

AJ Park IP Limited

Notice seeking clearance for AJ Park IP Limited (and its associated entity) to acquire the assets of Baldwins Intellectual Property, Baldwin Holdings Limited, Baldwins Intellectual Property Limited and Baldwins Law Limited

[Public Version – All Confidential Information Redacted]

16 June 2020

Executive Summary

<p>AJ Park seeks clearance to acquire Baldwins assets</p>	<p>AJ Park IP Limited is a wholly-owned subsidiary of IPH Limited (IPH), an Australian listed company which owns a number of IP professional services businesses in the Asia-Pacific region. It operates in association with AJ Park Law Limited.</p> <p>AJ Park IP Limited seeks clearance to acquire (in conjunction with AJ Park Law Limited (together, AJ Park)) 100% of the assets of the attorney and legal business of the partnership of Baldwins Intellectual Property, Baldwin Holdings Limited, Baldwins Intellectual Property Limited and Baldwins Law Limited (Baldwins).</p>
<p>Market for the supply of patent services in New Zealand</p>	<p>While IPH (and its constituent firms, including AJ Park) and Baldwins provide a range of IP-related professional services, for the purposes of this application the relevant market is for the supply of specialised professional services in respect of the filing, prosecution and maintenance of patents in New Zealand.</p>
<p>Proposed transaction will not substantially lessen competition</p>	<p>For the reasons described in this application, the proposed acquisition will not, and will not be likely to, cause a substantial lessening of competition in the patent services market or any other market.</p>
<p>Continued strong constraint from existing competitors</p>	<p>The parties have numerous competitors – including New Zealand firm, James & Wells and Australian listed IP group QANTM IP (which owns the businesses Davies Collison Cave and FPA), as well as a range of other competitors in the market located in both New Zealand and providing services into New Zealand from Australia under mutual recognition arrangements. These competitors will continue to compete vigorously in the market post transaction and exercise a high level of competitive constraint on the merged entity.</p>
<p>Acquisition is within market concentration indicators in relation to New Zealand-based customers</p>	<p>The patent services market has been defined to include patent services supplied in New Zealand to customers located in New Zealand and located internationally. However, when only New Zealand-based customers are considered, the market share of the merged entity in respect of New Zealand-based applicants would be approximately [] of patent filings in New Zealand in the last financial year, meaning that the merged entity would be well within the Commission’s relevant market concentration indicator.</p>
<p>High levels of import competition from Australia</p>	<p>Patent services are governed by a joint trans-Tasman regulatory regime, which permits Australian patent attorneys to supply patent services in New Zealand (and vice versa).</p>

	<p>In practice, many Australian firms take advantage of this opportunity. The second largest supplier in the market, after IPH business AJ Park, is headquartered in Australia (with a physical presence in New Zealand).</p>
<p>Low barriers to entry and expansion</p>	<p>While the supply of patent services is restricted by regulation to registered patent attorneys, beyond this professional qualification new entry or expansion does not involve significant capital expenditure or high overheads.</p> <p>There is a high degree of mobility amongst professionals which allows for attorneys to enter the market on their own account by establishing a new firm either by themselves or with others. This is already common.</p>
<p>Competitive buy-side constraint from customers</p>	<p>Competition in the patent services market is driven by customers and their preferred procurement processes. A number of different processes are available to customers, and the attractiveness of each may vary based on size and complexity. This will continue to be the case post-acquisition.</p> <p>The opportunities available to customers are supported by the ease of switching between suppliers.</p>

Confidentiality

1. This application contains information that is confidential to one or more of IPH or Baldwins. The confidential information is commercially sensitive, and the disclosure of it would be likely to unreasonably prejudice the commercial position of the party providing that information.
2. Confidential information in this application is identified by bolded square brackets with highlighting to reflect the party to which the information is confidential.
 - 2.1. Information that is confidential to the parties as against third parties is highlighted in yellow (i.e., **[CONFIDENTIAL]**).
 - 2.2. Information that is confidential to AJ Park or IPH as against all parties (including Baldwins) is highlighted in green (i.e., **[AJ PARK CONFIDENTIAL]**).
 - 2.3. Information that is confidential to Baldwins as against all parties (including AJ Park and IPH) is highlighted in pink (i.e., **[BALDWINS CONFIDENTIAL]**).

The Parties

AJ Park IP Limited (the Applicant) and the IPH group

3. IPH is a publicly-listed Australian company which owns a number of IP professional services businesses in the Asia-Pacific region which offer a wide range of specialised services and products relating to IP rights. IPH was formed to undertake an initial public offering of the Spruson & Ferguson patent and trade mark attorney and law firm businesses in November 2014.
4. IPH firms provide services relating to the registration and maintenance of IP rights, as well as, in some firms, commercial legal advice and dispute resolution services in relation to all forms of registerable and non-registerable IP rights.
5. In October 2017, IPH acquired New Zealand firm, AJ Park IP Ltd. AJ Park is the trading name for AJ Park IP Ltd and AJ Park Law Ltd, which provide separate patent, trade mark and IP legal services under the AJ Park brand. AJ Park IP Ltd is focused primarily on providing patent prosecution and maintenance services, as well as providing trade mark prosecution and maintenance services. The associated business and exclusive alliance partner of AJ Park IP Ltd, AJ Park Law Ltd, operates a law firm business specialising in IP commercial law and IP enforcement and litigation. AJ Park has offices in Auckland and Wellington.
6. IPH has also acquired a number of other patent and trade mark firms which provide services in New Zealand but are physically based in Australia, which currently operate under the brands of Spruson & Ferguson, Pizeys, Shelston IP and Griffith Hack.¹ Spruson & Ferguson also operates businesses in Asia, including Singapore, Hong Kong and China.
 - 6.1. *Spruson & Ferguson* was established in 1887 and is a leading IP firm operating throughout the Asia-Pacific region. In addition to patent, trade mark and design

¹ With effect from 4 May 2020, IPH Limited group firms Watermark Intellectual Property Pty Ltd and Watermark Intellectual Property Lawyers Pty Ltd commenced operating as part of the Griffith Hack business.

registration services throughout the region, it provides IP related commercial legal advice and litigation services in Australia. Spruson & Ferguson has offices in Australia, Singapore, Bangkok, Beijing, Hong Kong, Jakarta and Kuala Lumpur.

