

CONFIDENTIAL AND FOR INSTRUCTIONAL PURPOSES ONLY

LEGAL DUE DILIGENCE CHECKLIST

LIST OF DOCUMENTS AND INFORMATION TO BE PROVIDED BY TARGET

I. CERTIFICATES AND REGISTRATIONS

Please provide the following updated certificates and registrations referring to the headquarters and other locations of the company (including locations that have already been shut down):

1. Property Tax Clearance Certificate (IPTU¹ and other taxes) - *Certidão de Tributos Imobiliários*
(relevant City Administration - *Prefeitura*).
2. Municipal Tax Clearance Certificate (ISS² and other taxes) - *Certidão de Tributos Mobiliários*
(relevant City Administration - *Prefeitura*).
3. State Tax Clearance Certificate - *Certidão de Tributos Estaduais*
(State Department of Finance – *Secretaria da Fazenda Estadual*).
4. Federal Tax Clearance Combined with Certificate of Non-Delinquency on Federal Debt - *Certidão Conjunta de Débitos Relativos a Tributos Federais e à Dívida Ativa da União*
(Internal Revenue Service - *Receita Federal*).
5. Account Statement - *Extrato de Conta Corrente*
(Internal Revenue Service - *Receita Federal*).
6. Social Security Clearance Certificate - *Certidão de Débitos Previdenciários (CND)*
(Internal Revenue Service - *Receita Federal*).
7. Statement of the debtor's account (CCREDEXT) and statement of each debt (CCRED), with the following specifications: user 3, type X, CNPJ Raiz (final 0000) - *Extrato de conta corrente do devedor (CCREDEXT) e extrato detalhado de cada débito (CCRED): usuário 3, tipo X, CNPJ Raiz (final 0000)*
(Internal Revenue Service - *Receita Federal*).
8. Statement called *Consulta Regularidades Contribuições Previdenciárias* issued by the Internal Revenue Service – *Receita Federal* regarding the status of the company's social security contributions (obtained via internet with the company's password). This

¹ Tax on Urban Land Property

² ISS – Tax on Services

statement is also referred to as “*Relatório de Restrições à Emissão da Certidão Negativa de Débitos*”.

9. Clearance Certificate from the Workers’ Severance Pay Fund - *Certidão do FGTS* (Federal Savings Bank - *Caixa Econômica Federal*).
10. Clearance Certificate of Labor Debts (created by Law 12,440/2011).
11. Clearance Certificate from the Registry of Protests - *Cartório de Protestos*.
12. Certificate from the State Courts - *Certidão do Distribuidor da Justiça Estadual*.
13. Certificate from the State/Municipal Tax Collection Courts - *Certidão do Distribuidor das Execuções Fiscais Estaduais/Municipais*.
14. Certificate from the Federal Courts - *Certidão do Distribuidor da Justiça Federal*.
15. Certificate from the Federal Tax Collection Courts - *Certidão do Distribuidor das Execuções Fiscais Federais*.
16. Certificate from the Labor Courts - *Certidão do Distribuidor da Justiça Trabalhista*.
17. Clearance Certificate from the Regional Superintendence Office of Labor - *Certidão da Superintendência Regional do Trabalho*.
18. Clearance Certificate from the Ministry of Labor Prosecution - *Certidão do Ministério Público do Trabalho*.
19. Tax Clearance Certificate specified in CADE Resolution No. 45/2007 - *Certidão de Dívida Ativa (CDA)*
(Brazilian Antitrust Commission - *Conselho Administrativo de Defesa Econômica - CADE*)
20. List and copy of any and all enrollments with federal, state and municipal bodies, including in relation to branches and other locations.
21. Proof of membership in the relevant professional associations (CREA³, CRM⁴ etc.), if applicable.

