

ACTION REQUEST

Subject: Research Agreement between the University of Michigan and OncoFusion Therapeutics, Inc.

Action Requested: Authorization to enter into Research Agreement

Preamble:

A statutory conflict of interest situation was identified by the Office of Research and Sponsored Projects while reviewing the Proposal Approval Form which then triggered a review by the Medical School Conflict of Interest Board. A plan for management of the possible risks associated with the conflict of interest was then developed and approved by the Board and agreed to by the parties involved.

This proposed agreement ("Agreement") falls under the State of Michigan Conflict of Interest Statute because Arul Chinnaiyan, M.D., Ph.D., Shaomeng Wang, Ph.D., and Mr. William Brinkerhoff are all employees of the University of Michigan ("University"), and partial owners of OncoFusion Therapeutics, Inc. The law permits such an Agreement provided it is disclosed to the Board of Regents ("Regents") of the University of Michigan and approved in advance by a 2/3 vote.

Background:

Dr. Arul Chinnaiyan, a Professor in Pathology and Urology, Dr. Shaomeng Wang, a Professor in Internal Medicine, Pharmacology and Medicinal Chemistry, and Mr. Brinkerhoff, a mentor-in-residence in the Office of Technology Transfer are the partial owners of a for-profit company called OncoFusion Therapeutics, Inc. (the "Company"). The Company was formed to commercialize a variety of cancer therapeutic compounds and has acquired a license to a number of University of Michigan technologies. The Company wishes to fund a project entitled "BET Bromodomain Inhibitors" (ORSP#14-PAF05038) in Internal Medicine, under the direction of Dr. Wang. The purpose of this project is to discover and develop small-molecule inhibitors of the BET bromodomains for the treatment of human cancer, which will enable further development and application of the licensed technologies.

Agreement Terms:

The terms of the Agreement conform to University policy. The period of performance is two (2) years. The amount of funding is an amount not to exceed \$6,750,000. Since research projects are often amended, these agreements include provisions for changes in time, amount, and scope of each supported project. University procedures for approval of these changes will be followed and additional conflict of interest review will be done as appropriate.

Impact of the Agreement

The Agreement will support an effort by Dr. Shaomeng Wang to use his expertise and University laboratory, as well as other resources to further develop, screen and test important, novel cancer therapeutic compounds.

Recommendations:

This matter has been reviewed and approved by the Medical School Conflict of Interest Board. In light of this disclosure and our finding that the Agreement was negotiated in conformance with standard University practices, I recommend that the Board of Regents approve the University's entering into this Agreement with OncoFusion Therapeutics, Inc.

Respectfully submitted,



S. Jack Hu  
Interim Vice President for Research

April 2014