- 6.2. *Pizzeys* is a specialist IP firm practising in the fields of patents, trade marks and registered designs. The majority of Pizzeys' business is focused on inbound foreign filings, obtained through a network of overseas associates and direct corporate clients. It has offices in Australia and Singapore.
- 6.3. *Griffith Hack* was acquired as part of IPH's acquisition of the Xenith IP Group in 2019. It was established in 1904 and is one of Australia's largest filers of patents and trade marks and provides a comprehensive range of domestic and international services relating to the protection, management, commercialisation and enforcement of IP rights.
- 6.4. *Shelston IP* was also acquired as part of the Xenith IP Group. It is one of the oldest and most respected specialist intellectual property firms in Australia. The firm's trade mark attorneys, patent attorneys and IP lawyers provide services and advice relating to the protection, management, commercialisation and enforcement of intellectual property – locally and internationally.
- 6.5. *Watermark* formed part of the Xenith IP Group acquisition. It was established in 1859 and provides expert advice on IP protection and intellectual asset management. With effect from 4 May 2020, the Watermark businesses began operating under the Griffith Hack brand and will be fully integrated into Griffith Hack in July 2020.
- 6.6. *Glasshouse Advisory* was acquired as part of the Xenith IP Group and was a specialist advisory service focused on enhancing the value of clients' IP through a range of complementary services. On 22 May 2020 the R&D Tax and Export Market Development Grant practices of Glasshouse Advisory transferred to specialist tax advisory firm Grant Thornton. The remaining services of Glasshouse Advisory are being wound down and will cease operation by 30 June 2020. Glasshouse Advisory did not provide patent services.
- 6.7. IPH also owns a software business, called *Practice Insight*, which it acquired in May 2015. After a recent divestment of certain data analytics products, this company primarily specialises in software solutions to automate business timekeeping processes for professional services firms more generally.
7. AJ Park IP Limited seeks clearance to acquire, in conjunction with AJ Park Law Limited, 100% of the assets of Baldwins (**Proposed Transaction**). The assets of Baldwins that relate to patent services, as described in more detail below, are planned to be acquired by AJ Park IP Limited.

From July 2020, Watermark Intellectual Property Pty Ltd and Watermark Intellectual Property Lawyers Pty Ltd will be fully integrated into GH PTM Pty Ltd and GH Law Pty Ltd. [Link to information [here](#)].

Contact Details

8. The contact details for AJ Park for the purposes of this application are:

Physical address	Level 22 Aon Centre 1 Willis Street Wellington, New Zealand
Postal address	PO Box 949 Wellington 6140 New Zealand
Telephone number	+64 4 473 8278
Web address	www.ajpark.com
Contact person	[]

9. IPH requests that the Commission direct all correspondence and notices regarding this application to Michael Gartshore (michael.gartshore@webbhenderson.com) and Jordan Cox (jordan.cox@webbhenderson.com).

Baldwins – the Vendors

10. Baldwins is the trading name for the group of entities consisting of the partnership of Baldwin Son & Carey (trading as Baldwins Intellectual Property), Baldwin Holdings Limited and Baldwins Law Limited. Baldwins has offices in Auckland and Wellington.
- 10.1. Baldwins Intellectual Property partnership is focused on providing patent attorney and trade mark attorney services.
- 10.2. Baldwins Law Limited operates a law firm business specialising in IP commercial law, IP enforcement and litigation.
- 10.3. Baldwin Holdings Limited provides administrative, management, and other ancillary services to Baldwins Intellectual Property partnership and Baldwins Law Limited.
11. The group also includes the entities Baldwins Limited and Baldwins Intellectual Property Limited. However, these two entities are ‘shelf companies’ which have never carried on any business.

Contact Details

12. The contact details for Baldwins are:

Physical address	HSBC House Level 15/1 Queen Street Auckland CBD Auckland 1010
Postal address	PO Box 5999 Wellesley Street Auckland 1141 New Zealand DX CP 24055 PO Box 599
Telephone number	+64 9 373 3137
Web address	www.baldwins.com
Contact person	[]

13. Baldwins requests that the Commission direct all correspondence and notices regarding this application to Dr Ross Patterson (ross.patterson@minterellison.co.nz).

The Acquisition

AJ Park to acquire Baldwins' assets

14. AJ Park intends to acquire the assets of Baldwins for a purchase price of NZ\$7.5m (plus a potential further payment of up to NZ\$400,000). The parties signed the sale and purchase agreement on 9 June 2020. The agreement is conditional on a number of matters being satisfied, including receipt of a clearance from the Commission. If clearance is granted by the Commission and the other conditions are satisfied, the merger is expected to be completed []. A copy of the Business Purchase Agreement is attached as Attachment C.
15. For completeness, AJ Park also attaches in Attachment C the Asset Sale Agreement under which AJ Park Law Limited acquires certain assets of Baldwins Law Limited. These assets relate to legal services, as distinct from patent services – for the reasons set out later in this submission, AJ Park does not consider that the Asset Sales Agreement or the underlying transaction raises any concerns under section 47 of the Commerce Act 1986. The Business Purchase Agreement and Asset Sale Agreement are confidential.
16. A principal business rationale for the Proposed Transaction is for AJ Park to add depth to its business operations, particularly in New Zealand, and to increase the numbers and experience of its staff, including patent attorneys. This is consistent with IPH's objective of growth through acquisition in markets outside Australia. The Proposed Transaction will also strengthen the ability of IPH businesses (including AJ Park) to offer domestic clients outbound filings into Asian markets and also result in cost and other efficiencies through synergies in relation to operations and business processes.
17. For Baldwins, the business rationale for the Proposed Transaction includes that:

- 17.1. it will give the merged businesses greater depth and provide clients with access to a complementary team of high quality IP professionals;
 - 17.2. it will deliver enhanced career development opportunities for Baldwins employees as part of a larger business and the opportunity to work with a broader team of IP experts;
 - 17.3. AJ Park and Baldwins clients will be able to access a deeper pool of IP experts in New Zealand; and
 - 17.4. Baldwins clients can benefit from access to AJ Park's larger IP team, established systems and processes and direct access to high quality IP services in Asia through the IPH group's Asia businesses.
18. Simplified structures of both parties are annexed to this application as Attachments D and E.
 19. If the transaction did not go ahead, [].
 20. []
 21. []

Notification to the Australian Competition and Consumer Commission

22. In 2019, the Australian Competition and Consumer Commission (**ACCC**) considered IPH's proposed acquisition of 100% of Xenith IP Group Limited (**XIP**) and its completed acquisition of a 19.9 per cent stake in XIP. On 28 March 2019, the ACCC advised that it did not intend to oppose that transaction.
23. []

