 meetings)) – launched April 2012 (continued through to July 2012)**

### Performance for the Year

The fundamental research work of the Institute has been strengthened in 2011-12 with new research partnerships and development. However, the pressure of the economic climate as well as the increasing complexity of the relationship between the university host and the IPI (as an independent institute) have presented significant strategic and branding challenges for both.

While the IPI maintained its commitment to high quality research and seminars in 2011-12 and has worked towards expanding its network of research partners (including international and industry partners), membership levels have been difficult to maintain and have not been possible to expand, largely due to the financial constraints being experienced across the public and private sector.

The IPI has maintained steady work towards expanding its contribution to policy development in the UK, Europe and internationally. In doing so we have met the challenges of increasing research funding income in order to expand and diversify research activity. Although it was not successful, the consortium led by the IPI towards the AHRC Copyright Centre was an important example of a hugely expanded research partnership and network for the IPI. This important goodwill generated by such research endeavours has been met and enhanced by the ongoing commitment, enthusiasm, and intellectual input from the IPI Council, which has continued to be a considerable resource for the IPI and important support to the Director in shaping research strategy and direction.

Professor Johanna Gibson (Director)

## Financial Review and Intended Cessation of Activities

The statement of financial activities shows a deficit for the year of £16,072 (as against a surplus of £61,529 in the year ended 31 March 2011). This fall is mainly explained by reduced subscriptions.

The governors have decided that the company's activities should cease on or around 31 March 2013. The financial statements have not, therefore, been prepared on the going concern basis and adjustments have been made where appropriate to write down the company's assets to net realisable value.

## Reserves Policy

The governors recognise the need to maintain an appropriate level of reserve financial resource, with a minimum level equivalent to 3 months' operations (currently £17,000, excluding funded research). At the year end, 31 March 2012, the Institute's unrestricted reserves were £26,165.

## Governors and Trustees

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis. The names of the governors are listed on page 1.

## Governors' Responsibilities

Company law requires the governors to prepare financial statements for each financial year which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial year. In preparing those financial statements the governors should follow best practice and

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis.

The governors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## Independent examiner

Richard Hewson FCA has indicated that he is willing to be reappointed at the forthcoming AGM.

This report has been prepared in accordance with the special provisions for small companies within Part 15 of the Companies Act 2006.

By Order of the Board,



Alison Brimelow, Chair  
20 November 2012

I report on the financial statements of the company for the year ended 31 March 2012 set out on pages 9 to 15

### **Respective responsibilities of trustees and examiner**

The company's trustees (who are also the company's directors - or 'governors' - for the purposes of company law) are responsible for the preparation of the financial statements. The trustees consider that an audit is not required for this year under section 43(2) of the Charities Act 1993 ('the 1993 Act') and that an independent examination is needed. I am qualified to undertake the examination by being a member of the Institute of Chartered Accountants in England and Wales.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to

- examine the financial statements under section 43 of the 1993 Act,
- to follow the procedures laid down in the general Directions given by the Charity Commission under section 43(7)(b) of the 1993 Act, and
- to state whether particular matters have come to my attention

### **Basis of independent examiner's report**

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the financial statements presented with those records. It also includes consideration of any unusual items or disclosures in the financial statements, and seeking explanations from you as governors concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the financial statements present a 'true and fair view' and my report is limited to those matters set out in the statement below.

### **Independent examiner's statement**

In connection with my examination, no matter has come to my attention

(1) which gives me reasonable cause to believe that in any material respect the requirements

- to keep accounting records in accordance with section 386 of the Companies Act 2006, and
- to prepare financial statements which accord with the accounting records, and which comply with the accounting requirements of section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice Accounting and Reporting by Charities

have not been met, or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the financial statements to be reached, although - as explained in Note 1(a) on page 11 - the financial statements have not been prepared on the going concern basis



Richard Hewson  
Chartered Accountant  
20 November 2012

21 Corner Green  
London SE3 9JJ

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the year ended 31 March 2012**

	Notes	Unrestricted Funds 2012 £	Restricted Funds 2012 £	Total Funds 2012 £	Total Funds 2011 £
<b>Incoming resources</b>					
Voluntary income					
Donations and subscriptions		21,593	-	21,593	71,950
Incoming resources from charitable activities	2	11,445	165,802	177,247	51,434
Investment income					
Bank interest		53	-	53	6
Other income resources		23	-	23	186
		<u>33,114</u>	<u>165,802</u>	<u>198,916</u>	<u>123,576</u>
		=====	=====	=====	=====
<b>Total incoming resources</b>					
<b>Resources expended</b>					
Charitable activities	3	20,407	186,077	206,484	56,340
Governance costs	3	8,504	-	8,504	5,707
		<u>(28,911)</u>	<u>(186,077)</u>	<u>(214,988)</u>	<u>(62,047)</u>
		=====	=====	=====	=====
<b>Total resources expended</b>					
<b>Net incoming resources (resources expended)</b>					
- Net surplus (deficit) for year	4	4,203	(20,275)	(16,072)	61,529
Total funds at 1 April 2011		21,962	37,884	59,846	(1,683)
		<u>£26,165</u>	<u>£17,609</u>	<u>£43,774</u>	<u>£59,846</u>
		=====	=====	=====	=====
<b>Total funds at 31 March 2012</b>					

The statement of financial activities includes all gains and losses in the year  
resources and resources expended derive from continuing activities

All incoming

*The notes on pages 11 to 15 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
31 March 2012**

	Notes	£	2012 £	£	2011 £
<b>Fixed assets</b>					
Tangible fixed assets	7		572		763
<b>Current assets</b>					
Debtors	8	50,013		57,356	
Cash at bank and in hand		114,574		14,107	
Total current assets		164,587		71,463	
<b>Creditors</b>					
Amounts falling due within one year	9	(121,385)		(12,380)	
Net current assets			43,202		59,083
Net assets (liabilities)			£43,774		£59,846
			=====		=====
Unrestricted funds			26,165		21,962
Restricted funds			17,609		37,884
<b>Total funds</b>			£43,774		£59,846
			=====		=====

For the year ended 31 March 2012 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 ('the Act') and no member has deposited a notice requiring an audit of these financial statements under section 476 of the Act

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 March 2012 and of its income and expenditure for the year then ended in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

These financial statements have been prepared in accordance with the provisions of the Companies Act 2006 applicable to companies subject to the small companies regime (Part 15) and the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved by the Board of Governors on 20 November 2012 and signed on its behalf by

X 

Alison Brimelow, Chair

*The notes on pages 11 to 15 form part of these financial statements*



## 1 Accounting policies

The principal accounting policies are summarised below. The accounting policies have been applied consistently throughout the year and in the preceding year.

- (a) The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006, the Statement of Recommended Practice Accounting and Reporting by Charities (SORP 2005) and the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements have not been prepared on the going concern basis, because the trustees have decided that activities should cease on or around 31 March 2013 and adjustments have, therefore, been made where appropriate to write down the company's assets to net realisable value.

- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from charitable activities and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which may not be recovered.

Staff and some other costs have been attributed as follows:

Charitable activities - 90%

Governance costs (see also note 3) - 10%

- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation is calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method.
- (g) Liabilities are recognised as soon as there is a legal or constructive obligation to pay our resources.
- (h) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.
- (i) Restricted funds are subjected to restrictions on their expenditure imposed by the donor.

## 2 Incoming resources from charitable activities

	Unrestricted	Restricted	2012	2011
	£	£	Total	Total
	£	£	£	£
Research and study projects	-	165,802	165,802	42,134
Conferences and seminars	930	-	930	1,125
Publications and sales	10,515	-	10,515	8,175
	<u>£11,445</u>	<u>£165,802</u>	<u>£177,247</u>	<u>£51,434</u>
	=====	=====	=====	=====

