



**Dawn McKnight**

**Partner**



**Areas of Law:** Corporate, Commercial and Intellectual Property

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## **Background**

Dawn is a Partner in the firm's Corporate/Commercial Teams at Carson McDowell LLP and is head of the firm's Non Contentious Intellectual Property Team and its Tech Sector Team.

Dawn is well experienced in advising on: business disposals and acquisitions; private equity matters; partnership law; commercial contracts (franchise, distribution, agency, etc); foreign direct investment; and non contentious intellectual property matters (licensing, assignment, applying for trade marks, copyright matters, etc.).

Dawn became a Partner in February 2010 and is a member of the Institute of Directors, Momentum, the Association of Partnership Practitioners and the Northern Ireland Intellectual Property Association.

## **Experience**

### **(i) Mergers and Acquisitions**

- Advising Charles Hurst Limited (a wholly owned subsidiary of Lookers plc) in relation to its acquisition of Fleet Financial (NI) Limited.
- Advising the shareholders of the Dawson Whyte Insurance Brokerage Group in relation to their disposal of the Group to the Towergate Group.
- Advising Bettercare Keys Limited in relation to various acquisitions including the business and assets of 7KS Limited and the business and assets of Cromlet Care LLP in Scotland by means of a new joint venture company formed with the vendor.

- Advising Innovation Ulster Limited in relation to various disposals, including the disposal of the business and assets of Flex Language Services Limited and the sale of its shareholding in Sophia Search Limited.
- Advising Goldblatt McGuigan on its acquisition of various accountancy practices in Northern Ireland.

**(ii) Private Equity & Joint Ventures**

- Advising Innovation Ulster Limited (a wholly owned subsidiary of University of Ulster) on its investment in various spinout companies, including, Tactility Factory Limited, SISAF Limited, Sophia Search Limited.
- Advising University of Ulster in relation to a joint project undertaken in partnership with Bombardier Aerospace and Queens University Belfast for the creation of an NI Centre of Academic Excellence for Composites Research and advising particularly on the contractual and constitutional arrangements for the various corporate vehicles (a private limited company and a limited liability partnership) incorporated for the project.
- Advising AirPOS Limited in connection with various funding rounds led by E-Synergy and other private investors.
- Advising Vertical Wind Energy Limited in relation to multiple funding rounds (equity and loan notes) (£2.7m in aggregate) such rounds being led by the likes of Viridian Growth Fund, Nitech Growth Fund, The North East Co-Investment Fund Limited Partnership, the South East Seed Fund, and the Halo Business Angels EIS Fund.
- Advising William and Henry Alexander (Civil Engineering) Limited in connection with a joint venture, Gael Force Renewables Limited, entered into with Barr Limited and McLaughlin & Harvey Limited regarding the construction of various wind farms for SSE Renewables Limited.

**(iii) Intellectual Property**

- Advising Innovation Ulster Limited in relation to the appropriate forms of intellectual property and knowhow licences to adopt with various of its spinout companies, including Tactility Factory Limited, Sophia Search Limited, Axis Composites and Heartscape Limited.
- Innovation Ulster in connection with various Intellectual Property Licences including a patent and know-how licence to be entered into with the Valspar Corporation, an evaluation licence with option agreement entered into with Novartis Institute for

Biomedical Research, a licence for evaluation purposes entered into with Provita Eurotech and an evaluation licence with option agreement entered into with Eli Lilly Inc.

- Assisting Chain Reaction Cycles Limited with the management of its trademark portfolio, including assisting with the acquisition of various trademarks and the associated assignments and filing additional trade mark applications for the strengthening of the company's brand in existing and rising key territories.
- Advising Vion Food Group (Asda) on breach of certain of its trademark rights by a third party and associated breach of IP Licence.
- Advising Belfast Harbour Commissioners regarding an allegation that it infringed the copyright of a third party supplier, AD Bates, by its inclusion of certain materials in a tender run for the provision of dredging services.
- Advising SISAF in relation to various matters including: a Topical Dermatological Evaluation and Option Agreement to be entered into with Microbide Limited regarding use of SISAF's patented technology in conjunction with Microbide's Technology for the treatment and mitigation of dermatological infectious skin and nail disorders; an Evaluation Licence and Option Agreement with Silicaine Limited as part of a joint venture with Silicaine for the evaluation of SISAF's technology for trans-dermal transportation of local anaesthetics in humans.
- Advising University of Ulster in relation to its Ordinances and the various Intellectual Property Policies and Procedures for staff, research students and undergraduates and advising as to revisions necessary to ensure a consistent approach across such documents.
- Advising Queen's University Belfast over an 18 month period on 65 separate matters regarding the various partnerships, contractual collaborations and sponsorship agreements entered into with other HE institutions and the private sector, including advice on the Lambert Agreements.

