**Contract Clause – Transaction Costs**

1.  Transaction Costs. Each party shall bear and pay, without any right of reimbursement from any other party, all costs, fees, and expenses incurred by it or on its behalf in connection with the preparation, execution, and delivery of this Agreement [and each other agreement, document, and instrument contemplated by this Agreement/and each Transaction Document] and the transactions contemplated hereby [and thereby] [, whether or not [the Closing shall have occurred/any Individual Transaction is consummated]].