

**SIXTY-SECOND AMENDMENT TO
ELSEVIER SUBSCRIPTION AGREEMENT**

WHEREAS, the parties hereto have previously entered into an agreement dated 5 February 2009 (the "Agreement") as last amended on 11 July 2012 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.

If the Subscriber exercises its option under the Agreement to purchase system-wide perpetual access rights to any Elsevier book products, Elsevier will refund to the University of California, San Diego ("UCSD") the amount that UCSD previously paid for such products, provided that the Subscriber's purchase occurs within the same calendar year of the UCSD purchase. If the Subscriber's purchase occurs after the calendar year of the UCSD purchase, then Elsevier will deduct the amount that UCSD previously paid for such products from the Fees due for the Subscriber's purchase.

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 8 August 2012.

**THE REGENTS OF THE UNIVERSITY OF CALIFORNIA o/b/o
THE CALIFORNIA DIGITAL LIBRARY**

(Subscriber)

[Text deleted]

..... Executive Director

ELSEVIER B.V.

[Text deleted]

Title: Managing Director, Global Sales & Customer Marketing, Science & Technology

SEP 6 2012

Amendment No.: 1-3211475137

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**SIXTY-SECOND AMENDMENT TO
ELSEVIER SUBSCRIPTION AGREEMENT
Schedule 1
Subscribed Products/Access/Fees**

**THE REGENTS OF THE UNIVERSITY OF CALIFORNIA o/b/o
THE CALIFORNIA DIGITAL LIBRARY**

UNIVERSITY OF CALIFORNIA - SAN DIEGO / LA JOLLA

No. 1-3211475137

Subscribed Products – publisher	Access	2012
Elsevier Reference Works (perpetual access) -Comprehensive Renewable Energy -Polymer Science: A Comprehensive Reference		[Text deleted]
TOTAL FEES		