PREFACE

We are pleased to offer this book as a concise and authoritative source on trade secrecy in international transactions. It is intended as a starting point for research and as a handbook for understanding and approaching the laws pertaining to trade secrets and confidential (or undisclosed) information throughout the world. It is unique in that it provides a careful and balanced view that integrates a macro-level explanation of the international framework for protecting trade secrets and other proprietary information with a micro-level analysis of the trade secret laws of eight representative countries, including the United States.

Because the trade secret law of the United States is often promoted as the international standard for trade secret protection, this book provides a detailed explanation of the scope and limits of trade secret law in the United States. This explanation of the US system then serves as the basis to organize, compare and understand the parallel laws of Brazil, Canada, China, India, Japan, Mexico and the United Kingdom. It is also the first book to present an in-depth analysis of the European Union Directive on trade secret law that compares the proposed Directive (as amended by the EU Council) with the trade secret principles of the United States.

In a well-organized and easy to read manner, this book provides practical advice on how businesses can enhance trade secret protection and enforcement while engaging in global commerce. One of its valuable contributions is the presentation of a suggested process for learning, understanding and applying the trade secret laws of other countries, including information about the various legal systems of the world. It is filled with insights about international trade secret law, including observations about the increased attention being paid to trade secret principles by policy-makers on both sides of the Atlantic and the Pacific.

The general organization of the book follows a logical and analytical approach to understanding international trade secret law, organized into two parts. Part I begins with an introduction and road-map to understanding trade secret law and the importance of trade secrets to global commerce. It then follows with an explanation of the TRIPS Agreement and its relevance in setting basic standards for countries to protect undisclosed information. The book then introduces and explains the US approach to trade secrecy based upon the Uniform Trade Secrets Act. Topics covered include: (1) the scope of trade secret protection; (2) the requirements for establishing trade secret rights; (3) the legal and policy limitations of trade secret protection; (4) the essential elements of a claim for trade secret misappropriation; (5) major defences; and (6) available remedies. Part I ends with another unique feature of this book. It addresses the challenges of protecting trade secrets in dealings with the government and discusses data exclusivity issues related to the required submission of information to government

officials as part of a regulatory process. The data exclusivity issues often, but not always, interrelate with trade secrecy concerns as well as government transparency and free competition interests.

In Part II of the book, the general framework and areas discussed under US law are then applied individually to seven countries. Part II first discusses the basic features of both common law and civil law systems and then discusses the specific legal traditions and trade secret principles of three common law countries and four civil law countries. The discussion for each of the featured countries is organized around the key issues of most relevance to practitioners. These include: (1) an overview of the country's legal system, including whether or not it is a civil or common law country; (2) the contours of its trade secret law; (3) principles governing trade secrecy in employment relationships; (4) principles governing trade secrecy in business relationships; (5) the criminal consequences for trade secret misappropriation; and (6) general information concerning the rules and practice for litigating trade secret disputes. Appendix 1 to the book is an analysis of the proposed EU Trade Secret Directive as compared to US law. Appendix 2 is a reprint of the EU Trade Secret Directive as originally proposed in November 2013, with EU Council amendments from May 2014 interposed therein. Thus, it is a handy and useful reference for determining both the details of the Directive and the issues that were of concern to the EU Council. Both Appendices can also be used to compare and contrast the proposed EU Directive to the laws of non-EU countries.

We hope that this book will serve as a valuable resource concerning the questions and issues that arise about trade secrecy while doing business across borders and as a guide for policy-makers who are seeking to amend the trade secret laws of their country. At a minimum, it will help attorneys throughout the world to understand basic trade secret principles and to assist their clients to institute the 'reasonable efforts' that are typically necessary to protect trade secrets.

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