## 3 Total resources expended

	Unrestricted Funds		Restricted Funds		Total
	Charitable activities	Governance costs	Charitable activities	Total 2012	Total 2011
	£	£	£	£	£
Conferences and seminars	81	-	-	81	440
Research and study costs	-	-	146,729	146,729	4,250
Previously accrued research costs no longer required	-	-	-	-	(12,174)
Publication expenses	5,000	-	-	5,000	5,000
Staff costs (note 5)	5,532	2,999	21,460	29,991	9,609
Consultancy fees	4,612	2,500	17,888	25,000	25,000
Rent and rates	-	-	-	-	24,722
Insurance	41	-	-	41	682
Website costs	4,680	-	-	4,680	-
Other premises expenses	-	-	-	-	517
Telephone, fax and internet	-	-	-	-	543
Postage, printing and stationery	88	-	-	88	90
Sundry expenses	147	-	-	147	-
Travel and subsistence	35	-	-	35	10
Legal and professional	-	14	-	14	15
Independent examiner's fees	-	2,127	-	2,127	1,080
Bookkeeping	-	785	-	785	871
Office equipment depreciation	191	-	-	191	255
Bank charges/exchange differences	-	79	-	79	105
Subscriptions	-	-	-	-	150
Sponsorship	-	-	-	-	607
Training	-	-	-	-	175
CPD points course	-	-	-	-	100
	<u>£20,407</u>	<u>£8,504</u>	<u>£186,077</u>	<u>£214,988</u>	<u>£62,047</u>
	=====	=====	=====	=====	=====

	2012	2011
	£	£
<b>4 Net incoming resources for the year</b>		
This is stated after charging/(crediting)		
Bank deposit interest	(53)	(5)
Independent examiner's fees	2,127	1,080
Depreciation of tangible fixed assets	191	255
Operating lease charges	-	23,050
	=====	=====

**5 Staff costs**

Staff costs during the year were as follows

Wages and salaries	£29,991	£9,609
	=====	=====

The average weekly number of employees (excluding governors) during the year, calculated on the basis of full-time equivalents, was as follows

	2012	2011
	No	No
In charitable activities	1	1
In governance	-	-
	=	=
	=	=

**6 Taxation**

The company is exempt from corporation tax on its charitable activities

<b>7</b>	<b>Tangible fixed assets</b>	Office equipment £		
	<b>Cost</b>			
	At 1 April 2011	25,702		
	Additions	-		
	Disposals	-		
	At 31 March 2012	<u>25,702</u>		
	<b>Depreciation</b>			
	At 1 April 2011	24,939		
	Charge for year	191		
	At 31 March 2012	<u>25,130</u>		
	<b>Net book values</b>			
	At 31 March 2012	£572		
		====		
	At 31 March 2011	£763		
		====		
		<b>2012</b>	<b>2011</b>	
		<b>£</b>	<b>£</b>	
<b>8</b>	<b>Debtors</b>			
	Trade debtors	48,763	55,654	
	Other debtors and prepayments	1,250	1,702	
		<u>£50,013</u>	<u>£57,356</u>	
		=====	=====	
<b>9</b>	<b>Creditors: amounts falling due within one year</b>			
	Trade creditors	101,956	4,586	
	Other creditors and accruals	19,429	7,794	
		<u>£121,385</u>	<u>£12,380</u>	
		=====	=====	
<b>10</b>	<b>Analysis of net assets between funds</b>			
		<b>Unrestricted Funds £</b>	<b>Restricted Funds £</b>	<b>Total Funds £</b>
	Tangible fixed assets	572	-	572
	Current assets	45,388	119,199	164,587
	Current (liabilities)	(19,795)	(101,590)	(121,385)
		<u>£26,165</u>	<u>£17,609</u>	<u>£43,774</u>
	Net assets at 31 March 2012	=====	=====	=====

**11 Transactions with governors**

There were no transactions with or for governors during the year

**12 Liability of members**

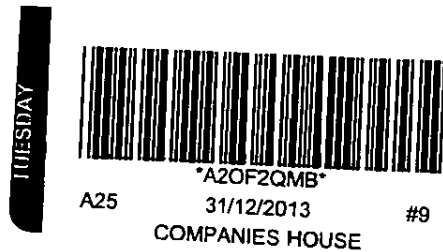
As the company is limited by guarantee (having no share capital) every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum and Articles of Association. At 31 March 2012 there were 6 members (2011 - 7)



