

**INTRODUCTION**

Every year SoftNoze receives letters proposing ideas for the Company's use. We appreciate this interest in SoftNoze, the marketplace, and want to thank each person who has taken the time and effort to get in touch with us. In order to consider these suggestions without creating misunderstandings, we follow the policies and practices explained in this document. We hope these policies and practices will be acceptable to you and that we may consider your suggestion in accordance with them. If you have any questions, please don't hesitate to ask us; but you will understand that under SoftNoze's rules, we cannot proceed with our consideration of your suggestion until the conditions in our policies and practices are satisfied.

**POLICIES AND PRACTICES CONCERNING SUGGESTIONS**

Most of the ideas, which are new and useful to us, are internally generated by our scientific and technical staff who have access to prior patents, publications, and other sources of information. Many outside suggestions are often already known or available to us. SoftNoze desires that all persons protect their ideas to their satisfaction before disclosing their ideas to us. The ideas of inventors are adequately protected only when they are covered by a patent or an application for a patent. Accordingly, in submitting an idea for consideration, it is desirable for the inventor to first obtain patent protection wherever possible. With all good faith on both sides, there is still danger of a misunderstanding when unprotected ideas are submitted.

SoftNoze policies and practices are intended to avoid misunderstandings and to provide reasonable protection for us, and we urge you to carefully consider these policies and practices before you decide if you wish to accept them for your suggestion. We will notify you promptly subsequent to a submission by you of your suggestion. If we believe that your suggestion is new and useful and is patented or can be protected by a patent, we will be glad to discuss a possible basis for acquiring rights to use it.

A. All suggestions submitted to the SoftNoze should be sent to:

SoftNoze USA Inc  
Office of New Product Suggestions  
10 Liberty Street  
Utica, NY 13502-3524

B. All suggestions must be in writing and address the questions listed on Table 1.

C. SoftNoze will not consider any suggestion on the condition that prior to its disclosure an agreement be completed setting forth some basis of compensation for its evaluation and/or use.

D. No consideration will be given to any suggestion unless it is submitted subject to the TERMS OF SUBMISSION, which follow. A submitter, who wants a suggestion to be considered, must agree to these TERMS by filling out and returning to the Company the form provided on the last page of this document.

**HOW TO SUBMIT YOUR IDEA**

If you wish to submit your suggestion for consideration under the TERMS OF SUBMISSION, please follow these steps:

- 1) Fill out and sign the form provided in this document. Make a duplicate for your records.
- 2) Then send the completed form to SoftNoze together with a disclosure of your suggestion. The disclosure should address the questions listed in Table 1. If the disclosure does not address these questions, it may be considered incomplete and not be reviewed.
- 3) The disclosure should be as complete as possible so SoftNoze will have adequate information to decide whether or not it is interested. If possible, publications, published copies of the patent or patent application including claims and drawing would be helpful.
- 4) A copy of the disclosure should be kept by the submitter since it is necessary that we keep the submitted material for reference in case a question should arise as to what was disclosed.
- 5) SoftNoze cannot accept any prototypes; only drawings and/or literature will be accepted. All mailings must be in flat envelopes no bigger than 11x14 inches and any packages or mailings not fitting with the description may be destroyed without review.

We hope this explanation is clear to you and that you will find our TERMS OF SUBMISSION to be acceptable. If you have any questions, please let us know and we will attempt to provide further explanation.

**ACCEPTANCE OF TERMS to SoftNoze USA Inc**

To induce SoftNoze to consider certain ideas which I have submitted, or propose to submit, I hereby accept the TERMS OF SUBMISSION (TERMS) set forth in the document 'Consideration of Suggestions'. I agree that those terms shall apply to all disclosures made, or to be made by me, which relate to my suggestion, or which are made incidental to the submission of my suggestion. I understand that the words "the Company" as used in the TERMS include SoftNoze and its subsidiaries and affiliated companies.

My suggestion and the materials submitted by me relate to the following:

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My disclosure addresses the questions listed in Table 1:

Yes \_\_\_ No \_\_\_

Name (Print) \_\_\_\_\_

Date \_\_\_\_\_

Signature \_\_\_\_\_

Address \_\_\_\_\_

**(Complete, return, and retain a copy for your records)**

**TERMS OF SUBMISSION**

- 1) Since the Company does not wish to receive or hold any submitted suggestions “in confidence,” it is agreed that no confidential relationship or obligation of secrecy is to be established between the submitter and the Company with respect to the submitted suggestion and materials.
- 2) The submitter by this agreement does not grant any rights to the Company under existing or future patents. The submitter agrees to rely for protection and as the basis for compensation, solely upon patent rights that the submitter may obtain.
- 3) This submittal is made with neither any conditions nor expectations, expressed or implied, of any kind of payment or other compensation by the Company to the submitter arising out of the Company’s evaluation and/or use of such submittal.
- 4) Any prior negotiations or agreements are merged into and superseded by these terms, which may not be modified or waived except in writing signed by a Company Officer or the Company’s Chief Intellectual Property Counsel.

**Table 1 - Questions to Address**

To enable SoftNoze to make a more informed decision regarding your submission, and to facilitate the evaluation, please answer the questions that follow. Submissions that do not include this information will be considered incomplete, and may not be reviewed. Thank you for your help.

- 1) What is the title of the invention?
- 2) What is the field of use, industries?
- 3) Where will it be used within these industries, types of applications and equipment?
- 4) Who will use the invention (engineers, technicians, other)?
- 5) What is the problem that this invention addresses?
- 6) How would you describe the invention?
- 7) What is the main function of the invention (what is it intended to do)?
- 8) What are the step-by-step summary instructions for use?
- 9) What product or products will it replace?
- 10) What are the significant advantages of the invention over presently available products/methods?
- 11) What is new with regard to the invention?
- 12) What is your estimate of manufacturing cost?
- 13) What is your estimate of market potential in units?
- 14) Have tests been conducted to confirm the advantages? If yes, what are the conclusions?

- 15) What is the patent status (not applied for, applied for, granted, etc.) and are you able to provide a copy?
- 16) What is the status of development (idea, design, working model, production, selling, other)?
- 17) Has performance been demonstrated (yes, no)?
- 18) Are working models or prototype available for evaluation?
- 19) Please identify the inventor's published articles relating to the invention.
- 20) What is the nature of your offer to us (open, patent license, distribution, other)?
- 21) For what other application(s) is the invention proposed?
- 22) Is a picture, drawing or sketch available?
- 23) What other non-confidential information, which you consider significant to our preliminary evaluation, do you wish to provide at this time?