



Transfer Agreement

THIS AGREEMENT made the 2nd day of May, 2012,

BETWEEN:

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF
BRITISH COLUMBIA, represented by the Minister of Health

Ministry of Health ("the Ministry")
1515 Blanshard Street
Victoria, BC V8W 3C8

OF THE FIRST PART

AND:

Centre for Drug Research and Development (the "Centre")
Third Floor - 2259 Lower Mall
University of British Columbia
Vancouver, BC V6T 1Z4

OF THE SECOND PART

WHEREAS:

The Ministry has the authority and wishes to provide a grant to the Centre, based on the terms and conditions hereinafter set forth.

The Centre is eligible for the grant as determined by the Ministry.

NOW THEREFORE In consideration of the premises and covenants and agreements set out in this Agreement and for other good and valuable consideration (the receipt and sufficiency of which is hereby acknowledged by the parties), the parties agree as follows:

Ministry of Health

1515 Blanshard St
Victoria BC V8W 3C8

PAYMENT OF FUNDS

The Ministry will disburse \$10 million to the Centre on the signing of this agreement.

Notwithstanding any other provision of this Agreement, in no event will the Ministry be or become obligated to the Centre pursuant to this Agreement for an amount exceeding, in the aggregate, \$10 million.

TERMS AND CONDITIONS

Notwithstanding any other provision of this Agreement, the provision of the grant pursuant to this Agreement is for the purpose outlined below.

PURPOSE

The Ministry will provide funding to the Centre to support the objectives outlined in the Centre's proposal to the Provincial government, dated December 12, 2011, and to achieve the Five Year Target Metrics attached as Appendix A.

The Centre agrees that the funding will be used for these purposes.


Upon request, the Centre will provide to the Ministry, a report in the form and manner prescribed by the Ministry, showing the expenditures made to date, the results achieved, the estimated future expenditures and the results expected to be achieved, from the \$10 million in funding provided by the Ministry.

IN WITNESS WHEREOF the parties hereto have executed this Agreement the day and year first above written.

SIGNED AND DELIVERED on
behalf of the Ministry of Health

SIGNED AND DELIVERED on
behalf of the Centre for Drug Research
and Development


Manjit Sidhu, CA
Assistant Deputy Minister
Financial and Corporate Services
Ministry of Health


Natalie Dakora
Chief Executive Officer CFO
Centre for Drug Research and
Development

Appendix A

Centre for Drug Research and Development

Five Year Target Metrics (2012 – 2017)

Indicator	Five-Year Target
New affiliations with research centres	10
Number of PIs engaged	250
Total number of projects initiated	125
International projects (technologies attracted to BC)	5
Technologies advanced towards commercialization	75
Patents successfully filed	12
Spin-off companies created	3
Technologies licensed to CDRD Ventures, Inc.	6
Technologies licensed to third parties	4
Trainees	100
Investment leveraged from the Federal Government	\$33 million
Direct foreign investment	\$33 million
Grants for BC researchers	\$48 million
Amount of incremental research conducted in BC	\$168 million
Jobs created	2,295
Contribution to Provincial Gross Domestic Product	\$126.4 million



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Transfer Agreement

THIS AGREEMENT made the 29th day of March, 2012.

BETWEEN:

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF
BRITISH COLUMBIA, represented by the Minister of Health

Ministry of Health ("the Ministry")
1515 Blanshard Street
Victoria, BC V8W 3C8

OF THE FIRST PART

AND:

Centre for Drug Research and Development (the "CDRD")
Third Floor - 2259 Lower Mall
University of British Columbia
Vancouver, BC V6T 1Z4

OF THE SECOND PART

WHEREAS:

The Ministry has the authority and wishes to provide a grant to the CDRD, based on the terms and conditions hereinafter set forth.

The CDRD is eligible for the grant as determined by the Ministry.

NOW THEREFORE in consideration of the premises and covenants and agreements set out in this Agreement and for other good and valuable consideration (the receipt and sufficiency of which is hereby acknowledged by the parties), the parties agree as follows:

Ministry of Health

1515 Blanshard St
Victoria BC V8W 3C8

PAYMENT OF FUNDS

The Ministry will disburse \$19 million to the CDRD on the signing of this agreement.

Notwithstanding any other provision of this Agreement, in no event will the Ministry be or become obligated to the CDRD pursuant to this Agreement for an amount exceeding, in the aggregate, \$19 million.

TERMS AND CONDITIONS

Notwithstanding any other provision of this Agreement, the provision of the grant pursuant to this Agreement is for the purpose outlined below.

PURPOSE

The Ministry will provide funding to the CDRD to support the objectives outlined in the CDRD's proposal to the Provincial government, dated December 12, 2011 and to achieve the Five Year Target Metrics attached as Appendix A.

The CDRD agrees that the funding will be used for these purposes.

Upon request, the CDRD will provide to the Ministry, a report in the form and manner prescribed by the Ministry, showing the expenditures made to date, the results achieved, the estimated future expenditures and the results expected to be achieved, from the \$19 million in funding provided by the Ministry.

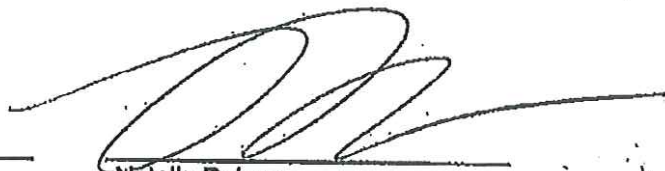
IN WITNESS WHEREOF the parties hereto have executed this Agreement the day and year first above written.

SIGNED AND DELIVERED on
behalf of the Ministry of Health

SIGNED AND DELIVERED on
behalf of the Centre for Drug Research
and Development



Manjit Sidhu, CA
Assistant Deputy Minister
Financial and Corporate Services
Ministry of Health



Natalie Dakers
Chief Executive Officer
Centre for Drug Research and
Development

Appendix A
Centre for Drug Research and Development
Five Year Target Metrics (2012 – 2017)

Indicator	Five-Year Target
New affiliations with research centres	10
Number of PIs engaged	250
Total number of projects initiated	125
International projects (technologies attracted to BC)	5
Technologies advanced towards commercialization	75
Patents successfully filed	12
Spin-off companies created	3
Technologies licensed to CDRD Ventures, Inc.	6
Technologies licensed to third parties	4
Trainees	100
Investment leveraged from the Federal Government	\$33 million
Direct foreign investment	\$33 million
Grants for BC researchers	\$48 million
Amount of incremental research conducted in BC	\$158 million
Jobs created	2,295
Contribution to Provincial Gross Domestic Product	\$126.4 million

December 12, 2011

The Honourable Pat Bell, Minister of Jobs, Tourism and Innovation
Province of British Columbia
P.O. Box 9068, Stn Prov Govt
Victoria, BC V8W 9L9

The Honourable Mike de Jong, Minister of Health
Province of British Columbia
PO Box 9050 Stn Prov Govt
Victoria, BC V8W 9E2

The Honourable Kevin Falcon, Minister of Finance
Province of British Columbia
PO Box 9048 Stn Prov Govt
Victoria, BC V8W 9E2

Dear Ministers:

**Re: Proposal to the Government of British Columbia for Support of The Centre for Drug
Research and Development (CDRD)**

CDRD management has recently had the pleasure of meeting with several members of the BC Government to discuss the development and implementation of our next five-year plan (2012-2017), with several additional meetings scheduled over the coming weeks. To contextualize those discussions, we are providing for your consideration, our formal request for funding as described in the attached

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As you know, CDRD was established in 2007 with support from the Provincial Government as a response to the increasing need to better translate academic discoveries into commercial successes. This meant advancing early-stage technologies to a point where the risk/reward ratio was improved such that the private sector would be sufficiently attracted to invest. By acting as this bridge between academia and the private sector, CDRD has played and continues to play a critical role in providing:

- Academia with a path for their health-related discoveries to be developed into new medicines;
- Industry with a pipeline of novel and pre-validated technologies leading to commercial success; and
- Government with the maximum return on its investment in health research.

