

TMHNA UNIVERSITY RESEARCH PROGRAM

PROPOSAL CONFIRMATION LETTER

A signed copy of this Proposal Confirmation Letter indicates that _____
of _____ has submitted a research proposal titled
_____ and accompanying documents (collectively,
the "Research Proposal Package") in response to the TMHNA University Research Program ("URP") call for proposals.

_____ hereby:

1. confirms that no confidential or proprietary information has been included in the Research Proposal Package, and that TMHNA and its affiliates cannot guarantee or maintain the confidentiality of the information set forth therein;
2. acknowledges that the Research Proposal Package may be reviewed and evaluated by TMHNA and its affiliates, along with their respective personnel and researchers, who will become knowledgeable of the information set forth therein;
3. represents and warrants that, to the best of its knowledge, the information set forth in the Research Proposal Package does not infringe, misappropriate or otherwise violate any intellectual property right worldwide or other right of any third party worldwide, including patent, copyright, trade secret, trademark, contractual, employment, or nondisclosure rights; and
4. agrees that (a) if the proposal is selected and funded by TMHNA, the research project will be carried out in accordance with an agreement (the "Sponsored Research Agreement") expected to be executed shortly after finalists for the URP are selected, and (b) unless otherwise agreed upon by the parties, such Sponsored Research Agreement will grant to TMHNA and its affiliates a fully paid up, royalty-free, non-exclusive, nonsub-licensable, non-transferable, irrevocable, worldwide license to make, have made on its behalf, use, offer to sell, sell, and import the technology and intellectual property developed under the Sponsored Research Agreement.

Very truly yours,

Signature:

