

Johnson, Janice C.

From: [Redacted]
Sent: Thursday, March 06, 2008 4:20 PM
To: Johnson, Janice C.
Subject: Licensing scenario

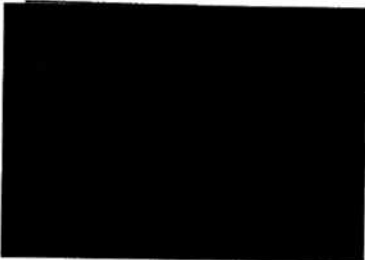
Janice,

Thanks for the call this afternoon. This is just a quick email to confirm our discussion that in a scenario in which Company A grants an "exclusive" license to Company B, but Company A retains the right to manufacture the product that is covered by the license, then the license is not sufficiently exclusive to be treated as the transfer of an asset for purposes of the HSR Act, and the transaction therefore would not be reportable. Please let me know if I've articulated this incorrectly or left anything out, and thanks again,

-Josh

The caller was informed that this proposed transaction is not reportable (i.e. not deemed to be an exclusive license) because Company A will retain its right to manufacture the product covered by the license.

J Johnson
MJ concurs



To comply with IRS regulations, we advise you that any discussion of Federal tax iss

For more information please go to [Redacted]

This email may contain material that is confidential, privileged and/or attorney wor