

Exhibit D

Withhold Definitions

Withhold Scenarios

\$19,000.00	Program Fee, withholds of \$3,000.00 will be taken based on one of the scenario (s):
\$3,000.00	Unsuccessful/Attempt – no pregnancy following IVF with fresh transfer. If frozen embryos are available a frozen embryo transfer is included in the Program Fee.
\$3,000.00	Cancelled cycle – no embryos available for transfer or cycle cancelled due to poor or lack of response. You would start a 2 nd IVF cycle
\$3,000.00	Cycle cancelled due to patient not in compliance with physician or nurses’ instructions: SRP is terminated, refund is determined by Program Fee minus any services received at full fee and withhold Patient cancels cycle - SRP is terminated, refund is determined by Program Fee minus any services received at full fee and withhold

Withhold Scenarios

\$22,000.00	Program Fee, withholds of \$4,000.00 will be taken based on scenario(s):
\$4,000.00	Unsuccessful/Attempt – no pregnancy following IVF with fresh transfer
\$4,000.00	Cancelled cycle – no embryos available for transfer or cycle canceled due to poor or lack of response
\$4,000.00	Cycle cancelled due to patient not in compliance with physician or nurses instructions: SRP is terminated, refund is determined by Program Fee minus any services received at full fee and withhold. Patient cancels cycle SPR is terminated, refund is determined by Program Fee minus any services received at full fee and withhold