APPLICATION

This application will be reviewed by a committee that will render a decision, or request additional information, within 11 business days (approx. two weeks) of receipt of the application. Should additional information be requested, once it is received in a timely fashion (four business days) by the committee, a decision will be rendered within 20 business days (approx. four weeks) of receipt of the application. The committee will consist of (1) The dean of the Rady School of Management (or their designee), (2) the Vice Chancellor of Research (or their designee), (3) The appropriate dean Health Sciences (the dean of the School of Medicine or the dean of the Skaggs School of Pharmacy and Pharmaceutical Sciences, or their designee), (4) the PI of the invention to be licensed (or their designee), unless they have a qualifying conflict of interest with the start-up, then the fourth member of the committee shall be the department chair of the PI (or their designee). Should any other member of the committee have a qualifying conflict of interest, their place on the committee shall be taken by an appointee designated by the remaining members of the committee. The Director of the Conflict of Interest Office will be an ex officio member of the committee. The licensing officer responsible for managing the invention will be an ex officio member of the committee. TTO will provide the committee with the express written input from all inventors of the selected invention that are UC employees as of the date of this application.

This application may be used for any invention marketed by UCSD that has claims directed to the physical sciences or engineering but only those that have inventors that are (1) obligated to assign patent rights to The Regents of the University of California, (2) employed at the San Diego campus of the University of California (unless otherwise waived), and (3) are not encumbered by any other legal obligation that would involve modifying the license (e.g. (a) a dual appointee with the VA, or (b) an HHMI employee). The license will not be available for any life science application, including therapeutics and diagnostics. If more than one invention is desired, the committee will consider such a request prior to considering the specifics of the application, and may elect not to offer this express license opportunity to the applicant. This opportunity to obtain an express license is open only to start-ups for which the UCSD invention is the foundational invention, and which have incorporated as a C corporation.

If the application is approved, the result of this process will be a partially executed license as posted to the Express License web page hosted by invent.ucsd.edu. Applicant will have the opportunity to execute the license “AS IS.” No negotiation or subsequent request for amendment will be entertained by the university.

This document and any attachment are subject to California Public Record Act requests.

This express license is part of a pilot program and will be re-evaluated in the near future.
GENERAL INFORMATION

<table>
<thead>
<tr>
<th>Will the company be based in San Diego?:</th>
<th>YES</th>
<th>NO</th>
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<tr>
<td>Will the company be based in California?:</td>
<td>YES</td>
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<tr>
<td>Will the company be based in the United States?:</td>
<td>YES</td>
<td>NO</td>
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Name and address of venture:

Legal Status of new venture:

Management team:

Capitalization Table:

Is a University of California employee(s) part of the new venture, or may become part of the new venture in the foreseeable future? If so, who is that employee(s)?

Desired territory of the license:

Desired field of the license (no broader than “vaccines, drugs, or therapeutics to prevent or treat disease”):

Desired upfront consideration: (a) Cash (b) Convertible note

Invention (UCSD Case Number(s) and title(s))

Desired Effective Date of license (within 30-60 days of submitting application)

Do you have a Confidential Disclosure Agreement with UCSD for this invention? YES NO

Do you intend to seek FDA approval (and any foreign equivalent thereof) for any products under this license? YES NO

HUMANITARIAN OBLIGATIONS

1) Are you willing to consider this license as a means to address third world access to products on a compassionate basis? YES NO UNSURE

2) Are you willing to consider making the use of the products resulting from this invention in developing countries a part of your Corporate Mission Statement? YES NO UNSURE

3) Are you willing to consider making the use of the products resulting from this invention in developing countries a part of your Corporate Mission Statement? YES NO UNSURE
BUSINESS PLAN SYNOPSIS

List planned business activity leading to commercialization. You should at minimum include the following:

1. Have a corporate management team in place by: (date)

2. Have financing in the amount of _________ by_______ from______________
   (dollar) (date) (entity/individual)

3. Have non-contingent operating capital of __________ for R&D of licensed products by __________.

4. Licensed Product Development Milestones for humans (generally based on construction and testing of prototype and/or stages of regulatory approval, and should address each indication), list milestones below or attach.

<table>
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[add or attach more as appropriate]

5. Licensed Product Development Milestones for animals other than humans (generally based on construction and testing of prototype and/or stages of regulatory approval, and should address each indication), list milestones below or attach.

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[add or attach more as appropriate]

6. Licensee shall commence with commercial sales of Licensed Product by: _________ (date)

7. What will be the applicant’s largest expense over the first year?
   First five years?

BUSINESS REFERENCES

Do you have any other active agreements with UC San Diego?

Do you have any other active agreements with UC (any campus)?

Please attach three statements from references for the management team that can speak to your relevant experience.

Please attach articles of incorporation (if applicable) and detailed business plan.