

ACTION REQUEST

Subject: Research Agreement between the University of Michigan and Imago Biosciences, Inc.

Action Requested: Authorization to enter into Agreement

Preamble:

A statutory conflict of interest situation was identified by the Office of Research and Sponsored Projects while reviewing the proposed agreement which then triggered a review by the Medical School Conflict of Interest Board. A plan for management of the possible risks associated with any conflicts of interest was developed and approved by the Board and agreed to by the parties involved.

The proposed agreement ("Agreement") falls under the State of Michigan Conflict of Interest Statute because Professor James Engel is both an employee of the University of Michigan ("University"), and a shareholder of Imago Biosciences, Inc. ("Imago"). 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 Regents of the University of Michigan.

Background:

Dr. Engel, is Professor and Chair in the Department of Developmental Biology, Medical School, and is a shareholder of a for-profit company called Imago (the "Company"). The Company wishes to support a research project directed by Dr. Engel in the University's Department of Developmental Biology entitled "Testing derivatives of tranlycypromine that inactivate LSD1 at lower concentrations with fewer side effects" (ORSP# 13-PAF02650). The purpose of this project is to support the Company in developing and evaluating a novel oral agent for treating anemia by conducting testing and providing data results to the Company. UM personnel will provide technical and material support for the evaluation.

Agreement Terms:

The terms of the Agreement conform to University policy. The period of performance for the project is approximately one (1) year. The amount of funding support will not exceed \$22,147.

Impact of the Agreement

The Agreement will support an effort by Dr. Engel to use his expertise and his University laboratory, as well as other University resources to evaluate compounds on various cultures or inducing certain expressions and their effects on cell viability.

Recommendation:

This matter has been reviewed and approved by the Medical School Conflict of Interest Board. In light of the disclosure made in this document and our findings that the Agreement was negotiated in conformance with standard University practices. I recommend that the Board of Regents approve of the University's entering into this Agreement with Imago Biosciences, Inc.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Step Forrest", written over a horizontal line.

Stephen R. Forrest  
Vice President for Research

March 2013