
From: David Stern <[REDACTED]>
Sent: Thursday, July 19, 2012 8:19 PM
To: Jeffrey Epstein
Subject: Fwd: RSW MOU -- Round 2
Attachments: Call notes with RSW July 17.docx; Untitled attachment 00319.htm

This is their INTERNAL mail yesterday and her notes from the call she had with RSW

Begin forwarded message:

From: Debra Chipman <[REDACTED]>
= /div>
Subject: = /b>RSW MOU -- Round 2

Date: 18 July 2012 =4:46:47 GMT+01:00

To: "'Sheth, Rinesh'" <[REDACTED]>, Tom Etter <[REDACTED]> <=r>
Cc: "Thomasson, Jeff" <[REDACTED]> =t;, "'[REDACTED]'" <[REDACTED]>
=lt; [REDACTED] >=, "'Rigby, Peter-' <[REDACTED]>, "'[REDACTED]'" <[REDACTED]>
<mailto:[REDACTED]> "' <[REDACTED]>
< /iv>

Hi all, I had a call with RSW today and then spoke with Peter. We want to pursue a different structure for the deal. I've attached my notes from the call and would like a LOI / MOU to send to RSW tomorrow if we can to get this to the point where we go to full agreement this week if possible due to timing of the www.conference in Sept.

I've highlighted the deal points in the attachment but basically this is what we want to propose..

For the www.conference we would invest 300K and in return we'd get:

Listing as "Founding Partner" on all event communications
All of RSW notes and Premises that we would turn into selling material to use to lose ticket sales and sponsorship /tix packages (he has approval of the final copy)
15% commission off the top on all that we sell.
A commensurate Profit Share of any profit on the event based on our percentage contribution to the event. If the event costs 1m to do (he will provide total transparency of costs and support he's secured) and we put in 300K invest then we propose that we receive 30% of the event profits.
We'd like a 3 year commitment as category participant on this www.conference series.

Before we invest th 300K, we'd like to know what % of the Prophesy and FED MED events we could negotiate...see the notes. And we want the first option to purchase the remaining equity of the Prophesy and FEDMED events when we's ready to exit.

I appreciate that this is an unusual agreement and the timing is quick, but this is a unique opportunity.

Thank you,

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