

## FOURTEENTH AMENDMENT TO ELSEVIER SUBSCRIPTION AGREEMENT

WHEREAS, the parties hereto have previously entered into an agreement dated 5 February 2009, as last amended on 14 May 2010 (the "Agreement"), and wish to amend the Agreement as set forth in this amendment ("Amendment").

**NOW, THEREFORE**, in consideration of the mutual promises and covenants set forth below, and for such other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree to amend the Agreement as of the execution date below as set forth below and on Schedule 1.

Except as specifically amended hereby, all of the existing terms and conditions of the Agreement are hereby ratified. Capitalized terms used herein that are not otherwise defined shall have the meanings ascribed to them in the Agreement. To the extent any terms or conditions of the Agreement conflict with or are inconsistent with this Amendment, the terms of this Amendment shall prevail.

**IN WITNESS WHEREOF**, the parties have executed this Amendment by their respective, duly authorized representatives as of 3 August 2010.

THE REGENTS OF THE UNIVERSITY OF CALIFORNIA on behalf of THE CALIFORNIA DIGITAL LIBRARY (Subscriber)

[Text deleted]

Nar

Titl.

breautive whector

ELSE,[Text deleted]

(Elsevi

Name:

Title: Managing Director, Global Sales

Amendment No.: 1-1612464881 Agreement No.: 1-312591452

Rev Nov 2009

# FOURTEENTH AMENDMENT TO ELSEVIER SUBSCRIPTION AGREEMENT Schedule 1 Subscribed Products/Access/Fees

The Subscribed Products and Fees identified below are in addition to those identified in the Agreement for 2010.

#### UNIVERSITY OF CALIFORNIA, LOS ANGELES

No. 1-1612464881

| Subscribed Products - publisher      | Access            | 2010     |
|--------------------------------------|-------------------|----------|
| ScienceDirect® online – Elsevier B.V | sciencedirect.com |          |
| Elsevier eBooks Titles               |                   | [Text    |
| TOTAL FEES                           |                   | deleted] |

#### Perpetual Access to Elsevier eBooks

The Subscriber may access and use in perpetuity the Elsevier eBooks in accordance with the provisions of the Agreement, as amended herein, for a one-time fee for as long as the Subscriber maintains an annual subscription on ScienceDirect online.

#### Elsevier eBooks Additional Terms and Conditions

The perpetual access granted hereunder for the above eBooks is subject to payment of a one-time fee set forth in the fee table above and, after the initial year of the term of this Agreement, an annual percent of such one-time fee. The annual access fee access fee in an amount not to exceed [Text] will not be charged if the Subscriber market an annual subscription on Science Direct online, and in the event that all such annual subscriptions are terminated, the Subscriber may, at its option, continue to access the eBooks online for an annual access fee based on the number of chapters downloaded from such eBooks during the prior twelve (12) months at a rate of \$0.081 per download (adjusted annually for inflation and cost increases), in accordance with the usage provisions of the Agreement. Elsevier shall make available for inspection by a duly authorized auditor of the Subscriber, at the Subscriber's sole expense, the records concerning the calculation of such annual access fee one time per year during regular business hours upon thirty (30) days written notice to Elsevier. In the event that the Subscriber does not pay any eBooks annual access fee or maintain any annual subscription on ScienceDirect online, the Subscriber may, at its option, acquire, load and technically format on a server that enables access and use by Authorized Users an electronic copy of such eBooks for cost in accordance with the usage provisions of the Agreement. The copy may not contain links and other features and functionality associated with the online version.



#### Annex A to Schedule 1 Elsevier eBooks Titles

### UNIVERSITY OF CALIFORNIA, LOS ANGELES

| Product ID    | ISBN          | Elsevier eBooks Title                            | 2010 Fee |
|---------------|---------------|--|----------|
| 9781437709278 | 9781437709278 | Acupuncture for Sports and Trauma Rehabilitation | \$113.00 |
| 9780702030796 | 9780702030796 | Back Pain - A Movement Problem                   | \$108.00 |
| 9780702031328 | 9780702031328 | Chinese Herbal Formulas                          | \$150.00 |
| 9780702031335 | 9780702031335 | Chinese Herbal Medicines                         | \$105.00 |