**THE INTELLECTUAL PROPERTY INSTITUTE**  
**(A company limited by guarantee)**

**REPORT AND ACCOUNTS**

**30 September 2013**



**Company No.1557489**

**The Intellectual Property Institute  
Contents**

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**Status**

The organisation is a charitable company limited by guarantee, incorporated on 22 April 1981 and registered as a charity on 30 September 1981

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. Under those Articles, one third of the governors (those longest in office since their last election or appointment) retire from office - and are eligible for re-election - at each AGM

**Governors**

Ms Alison Brimelow CBE, Chair  
Dr Mike Barlow OBE  
Mr Henry Carr QC  
Mr Peter Lawrence  
Mr Roger Burt  
Mr Graeme Baxter Dinwoodie

**Registered office**

67-69 Lincoln's Inn Fields  
London WC2A 3JB

**Independent examiner**

Richard Hewson  
Chartered Accountant  
21 Corner Green  
London SE3 9JJ

**Solicitors**

Denton Wilde Sapte LLP  
One Fleet Place  
London  
EC4M 7WS

**Charity Registration Number**

283150



The governors present their report and the financial statements for the period from 1 April 2012 to 30 September 2013, when activities ceased

#### **CHAIR'S STATEMENT**

In September 2012 Queen Mary, University of London ("QM") gave notice of termination of the agreement between IPI and QM

The governors decided that the best course was to wind up the charity, taking account of the IPI's financial position prior to the agreement with QM and the wider IP landscape which had developed in the UK since the IPI was founded. This decision was endorsed at an extraordinary general meeting on 13 March 2013 and since then the Board has gone forward on this basis

The distribution of any remaining IPI funds in accordance with the objects of the charity was agreed at that meeting and will be finally determined by the governors in the near future

The accounts reflect the last 18 months' transactions, though the IPI's activities effectively ceased in March 2013. The governors believe that as of 30 September 2013 all its material obligations have been met and that there are no outstanding liabilities other than as disclosed in the accounts

The Director's contract ended on 31 March 2013 and the governors record their thanks to her for her work in support of the Institute

Alison Brimelow  
December 2013

#### **Objectives and principal activities of the charity**

The charity's objectives and its principal activities were to promote a greater understanding of education in and research into all legal, social, economic and other matters relating to or connected with the creation, protection, use and exploitation of intellectual property rights throughout the world. Until cessation of activities on 31 March 2013, the charity did this by liaising with its membership and externally to generate a timely and authoritative package of objective research, the results of which were published usually through our own publications. Research findings were also used to inform decision-making bodies in the UK, the EU and overseas and the Institute had strong links with related research establishments

#### **Ensuring our work met our objectives and delivered public benefit**

We kept in mind the Charity Commission's general guidance on public benefit at our governors' meetings throughout the period, when we reviewed our activities, considered their outcomes and planned future activities. Our meetings also helped us to ensure that our activities remained focused on our objectives

### **Financial Summary and Intended Cessation of Activities**

The statement of financial activities shows a deficit for the period of £20,587 (compared to a deficit of £16,072 in the year ended 31 March 2012) Because the company's activities have ceased, the financial statements have not been prepared on the going concern basis and adjustments have been made where appropriate to write down the company's assets to net realisable value

### **Reserves Policy/Intended Use of Reserves Remaining at Cessation**

Given the company's cessation of activities, a reserves policy is no longer applicable In accordance with the company's Memorandum of Association, the governors intend that the reserves remaining after payment of all creditors shall be given or transferred to other charitable bodies having objects similar to those of the company

### **Governors and Trustees**

The governors, who are also trustees of the charity, are members of the Executive Committee and all work on a voluntary basis The names of the governors are listed on page 1

### **Governors' Responsibilities**

Company law requires the governors to prepare financial statements for each financial period which give a true and fair view of the state of the charitable company's affairs at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the financial period In preparing those financial statements the governors should follow best practice and

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue on that basis (see also "Financial Summary and Intended Cessation of Activities" above)

The governors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charitable company and to enable them to ensure that the financial statements comply with the Companies Act 2006 They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

### **Independent examiner**

Given the cessation of activities, Richard Hewson FCA will resign as independent examiner at the General Meeting which approves these accounts

This report has been prepared in accordance with the special provisions for small companies within Part 15 of the Companies Act 2006

By Order of the Board,



Alison Brimelow, Chair  
18 December 2013

**Independent examiner's report to the trustees of  
The Intellectual Property Institute**

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I report on the financial statements of the company for the period ended 30 September 2013 set out on pages 5 to 11

**Respective responsibilities of trustees and examiner**

The company's trustees (who are also the company's directors - or 'governors' - for the purposes of company law) are responsible for the preparation of the financial statements. The trustees consider that an audit is not required for this period under section 43(2) of the Charities Act 1993 ('the 1993 Act') and that an independent examination is needed. I am qualified to undertake the examination by being a member of the Institute of Chartered Accountants in England and Wales.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to

- examine the financial statements under section 43 of the 1993 Act,
- to follow the procedures laid down in the general Directions given by the Charity Commission under section 43(7)(b) of the 1993 Act, and
- to state whether particular matters have come to my attention

**Basis of independent examiner's report**

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the financial statements presented with those records. It also includes consideration of any unusual items or disclosures in the financial statements, and seeking explanations from you as governors concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the financial statements present a 'true and fair view' and my report is limited to those matters set out in the statement below.

**Independent examiner's statement**

In connection with my examination, no matter has come to my attention

(1) which gives me reasonable cause to believe that in any material respect the requirements

- to keep accounting records in accordance with section 386 of the Companies Act 2006, and
- to prepare financial statements which accord with the accounting records, and which comply with the accounting requirements of section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice Accounting and Reporting by Charities

have not been met, or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the financial statements to be reached, although - as explained in Note 1(a) on page 7 - the financial statements have not been prepared on the going concern basis



Richard Hewson  
Chartered Accountant  
18 December 2013

21 Corner Green  
London SE3 9JJ

**The Intellectual Property Institute**  
**Statement of financial activities (including Income and Expenditure Account)**  
**for the period 1 April 2012 to 30 September 2013**

	Notes	Unrestricted Funds 2013 £	Restricted Funds 2013 £	Total Funds 2013 £	Total Funds 2012 £
<b>Incoming resources</b>					
Voluntary income					
Donations and subscriptions		25,315	-	25,315	21,593
Incoming resources from charitable activities	2	12,997	66,010	79,007	177,247
Investment income					
Bank interest		80	-	80	53
Other income resources		220	-	220	23
<b>Total incoming resources</b>		<u>38,612</u> =====	<u>66,010</u> =====	<u>104,622</u> =====	<u>198,916</u> =====
<b>Resources expended</b>					
Charitable activities	3	40,646	68,352	108,998	206,484
Governance costs	3	16,211	-	16,211	8,504
<b>Total resources expended</b>		<u>(56,857)</u> =====	<u>(68,352)</u> =====	<u>(125,209)</u> =====	<u>(214,988)</u> =====
<b>Net incoming resources (resources expended)</b>					
- Net surplus (deficit) for period	4	(18,245)	(2,342)	(20,587)	(16,072)
Gross transfers between funds	5	15,267	(15,267)	-	-
Total funds at 1 April 2012		26,165	17,609	43,774	59,846
<b>Total funds at 30 September 2013</b>		<u>£23,187</u> =====	<u>-</u> =====	<u>£23,187</u> =====	<u>£43,774</u> =====

The statement of financial activities includes all gains and losses in the period. All incoming resources and resources expended derived from activities carried out in the past, although all activities ceased on 30 September 2013.