Market Definition

Legal framework for protection of intellectual property

24. Intellectual property describes a range of different outputs of intellectual activity, for example, inventions and academic and literary creations. Legislation provides monopoly protection, known as IP rights, for such outputs for a limited period of time.
25. Some types of IP rights must be registered to enjoy the protection provided under the relevant legislation. In New Zealand this includes patents and registered trade marks, which must be registered with the Intellectual Property Office of New Zealand (**IPONZ**):
 - 25.1. a **patent** is the right to the exclusive use of an invention. "Inventions" are functional products and processes, rather than a purely artistic or intellectual work. A valid patent gives the owner the right to prevent others from making, selling, using, importing or otherwise exploiting the invention claimed in the patent within the country in which it is granted, for as long as the patent remains in force. Patents do not arise automatically – they are granted by IPONZ following an application process (described below);
 - 25.2. a **trade mark** is a sign or brand used to signify that products or services originate from a particular entity or business, or are authorised by that entity or business, or that the products or services are of a particular quality. A trade mark may be a word or words, slogan, logo, aspect of packaging, colour, shape, sound, smell, or any combination of these. There are two types of trade marks – registered and

unregistered – and registered trade marks are granted by IPONZ following a registration process; and

- 25.3. other types of IP rights include copyright, designs, plant variety rights and trade secrets.² As discussed in paragraphs 50 and 51, these IP rights are broad and in some cases do not require registration to be effective. The Proposed Transaction will not have any material effect on the supply of services relating to these IP rights.

Patent lifecycle: the filing – prosecution – maintenance process

26. The processes for granting patents in New Zealand are regulated by IPONZ under the Patents Act 2013 (NZ). At a high level, the process can be broken down into three main stages:

26.1. **filing:** Patent applications can be filed in one of two ways: a provisional application or a complete application. As part of the application process, the applicant must submit a 'specification' – this is required at the time of filing a complete application, or within 12 months of filing a provisional application. The specification contains a written description of the invention, usually with accompanying drawings. The invention should be described in sufficient detail to enable a person of ordinary skill in the art to put the invention into effect, without the need to exercise further inventive skill or ingenuity. Patent attorneys advise applicants on the preparation of the specification and on the application process more generally. Patent attorneys may also undertake searches of patent records to confirm whether the invention is 'new', as novelty is a requirement for a patent to be granted;

26.2. **prosecution:** each patent application is examined by IPONZ before a decision is made whether or not a patent will be granted. IPONZ will consider matters including the application's formal correctness and the invention's novelty. Patent attorneys advise applicants throughout this process, including responses to any objections arising from examination by the relevant patent office. Please note in this context the term "prosecution" does not refer to enforcement proceedings or other types of judicial action against other parties; and

26.3. **maintenance:** A New Zealand patent lasts 20 years from the date on which the complete specification was filed. Applicants must pay renewal fees every year from the fourth anniversary of the filing date to maintain the term of the patent.

27. Attachment H describes filing and prosecution process steps in more detail.

28. International treaties have been put in place to harmonise national systems for the recognition of patents and trade marks. Foreign-based IP owners wishing to obtain the grant of a patent in New Zealand have the choice of filing directly in New Zealand or making an application through the Patent Cooperation Treaty 1970 (**PCT**) processes described below.

29. The PCT is a multilateral treaty administered by the World Intellectual Property Organisation. It provides a unified procedure for filing patent applications to protect

² More detailed descriptions of these types of IP rights can be found on the IPONZ website: <https://www.iponz.govt.nz/about-ip/overview/>.

inventions in each of its 153 contracting states. A patent application filed under the PCT is called an international application, or PCT application. Non-resident PCT applications are initially filed with a competent patent authority in another PCT contracting state which creates a pending application in each PCT contracting state. An applicant may then choose to seek protection in particular countries by means of a 'national phase entry' using an attorney with a local address for service in the relevant country, and each such application is then subject to an examination process in each jurisdiction in which patent protection is sought, according to the national rules and processes.

30. A large proportion of applications for patent protection in New Zealand originate as PCT applications. In FY2019, [] of all New Zealand patent filings (including self-filers, i.e. applicants who choose not to use an external patent attorney) originated as PCT applications and [] of these were filed by non-residents.

Regulation of patent attorneys

31. Patent attorneys advise and assist IP owners with the registration and maintenance of patents, in addition to other forms of IP rights.
32. Under the Patents Act 2013 (NZ), a person is not permitted to describe or hold themselves out as patent attorneys or agents unless they are registered as such. In general, only registered patent attorneys are permitted to carry on business, practise or act as a patent attorney. This includes applying for patents, preparing specifications or giving advice (other than of a scientific or technical nature) about the validity or infringement of patents.
33. A single patent attorney regulatory regime between New Zealand and Australia came into force on 24 February 2017. The Trans-Tasman regime involves a single register for patent attorneys, a single set of requirements for registration as an attorney, a single code of conduct and a single disciplinary process for New Zealand and Australian attorneys. The Trans-Tasman IP Attorneys Board (**Board**) is a statutory body established under the Australian *Patents Act 1990* (Cth), constituted under the *Patents Regulations 1991* (Cth) and recognised in New Zealand under the Patents Act 2013 (NZ). It is responsible for administering the regulatory and disciplinary regimes for patent and trade mark attorneys in Australia and New Zealand.
34. Upon the joint scheme taking effect, existing registered patent attorneys in both New Zealand and Australia automatically became trans-Tasman registered patent attorneys. New candidates are now required to pass examinations in subjects relating to both New Zealand and Australian intellectual property law and practice.
35. Unless they are also legal practitioners, registered patent attorneys are not authorised to prepare court filings or conduct legal proceedings to enforce IP rights.

Relevant Market

36. AJ Park considers that the relevant market for the competition assessment of the Proposed Transaction is the market for the supply of specialised professional services in respect of the filing, prosecution and maintenance of patents in New Zealand (**patent services market**).

37. For the purposes of this clearance application and for the reasons set out below, AJ Park has adopted a market definition which considers patent services separately to professional services supplied in respect of other IP rights, such as trade marks.

Product dimension

38. The proposed market definition reflects limitations on demand and supply side substitutability. From a demand perspective, the different forms of IP are non-substitutable. They apply to different forms of creation and afford substantially different protection.
39. On the supply-side, substitutability is limited by the regulatory restrictions on filings by persons who are not qualified as patent attorneys (although self-filing is permitted).

Geographic dimension

40. AJ Park considers that the patent services market is a national market. This is supported by the existence of a single national legislative and regulatory regime; the availability of electronic processing for applications meaning that they can be submitted to IPONZ from any location; and the fact that customers of the parties are spread across New Zealand and overseas.

Customer dimension

41. AJ Park considers that there is no basis to differentiate between different types of customers. The patent services supplied to all customers are relatively consistent between customer types, which reflects the highly-prescriptive nature of processes for searching, preparing, prosecuting, opposing and maintaining patents. Many of these processes are prescribed for consistency at both a national and international level.
42. The consistency of these patent services is reflected in the uniformity of customer expectations of their patent attorneys. All customers have similar expectations of the scope and quality of the patent services they acquire, and the prescribed processes make it clear the scope required and whether that quality has been provided. For example, IPONZ will always examine a patent application after it has been filed to confirm whether the application meets all formal and patentability requirements. At the maintenance stage, a patent will either be renewed by the annual payment being made, or it will not. All customers have the same interests in this respect.
43. Each patent application is prepared and prosecuted on essentially the same basis – there is generally no differentiation in the process and the types of services required regardless of whether the applicant is a sophisticated and experienced entity or a first-time inventor. The primary point of difference may be the steps completed in New Zealand. For example, foreign applicants seeking a patent in New Zealand may have already prepared and filed their initial patent application in a foreign jurisdiction before that application is filed and proceeds through the prosecution and renewal phases in New Zealand. In general terms, all attorneys are qualified to and commonly do provide their services across all steps in the patent filing, prosecution and renewal process.
44. There is also limited price discrimination between customers. [] Both large and small customers often obtain pricing quotes before selecting a supplier. The sophistication of these quote processes can vary – for example, small firms may approach multiple firms

directly to ask for indicative price estimates, while large customers may engage in more formalised procurement processes – but these differences are not universal across differently-sized customers.

45. For completeness, AJ Park has provided data in paragraph 71 below with respect to the number of patents filed on behalf of customers based in New Zealand only. This is not to suggest a market definition based on two different customer groups, but merely to emphasise that the Proposed Transaction is not likely to substantially lessen competition in the market regardless of customer location. As noted above the primary point of difference between a New Zealand-based customer and a foreign-based applicant is likely to be the steps completed in New Zealand.
46. For example, foreign applicants seeking a patent in New Zealand may have already prepared and filed their initial patent application in a foreign jurisdiction before that application enters the national phase in New Zealand. That is before it is filed and proceeds through the prosecution and renewal phases in New Zealand. New Zealand-based clients filing their initial application in New Zealand may, however, engage with their patent attorney in additional preliminary steps to prepare the application and specification and file it with IPONZ as a provisional or complete application, or to file the application in foreign jurisdictions. In such cases the attorney may, in some cases only, also undertake some initial searching or review of existing patents or literature to assess whether the invention is ‘new’. As noted, in general terms, all patent attorneys are qualified to, and commonly do, provide their services across all steps in the patent filing, prosecution and renewal process.

Consistency with similar market definitions used internationally

47. AJ Park is not aware that the Commission has previously considered market definition in relation to the relevant firms or services in New Zealand.
48. However, AJ Park’s proposed market definition is consistent with the market definition adopted by the ACCC in relation to similar transactions.³ For example, in the ACCC’s 28 March 2019 decision not to oppose the XIP acquisition, the ACCC made the following statements in relation to market definition:

48.1. *The ACCC considered the effect of the proposed acquisition on competition for the supply of intellectual property (IP) services in Australia for:*

- *patents,*
- *trademarks,*
- *designs, and*
- *plant breeder’s rights.*

³ For example, see ACCC, ‘*IPH Limited – proposed acquisition of Xenith IP Group Limited*, 28 March 2019 <<https://www.accc.gov.au/public-registers/mergers-registers/public-informal-merger-reviews/iph-limited-proposed-acquisition-of-xenith-ip-group-limited>>; and ACCC, ‘*QANTM Intellectual Property Ltd – Xenith IP Group Limited*’, 21 March 2019, <<https://www.accc.gov.au/public-registers/mergers-registers/public-informal-merger-reviews/qantm-intellectual-property-ltd-xenith-ip-group-ltd>>.

- 48.2. *The ACCC did not reach a concluded view on whether these services are separate markets or a single combined market.*
- 48.3. *The ACCC considered the potential effects of the proposed acquisition on a national basis.*
- 48.4. *IP services are services associated with the registration, protection, commercialisation, enforcement and management of IP rights.*
49. Although the ACCC did not reach a definitive view on whether the relevant market was in respect of patent services only, or a single combined market for the supply of IP services, AJ Park has applied a conservative definition in this application and assumed the narrower patent-only market.

Other IP-related services

50. Both IPH (through its subsidiaries and associated businesses, such as AJ Park) and Baldwins provide IP services going beyond the prosecution and maintenance of patents, including in relation to other registrable and non-registrable IP rights (e.g. trade marks, registered designs and copyright) and brand protection services (business and domain name registrations), in addition to commercial legal and dispute resolution services in relation to all forms of IP. These services may form part of a separate relevant market or markets. However, this broad and extremely competitive market in which many law firms compete will not be materially affected by the proposed transaction and does not need to be separately analysed.
51. Unlike the patent services market, with the exception of trade marks services for which an alternative qualification of trade mark attorney is also available (not being a prerequisite and not requiring qualification as a lawyer), there are generally, no specific qualification or professional registration requirements (apart from usual legal qualifications) for providers of these other IP legal services. They can be, and are, provided by a wide range of legal service providers in New Zealand, including IP and dispute resolution groups within large law firms (who may or may not provide patent related services as well), specialist IP firms, and individual practitioners at general practice firms. With such a wide range of participants, the proposed merger will not result in a substantial lessening of competition in the broader market. Further, with the potential exception of trade mark services⁴ there is not a recognised separate market for the provision of assistance in relation to the protection of

⁴ With the potential exception of trade mark services – however, even if a separate trade mark services market was defined the merged entity on a pro-forma basis would have less than 20% market share in the financial year to date 31 March 2020, and each of the financial years ending 30 June 2019, 30 June 2018 and 30 June 2017, and so trade marks are not considered further in this application.

The preceding market share figures are calculated on the basis of data for trade mark applications filed in New Zealand, as recorded on IPONZ website search on 3/12/19 (or 14/4/20, for FY2020 YTD data). Data excludes International Registrations (which are filed via WIPO and do not require a local address for service for filing) but includes self-filing applicants.

other types of IP and branding, either because registration is not required (e.g. for copyright) or they are seen as incidental services (e.g. domain and business name filings).

Joint regulatory regime for patent services

52. The mutual recognition and close integration between New Zealand and Australian IP regulatory framework, as described above in the context of the Board, means that firms which are primarily or solely based in Australia can and do provide patent services in New Zealand.
53. In paragraphs 75-78 of this application, AJ Park discusses in more detail the impact of this import competition on the level of competition in the New Zealand patent services market.

