

Amended and Restated Institutional Conflict of Interest Management and Monitoring Plan: Immatrics.

The University of Texas MD Anderson (MD Anderson) and Immatrics US, Inc. (Immatrics) are parties to a Collaboration and License Agreement that governs certain collaborative research to be conducted by MD Anderson and Immatrics and involves licensed subject matter (Licensed Subject Matter) licensed to Immatrics and under certain licenses and sublicenses (Agreements).

Under the Agreements, Immatrics will pay or issue to MD Anderson license fees in the form of cash payments and/or shares of common stock, running royalties on net sales of licensed products, milestone payments in the form of cash and/or shares of common stock, patent prosecution expenses, annual maintenance fees, a portion of sublicensing consideration and termination fees.

Dr. Patrick Hwu, M.D., Division Head, Cancer Medicine Administration Division, is an Institutional Decision Maker (IDM) under MD Anderson's Institutional Conflict of Interest Policy. Dr. Hwu serves as a consultant to Immatrics, has stock options in Immatrics, and may receive compensation from Immatrics for his consulting services.

Because of MD Anderson's Agreements, shares received under such Agreements, and the financial relationship between Dr. Hwu and Immatrics, MD Anderson has a financial conflict of interest in regards to its conduct of the research conducted using the Licensed Subject Matter (Studies).

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.

Prohibitive measures in the Plan include:

- Dr. Hwu or any other MD Anderson IDM will not be involved in any negotiations with Immatrics or its known affiliates with respect to sponsored research agreements, purchasing decisions or any other type of agreement,
- Dr. Hwu will not serve as principal investigator for the Studies,
- Dr. Hwu will not be involved in the approval or execution of contracts or agreements involving Immatrics on behalf of MD Anderson and the use of alternate arrangements for the processing of such agreements involving Immatrics for final approval and execution,
- Dr. Hwu will not be involved in any relevant discussions at Immatrics and MD Anderson except as specifically invited by MD Anderson as a content expert, and
- Dr. Hwu will not will supervise anyone whose institutional responsibilities include negotiations or decisions involving Immatrics or anyone who has a financial interest in or a financial relationship with Immatrics.

The Plan requirements include:

- MD Anderson employees who have a financial interest in Immatrics and who will be involved in the conduct of the Studies will also have a personal conflict of interest management plan covering their involvement of the Studies.
- Disclosure of MD Anderson's, and Dr. Hwu's financial conflict of 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,
- Disclosure of Hwu's financial conflict of interest, and the Plan, to individuals who report directly or are in the line of reporting to Dr. Hwu,
- 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,
- Payment of costs for External IRB oversight for any human subjects research Studies undertaken for and in collaboration with Immatrics and in which Dr. Hwu will be involved using funds from Immatrics, and/or Dr. Hwu's research account,

- 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 conflict of interest based on MD Anderson's or Dr. Hwu's financial relationship with Immatics,
- 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,
- Prompt reporting by Dr. Hwu to MD Anderson's Conflict of Interest Committee of any existing or proposed business relationship or research collaboration involving Immatics and MD Anderson,
- 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, and
- Annual review of MD Anderson's compliance with the Plan by The University of Texas Systemwide Compliance Officer, with a written report of the review from the External DSMB to be provided to the EVC.

Last updated 11/21/18