We are pleased to report to you, as further described in the attached Briefing Note that we have been able to successfully realize the shared vision for CDRD between government, industry and academia; and have exceeded on delivering on each of our stated objectives. We have evolved to become a unique, national organization focused on providing solutions, and emerged as one of the world's leading drug development and commercialization organizations.

Our request for follow-on funding will allow the continued evolution of this national commercialization centre headquartered in British Columbia, and enable the following outcomes:

2259 Lower Mall, Third Floor
Vancouver, BC Canada V6T 1Z4
t. 604.221.7750 f. 604.221.7753
www.cdrd.ca

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Yours sincerely,



Natalie Dakers
President and CEO

cc: Dana Hayden, Deputy Minister of Jobs, Tourism and Innovation
Province of British Columbia
8th Floor, 1810 Blanshard Street
Victoria, BC V8T 4J1

Peter Milburn, Deputy Minister of Finance
Province of British Columbia
PO Box 9417 Stn Prov Govt
Victoria, BC V8W 9V1

Graham Whitmarsh, Deputy Minister of Health
Province of British Columbia
5th Floor, 1515 Blanshard Street
Victoria, BC V8W 3C8

Pages 9 through 12 redacted for the following reasons:

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Transfer Agreement

THIS AGREEMENT made the 19th day of March 2012.

BETWEEN:

Ministry of Health ("the Ministry")
1515 Blanshard St
Victoria BC V8W 3C8

OF THE FIRST PART

AND:

Genome British Columbia ("Genome BC")
500 - 555 W 8th Ave
Vancouver BC V5Z 1C6

OF THE SECOND PART

WHEREAS:

The Ministry has the authority and wishes to provide a grant to Genome BC, based on the terms and conditions hereinafter set forth.

Genome BC is eligible for the grant as determined by the Ministry.

NOW THEREFORE in consideration of the premises and covenants and agreements set out in this Agreement and for other good and valuable consideration (the receipt and sufficiency of which is hereby acknowledged by the parties), the parties agree as follows:

Ministry of Health

1515 Blanshard St
Victoria BC V8W 3C8

PAYMENT OF FUNDS

The Ministry will disburse \$10 million to Genome BC on the signing of this agreement.

Notwithstanding any other provision of this Agreement, in no event will the Ministry be or become obligated to Genome BC pursuant to this Agreement for an amount exceeding, in the aggregate, \$10 million.

TERMS AND CONDITIONS

Notwithstanding any other provision of this Agreement, the provision of the grant pursuant to this Agreement is for the purposes outlined below.

PURPOSES

The Ministry will provide funding to Genome BC to support human health genomics research.

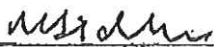
Genome BC agrees that the funding will be used for this purpose.

Upon request, Genome BC will provide to the Ministry a report in the form and manner prescribed by the Ministry, showing expenditures made to date and the estimated future expenditures, from the \$10 million funding provided by the Ministry.


IN WITNESS WHEREOF the parties hereto have executed this Agreement the day and year first above written.

