



ABC and The Walt Disney Studios

**Talent Development Programs
500 S. Buena Vista Street
Burbank, CA 91521- 4016
(818) 460-7770**

FIRST LOOK/FIRST NEGOTIATION AGREEMENT

First Look/First Negotiation. During your participation in the Program and for one (1) year after completion of the Program ("Term"), you will submit to ABC and The Walt Disney Studios ("ABC") on an exclusive "First Look" basis, the Submission (as defined in the accompanying ABC and The Walt Disney Studios Talent Development Scholarship Grant Program Legal Agreement) and all ideas, materials and/or properties contained therein and related thereto (hereinafter the "Property" or "Properties"). "First Look" means that during the Term, any and all such Property or Properties will be submitted solely and exclusively to ABC and The Walt Disney Studios until after ABC has advised you that it will not pursue a development of the Property or Properties. Any substantive or material changes or additions to the elements of a Property during the Term (e.g., a material change in financial terms or change in storyline, an actor, director or producer, if any, tied to such Property) when same was rejected by ABC are also subject to the exclusive First Look (e.g., you will resubmit such Property to ABC for possible development prior to submission to any third party). ABC shall have a first negotiation/first refusal right (i.e., you shall not accept less than ABC's last best offer to you without first giving ABC the opportunity to accept such lesser offer) with respect to any Properties.

Please indicate your acceptance to these terms by signing in the space provided below.

NAME: _____ DATE: _____

SIGNATURE: _____

ADDRESS: _____

ZIP: _____

IF MINOR, PARENT OR GUARDIAN MUST SIGN:

DATE: _____

NAME: _____ SIGNATURE: _____

