

Limited Use Label License

This Limited Use Label License specifically refers to the OXGENE proprietary plasmids listed in Schedule A. The purchase of any these (pALD) **Plasmids** from Aldevron provides a non-exclusive license and conveys to the buyer limited, non-transferable rights to use the Plasmids for **GMP Production and Research Purposes** but not for any **Competitive Purpose**, as such expressions are defined below, subject to the conditions set out in this Limited Use Label License Agreement. The use of any Plasmid for a Competitive Purpose is strictly forbidden.

Your right to use the Plasmids is subject to the following conditions and restrictions:

1. **“Plasmids”** means any and all of the OXGENE proprietary plasmids listed in Schedule A (sold as pALD plasmids by Aldevron), and (without limitation) any constructs, replications, portions, components, modifications, improvements or derivatives thereof.
2. **“Research Purpose”** means the use of the Plasmids for production of viral vector for research purposes,
3. **“GMP Production Purpose”** means the use of Plasmids for the manufacture of viral vector for therapeutic, diagnostic, prophylactic or other medicinal products intended for use in humans or non-human animals. If plasmids listed in Schedule A are used in the development of a molecule or any derivative of such molecule that is used in or administered to humans, then the production of such molecule shall be deemed to be GMP production.
4. **“Competitive Purpose”** means use of the Plasmids in (a) any use, directly or indirectly, in manufacturing and/or production of the Plasmids, or quality control; (b) any use to provide a service, information, or data for consideration; or (c) any use of the Plasmids or supply or offer to supply the Plasmids, whether on their own or as constituent parts of any other product or offering.
5. You may not use or transfer the Plasmids to any third party, for any Competitive Purpose.
6. The Plasmids, or materials made through use of the Plasmids, may be transferred by you to your legal affiliates or bona fide third-party contractors performing paid work on your behalf for your benefit, provided the use by such third-party contractors is limited to performance of work for you for a Research Purpose or GMP Production Purpose under the terms of this agreement.
7. **Transgene Plasmid – Right to Modify but not Produce** – plasmids pALD-LentiEGFP-K (Q6974) and pALD-LentiEGFP-A (Q1365) may be modified through genetic DNA manipulation to yield new plasmid derivatives. pALD-LentiEGFP-K (Q6974) and pALD-LentiEGFP-A (Q1365) and derivatives may be transformed, amplified and grown using standard molecular approaches solely as required to establish the new construct. Further transformation, amplification, and growth must be undertaken by Aldevron.
8. **Packaging Plasmids – No Right to Modify or Produce** – plasmids pALD-Rev-K (Q6972), pALD-VSV-G-K (Q6973), pALD-GagPol-K (Q6975), pALD-Rev-A (P6149), pALD-VSV-G-A (P6149), and pALD-GagPol-A (Q1550) may not be modified, re-transformed, grown, or expanded in any way.
9. Your right to use the Plasmids will terminate immediately if you fail to comply with these terms and conditions. You shall, upon such termination of your rights, destroy the Plasmids, and components and derivatives thereof in your control, and notify OXGENE of such in writing.
10. You may use derivatives of the plasmid **pALD-LentiEGFP-K (Q6974) and pALD-LentiEGFP-A (Q1365)**, to support the filing of a patent application in any country in the world that contains claims directed to derivatives of pALD-LentiEGFP-K (Q6974) or pALD-LentiEGFP-A (Q1365).
11. You may not use the **Packaging Plasmids pALD-Rev-K (Q6972), pALD-VSV-G-K (Q6973), pALD-GagPol-K (Q6975), pALD-Rev-A (P6149), pALD-VSV-G-A (P6189), and pALD-GagPol-A (Q1550)** to support the filing of a patent application in any country in the world that contains claims directed to the **Packaging Plasmids pALD-Rev-K (Q6972), pALD-VSV-G-K (Q6973), pALD-GagPol-K (Q6975), pALD-Rev-A (P6149), pALD-VSV-G-A (P6189), and pALD-GagPol-A (Q1550)**.

12. You may not deposit the Plasmids, or any derivatives thereof, in any publicly accessible, institutional, or centralized repository, be it profit or non-profit based, without the prior written approval of OXGENE (a trading name of Oxford Genetics Ltd).
13. For further information, and to discuss a commercial license, please contact legal@oxgene.com.

Confidential

Schedule A

<u>Research Grade</u>		<u>GMP-Source®</u>		<u>cGMP</u>	
Aldevron Item Number	Oxford Genetics Reference	Aldevron Item Number	Oxford Genetics Reference	Aldevron Item Number	Oxford Genetics Reference
5028B pALD Lenti Mix (Kan)	Q6972, Q6973, Q6975	5042B pALD-Rev-K	Q6972	5051B pALD-Rev-K	Q6972
5028-1600 pALD Lenti Mix (Kan)	Q6972, Q6973, Q6975	5042-10 pALD-Rev-K	Q6972	5051-10 pALD-Rev-K	Q6972
5029B pALD Lenti Mix (Amp)	P6149, Q1550, P6189	5042-5 pALD-Rev-K	Q6972	5052B pALD-GagPol-K	Q6975
5029-1600 pALD Lenti Mix (Amp)	P6149, Q1550, P6189	5043B pALD-Rev-A	P6149	5052-10 pALD-GagPol-K	Q6975
5030B pALD-LentiEGFP-K	Q6974	5043-10 pALD-Rev-A	P6149	5053B pALD-VSV-G-K	Q6973
5030-10 pALD-LentiEGFP-K	Q6974	5043-5 pALD-Rev-A	P6149	5053-10 pALD-VSV-G-K	Q6973
5030-5 pALD-LentiEGFP-K	Q6974	5044B pALD-GagPol-K	Q6975		
5031B pALD-LentiEGFP-A	Q1365	5044-10 pALD-GagPol-K	Q6975		
5031-10 pALD-LentiEGFP-A	Q1365	5044-5 pALD-GagPol-K	Q6975		
5031-5 pALD-LentiEGFP-A	Q1365	5045B pALD-GagPol-A	Q1550		
5032B pALD-Rev-K	Q6972	5045-10 pALD-GagPol-A	Q1550		
5032-10 pALD-Rev-K	Q6972	5045-5 pALD-GagPol-A	Q1550		
5032-5 pALD-Rev-K	Q6972	5046B pALD-VSV-G-K	Q6973		
5033B pALD-Rev-A	P6149	5046-10 pALD-VSV-G-K	Q6973		
5033-10 pALD-Rev-A	P6149	5046-5 pALD-VSV-G-K	Q6973		
5033-5 pALD-Rev-A	P6149	5047B pALD-VSV-G-A	P6189		
5034B pALD-GagPol-K	Q6975	5047-10 pALD-VSV-G-A	P6189		
5034-10 pALD-GagPol-K	Q6975	5047-5 pALD-VSV-G-A	P6189		
5034-5 pALD-GagPol-K	Q6975				
5035B pALD-GagPol-A	Q1550				
5035-10 pALD-GagPol-A	Q1550				
5035-5 pALD-GagPol-A	Q1550				
5036B pALD-VSV-G-K	Q6973				
5036-10 pALD-VSV-G-K	Q6973				
5036-5 pALD-VSV-G-K	Q6973				
5037B pALD-VSV-G-A	P6189				
5037-10 pALD-VSV-G-A	P6189				
5037-5 pALD-VSV-G-A	P6189				