SIGNED AND DELIVERED on
behalf of the Ministry of Health

SIGNED AND DELIVERED on
behalf of Genome BC



Manjit Sidhu, CA
Assistant Deputy Minister
Financial and Corporate Services
Ministry of Health



Dr. Alan E. Winter
President and Chief Executive Officer
Genome British Columbia



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28 March 11

DM Graham Whitmarsh

Graham,
many thanks - we very
much appreciate the
support. *HW*

Dr. Alan B. Winter
President and Chief Executive Officer
Genome British Columbia
500 - 555 W 8th Ave
Vancouver BC V5Z 1C6

Dear Dr. Winter: *Alan*

I am pleased to advise you that the Ministry of Health has approved a one-time grant of \$25 million for Genome British Columbia (Genome BC) to support human health genomics research as contemplated in Genome BC's 2010 - 13 Strategic Plan. This funding, combined with the \$50 million provided to Genome BC in 2008, means the Province has now provided \$75 million towards Genome BC's total funding request of \$85 million.

Enclosed is an unsigned Transfer Agreement (Agreement). Please sign the Agreement and return the original to:

Mr. Manjit Sidhu
Assistant Deputy Minister
Ministry of Health
4-4, 1515 Blanshard Street
Victoria, BC V8W 3C8

A signed copy of the Agreement will be returned to you for your records and the funds will be deposited directly into Genome BC's bank account shortly thereafter.

The Province is a strong supporter of Genome BC research and the programs set out in the Plan.

Thank you for your ongoing efforts in this regard.

Sincerely,

Graham Whitmarsh
Deputy Minister

Enclosures

Ministry of Health

Office of the Deputy Minister

5-3 1515 Blanshard Street
Victoria BC V8W 3C8

original to file
transitory copy circulated to
Gordon, Blair and Mark.

ms
Mar 28/11
Page 15

HTH-2012-00178

pc: Honourable Michael de Jong, Minister of Health
Honourable Pat Bell, Minister of Jobs, Tourism and Innovation
Ms. Dana Hayden, Deputy Minister, Ministry of Jobs, Tourism and Innovation



Transfer Agreement

THIS AGREEMENT made the 25th day of March 2011.

BETWEEN:

HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF
BRITISH COLUMBIA, represented by the Minister of Health Services

Ministry of Health ("the Ministry")
1610 Blanshard Street
Victoria BC V8W 3C8

OF THE FIRST PART

AND:

Genome British Columbia ("Genome BC")
500 - 555 West 8th Avenue
Vancouver BC V5Z 1C6

OF THE SECOND PART

WHEREAS:

The Ministry has the authority and wishes to provide a grant to Genome BC, based on the terms and conditions hereinafter set forth.

Genome BC is eligible for the grant as determined by the Ministry.

NOW THEREFORE in consideration of the premises and covenants and agreements set out in this Agreement and for other good and valuable consideration (the receipt and sufficiency of which is hereby acknowledged by the parties), the parties agree as follows:

Ministry of Health

1610 Blanshard St
Victoria BC V8W 3C8

[Signature]

PAYMENT OF FUNDS

The Ministry will disburse \$25 million to Genome BC on the signing this agreement.

Notwithstanding any other provision of this Agreement, in no event will the Ministry be or become obligated to Genome BC pursuant to this Agreement for an amount exceeding, in the aggregate, \$25 million.

TERMS AND CONDITIONS

Notwithstanding any other provision of this Agreement, the provision of the grant pursuant to this Agreement is for the purposes outlined below.

PURPOSES

The Ministry will provide funding to Genome BC to support human health genomics research as contemplated in Genome BC's 2010 - 15 Strategic Plan.

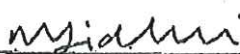
Genome BC agrees that the funding will be used for these purposes.


Upon request, Genome BC will provide to the Ministry, a report in the form and manner prescribed by the Ministry, showing the expenditures made to date and the estimated future expenditures, from the \$25 million funding provided by the Ministry.

IN WITNESS WHEREOF the parties hereto have executed this Agreement the day and year first above written.

SIGNED AND DELIVERED on
behalf of the Ministry of Health

SIGNED AND DELIVERED on
behalf of Genome British Columbia


Manjit Sidhu
Assistant Deputy Minister
Ministry of Health


Dr. Alan E. Winter
President and Chief Executive Officer
Genome British Columbia