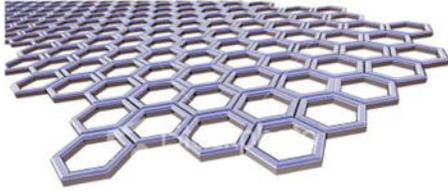


Acquis Associates, Inc.



Recruiting for the Science Marketplace

RETAINED SEARCH AGREEMENT BETWEEN XYZ CORPORATION AND ACQUIS ASSOCIATES, INC.

This contract creates an agreement between XYZ Corporation and Acquis Associates, Inc., in which Acquis Associates, Inc. agrees to perform an executive search for the position of _____.

PHASE I – POSITION EVALUATION

Using the completed profile provided by XYZ Corporation, Acquis Associates, Inc. will initiate the process of candidate identification; this process includes substantial research regarding individuals already identified by Acquis Associates, possible candidates known to XYZ Corporation and candidates of competitive corporations.

Acquis Associates, Inc. will have full responsibility for identifying and screening all potential candidates covered by this contract for the position assigned by XYZ Corporation.

PHASE II – PRE-SCREENING

Once potential candidates are identified, they will be evaluated against the candidate profile, which includes the following process:

- i. Personal interviews with each candidate.
- ii. Development of a complete written profile on each candidate, which includes: professional/technical qualifications; job-related interests; compensation packages and objectives; and assessment of the individual's overall suitability. The information is limited by the candidate's willingness to discuss his personal situation.

PHASE III – CANDIDATE SELECTION AND PRESENTATION

Candidates who meet the client criteria and are interested in exploring the opportunity will be presented to XYZ Corporation. NOTE: Candidates presented may NOT be actively looking for new jobs. They need to be sold the opportunity.

- i. Acquis Associates, Inc. will submit written profiles or resumes on each candidate to be interviewed.
- ii. Coordinate timely interviews with appropriate client representatives.
- iii. Referencing provided upon client's request.

PHASE IV – OFFER AND ACCEPTANCE

After the final candidates have met with XYZ Corporation's representatives, Acquis Associates, Inc. will counsel XYZ Corporation regarding the reactions of the various candidates. Acquis Associates, Inc. will also assist the selected candidate with advice on relocation, long-term professional growth, and be available for continuous assistance as required. In the event that the candidates are not acceptable or the offer is declined, Acquis Associates, Inc. will continue to work on the assignment.

CONSULTING FEE AND SCHEDULE OF PAYMENTS

The search fee is twenty five per cent (25%) of the anticipated first year's total compensation including hiring bonus and any other associated incentive payments which might be provided to a given candidate. The anticipated total compensation for the position of _____ is agreed to be \$ _____ base with a _____ bonus with the total fee of \$ _____.

Consulting fees will be paid in the following manner:

- i. One-third (1/3) of the anticipated fee (\$ _____) to initiate the search.
- ii. One-third (1/3) of the fee (\$ _____) after presentation of the status report, typically four to five weeks into the search.
- iii. The remainder of the fee, recalculated to reflect the fee resulting from the final agreed gross compensation package, plus the expenses as defined below, are billable on the candidate's start date with XYZ Corporation. All invoices are due upon receipt.

In the event that Acquis Associates presents a qualified candidate for the post, but for reasons of force majeure, or other motives not related directly to the present contract, XYZ Corporation fails to hire, XYZ Corporation agrees to compensate Acquis Associates the full fee as calculated above. (see PHASE IV).

XYZ Corporation will reimburse Acquis Associates, Inc. for all normal and reasonable expenses as they pertain to these searches, including, but not limited to, telephone charges, travel, hotel, postage, photocopying and automobile expenses. Detail of all expenses incurred will be submitted with the final invoice.

SEARCH CANCELLATION

Search cancellation fees will apply in the following cases:

- i. XYZ Corporation is obligated to pay a fee on a prorated basis in the event of cancellation of the opening or filling the position from another source, within a three month period, from the date of signing the present contract. (i.e. cancellation after 60 days results in a bill for two-thirds of the anticipated fee (60/90=two-thirds) as well as all expenses incurred.)
- ii. In the event that XYZ Corporation does not cancel the search in the three months period or has not hired a person through Acquis Associates, Inc. , through no fault of Acquis Associates, XYZ Corporation will be responsible for the full fee.

STATUS REPORTS

Acquis Associates, Inc. will provide status reports via the telephone and a written monthly report on all recruiting assignments outstanding.

GUARANTEE

If, within one year, it becomes necessary to terminate and replace a selected candidate, Acquis Associates, Inc. will conduct a search for the replacement without additional consulting fee. Expenses incurred during the replacement search will be invoiced to XYZ Corporation.

AGREED: _____ DATE: _____

Name
Title
XYZ Corporation

AGREED: _____ DATE: _____

Linda C. Sharkus, Ph.D.
President
Acquis Associates, Inc.