Main Competitors

54. The parties' competitors are other specialist patent attorney firms in New Zealand and Australia. Some IP groups of large and medium-sized full service law firms also include patent attorneys and provide patent services.⁵ These firms are well-resourced as part of a full service firm and are qualified to provide any patent services in accordance with existing registration. They may not draft patent specifications (although they are able to contract this out to others) but regularly do all other types of patent services, including patent searching, advising on validity, infringement advice, as well as due diligence type work involving patents. It is also possible for local clients to 'self-file' without engaging an external attorney.
55. The parties' closest competitors are the Australian company QANTM Intellectual Property Limited (which owns Davies Collison Cave which has a physical office in New Zealand), James & Wells, a New Zealand-based IP law firm, and Australian-based firms, FB Rice and Phillips Ormonde Fitzpatrick. Market share estimates for the parties' major competitors are set out in Table 1 below. Many other smaller competitors also exist.
56. The largest firm in the New Zealand patent services market outside of the IPH group is Davies Collison Cave, owned by QANTM Intellectual Property Limited (**QIP**). QIP listed in Australia on the ASX in August 2016 following its acquisition of leading Australian IP firms Davies Collison Cave and FPA Patent Attorneys, through which it competes in the patent services market. The majority of QIP's services relate to registrable IP rights, in particular, patents, trade marks and designs.
 - 56.1. *Davies Collison Cave* is one of Australia's largest and oldest IP firms, dating back to 1877. It has a New Zealand office in Wellington. Between its New Zealand and Australian-located practices, []. Its website describes Davies Collison Cave as "New Zealand's premier intellectual property practice".
 - 56.2. *FPA Patent Attorneys* is a registered patent attorney firm, offering patent and registered design services. FPA does not have a physical office in New Zealand but files patent applications in New Zealand utilising its joint register filing rights. FPA

⁵ For example John Glengarry at Buddle Findlay, and Charlotte Henley at Dentons Kensington Swan, which in February 2020 was named *IP Firm of the Year*: see <<https://www.dentons.co.nz/en/about-dentons-kensington-swan/news/2020/february/dentons-kensington-swan-named-new-zealand-ip-firm-of-the-year>>.

has a strategic relationship with the IP group in the Herbert Smith Freehills law firm.

57. James & Wells is a New Zealand-based IP law firm, with offices in Auckland, Hamilton, Tauranga, Christchurch and Brisbane. It describes itself as “New Zealand’s largest privately-owned intellectual property practice, and one of Australasia’s leading patent and trade mark firms.” Its website also describes the practice as “the largest and most formidable intellectual property litigation team in New Zealand” and “a top ranked patent and trade mark filer in New Zealand”. [].

58. FB Rice is an Australian-based firm actively participating in the New Zealand market. In YTD FY2020, FB Rice filed 257 patent applications in New Zealand, []. This active New Zealand presence is reflected in its website, which groups together Australia and New Zealand, claiming that (for example):

*FB Rice is one of the largest and most respected privately owned Patent and Trade Mark Attorney firms in Australia and New Zealand.*⁶

(...)

*We provide coverage across all aspects of intellectual property prosecution practice including (...) Preparation, filing and prosecution of patent applications in Australia and New Zealand.*⁷

(...)

FB Rice files, prosecutes and registers patents, design and trade marks directly in New Zealand. Many of our attorneys are registered to practice both in Australia and New Zealand, and we offer at least two financial advantages for filing concurrent Australian and New Zealand applications:

- *We discount our filing charges when we are instructed to simultaneously file in Australia and New Zealand.*
- *The ongoing cost of prosecution is reduced owing to the similarities between Australian and New Zealand regimes.*⁸

59. Phillips Ormonde Fitzpatrick is another Australian-based firm actively participating in the New Zealand market. In YTD FY2020, Phillips Ormonde Fitzpatrick filed 155 patent applications in New Zealand, [].

Contact Details

Davies Collison Cave (part of QIP)	Michael Wolnizer Group Managing Principal []
James & Wells	Tim Walden

⁶ <https://www.fbrice.com.au/region/AU_and_NZ/default.aspx>.

⁷ <https://www.fbrice.com.au/site/About/About_Us.aspx>.

⁸ <https://www.fbrice.com.au/region/AU_and_NZ/New_Zealand.aspx>.

	Managing Partner []
FB Rice	Brett Lunn Managing Partner []
Phillips Ormonde Fitzpatrick	Ross McFarlane Managing Partner []

Trade Associations

60. The New Zealand Institute of Patent Attorneys Inc. (**NZIPA**), is an incorporated body representing most New Zealand patent attorneys registered and practising in New Zealand. The NZIPA advocates in New Zealand and Australia to advance IP rights, provides educational programmes to its members and the general public, and offers information and support to its members. AJ Park and Baldwins attorneys are NZIPA members.
61. Patent attorneys that practice as lawyers are required to hold practising certificates issued by the New Zealand Law Society (**NZLS**). While membership of the New Zealand Law Society is voluntary, the NZLS estimates that the vast majority of New Zealand lawyers are NZLS members.⁹

Customers

62. IPH firms service a diverse client base of Fortune Global 500 companies, multinationals, public sector research organisations, SMEs and sole trader firms. Both AJ Park and Baldwins have an established local client base, as well as relationships with foreign corporate clients and associate attorney firms who comprise a significant proportion of their customer base.
63. Clients engage firms in a variety of ways, and it is not uncommon for some customers to use multiple patent service suppliers, either through a formal panel arrangement or simply by engaging different suppliers in relation to different patents. Foreign clients often engage a New Zealand or Australian firm or attorney through a local attorney firm (or 'associate') in their country of residence.
64. Attachment B sets out the name and contact details of the top five customers (on the basis of number of New Zealand patent filings) for AJ Park, other IPH brand firms and Baldwins. Attachment B also contains the name and contact details for the top five customers (on the basis of revenue for patent services in New Zealand) for AJ Park and Baldwins. While this has been included for completeness, challenges in filtering and extracting information mean this latter information also includes revenue associated with litigation, commercial legal services

⁹ The NZLS estimates that over 97% of New Zealand lawyers were NZLS members as at June 2018: see <<https://www.lawsociety.org.nz/practice-resources/new-zealand-law-society-guide-for-new-lawYERS/the-new-zealand-law-society>>.

and foreign work. Accordingly, it is not necessarily representative of the revenue associated with patent services in New Zealand.

The acquisition will not substantially lessen competition

65. The Proposed Transaction does not give rise to any section 47 concerns in relation to the patent services market, for the reasons set out below.

