

Notwithstanding any conflict to the contrary, the agreement between Kalyaneshwari and LPL and Medical North America, including the assignment of the assets, shall be between Kalyaneshwari, LPL and Medical North America, for the purpose of the transaction, and shall not be subject to any approval, ratification or endorsement by any third party, including any regulatory agency, and shall be binding on all parties thereto, and shall survive the termination or expiration of the agreement.