**(iv) Commercial Contracts**

- Advising Chain Reaction Cycles in relation to various contractual matters including: agreements to be entered into with riders joining the Chain Reaction Cycles Team; an agreement with Upsolut GmbH regarding the World Triathlon Series; an agreement with the organisers of the Tour of Britain Event; an agreement with Century TV re sponsorship of ITV4's "The Cycle Show" series; various agreements with manufacturers for the distribution of cycles in agreed territories.

- Advising Belfast Harbour Commissioners in relation to various contractual matters including: a hire purchase agreement to be entered into with McMullan Shellfish for the ultimate sale of the Donegall Quay Seacat Pontoon; pro forma contract for the purchase by the harbour Commissioners of various goods and services; issues arising in relation to a series of IT contracts to be entered into with Redstone Open Networks Limited for provision of a uniquely designed, open access fibre optic telecommunication network for the Titanic Quarter Project.
- Advising Southern Regional College on the terms of a contract for the provision of cleaning and catering services.
- Advising NIRAN Limited (a company operated jointly by 3 Higher Education Institutions and 6 Further Education Colleges) on an IT contract for a new Regional Area Network for the tertiary education and public sector in Northern Ireland (the Joint Academic Network).
- Advising the Northern Ireland Audit Office in connection with the terms and conditions of contract for its appointments of chartered accountants.
- Advising High Life Diners Club on the UK Distance Selling Regulations for their web and app based sales solutions.

**(v) Data Protection**

- Advising University of Ulster on the Data Protection Act issues arising in relation to an agreement for the sharing of personal data between the Ulster, Queens and the PSNI.
- Advising Belfast International Airport ("BIA") by providing training for its senior management on BIA's Data Protection obligations to the public, employees and subcontractors re use of its CCTV systems and advising BIA on a dispute regarding a personal data access request from a resident airline.
- Advising Funky Monkeys Play Centres Limited in connection with a Data Processing Agreement with a customer payment system.
- Advising Translink in relation to third party disclosure requests by the Department of Social Development regarding an investigation of fraud by a DSD employee.
- Advising Belfast Harbour Commissioners as regards disclosure of employee information to the Police Service of Northern Ireland regarding carriage of personal safety weapons by BHC's private police force.

**(vi) Partnership Law**

- Advising one of the partners of Platinum Financial Planning in relation to dissolution of the partnership and transfer of the business and assets into a new trading company.
- Advising the partners of several partnerships on matters in dispute and the dissolution of their respective partnerships.
- Advising Lorne Campbell in connection with the dissolution of Campbell & Campbell Chartered Accounts, the transfer of the business to the outgoing partners and the onward sale of Lorne's portion of the business and assets to DNT Chartered Accountants.
- Advising an incoming member of Kennedy Fitzgerald LLP in connection with his accession as a Designated Member of the LLP.
- Advising a number of GP Practices and Veterinary Practices as regards the terms of their Partnership Agreements.

**Testimonials by Legal Guides**

**Chambers Guide to the Legal Profession 2014:**

**Intellectual Property**

Rank: Band 1

The Team is "equally well equipped to handle both contentious and non-contentious matters. Expertise in a diverse range of matters, including licensing of advanced engineering technologies, spin-offs and acting for developers of mobile phone applications".

Commenting on the team's international ability, clients are quoted in the guide as saying that they Team, "produce a very high quality of work, and are always timely. Carson McDowell has a global network of connections."

Dawn McKnight is best known for her work on non-contentious matters, particularly within the technology sector. She is described by one client as "*flexible, proactive and knowledgeable - she operates within timescales set down and is always attentive to our needs.*"



## **Partnerships**

The Team has a "client base of medical and business professionals. Sought out for accessions and dissolutions. Contentious practice emphasises out-of-court dispute resolution."

Dawn McKnight leads the team and receives acclaim for being "very helpful and very prompt." She has a long-standing reputation in this arena.

## **Corporate/M&A**

The Team, "advises on acquisition and disposal transactions, shareholders' agreements and joint ventures, with a focus on the renewables and technology sectors."

Breadth of services: "It provides a full spectrum of legal services and has people with the right expertise."

Responsiveness: "You can lift the phone any time and the team will make itself available."

Market standing: "A very capable firm with a good team."

## **Legal 500 2013:**

### **Intellectual Property**

"Within Intellectual property, Carson McDowell is a first tier firm."

"Dawn McKnight is recommended for non contentious work."

### **IT & Telecoms**

"Within IT and telecoms, Carson McDowell is a third tier firm."

"Carson McDowell advises on IT issues in the context of M&A and commercial transactions. It advised NuLogic Software Limited on licensing matters, and is advising Schrader Electronics in relation to the BT virtualisation project. Dawn McKnight is the name to note."