

# **AMENDMENT NO. 1 TO CLINICAL TRIAL AGREEMENT**

**Between**

**CardioPharm International, Inc.** ("Sponsor")

**and**

**Memorial Medical Center** ("Institution")

**Original Agreement Date:** January 15, 2022

**Amendment No. 1 Effective Date:** June 22, 2022

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## **RECITALS**

WHEREAS, Sponsor and Institution entered into a Clinical Trial Agreement dated January 15, 2022 (the "Agreement") for the conduct of Study Protocol No. CP-2847-301 (HEARTBEAT-3);

WHEREAS, Sponsor has issued Protocol Amendment No. 1 dated May 30, 2022, which adds a cardiac MRI at Visit 7 (Week 24) and extends follow-up from 52 weeks to 64 weeks;

WHEREAS, the parties desire to amend the Agreement to reflect the Protocol Amendment and associated budget adjustments;

NOW, THEREFORE, in consideration of the mutual covenants herein, the parties agree as follows:

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## **AMENDMENTS**

### **1. Protocol Update**

Section 2.1 of the Agreement is hereby amended to reference Protocol No. CP-2847-301, Version 2.0 dated May 30, 2022 (Protocol Amendment No. 1), which is attached hereto as Exhibit A-1 and incorporated by reference.

## **2. Study Timeline Extension**

Section 2.3 of the Agreement is hereby amended to read as follows:

*"2.3 Study Timeline. The Study is anticipated to be completed within twenty-two (22) months from Site Activation, including a twelve (12) month enrollment period and ten (10) month follow-up period."*

## **3. Budget Revision**

Exhibit B (Budget and Payment Schedule) of the Agreement is hereby deleted in its entirety and replaced with the revised Exhibit B-1 attached hereto as Attachment 1 to this Amendment No. 1.

The revised budget reflects the following changes:

- Addition of cardiac MRI at Week 24 (+\$800 per patient)
- Addition of two follow-up visits at Week 56 and Week 64 (+\$800 per patient each)
- Increase in per-patient total from \$18,500 to \$21,200

## **4. Site Budget Total**

The total estimated site budget increases from approximately \$408,100 to approximately \$462,100 based on 20 enrolled patients.

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## **GENERAL PROVISIONS**

### **5. Ratification**

Except as specifically modified by this Amendment No. 1, all terms, conditions, and provisions of the Agreement dated January 15, 2022, shall remain in full force and effect and are hereby ratified and

confirmed.

## **6. Counterparts**

This Amendment may be executed in counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

## **7. Governing Law**

This Amendment shall be governed by the laws of the State of Ohio, consistent with the Agreement.

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## **SIGNATURES**

### **CARDIOPHAM INTERNATIONAL, INC.**

By: \_\_\_\_\_

Name: Michael Rodriguez

Title: VP, Clinical Operations

Date: June 22, 2022

### **MEMORIAL MEDICAL CENTER**

By: \_\_\_\_\_

Name: Dr. Patricia Williams

Title: Director, Clinical Research Office

Date: June 22, 2022

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## **ATTACHMENT 1 TO AMENDMENT NO. 1: REVISED EXHIBIT B-1**

### **BUDGET AND PAYMENT SCHEDULE (REVISED)**

**Study:** HEARTBEAT-3 (Protocol CP-2847-301, Version 2.0)

**Site:** Memorial Medical Center

**PI:** Dr. Sarah Chen

**Enrollment Target:** 20 patients

**Budget Version:** 1.1

**Date:** June 22, 2022

### **SITE STARTUP COSTS (No Change)**

<b>Item</b>	<b>Amount</b>
IRB Submission & Approval	\$3,500
Regulatory Document Preparation	\$2,000
Site Initiation Visit	\$4,000
Site Activation Payment	\$5,000
<b>TOTAL STARTUP</b>	<b>\$14,500</b>

### **PER-PATIENT COSTS (REVISED)**

**Target Enrollment:** 20 patients

**Per-Patient Total:** \$21,200 (increased from \$18,500)

<b>Visit</b>	<b>Procedures</b>	<b>Payment per Patient</b>
Screening	Consent, vitals, ECG, echo, labs, medical history	\$2,200
Baseline/Randomization	Vitals, ECG, labs, drug dispensing	\$1,100
Week 4	Vitals, ECG, labs, drug dispensing	\$900
Week 8	Vitals, ECG, labs, drug dispensing	\$900
Week 12	Vitals, ECG, echo, labs, drug dispensing	\$1,600
Week 16	Vitals, ECG, labs, drug dispensing	\$900
Week 20	Vitals, ECG, labs, drug dispensing	\$900
Week 24	Vitals, ECG, echo, <b>cardiac MRI</b> , labs, drug dispensing	<b>\$2,400 (+\$800)</b>
Week 28	Vitals, ECG, labs, drug dispensing	\$900
Week 32	Vitals, ECG, labs, drug dispensing	\$900
Week 36	Vitals, ECG, echo, labs, drug dispensing	\$1,600
Week 40	Vitals, ECG, labs, drug dispensing	\$900
Week 44	Vitals, ECG, labs, drug dispensing	\$900
Week 48 (End of Treatment)	Vitals, ECG, echo, labs, safety follow-up	\$1,600
Week 52 (Follow-up)	Vitals, ECG, labs, safety follow-up	\$800
<b>Week 56 (Follow-up) - NEW</b>	<b>Vitals, ECG, labs, safety follow-up</b>	<b>\$800</b>

Visit	Procedures	Payment per Patient
<b>Week 64 (Final Follow-up) - NEW</b>	<b>Vitals, ECG, echo, labs, final safety assessment</b>	<b>\$1,600</b>
<b>TOTAL PER PATIENT</b>		<b>\$21,200</b>

**Total for 20 Patients:** \$424,000 (increased from \$370,000)

#### **SCREEN FAILURE PAYMENT (No Change)**

**Per Screen Failure:** \$1,200

**Estimated Screen Failures (30% rate):** 8 patients

**Estimated Screen Failure Total:** \$9,600

#### **SITE CLOSEOUT (No Change)**

Item	Amount
Close-Out Visit	\$3,000
Final Query Resolution	\$1,500
Drug Accountability & Return	\$500
Document Archival	\$1,000
<b>TOTAL CLOSEOUT</b>	<b>\$6,000</b>

#### **PASS-THROUGH COSTS (Revised)**

Institution may invoice for the following at actual cost with documentation:

- Central laboratory costs (pre-approved vendor)
- ECG reading fees (central ECG lab)
- Echocardiogram reading fees (core lab)
- **Cardiac MRI reading fees (core imaging lab) - NEW**
- Unscheduled visits required for safety monitoring

**Estimated Pass-Through Costs:** \$12,000 (increased from \$8,000 due to MRI core lab fees)

### **TOTAL SITE BUDGET (REVISED)**

<b>Category</b>	<b>Amount</b>
Site Startup	\$14,500
Per-Patient Costs (20 patients)	\$424,000
Screen Failures (estimated 8)	\$9,600
Site Closeout	\$6,000
Pass-Through Costs (estimated)	\$12,000
<b>TOTAL BUDGET</b>	<b>\$466,100</b>

### **PAYMENT TERMS (No Change)**

- **Holdback:** 10% of per-patient payments retained until LPLV + query resolution + closeout
- **Payment Schedule:** Net 30 from invoice receipt
- **Invoicing:** Monthly invoicing permitted for completed visits
- **Holdback Release:** Within 60 days of closeout completion