Market shares

66. Participants' shares in the patent services market are commonly calculated by reference to filing numbers, as published by IPONZ. Although the relevant markets comprise services other than filings, such as searches, maintenance and renewal or foreign filings, these are generally associated services to filings or are not easily ascertainable. Shares of filings are therefore a proxy for shares of these associated services. As revenue figures for non-public entities - which comprise the majority in number of participants in both markets - are not available, market shares cannot be reliably estimated by value.
67. The market share tables below are based on patent filing figures published by IPONZ. This method is commonly accepted (including by management, in market reporting and by the ACCC) as the standard means of calculating market shares in the patent services market. The ubiquity of this approach reflects that:
- 67.1. filing numbers are objective, verified and published by an independent, Government-owned third party;
 - 67.2. the vast majority of filings involve a reasonably similar scope of work, as they are required to follow a relatively tightly-prescribed process as set out in the Patents Act 2013 or in accordance with the PCT. This standardisation means that revenue associated with filings generally correlates with the number of filings;
 - 67.3. although there may be some clients that engage firms for other activity such as litigation, oppositions, assistance with filing overseas directly and other non-filing services, in general, patent filings are a reasonable proxy for these other activities and there is usually a high level of correlation between the respective volumes. This includes activities such as patent searches and renewal, which are charged separately but are naturally proportionate (particularly given the large geographic and numeric sample size, with over 6,000 patents filed annually across New Zealand in the last three full financial years);
 - 67.4. patent filing numbers have been used to determine market share in similar international transactions by the ACCC;¹⁰ and
 - 67.5. revenue numbers are not generally available. Even if revenue information could be identified, it would be very difficult in the case of other market participants to differentiate between revenue from patent, trade mark and other legal services, and similarly hard to differentiate between revenue from work performed locally in New Zealand and revenue in the form of disbursements to foreign firms for work performed by the foreign firm or agent. AJ Park anticipates suppliers would face

¹⁰ *Ibid* fn 2.

difficulty in being able to identify the relevant revenue in this way – and further, considers it unlikely that all such suppliers would use a robust or consistent methodology in attempting to make such distinctions.

68. Accordingly, shares of filings are a reasonable proxy for shares of services associated with patent filings, and therefore for shares of the overall patent services market.
69. On the basis of filing figures, IPH management’s estimates of New Zealand market share data in respect of patent services over the past three full financial years and FY2020 YTD are set out in the tables below.
70. These market share estimates include ‘self-filings’ by applicants, which (for example) accounted for [] of all patent applications in FY2019 and [] of all patent applications in FY2020 YTD. For ease of comparison, all agents currently owned by IPH have been included within IPH’s figures for all four years, even where IPH did not own that agent at that time.

Table 1: Patent filings in New Zealand by agent, including self-filers¹¹

[]

71. In respect of New Zealand-based applicants only, as Table 2 below shows, the market share of the merged entity would have been only [] in FY2019 (substantially less than the [] for the merged entity when considering all applicants i.e. including filings from foreign based applicants).

Table 2: Patent filings in New Zealand for New Zealand-based applicants only, including self-filers¹²

[]

72. This indicates that any competitive effects of the Proposed Transaction are likely to be minimal in respect of customers based in New Zealand seeking to acquire patent services in New Zealand. In particular:
 - 72.1. the combined market share of the three largest firms in respect of New Zealand-based applicants (AJ Park, James & Wells and Baldwins) would be approximately [];
 - 72.2. the market share of New Zealand-based customers for both IPH and Baldwins has []; and
 - 72.3. the dispersed and non-concentrated nature of New Zealand-based suppliers of patent services is more apparent in this table, and the ability of New Zealand-based customers to acquire patent services from this wide range of suppliers is clear.

¹¹ []

¹² []

Multiple vigorous competitors would remain post-Proposed Transaction

73. The listed IP group (QIP) and a large number of independent firms would continue to impose a substantial constraint on the merged entity.
74. The largest competitor brand, Davies Collison Cave, which forms part of QIP, increased its number of filings [] This demonstrates a strategic focus and commitment to grow their presence and market share in New Zealand aggressively.

High levels of import competition.

75. Competition from Australian patent attorneys is a significant competitive constraint.¹³ The ACCC has previously recognised that the patent services market and other IP markets in Australia are competitive, with IPH facing continued competition from a number of alternative large and medium suppliers.¹⁴
76. It is common for Australian patent attorneys to handle clients' New Zealand filings. Under the single Trans-Tasman regulatory regime, Australian patent attorneys are automatically qualified in New Zealand allowing Australian attorneys to market themselves as dual qualified.
77. This is enshrined at an international trade level in the New Zealand Government and Australian Government's *Bilateral Arrangement Relating to Trans-Tasman Regulation of Patent Attorneys*.¹⁵ This bilateral arrangement, which sets out the key features of the joint New Zealand-Australian registry, includes a number of statements recognising the significant role of Australian patent attorneys in New Zealand filings, and vice versa. Specifically, the objectives of the bilateral arrangement include to:
 - 77.1. *provide a joint registration regime for patent attorneys to register and practise in Australia or New Zealand and between Australia and New Zealand;*
 - 77.2. *minimise the regulatory and business compliance costs for patent attorneys to practise in Australia or New Zealand and between Australia and New Zealand;*
 - 77.3. *increase business confidence in the quality and standard of service provided by patent attorneys, especially when patent attorneys provide services on a trans-Tasman basis; and*
 - 77.4. *facilitate competition in the market for patent attorney services.*
78. As with other professional services markets, physical presence is not required to compete nationally, or to provide services from Australia, particularly due to technological advances in video-conferencing and other communications tools. Likewise, digital solutions have greatly reduced marketing costs with websites and social media platforms being

¹³ We note that section 3(3) of the Commerce Act 1986 states that import competition shall be taken into account as part of the competitive analysis process.

¹⁴ For example, see ACCC, *'IPH Limited – proposed acquisition of Xenith IP Group Limited*, 28 March 2019 <<https://www.accc.gov.au/public-registers/mergers-registers/public-informal-merger-reviews/iph-limited-proposed-acquisition-of-xenith-ip-group-limited>>.

¹⁵ *Arrangement between the Government of Australia and the Government of New Zealand relating to Trans-Tasman regulation of Patent Attorneys*, March 2013 <<https://www.iponz.govt.nz/assets/pdf/patent-attorney/Bilateral-arrangement-on-Trans-Tasman-Regulation-of-Patent-Attorneys.pdf>>.

geographically neutral. Finally, the scope for differentiation for incoming international applications is relatively low, meaning that smaller local firms are viable competitors and will operate as a constraint on the merged entity's pricing for these services.

