

Minutes of the University of Kentucky Research
Foundation Executive Committee Meeting
April 25, 2007

On April 25, 2007 the following recommendation was presented (via e-mail) to the UKRF Executive Committee for approval:

University Of Kentucky Research Foundation
EXECUTIVE COMMITTEE RESOLUTION:

That the Corporation be authorized to invest up to \$6,500,000.00 as paid in capital in Coldstream Laboratories, Inc. ("CLI"), and execute a corresponding stock subscription agreement, subject to the availability of funding, including but not limited to grants from the University of Kentucky. CLI will be authorized to use the capital for start-up and operational expenses necessary to pursue its role in pharmaceutical manufacturing at Coldstream.

BACKGROUND:

One of the Corporation's stated purposes is to make research and inventions available to the public. To that end, CLI has been formed to expand and commercialize pharmaceutical manufacturing, research and development in the Coldstream facilities formerly operated by the College of Pharmacy's Center for Pharmaceutical Science and Technology ("CPST"). To take full advantage of the manufacturing capabilities and commercial potential of the new building on the Coldstream campus, the Corporation desires to capitalize CLI. Working with CLI provides educational opportunities for the College of Pharmacy, and unique educational opportunities for its students, as well as unique collaborative opportunities for research projects.

CLI will seek to develop and expand the pharmaceutical manufacturing program and make it commercially viable, while maintaining a relationship with the College of Pharmacy via Educational Affiliation Agreements or other similar agreements that will enable the college to continue its goal of training students in this particular area of pharmacy. CLI will continue and expand upon the University of Kentucky's goal of transferring appropriate technology and programs to the public sector at such time as advancing the University's goal of assisting economic development efforts.

At present, it is anticipated that the capital will be transferred over the next twelve months, subject to the availability of funds.

Unanimous consent in writing was received from the Executive Committee.

Kumble R. Subbaswamy
Secretary, Executive Committee