*The notes on pages 7 to 11 form part of these financial statements*

**The Intellectual Property Institute  
Balance Sheet  
30 September 2013**

	Notes	£	2013 £	£	2012 £
<b>Fixed assets</b>					
Tangible fixed assets	8		-		572
<b>Current assets</b>					
Debtors	9	-		50,013	
Cash at bank and in hand		25,643		114,574	
		25,643		164,587	
<b>Creditors</b>					
Amounts falling due within one period	10	(2,456)		(121,385)	
		(2,456)		(121,385)	
Net current assets			23,187		43,202
Net assets (liabilities)			£23,187		£43,774
			=====		=====
Unrestricted funds			23,187		26,165
Restricted funds			-		17,609
<b>Total funds</b>			£23,187		£43,774
			=====		=====

For the period ended 30 September 2013 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 ('the Act') and no member has deposited a notice requiring an audit of these financial statements under section 476 of the Act

The governors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 30 September 2013 and of its income and expenditure for the period then ended in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the company

These financial statements have been prepared in accordance with the provisions of the Companies Act 2006 applicable to companies subject to the small companies regime (Part 15) and the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved by the Board of Governors on 18 December 2013 and signed on its behalf by



Alison Brimelow, Chair

*The notes on pages 7 to 11 form part of these financial statements*

## 1 Accounting policies

The principal accounting policies are summarised below. The accounting policies have been applied consistently throughout the period and in the preceding period.

- (a) The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006, the Statement of Recommended Practice Accounting and Reporting by Charities (SORP 2005) and the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements have not been prepared on the going concern basis, because all activities ceased on 30 September 2013 and adjustments have, therefore, been made where appropriate to write down the company's assets to net realisable value.

- (b) Voluntary income is received by way of donations and subscriptions and is included in full in the Statement of Financial Activities when receivable. The value of services provided by volunteers has not been included.
- (c) Incoming resources from charitable activities and in respect of bank interest are included when receivable.
- (d) Resources expended are recognised in the period in which they are incurred and include attributable VAT which may not be recovered.

Staff and some other costs have been attributed as follows:

Charitable activities - 90%

Governance costs (see also note 3) - 10%

- (e) Rentals payable under operating leases are charged on a time basis over the lease term.
- (f) Depreciation has in the past been calculated to write off the cost of each tangible fixed asset at 25% per annum by the reducing balance method, although all fixed assets have been written down to an estimated residual value of Nil on cessation of activities at 30 September 2013.
- (g) Liabilities are recognised as soon as there is a legal or constructive obligation to pay our resources.
- (h) Unrestricted funds are donations, subscriptions and other income resources receivable or generated for the objects of the charity without further specified purpose and are available as general funds.
- (i) Restricted funds are subjected to restrictions on their expenditure imposed by the donor.

**2 Incoming resources from charitable activities**

	Unrestricted	Restricted	2013	2012
	£	£	Total	Total
			£	£
Research and study projects	-	66,010	66,010	165,802
Conferences and seminars	-	-	-	930
Publications and sales	12,997	-	12,997	10,515
	<u>£12,997</u>	<u>£66,010</u>	<u>£79,007</u>	<u>£177,247</u>
	=====	=====	=====	=====

**3 Total resources expended**

	Unrestricted Funds		Restricted Funds		Total 2012
	Charitable activities	Governance costs	Charitable activities	Total 2013	
	£	£	£	£	£
Conferences and seminars	-	-	-	-	81
Research and study costs	-	-	57,990	57,990	146,729
Publication expenses	6,250	-	-	6,250	5,000
Staff costs (note 6)	16,319	2,374	5,047	23,740	29,991
Consultancy fees	17,185	2,500	5,315	25,000	25,000
Insurance	170	-	-	170	41
Website costs	150	-	-	150	4,680
Telephone, fax and internet	-	106	-	106	-
Postage, printing and stationery	-	682	-	682	88
Sundry expenses	-	-	-	-	147
Travel and subsistence	-	37	-	37	35
Legal and professional	-	1,027	-	1,027	14
Independent examiner's fees	-	4,118	-	4,118	2,127
Bookkeeping	-	5,160	-	5,160	785
Office equipment depreciation	572	-	-	572	191
Bank charges/exchange differences	-	207	-	207	79
	<u>£40,646</u>	<u>£16,211</u>	<u>£68,352</u>	<u>£125,209</u>	<u>£214,988</u>
	=====	=====	=====	=====	=====

**4 Net incoming resources for the period**

This is stated after charging/(crediting)

	2013	2012
	£	£
Bank deposit interest	(80)	(53)
Independent examiner's fees	4,118	2,127
Depreciation of tangible fixed assets	572	191
	=====	=====

**5 Gross transfers between funds**

Full and final settlement was reached with funders supplying restricted funds and some funds were refunded well before cessation of activities. Those funders confirmed that remaining funds need not be returned and the balancing funds of £15,267 have, therefore, been transferred to unrestricted funds.