Barriers to entry and expansion are low in the patent services market

79. New entry or expansion does not involve significant capital expenditure or high overheads, and there are no structural limits on the number of suppliers. There is a high degree of mobility amongst professionals which allows for attorneys to enter the market on their own account by establishing a new firm either by themselves or with others, especially over the medium-term time period that the Commission commonly applies to assess competitive effects and the timeliness of potential entry and expansion.
80. For example, AJ Park understands that:[
- 80.1. the New Zealand office of Dentons was established in 2018 by [];
 - 80.2. the Davies Collison Cave office in New Zealand was established in 2018 by [];
 - 80.3. Ellis Terry is largely comprised of [];
 - 80.4. Catalyst IP was established in 2012 by [];
 - 80.5. Origin IP was established by [];
 - 80.6. Shelley Rowland IP was established [];
 - 80.7. Blue Penguin IP was established in December 2018 []; and
 - 80.8. In-Legal was established by [].
81. Market analysts have identified clear links between the low barriers to entry and expansion and a growth trend in the number of small, privately-held firms. One analysis of individual registered trans-Tasman patent attorneys found that nearly 22% of them had changed jobs at least once in the 25-month period ending February 2020. The same study also found that a “*significant proportion of the turnover of attorneys has been into new practices*”, with a “*net exodus*” of patent attorneys from listed entities such as AJ Park (and IPH’s other brand firms) into privately-held firms.¹⁶
82. This trend demonstrates that larger patent service firms are not inherently advantaged in attracting new or prospective patent attorneys. In some cases, larger firms may be able to offer exposure across more patent applications, or (in listed firms) a pathway to career progression as an alternative to the traditional partnership model. At the same time, smaller firms may be able to offer more hands-on experience, a greater say in the operations of the firm, and a less formalised route to equity ownership. These factors are not specific to patent service firms – they are common in many industries, including other professional service firms. Each patent attorney’s circumstances will be different and will weight the various options accordingly. These factors are not material to the level of competition in the market and will not change from the Proposed Transaction.

¹⁶ Patentology, ‘*New Practices Arise, as Over 20% of Australian and New Zealand Patent Attorneys Change Jobs in Just Two Years*’, 17 February 2020 <<https://blog.patentology.com.au/2020/02/new-practices-arise-as-over-20-of.html>>.

83. These new, smaller practices are experiencing considerable success entering and expanding in the patent services market. Analysis of similar trends in Australia based on patent filing records has indicated that:
- 83.1. *“Australian SMEs are increasingly choosing smaller service providers over larger ones and, since local attorney firms began to be owned by publicly-listed companies, privately-held firms over those within the listed groups.”*¹⁷
- 83.2. *“...the big winners in 2019 were, by and large, smaller independent firms, which appear to have beaten out a number of larger firms in acquiring new filing work.”*¹⁸
84. The lowering of barriers to entry, and the resulting fragmentation of the market, has been supported by access to inexpensive cloud-based case management technologies and reflects changes in buyer behaviour observed by AJ Park:
- 84.1. traditionally-large filers are filing less and having smaller patent portfolios, so are less interested in suppliers that can offer scale;
- 84.2. there are more one-off applicants, who tend to seek lower cost ‘commoditised’ options;
- 84.3. lower loyalty to established brands, such as AJ Park and Baldwins; and
- 84.4. ease of locating and assessing potential suppliers using Internet research (as opposed to market reputation or word-of-mouth) has lowered the search costs and made it easier for customer to find new or smaller suppliers and compare pricing.
85. []
86. []
87. Whilst the number of attorneys at an existing firm may allow those attorneys to promote the firm’s ability to handle a greater volume of work or offer some additional depth in certain areas of technical expertise, in general terms the new, smaller firms readily involve the formation of small teams of patent attorneys who have either or both of general scientific and engineering backgrounds which enable them to provide advice across a range of technologies and in many cases complementary scientific and engineering technical skills, allowing those firms to offer both specific and general technical competence across the range of disciplines commonly sought by clients.
88. This increase in the number of new and expanded firms, and the ease with which patent attorneys can establish or join these firms, demonstrates that the skills and experience of patent attorneys is easily transferable. On that basis, while the Proposed Transaction is structured as an asset sale, we note that the tangible assets and brand of Baldwins are largely ancillary to the value of the deal, and the underlying commercial rationale of the

¹⁷ Patentology, ‘Australian SMEs Showing a Growing Preference for Smaller Patent Attorney Firms’, 24 June 2019 <<https://blog.patentology.com.au/2019/06/australian-smes-show-growing-preference.html>>.

¹⁸ Patentology, ‘Winners & Losers in Patent Filings – Why 2019 was a bad year for many major attorney firms, and for Australia’, 21 January 2020 <<https://blog.patentology.com.au/2020/01/winners-losers-in-patent-filings-why.html>>.

Proposed Transaction could potentially be achieved through an organised transfer of employment to which section 47 of the Commerce Act wouldn't apply.

Clients impose buy-side constraints

89. Competition in the patent services market is robust and continuous. Customers have many options, with comparable price and quality. Competition is driven by customers and their preferred procurement processes. A number of different processes are available to customers, and the attractiveness of each may vary based on size and complexity.
90. To AJ Park's knowledge, the use of a scale of charges with fixed and time based charging is common across most New Zealand (and Australian) patent and trade mark attorney firms. []. As outlined elsewhere, some clients require specific pricing arrangements and participation in detailed tender and other pricing processes as part of their selection and engagement processes.
91. For example, []
92. []
93. AJ Park does not have any current specific information about fee levels charged by competitors. As a general comment the patent services market is considered to be highly competitive on pricing, and customers are easily able to obtain pricing information from multiple suppliers using the methods described below. The use of 'scales of charges' which is understood to be common and relatively consistent across most New Zealand and Australian patent and trade mark firms also makes it relatively easy for customers to undertake comparisons of such pricing information. []
94. Some New Zealand-based clients run full RFPs for patent services, particularly where they have the volume of work to warrant it. []
 - 94.1. []
 - 94.2. []
95. Large clients negotiate fiercely – for instance []. Large international pharmaceutical clients (in particular) regularly run sophisticated procurement processes for the supply of patent services in New Zealand. [].
96. Beyond the full RFP process, IPH's brand firms (including AJ Park) provide [] of cost proposals for patent services each year. These are much simpler, and allow customers to access and consider information on costs and capability from multiple suppliers. [].
97. In the patent services market, clients include large and sophisticated entities, such as multinational corporations, public sector entities and universities. It is common for these customers to use multiple patent service suppliers, either through a formal panel arrangement or simply by engaging different suppliers in relation to different patents. It is also common for customers of all sizes to request pricing and service proposals from multiple patent firms.
98. Some clients use IP agencies, in-house procurement teams and/or 'reverse auctions' to obtain the lowest price. These functions are relatively accessible for corporate clients – for example, most corporate clients have an in-house procurement function which is product-

agnostic and exists to procure products and services in a cost-effective way, and it is straightforward for those procurement functions to be applied to the procurement of patent services. Customers of all sizes can easily obtain and compare pricing and capability information from multiple suppliers – all suppliers welcome enquiries and provide easy methods of communication.

