**Memorandum of Understanding**

**Between**

**Wellgen Medical Co., LTD and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

This Memorandum of Understanding (MOU) is entered into by and between Wellgen Medical Co., LTD, a Taiwan company located at A01, 4F, No. 10, Fuxing 4th Rd, Qianzhen District, Kaohsiung City, 806, Taiwan (hereinafter referred to as “Wellgen”), and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, located at \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (hereinafter referred to as “\_\_\_\_\_\_\_\_\_\_\_\_\_\_”).

**Purpose:** The purpose of this MOU is for the research development between both parties with regards to microscopic images generated by Wellgen, including, but not limited to, cytology smears for metastatic cancer (hereinafter referred to as “Microscopic Images”).

**Statement of Mutual Interests and Benefits:** Wellgen is launching an innovative platform that allows researchers to publish their algorithms in open science format. Wellgen is willing to offer Microscopic Images to \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ to get a research advantage, and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ is willing to provide their research in joint academic publications and open science format. We, the undersigned, have agreed on the contents of this MOU with the intention to discuss research business; nevertheless, it does not commit either party to have any licensing, exclusive distribution, or sales deal with the other one, nor restrict either party from developing business with any 3rd parties.

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| **Wellgen Medical Co., LTD**  SIGNED \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  NAME \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_    TITLE  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  DATE  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  SIGNED  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  NAME  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_    TITLE  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  DATE  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |