

THE UNIVERSITY OF MICHIGAN  
REGENTS COMMUNICATION

REQUEST FOR ACTION

**Subject:** Regental Action Under the State of Michigan Conflict of Interest Statute

**Action Requested:** Authorize Execution of Investment Agreements Under the MINTS Program for MemryX Inc.

**Background**

In December 2011, the Board of Regents approved guidelines for the MINTS ("Michigan Investment in New Technology Startup") program.

The proposed investment agreements (the "Agreements") fall under the State of Michigan Conflict of Interest Statute because the listed Interested Individuals are employees of the University, have sufficient pecuniary interest in the Agreements as partial owners of the company, and are members of the Board of Directors. The law permits such an agreement provided it is disclosed to the executive officers and approved in advance by a 2/3 vote of the Board of Regents.

The parties to the Agreements include the University and the entity listed below. The University will receive an equity interest in the entity in return for its investment(s).

No use of University services or facilities, nor any assignment of University employees, is obligated or contemplated under the Agreements. Agreements standard for venture capital investing will be executed.

The Investment Office is seeking approval for financing agreements up to a total of \$5 million in potential investments (through one or more rounds of financing) under MINTS for the following startup:

MemryX Inc., founded in 2018 and headquartered in Ann Arbor, MI, focuses on developing RRAM-based in-memory computing (e.g. Memory Processing Units or "MPU"). This architecture has co-located memory/logic and high parallelism which addresses the current memory bottleneck and leads to orders of magnitude improvements in computing efficiency.

**Interested Individuals:**

Wei D. Lu, Ph.D., Professor  
Zhengya Zhang, Ph.D., Associate Professor

Departments of Electrical Engineering & Computer Science

We believe state law requirements have been met with the disclosure of the interest and formal appointment arrangements with the University of Michigan.

**We recommend** that the Board of Regents authorize execution of agreements between the University of Michigan and MemryX Inc., as set forth above.

Respectfully submitted,



Kevin P. Hegarty  
Executive Vice President and  
Chief Financial Officer

February 2019