22. [INCLUDE OTHER AS NECESSARY DEPENDING ON BUSINESS OF TARGET]

³ Regional Board of Engineering and Architecture

⁴ Regional Board of Medicine

II. GENERAL MATTERS

1. Please inform the company's lines of business and whether any activity has been discontinued over the past 5 years.
2. Please outline briefly the company's operations, including information on the activities and purpose of all branches and other locations (e.g. warehouses and representation offices), whether they have been shut down over the past 5 years or not.
3. Please provide a corporate organizational chart describing the group to which the company belongs, indicating (i) the shareholders/members of that economic group, (ii) the control structure and (iii) the activities of the companies that belong to the group and how long they have been engaging in these activities.
4. Copy of the audited Financial Statements of the last financial year with explanatory notes.
5. Copy of the analytical balance sheet for the last period ended.
6. Description of bonds posted by the company to secure payment in legal or administrative proceedings, as well as provisions made by the company, always detailed separately for each proceeding. Please inform the criteria used for risk assessment for the purposes of creating or not a provision.

III. CORPORATE MATTERS

1. Copy of the company's bylaws/articles of association, as amended and consolidated, with proof of filing with the Board of Trade (or Civil Registry of Legal Entities, if applicable) and, if applicable, with other relevant authorities.
2. Please provide a list of all the company's shareholders/members, including: (i) the nationality of each shareholder/member, the number, type, class and benefits of the shares/quotas held and the convertibility or not of these shares/quotas into another type and the conditions for any such convertibility; and (ii) information on whether the investments of foreign shareholders/members have been registered with the Brazilian Central Bank, including the amount and date of registration. If the shareholder/member is an individual: (i) include in the list information on whether there is any probate or separation/divorce proceedings under way; and (ii) report on the status of the relevant proceedings involving the estate or separation/divorce in relation to the company's shares/quotas.
3. In the case of corporations, provide a copy of the Registered Shares Book and the Share Transfer Book. If the shares are in book-entry form, please provide the identification of the depositary institution and an updated statement of the deposit account of the book-entry shares.

4. Please provide a list and documentation pertaining to any securities or instruments that entitle the holder to a right of purchase, transfer or conversion into any of the company's shares/quotas (warrants, convertible debentures, options etc.).
5. Copy of any agreement entered into by a company's shareholder/member creating any restriction or right regarding the purchase and sale of shares/quotas, including the right of repurchase, call or put options and usufruct.
6. Copy of any shareholders/members agreements, including voting agreements, agreements on preemptive rights in the purchase and sale of shares/quotas, company's capitalization agreements or any other agreement that governs the rights and obligations among the company's shareholders/members.
7. Copy of any instrument creating a pledge, lien, fiduciary transfer or any other encumbrance over the company's shares/quotas.
8. Are there dividends, whether cumulative or not, still pending payment to shareholders/members? If positive, please inform for how many financial years these dividends have not been paid.
9. Please provide a list of prior corporate transactions (acquisitions, spin-offs, consolidations, mergers, sales or assignments of shares/quotas, premises or business units, share swaps, initial public offering, delisting as a publicly held company etc.) involving the company, specifying: (i) the details of these transactions and (ii) the transactions in relation to which there are contractual provisions still in effect relating to indemnification, liabilities or obligations of the parties. With respect to the transactions in which any such provisions are in effect, please provide a copy of the transaction documents, as well as of the minutes of the general meeting/members' meeting that authorized these transactions.

IV. COMMERCIAL AGREEMENTS

1. Copy of the key commercial agreements (**NOTE: Request for the 10 largest agreements, whether in amount or volume in case of too many agreements**) with the following parties:
 - 1.1. Suppliers of raw materials and/or providers of services.
 - 1.2. Customers;
 - 1.3. Distributors, sales representatives or agents.
 - 1.1.1. If there is no agreement in writing, please explain the reason and provide a copy of the documents exchanged between the parties with the agreed terms, such as letters, facsimiles or emails.
2. Copy of the agreements relating to the purchase, maintenance or leasing of equipment considered indispensable for the development of the company's activities.

3. Copy of any agreements executed by the company containing an exclusivity or non-compete clause.

V. FINANCIAL AGREEMENTS

1. Copy of financing agreements, credit facilities and any other loan transactions in any currency, together with copies of the corresponding security or guaranty agreements, as well as copy of the documentation relating to issuance of debentures, commercial papers, notes, bonds and any other debt instruments.
2. Please provide an updated spreadsheet of the company's indebtedness deriving from financing transactions, broken down by each updated outstanding balance.
3. Copy of any personal guaranty agreements (e.g. surety or letter of guaranty) executed by the company in relation to third party's obligations, as well as copy of the relevant agreements containing the guaranteed obligations.
4. Has the company entered into any derivatives transactions (swaps, options, futures etc.)? If so, please provide copies of the relevant agreements and inform whether the transactions are for hedging or speculatively purposes.

VI. TAX LITIGATION

1. Please provide a report prepared by the attorneys in charge of handling the company's tax administrative and court proceedings.
 - 1.1. The report should contain (i) the nature of the proceedings, (ii) the subject-matter, (iii) the case number, (iv) the court/administrative body identification, (v) the filing date, (vi) amount involved (for purposes of court expenses and also the actual disputed amount), (vii) updated amount of the possible tax liability, (viii) procedural stage, (ix) chance of loss by the company (probable, possible or remote), and (x) any court deposits, bonds, attachments etc. that may be in place to secure payment of the disputed amount.
 - 1.2. Please inform the criteria used for the calculation of the tax liability amount and for the determination of the chance of loss.
 - 1.3. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself.
2. Copy of the book "Documents and Occurrence Reports" (*Documentos e Termos de Ocorrências*).

VII. SOCIAL SECURITY LITIGATION

1. Please provide a report prepared by the attorneys in charge of handling the company's social security administrative and court proceedings.
 - 1.1. The report should contain (i) the nature of the proceedings, (ii) the subject-matter, (iii) the case number, (iv) the court/administrative body identification, (v) the filing date, (vi) amount involved (for purposes of court expenses and also the actual disputed amount), (vii) updated amount of the possible social security liability, (viii) procedural stage, (ix) chance of loss by the company (probable, possible or remote), and (x) any court deposits, bonds, attachments etc. that may be in place to secure payment of the disputed amount.
 - 1.2. Please inform the criteria used for the calculation of the social security liability amount and for the determination of the chance of loss.
 - 1.3. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself.

VIII. LABOR LITIGATION

1. **Court proceedings** – Please provide a report prepared by the attorneys handling all current labor lawsuits against the company (including individual labor complaints, public actions, actions filed by unions or any other proceedings).
 - 1.1. The report should contain (i) the plaintiff identification, (ii) the case number, (iii) the identification of the court/venue, (iv) the subject-matter (list of claims), (v) the latest procedural development, (vi) the chance of loss by the company (probable, possible or remote), (vii) the possible liability amount (indicate the total amount that will be incurred if the company is ordered to pay, according to the last judgment in effect) and (viii) the date of the last update of the liability amount.
 - 1.2. Please inform if the liability amount reported includes an amount referring to contributions to Social Security (portion payable by the company). If it does not, please justify.
 - 1.3. Please inform the criteria used for the calculation of the liability amount and for the determination of the chance of loss.
 - 1.4. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself.

2. **Administrative Proceedings** – Please provide a report prepared by the attorneys handling all current administrative labor proceedings against the company (including notices of labor law violation, notices from the local office of the Ministry of Public Labor Prosecution or of the Federal Savings Bank, investigation proceedings, preliminary proceedings, Agreements for the Adjustment of Conduct, and any other proceedings).
 - 2.1. The report should contain (i) the number of the proceedings, (ii) the type (notice of labor law violation, preliminary proceedings, etc.), (iii) the venue, (iv) the subject-matter (reason for initiation of the proceedings), (v) the latest procedural development, (vi) chance of loss by the company (probable, possible or remote), (vii) the liability amount (indicate the total amount that will be incurred if the company is ordered to pay, according to the last judgment in effect) and (viii) the date of the last update of the liability amount.
 - 2.2. Please inform the criteria used for the calculation of the liability amount and for the determination of the chance of loss.
 - 2.3. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself.

IX. CIVIL LITIGATION

1. Please provide a report prepared by the attorneys handling all civil lawsuits and arbitration proceedings against the company, including commercial, competition, environmental and other matters, including public/class actions.
 - 1.1. The report should contain (i) the names of the parties, (ii) the nature of the proceedings (iii) the case number, (iv) the identification of the court/venue, (v) the filing date, (vi) the updated amount assigned to the case, (vii) the updated amount of the potential liability, (viii) the subject-matter, (ix) the procedural status, (x) the chance of loss by the company, and (xi) any court deposits, bonds, attachments etc. that may be in place to secure payment of the disputed amount.
 - 1.2. Please inform the criteria used for the calculation of the liability amount and for the determination of the chance of loss.
 - 1.3. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself.

X. ENVIRONMENTAL MATTERS

[INCLUDE COMPREHENSIVE LIST AT THE END OF THIS CHECKLIST DEPENDING ON BUSINESS OF TARGET]

XI. REAL ESTATE MATTERS

1. Please provide a list of real properties owned by the company that are deemed relevant (meaning the operational properties where the company conducts its core business(es) and other properties that, regardless of use, have a relevant market value).
2. Copy of the real estate record issued by the Real Estate Registry for each real estate listed in item 1 above.
3. Please provide updated 20-year real estate certificates with the indication of non-existence of liens, encumbrances, transfers, real actions, personal actions and actions for recovery of property for each real estate listed in item 1 above. If there are any liens or encumbrances, such as easements, mortgages or fiduciary transfers, please provide a copy of the relevant deed.
4. Copy of any lease/rent agreements and of any other forms of occupancy (free lease, shared use, etc.) of each operational real estate deemed essential for the company (meaning those properties where the company conducts its core business(es)).

XII. INTELLECTUAL PROPERTY AND INFORMATION TECHNOLOGY

1. List of the trademarks, patents, utility models and industrial designs deemed essential to the company (meaning those essential for the company's activities or which otherwise have a significant market value).
2. Copy of agreements deemed essential for the company's activities providing for trademark, patent, utility model or industrial design licensing, transfer of technology or provision of technical assistance services, as well as copy of the relevant certificates of registration issued by the Brazilian Patent and Trademark Office (INPI).
3. Copy of copyrights license agreements deemed essential for the company's activities.
4. Copy of franchise agreements deemed essential for the company's activities, as well as copy of the relevant franchise offering prospectus and the corresponding certificate of approval issued by INPI.
5. Copy of authorizations for use of third party's images in association with company products and services deemed essential to the company.
6. Statement that the company holds valid licenses to use all third-party software.

XIII. ADMINISTRATIVE LAW MATTERS

1. Copy of the company's essential agreements (meaning those with a relevant and direct impact on the company's activities) executed with public entities from the Direct or Indirect Public Administration ("public contracts").
2. Copy of the company's essential cooperation agreements and other arrangements (*convênios*) (meaning those with a relevant and direct impact on the company's activities) executed with public entities from the Direct or Indirect Public Administration.
3. Copy of authorizations for the development of regulated public services deemed essential for the Company (meaning those with a relevant and direct impact on the company's activities).
4. Please provide a report from the attorneys handling the administrative proceedings which are deemed relevant for the company originating from public contracts, cooperation agreements or provision of regulated services.
 - 4.1. The report should contain (i) the relevant administrative body, (ii) the nature of the procedure, (iii) the number, (iv) the subject-matter, (v) the procedural status, (vi) the potential liability amount, and (vii) the chance of loss by the company (probable, possible or remote).
 - 4.2. Please inform the criteria used for the calculation of the liability amount and for the determination of the chance of loss.
 - 4.3. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself.

XIV. INSURANCE

1. Copy of the company's relevant insurance policies (meaning the policies directly relating to the company's main activities and the policies relating to the company's relevant assets), whether or not they refer to compulsory insurance, accompanied by their applicable general, special and particular conditions.
2. Copy of evidence of payment of insurance premiums relating to the policies mentioned in item 1 above.

XV. ANTITRUST MATTERS

1. Please provide a list of the Concentration Acts (acquisitions, mergers, joint ventures and other acts mentioned in (i) Section 88 of Law No. 12,529/11 and (ii) the former Section 54 of Law No. 8,884/94) involving the company and submitted to the Brazilian antitrust authorities for review over the past 5 years, whether or not the review has been concluded by the Brazilian Antitrust Commission (CADE).
2. With respect to the transactions listed in item 1(i) above, please inform the date in which the transaction was effectively implemented and the date of approval by CADE.
3. With respect to the transactions listed in item 1(ii) above, please provide a copy of the first binding document of the transaction and of the document used as the basis for the filing with the antitrust authorities.
4. Please provide a list of all investigation proceedings mentioned in Law No. 12,529/11 and previously mentioned in Law No. 8,884/94 presently under way against the company or of which the company has figured as a party (in relation to the cases tried by CADE over the past five years), including: (i) Preparatory Procedures (or Administrative Procedures under Law No. 8,894/94), (ii) Administrative Investigations (or Preliminary Fact Findings under Law No. 8,894/94), (iii) Administrative Proceedings and (iv) Leniency Agreements executed with the former Secretariat of Economic Law (SDE) and/or under negotiation with CADE.
5. Please provide a report prepared by the attorneys handling the proceedings mentioned in item 3 above.
 - 5.1. The report should contain (i) the identification of the proceedings, (ii) the subject-matter, (iii) a brief description of the facts, and (iv) the latest development.
 - 5.2. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself.

XVI. CRIMINAL LAW MATTERS

1. **With respect to the company:** Please provide a list of the Police inquiries, investigation proceedings and criminal lawsuits against the company currently pending or concluded over the past 2 years.
2. Please provide a report prepared by the attorneys handling the Police inquiries, investigation proceedings and criminal lawsuits listed in item 1 above.
 - 2.1. The report should contain (i) the identification of the Police precinct/investigating authority/court, (ii) the case number, (iii) the subject-matter, (iv) a brief description of the facts, and (v) the latest development.

- 2.2. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself
3. **With respect to the following individuals:** Please provide a list of the Police inquiries, investigation proceedings and criminal lawsuits currently pending or concluded over the past 2 years.
4. Please provide a report prepared by the attorneys handling the Police inquiries, investigation proceedings and criminal lawsuits listed in item 3 above.
 - 4.1. The report should contain (i) the identification of the Police precinct/investigating authority/court, (ii) the case number, (iii) the subject-matter, (iv) a brief description of the facts, and (v) the latest development.
 - 4.2. In the absence of a report prepared by outside counsel handling the proceedings, please provide the same information above in a report prepared by the company itself
5. Please inform if the company uses products controlled by the National Council for Nuclear Energy and, if so, please provide a copy of the relevant permits.
6. Please inform if the company uses products controlled by the Ministry of Justice and Public Security Office (chemicals that may be used in the production of narcotics, psychotropic drugs or drugs that induce physical or chemical dependency) or by the Ministry of the Army (products that may be used in the production of explosives, chemical weapons or fire weapons). If so, please provide a copy of the relevant permits.

[ADD ANY ADDITIONAL INFORMATION NEEDED TO PROPERLY COVER THE TARGET TAKING INTO ACCOUNT THE RELEVANT BUSINESS AND INDUSTRY]

ENVIRONMENTAL MATTERS

(Comprehensive List)

1. Copies of the Preliminary, Installation and Operating Licenses issued by the environmental agency, informing if such licenses cover all the existing equipment, production process, production capacity and built area.
2. Copy of the Memorandum of Description of Activity or similar document.
3. Copy of the company's enrollment in the Federal Registry of Potentially Pollutant Activities of the Brazilian Environmental Protection Agency (IBAMA), as well as documents evidencing the payment of the related taxes and the delivery of the annual reports to IBAMA regarding the last 5 years.
4. Copy of the current certificate of compliance with the industrial zoning rules issued by the State and Municipal authorities for each establishment.
5. Please inform whether the company captures water from rivers, dams, lakes and/or artesian wells. If so, please provide a copy of the license issued by the competent regulatory agency.
6. Please provide documents demonstrating that the company controls the destination of waste (especially hazardous waste) that is generated by its activities, as well as copies of the waste inventory and the Certificates of Waste Disposal (CADRIs) or similar document.
7. Copies of any Inspection and Infraction Notices issued by the local environmental authorities in the last 5 years and inform whether there is any administrative proceeding underway, pending fines, consent agreements or conduct adjustment agreements entered into with such authorities.
8. Please inform whether the company has already been inspected by the Environmental Police, and provide copies of the documents related to the inspection.
9. Copies of legal actions involving environmental matters as well as any settlements or consent agreements entered into with the *Ministério Público* (Public Attorney's Office) or other entities.
10. Copies of any environment-related contracts or agreements (e.g. garbage collection, treatment/discharge/disposal of wastewater or solid waste, towel cleaning, etc.).

11. Please inform whether the company uses agrochemicals. If so, please provide copies of the respective authorizations.
12. Please inform whether the company's hazardous materials and waste are handled and stored correctly and if there have been any leakage problems.
13. Please inform if any waste materials have been buried or disposed of in the ground.
14. Are liquid effluents generated by the company's industrial process? If so, please inform how they are treated, where they are disposed of (sewage system or river), whether this process is monitored and whether applicable legal rules and standards are fulfilled. Please inform the destination of sanitary waste.
15. Does the company have atmospheric emissions? If so, please inform if this process is monitored and whether applicable legal rules and standards are fulfilled.
16. Does the company have underground storage tanks? If so, what substances are stored? Is the company aware of any present or past leakage problem? Are such tanks regularly tested?
17. Is there soil and/or ground water contamination in the property where the company develops its activities?
18. Does the company have roof tiles or other materials containing asbestos?
19. Does the company have transformers containing PCB's? If so, please inform the existing volume and how any PCB-contaminated materials are disposed of.
20. Have any neighbors complained about odors or noise? Are neighboring areas residential, commercial or industrial?
21. Has the company ever carried out deforestation activities? Please provide copies of the respective authorization issued by the competent regulatory agency.
22. Does the company have facilities located in rural areas? If so, is the legal reserve area delimited and registered on the title certificate at the real estate registry office? Please provide copies of such documents.
23. Do the company's properties contain permanent preservation areas? If so, please inform the dimensions and whether they have been reforested.

24. Is the company a supplier, extractor or consumer of wood or coal? Is the company registered with IBAMA to perform such activities? Are the company's suppliers of wood or coal duly licensed to perform such activity? What is the annual forest development fee charged by the IBAMA and has it been paid on a timely basis? Does the company carry out any reforestation programs? What is the total amount invested in such programs?
25. Please confirm whether any of the company's facilities are located in spring water preservation areas. If so, under which category is the area classified? Is the built area in accordance with applicable law?
26. Is the company located within a ten-kilometer radius of any Preservation Unit (*Unidade de Conservação*) or inside the amortization zone or cover zone of a Preservation Unit?
27. Does the company use Freon gas or CFC-based gases? If so, please inform the amount necessary for their substitution.

INTELLECTUAL PROPERTY MATTERS
(Comprehensive List--US VERSION)

1. List all United States and international patents (utility and design), patent applications, and inventions (patents not yet applied for), owned or used by the Company, including where applicable the names of the inventions, patent numbers, inventors' names, expiration dates, dates of applications and whether all filing fees are current, and, for each, provide copies of the following:
 - a. copies of the patents, patent applications (together with a statement of the status of each of the applications), and invention disclosures;
 - b. patentability searches;
 - c. correspondence with third parties regarding the patentability of any inventions or the validity, enforceability, infringement or abandonment of any patent;
 - d. security interest pledges and any documents pertaining to the recording of those interests with the United States Patent and Trademark Office or other agency;
 - e. assignments and any documents pertaining to the recording of the assignments with the United States Patent and Trademark Office or other agency;
 - f. invention and proprietary rights assignment agreements;
 - g. licenses;
 - h. United States Customs Service recordings and applications for recording with the Customs Service; and
 - i. correspondence alleging infringement, misappropriation or abandonment of the Company's rights in the property.
- 1.2 List all United States and international registered and unregistered trademarks, service marks, trade dress, trade names and Internet domain names used (presently or within the last five years) by the Company, and, for each, provide copies of each of the following:
 - a. federal, state or foreign country trademark and domain name registrations and registration applications, together with all filings relating to the registrations and applications and a brief statement of the status of any pending applications;

- b. search reports for any and all marks and any and all domain names searched by or for the Company;
 - c. correspondence with third parties regarding the registrability, validity, enforceability, infringement or abandonment of any mark or domain name, or registration therefor;
 - d. watch service reports for marks and domain names;
 - e. security interest pledges and documents relating to the recording of those interests with the United States Patent and Trademark Office or other agency;
 - f. assignments and documents relating to the recording of the assignments with the United States Patent and Trademark Office or other agency;
 - g. licenses;
 - h. United States Customs Service recordings and applications for recording with the Customs Service; and
 - i. correspondence alleging infringement, misappropriation or abandonment of the Company's rights in the property.
- 1.3 List all United States and international copyrights owned by the Company, and, for each, provide copies of each of the following:
- a. registrations and registration applications, together with a statement of the status of any pending application;
 - b. assignments and any documents pertaining to the recording of the assignments with the United States Copyright Office or other agency;
 - c. licenses;
 - d. correspondence with third parties regarding the registrability, validity, enforceability or infringement of the copyright;
 - e. security interest pledges and documents relating to the recording of those interests with the Copyright Office;
 - f. assignments and documents relating to the recording of the assignments with the Copyright Office;
 - g. United States Customs Service recordings and applications for recording with the Customs Service;

- h. for any work created by a nonemployee of the Company (e.g. a work which the Company has specially ordered or commissioned from an independent contractor), all correspondence relating to the work and any “work made for hire” agreement, copyright assignment agreement and/or moral rights waiver; and
 - i. correspondence alleging infringement of the property.
- 1.4 Identity any information that constitutes a trade secret or other confidential information and provide copies of any:
 - a. documents stating the written and unwritten procedures used by the Company for protecting trade secrets or other confidential information, including security procedures, restricted disclosure to employees and/or outsiders, document retention policies, e-mail policies, and clauses in employment agreements relating to disclosure of trade secrets and non-competition;
 - b. correspondence, reports or analyses relating to the protectability of any information of the Company as a trade secret;
 - c. correspondence, reports or analyses relating to the possible use by the Company of a trade secret owned by another; and
 - d. correspondence, reports or analyses relating to the potential misappropriation or disclosure of trade secrets or other confidential information.
- 1.5 Copies of any correspondence with third parties relating to any allegation that the Company infringed or misappropriated another’s intellectual property rights, or that another infringed intellectual property that is owned or licensed by the Company.
- 1.6 Copies of material correspondence and the pleadings relating to any litigation regarding intellectual property rights in which the Company has been involved or may be involved, including the complaint, answer, any dispositive pending motions, consent decrees and other judgments, settlement agreements and material settlement correspondence.
- 1.7 Copies of any licenses, partnership agreements, joint venture agreements, confidentiality agreements, research contracts, government contracts, university contracts, settlement agreements, software contracts or other contracts that may involve the creation, license or use of any intellectual property, including patents, trademarks, Internet domain names, copyrights and trade secrets.

- 1.8 Written or unwritten policies concerning intellectual property, including under what circumstances the Company will seek patent protection, file trademark registrations, file copyright registrations, treat information as a trade secret, and “license in” or “license out” intellectual property from or to others.
- 1.9 Any plans to acquire or license intellectual property from others, or to sell or license intellectual property owned by the Company to others.
- 1.10 Any documents concerning valuation of any intellectual property holdings of the Company, competitive intellectual property owned by others, and royalty revenues or other income streams generated by the Company’s or competitive intellectual property.
- 1.11 The name(s) address(es) and phone number(s) of in-house and outside counsel or any other person(s) responsible for the Company’s pending patent applications or trademark or copyright registration applications, for the maintenance of the Company’s patents and trademark registrations, and for intellectual property litigation matters and the protection of the Company’s intellectual property rights. If possible, please include the name of one person with general knowledge of the Company’s intellectual property assets and any intellectual property litigation matters.