**6 Staff costs**

Staff costs during the period were as follows

Wages and salaries	£23,740	£29,991
	=====	=====

The average weekly number of employees (excluding governors) during the period, calculated on the basis of full-time equivalents, was as follows

	2013	2012
	No	No
In charitable activities	1	1
In governance	-	-
	-----	-----
	1	1
	=	=

**7 Taxation**

The company is exempt from corporation tax on its charitable activities.



<b>8</b>	<b>Tangible fixed assets</b>	Office equipment £		
	<b>Cost</b>			
	At 1 April 2012	25,702		
	Additions	-		
	Disposals	(25,702)		
	At 30 September 2013	-		
	<b>Depreciation</b>			
	At 1 April 2012	24,939		
	Charge for period	572		
	Disposals	(25,130)		
	At 30 September 2013	-		
	<b>Net book values</b>			
	At 30 September 2013	-		
	At 31 March 2012	£763		
		====		
		<b>2013</b>	<b>2012</b>	
		<b>£</b>	<b>£</b>	
<b>9</b>	<b>Debtors</b>			
	Trade debtors	-	48,763	
	Other debtors and prepayments	-	1,250	
		-	£50,013	
		==	=====	
<b>10</b>	<b>Creditors: amounts falling due within one period</b>			
	Trade creditors	-	101,956	
	Other creditors and accruals	2,456	19,429	
		£2,456	£121,385	
		=====	=====	
<b>11</b>	<b>Analysis of net assets between funds</b>			
		<b>Unrestricted Funds</b>	<b>Restricted Funds</b>	<b>Total Funds</b>
		<b>£</b>	<b>£</b>	<b>£</b>
	Tangible fixed assets	-	-	-
	Current assets	25,643	-	25,643
	Current (liabilities)	(2,456)	-	(2,456)
	Net assets at 30 September 2013	£23,187	-	£23,187
		=====	==	=====

**12 Transactions with governors**

There were no transactions with or for governors during the period

**13 Liability of members**

As the company is limited by guarantee (having no share capital) every member is liable to contribute a sum not exceeding £1 in the event of the company being wound up, in accordance with the Memorandum and Articles of Association. At 30 September 2013 there were 6 members (2012 - 6)



*Companies House*  
— for the record —

RICHARD HEWSON  
THE INTELLECTUAL PROPERTY INSTITUTE  
21 CORNER GREEN  
LONDON  
SE3 9JJ

If you need to contact us regarding this  
notice, please quote reference

DEF6A / 01557489

Date 08/07/2014

COMPANIES ACT 2006  
(Section 1003)

The REGISTRAR OF COMPANIES gives NOTICE that, unless cause  
is shown to the contrary, at the expiration of 3 months from the above  
date the name of

THE INTELLECTUAL PROPERTY INSTITUTE

will be struck off the register and the company will be dissolved

**Companies House**  
Cardiff CF14 3UZ  
Tel  
Fax 029 20 380900  
DX 33050 Cardiff

FILE COPY



\*DX26TB8PXG\*

**NB** Upon dissolution all property and rights vested in, or held in trust for, the company are deemed  
to be bona vacantia, and accordingly will belong to the crown



AWARDED FOR EXCELLENCE

**BERR** | Department for Business  
Enterprise & Regulatory Reform

A BERR SERVICE

HD602A

# DISSOLVED

01557489 THE INTELLECTUAL PROPERTY INSTITUTE

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This Company was dissolved on 21/10/14



\*DJUDPIJSUF\*