Customers can easily switch between suppliers

99. The flexibility of these options means it is easy for customers of any size to switch firms. The merged entity would have no incentive to increase prices or reduce quality, as this would be immediately apparent to customers who could switch or use countervailing power to negotiate lower fees. Customers can also bring certain services in-house (for larger customers) or self-file. []
100. Switching rights are recognised in the regulatory regime in a way that is designed to make it easy for customers of any size to switch providers. Section 22 of the Code of Conduct for Trans-Tasman Patent and Trade Marks Attorneys 2018 states that:

If a registered attorney withdraws the registered attorney's services, or ceases to act for a client, the registered attorney must take reasonable steps:

- (a) to inform the client of any actions necessary to maintain the client's intellectual property rights; and*
- (b) to cooperate with the client and any new representative of the client to ensure the client's intellectual property rights are maintained during transfer of responsibility*

101. In-house services have benefited from a degree of mobility between private practice and in-house. This is evidenced by the recent move of the in-house legal team from banknote tech firm CCL Secure to law firm Allens' patent practice.¹⁹ In New Zealand, AJ Park is aware that []. AJ Park, Baldwins and other firms compete with these clients to acquire qualified attorneys.
102. In their in-house role, these attorneys undertake a variety of roles involving both patent services (typically not including the drafting of the patent itself, but including other patent services) and tasks adjacent to patent services (such as interfacing between the engineers and the external attorneys preparing the relevant patent filing).

Options for customers are rapidly changing to improve choice

103. Firms face strong levels of price pressure with continual developments in the use of technology, in-house capacity and self-filing.
104. IPONZ encourages self-filing (i.e. applicants who choose not to use an external patent attorney) through its online application platforms and provision of guidance material.²⁰ Self-

¹⁹ See "Allens hires in-house team for IP practice", Australasian Lawyer, 03 December 2018 <<https://www.australasianlawyer.com.au/news/allens-hires-inhouse-team-for-ip-practice-258184.aspx>>

²⁰ For example, see the detailed explanation of the application process provided by IPONZ here: <https://www.iponz.govt.nz/about-ip/patents/apply/>. The guidance notes that preparation of a patent

filers are able to register for an IPONZ log-in as part of the Government's broader RealMe online programme, which gives them full access to the IPONZ case management facility. In FY2019 self-filings accounted for [] of all patent applications. The proportion of self-filing has been very stable in recent years, as follows:

Table 3: Self-filing patent activity in New Zealand

[]

105. The growth in in-house capacity has been the subject of industry comment and analysis, with a clear asymmetric transfer of patent attorneys from listed entities to in-house, corporate or government roles. In the 25 months ending February 2020, nine patent attorneys (across Australia and New Zealand) moved in-house from a listed entity firm, while only two moved in the other direction.²¹

No impact on potential for unilateral and coordinated effects

106. For the reasons set out above there is no potential for the Proposed Transaction to have unilateral effects on competition in the patent services market.

Summary and conclusion

107. For the reasons set out in this application, AJ Park's acquisition of the Baldwins assets will not be likely to substantially lessen competition in any market, including the patent services market. After the acquisition, AJ Park and other IPH firms will continue to be constrained by QIP, James & Wells and other suppliers of patent services based in both New Zealand and Australia.
108. Accordingly, AJ Park requests that the Commission grant clearance for its acquisition of the Baldwins assets.

specification is complex – but as described in paragraph 26, the specification makes up only part of the filing-prosecution-maintenance lifecycle, and it is also possible to file a provisional application without a specification.

²¹ Patentology, 'New Practices Arise, as Over 20% of Australian and New Zealand Patent Attorneys Change Jobs in Just Two Years', 17 February 2020 <<https://blog.patentology.com.au/2020/02/new-practices-arise-as-over-20-of.html>>.

DECLARATION

I, **Andrea Dickens** have prepared, or supervised the preparation of, this notice seeking clearance.

To the best of my knowledge, I confirm that:

- all information specified by the Commission has been supplied;
- if information has not been supplied, reasons have been included as to why the information has not been supplied;
- all information known to me that is relevant to the consideration of this notice has been supplied; and
- all information supplied is correct as at the date of this notice.

I undertake to advise the Commission immediately of any material change in circumstances relating to the notice.

I understand that it is an offence under the Commerce Act to attempt to deceive or knowingly mislead the Commission in respect of any matter before the Commission, including in these documents.

I am a director of AJ Park IP Limited and am duly authorised to submit this notice.

Andrea Dickens



16/06/2020

Signature

Date

Attachment A: Schedule of Confidential Information

1. Confidentiality is sought in respect of the information in this application that is contained in square brackets. Confidentiality is sought for the purposes of section 9(2)(b) of the Official Information Act 1982 on the grounds that:
 - 1.1. the information is commercially sensitive and valuable information which is confidential to the participants; and
 - 1.2. disclosure would be likely unreasonably to prejudice the commercial position of the participants, as the parties providing the information.
2. AJ Park and Baldwins request that they are notified of any request made to the Commission under the Official Information Act 1982 for release of the confidential information. AJ Park and Baldwins also request that the Commission seek and consider AJ Park and Baldwins' views as to whether the information remains confidential and commercially sensitive at the time responses to such requests are being considered.
3. The foregoing equally applies in respect of any additional information provided to the Commission, in connection with this application, that is expressed to be confidential.

Attachment B: Schedule of Key Customers

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Attachment C: Transaction Documents

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Attachment D: IPH Limited Group Structure Chart

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Attachment E: Baldwins Group Structure Chart

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Attachment F: []

Attachment G: IPH Limited Financial Accounts

The financial accounts of IPH Limited are available at <https://www.iphltd.com.au/investor-information/>

Attachment H: New Zealand patent application process

The following flowchart is available on AJ Park's website at

<https://www.ajpark.com/assets/Uploads/Resource/Protecting-your-invention-in-New-Zealand-2.pdf>

New Zealand patent application process

