

Institutional Conflict of Interest Management and Monitoring Plan: Cell Therapy Manufacturing Center

The University of Texas MD Anderson (MD Anderson), National Resilience, Inc. (Resilience) and the Cell Therapy Manufacturing Center (CTMC) are parties to a Joint Venture Framework Agreement, a Master Services Agreement, and a Transition Services Agreement (collectively, the Agreements). CTMC will provide certain cGMP manufacturing services to MD Anderson under a Master Services Agreement (Licensed Technology), and CTMC and MD Anderson may participate in certain collaborations, which would be documented by additional agreements.

MD Anderson and Resilience (or one of its affiliates) will have 50-50 interests in the CTMC. Resilience will contribute cash, software and certain know-how to the CTMC, which will be a limited liability company formed by the parties, and MD Anderson will contribute (1) a sublease to the cell therapy development and manufacturing lab space located at 2130 W. Holcombe Blvd. in Houston (Facility), (2) certain contracts, and (3) equipment and other assets.

Because MD Anderson is committed to the protection of human subjects and the effective management of its financial conflict of interest in relation to its research activities, MD Anderson has implemented an Institutional Conflict of Interest Management and Monitoring Plan (Plan) to manage and monitor the conflict of interest with respect to MD Anderson's conduct of the Studies. The Plan has been approved by the President of MD Anderson and the Executive Vice Chancellor for Health Affairs for The University of Texas System (EVC) and has been implemented by MD Anderson.

The Plan requirements include:

- Implementation of additional measures at or by MD Anderson for contract negotiations and execution, and reporting relationships.
- MD Anderson employees who have both a financial interest in the CTMC and will be involved in the conduct of the Studies will have a personal conflict of interest management plan covering their involvement of the Studies.
- Disclosure of MD Anderson's financial interest to participants in the Studies, to all members of the research teams who will work on the Studies, and in all publications and oral presentations concerning the Studies.
- Posting of this summary on MD Anderson's public website.
- Referral of any concerns/complaints related to MD Anderson's compliance with the Plan, or its financial conflict of interest, to The University of Texas System.
- Recusal of any MD Anderson Institutional Decision Maker who has a financial relationship with the CTMC or its known affiliates from negotiations with respect to any agreements or purchasing decisions.
- For any Clinical Trials, no creator of the licensed technology may serve as a Principal Investigator or Co-Investigator, nor may they enroll patients on said Clinical Trials.
- Third party monitoring of the eligibility criteria and safety and efficacy data for any Clinical Trial
- Oversight of Studies by an external Institutional Review Board (External IRB), including reporting to the External IRB by MD Anderson's Investigational New Drug (IND) Office when applicable.
- Engagement of a non-MD Anderson ethicist (External Ethicist) to address any questions or concerns that participants in the Studies may have pertaining to the MD Anderson financial interest and conflict of interest.
- Supply a copy of the Plan to the External IRB and External Ethicist.
- Review of safety and efficacy data of Studies that are clinical trials by an external and independent Data Safety Monitoring Board (External DSMB).
- Use of multi-institutional trials with a non-MD Anderson lead principal investigator for Studies that are Phase III or Phase II clinical trials aimed at gaining FDA approval under a new drug or biological license application.
- Monitoring activities related to the manufacture of Investigational Agents, if required for the Studies, by MD Anderson's IND Office.
- Reporting to the EVC by an External Contract Research Organization on Studies that are IND-enabling preclinical studies.

- Review and revision of the Plan as necessary with any amendments requiring EVC approval.
- Annual review of MD Anderson's compliance with the Plan by MD Anderson's Institutional Conflict of Interest Committee and MD Anderson Institutional Compliance, with a report of such review provided to The University of Texas System Ethics Officer.

Prepared October 14, 2024