

Investment Agreement

Parties: This Agreement is entered into between Yefim (Jeff) Zhuk ("Inventor"), and [full name] ("Investor").

1. Individual Investment amount: \$[amount]

2. Received Patent Price: it is the amount of price received by the Inventor, for example, via the Patent Action agency.

Usually, the agency takes a percentage of the total price, for example, 20%, so Received Patent Price will be 80% of the total price.

Another possibility is licensing patent via the Patent Licensing agency, like Acacia Research Group.

If the agency takes 30% of the licensing price, Received Patent Price will be 70% of the total licensing price.

3. Investors: a group of Individual Investors.

3.1. Total Investment (TI): Sum of individual investments.

4. Benefits by Investors from the Received Patent Price and from the profit of development work:

4.1. Percent of ownership of the Patent (PoP) by Investors:

$TI / 5,000,000$ but not bigger than 75%; $PoP \leq 75\%$

For example, $TI = 1,000,000$; $PoP = 1,000,000 / 5,000,000 = 20\%$;

For example, $TI = 10,000,000$; $PoP = 10,000,000 / 5,000,000 = 200\%$ but according to the rule $PoP = 75\%$

4.2. Percent of ownership of development (PoD) by Investors:

$PoD = PoP / 3 \leq 25\%$; Percent of ownership of development (PoD) is three times less than PoP

For example, if $PoP = 20\%$; $PoD = 6.6\%$

For example, if $PoP = 75\%$; $PoD = 25\%$

5. Corporate Partnership opportunity: considered as acceleration of the development efforts.

5.1. The first three investors can enter into the Corporate Partnership Agreement (See the PartnershipAgreement.pdf)

5.2. Senior Partner: The first investor who invested amount more or equals \$200,000 will become a Senior Partner.

This can be one of the first three investors or any other investor who first invested that amount.

If Senior Partner is one of the three first investors, the next investor will be also awarded by Partnership opportunity.

The goal is to have four partners (including Senior Partner), which together with the Inventor can form the Board of Directors.

5.3. Partnership benefits and related corporate structure are described in the PartnershipAgreement.pdf and TermsAndCorporateStructure.pdf.

6. Individual Investor benefits:

Individual Investor will be awarded by the portion of the total amount based on its percentage of total investment.

For example, if the total investment is \$10,000,000 and individual investment is \$100,000,

that Individual Investor will be awarded by 1% of the amount coming to the investor pool from the Received Patent Price and from the profit from development work.

6.1. Corporate Partnership benefits:

6.1.1. Corporate Partners together with the Inventor will form the initial board of directors.

6.1.2. A Senior Partner will have additional voting power in the board of directors.

Partnership benefits and related corporate structure are described in the PartnershipAgreement.pdf and TermsAndCorporateStructure.pdf.

7. Opportunity for umbrella company established by the Inventor and Partners.

See the TermsAndCorporateStructure.pdf.

8. Governing Law: This Agreement shall be governed by the laws of the State of Colorado.

If/when Umbrella Company is established in a different state, this agreement shall be governed by that state.

9. Signatures: The parties agree to the terms of this Agreement as of the date signed below.

SIGNATURES

Inventor:

Yefim (Jeff) Zhuk

Signature: _____

Date: _____

Company:

Individual Investor:

By: [name]

Signature: _____

Date: _____