

**IN THE UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION**

VENN THERAPEUTICS,
Plaintiff,

vs.

CORBUS PHARMACEUTICALS
HOLDINGS, INC.

Defendant.

Case No.

**COMPLAINT AND DEMAND FOR A JURY TRIAL
PRELIMINARY AND PERMANENT INJUNCTIVE REQUESTED**

Plaintiff Venn Therapeutics sues Corbus Pharmaceuticals, Inc. and alleges as follows:

Introduction

1. Plaintiff Venn Therapeutics (“Venn”) is a pharmaceutical company that develops therapies for cancer and other diseases.
2. In the Fall of 2020, Venn entered discussions with Defendant Corbus Pharmaceuticals, Inc. (“Corbus”) regarding a potential partnership or acquisition. During these discussions, Venn shared with Corbus trade secrets and other proprietary information concerning two promising immunotherapy programs it was developing—one for cancer, the other for fibrosis. It did so subject to a non-disclosure agreement that prohibited Corbus from using Venn’s confidential information for any purpose other than its discussions with Venn.

3. After combing through Venn's proprietary information for months, Corbus told Venn it was not interested in moving forward with any partnership or acquisition. However, within weeks of cutting off ties with Venn, Corbus began using Venn's trade secrets and other proprietary information to develop competing immunotherapy programs for cancer and fibrosis.

4. Venn brings this case to stop Corbus' improper use of its trade secrets and to hold Corbus accountable for its misconduct.

Parties

5. Venn is a limited liability company organized under the laws of Ohio with its principal place of business in Tampa, Florida.

6. Corbus is a corporation organized under the laws of Delaware with its principal place of business in Norwood, Massachusetts.

Jurisdiction and Venue

7. This Court has federal question jurisdiction over this action under the Defend Trade Secrets Act of 2016, 18 U.S.C. § 1831, *et seq.*, pursuant to 28 U.S.C. § 1331.

8. This Court has supplemental jurisdiction over the state law claims under 28 U.S.C. § 1367 because the state law claims are related to the claim in this action within the Court's subject matter jurisdiction and they form part of the same case or controversy under Article III of the United States Constitution.

9. In addition, this Court has subject matter jurisdiction under 28 U.S.C. § 1332 because the parties are citizens of different states and the amount in controversy is greater than \$75,000.

10. This Court has personal jurisdiction over Corbus because Corbus does business in Florida, regularly conducts business within this state and district, and negotiated with and took actions that harmed Venn, which is headquartered in this District in Florida, and because the information and other property and rights at issue are situated within this District. Corbus purposefully availed itself of this forum by, among other things, conducting business within Florida; conducting negotiations with and causing harm to Venn, which is headquartered in Florida; conducting those negotiations through its head of business development, Dylan Wenke, who was located in Florida throughout the majority of the negotiations; negotiating for Venn's information and property rights which are situated in Florida; and misappropriating Venn's trade secrets and confidential information which are situated in Florida.

11. This Court's exercise of personal jurisdiction over Corbus is consistent with the Constitutions of the United States and the State of Florida.

12. Venue is proper in the Middle District of Florida pursuant to 28 U.S.C. §1391(b)(2) because a substantial part of the events or omissions giving rise to the claims occurred in this District. Venn is headquartered in this District, and Venn's information and property rights at issue are situated within this District. In addition, Dylan Wenke, head of business development at Corbus and one of the primary points

of contact during discussions between Venn and Corbus, was located in this District while the majority of the discussions between Venn and Corbus occurred.

Facts

I. Venn developed confidential and trade secret information regarding its immunotherapy programs based on antibodies VTX-001 and VTX-002.

13. In April 2018, Venn licensed rights to a monoclonal antibody from the University of California. Venn gave that antibody the code-name VTX-001.

14. VTX-001 inhibits cancer growth by inhibiting a cell receptor called integrin $\alpha\beta 8$. Integrin $\alpha\beta 8$ plays a key role in tumor cell growth.

15. From April 2018 through the present, Venn has had exclusive rights to develop VTX-001 for commercial purposes.

16. Since it licensed VTX-001, Venn has spent over three years and millions of dollars developing a promising immunotherapy for cancer based on VTX-001.

17. During Venn's development process, Venn conducted numerous experiments and made many strategic decisions about how to make its immunotherapy program based on VTX-001 successful.

18. One important aspect of drug development is effectiveness, i.e., how potent the drug is at treating the target disease. Venn performed numerous experiments testing the effectiveness of VTX-001 at inhibiting integrin $\alpha\beta 8$. The results showed that VTX-001 was highly effective.

19. A second critical component of drug development is safety. Many potential drugs that exhibit strong potency fail because they are also unsafe to use.

Venn performed numerous experiments testing the safety of VTX-001, including animal testing. The results showed that VTX-001 was safe, even at high concentrations.

20. A third important part of drug development is developing parameters for the design, manufacture, and administration of the drug, particularly at a large scale. Identifying these parameters is commonly known as “Chemistry, Manufacturing, and Controls,” or “CMC.” Through a laborious CMC process, Venn identified parameters for the design, manufacture, and administration of an immunotherapy based on VTX-001 under which it could be manufactured and administered reliably at scale.

21. In addition, Venn designed a detailed protocol for Phase I clinical trials of an immunotherapy based on VTX-001. Phase I clinical trials are the first phase of human testing and a critical stage of the drug development process.

22. Separate from its VTX-001 cancer program, Venn also was developing an immunotherapy for fibrosis based on a molecule code-named VTX-002. Fibrosis is a pathological wound healing process that results in scarring and can disrupt organ functionality.

23. Like VTX-001, VTX-002 is a monoclonal antibody that binds to integrin cell receptors. Unlike VTX-001, however, VTX-002 targeted two integrins, not just one. VTX-002 targeted both integrin $\alpha\beta6$ and integrin $\alpha\beta8$.

24. Venn’s strategy of targeting both integrins with a single antibody was novel, and the result of Venn’s scientific and creative thinking. Until the Spring of 2021 (when, as alleged below, Corbus began developing a similar fibrosis program by

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