

SAMPLE TERMSHEET

UC Case No(s) _____

1/ Exclusive or Nonexclusive

2/ Field of Use

3/ US or Worldwide

4/ Upfront Fee (cash or cash + equity)

5/ Royalty Rate-----The royalty is applied to net sales.

6/ Minimum Annual Royalties----These typically escalate over a five-year period and then level out.

7/ Annual Maintenance Fees----These fees are paid annually prior to first commercial sale and discontinue continue once royalties are being paid.

8/ Milestone Payments----These are fees paid for major events such as filing of an IND, commencement of a certain phase of clinical trials, FDA approval or first commercial sale of a licensed product.

9/ Diligence Timeline--- The timeline should cover the major stages of development including first commercial sale of a licensed product for each field and a firm date for reaching each stage. If more than one field of use is selected in #2 above please provide a diligence timeline for each field. Please include budget for each phase of development.

10/ Reimbursement for past and ongoing patent expenses

11/ Sponsored Research. Is sponsored research in the inventor's lab contemplated? If so, how much and over what period of time?

For Start Ups

12/ Does the company have off campus lab space in which to develop the technology? Please detail.

13/ Funding. Please describe sources of funding and contemplated tranches---amounts and time lines. If possible include commitment letters.

14/ Management Team. Please provide names and CVs.