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Patrick Kaltenbach, VP and General Manager, Life Science Products and Solutions
Agilent Technologies
5301 Stevens Creek Blvd.
Santa Clara, CA 95051

Cc: Bill Sullivan, CEO; Mike McCullen, CEO-Elect; Darlene Solomon, Chief Technology Officer

Mr. Kaltenbach, Mr. Sullivan, Mr. McCullen, and Ms. Solomon:

The recent and abrupt decision by Agilent to exit the NMR business has negative consequences for all of the stakeholders: the user community, the Agilent employees and Agilent shareholders. Your decision appears to ignore the complementary and interrelated nature of experimental analysis, which is inherently strengthened by the use of multiple analytic modalities to improve confidence in results. A case in point is the use in metabolomics of NMR as a complement to mass spectrometry, because quantification of metabolites is inherently simpler using NMR than via mass spectrometry. By exiting the NMR business and abandoning a fundamental analytical tool that has served chemistry and biology for over 60 years, Agilent is undermining its stated business objective of providing flexible and powerful solutions to its life sciences and chemistry constituencies. It also greatly diminishes the credibility of Agilent as a reliable partner for any major scientific instrumentation, because it contradicts many unequivocal statements that your company has recently made about its commitment to NMR.

The timing of the announcement also ignores recent developments, including new technologies for further advancing the utility and sensitivity of NMR analyses that were emerging from Agilent with the potential to drive further advances, and the recent report from the National Research Council (NRC) recommending a large federal initiative to advance high magnetic field research. Achieving the aims of the NRC report is likely to entail investments of $100 million or more in NMR instrumentation.

The negative consequences of your decision fall heavily on the academic & industrial R&D community that invested in Agilent NMR instrumentation. The cost of converting hundreds of millions of dollars of this legacy equipment to instruments with a future upgrade path – now a virtual monopoly held by Bruker Biospin – is staggering to contemplate. With federal, state and private research support already stretched, this amounts to an unbearable tax on the US research enterprise, where the majority of installed Agilent instrumentation resides.

No one disputes the right and responsibility of Agilent to act in the best interests of its shareholders. However, we vigorously dispute the calculus that leads to the conclusion that the decisions to precipitously close down the MRI and subsequently, NMR, divisions are really in the best long-term interest of Agilent. Indeed, it is clear that the damage that sudden decisions like these – which contradict every public statement and assurance made by Agilent's senior

management – will inflict upon Agilent's NMR customer base will ultimately propagate to other Agilent business lines, because the customers for the other instruments and for NMR instruments are largely one and the same.

In consequence, we urge the management and directors of Agilent to take steps to address the future of the NMR division in a way that responsibly addresses the concerns of all the stakeholders, and will restore the credibility of Agilent as a valued partner. Steps that further hinder the research community, including those which could limit access to parts inventories or restrictions on access to documentation, schematic diagrams, or software, would only exacerbate the damage to Agilent's credibility. We strongly suggest that Agilent initiate a dialog with the affected NMR community to identify steps that could mitigate the burdens created by this unfortunate decision.

Signees (listed in alphabetical order):

1.   Jerome L. Ackerman, Harvard Medical School, United States
2.   Bruce Adams, Merck & Co., Inc., United States
3.   Hideo Akutsu, Osaka University, Japan
4.   Hashim Al-Hashimi, Duke University, United States
5.   Andrei Alexandrescu, University of Connecticut, United States
6.   Fabio Almeida, Federal University of Rio de Janeiro, Brazil
7.   Eugenio Alvarado, University of Michigan, United States
8.   Gaya Amarasinghe, Washington University in St Louis, United States
9.   Carlos Amero, Universidad Autónoma del Estado de Morelos, Mexico
10.   Carlos Amezcua
11.   Ian Armitage, University of Minnesota, United States
12.   Alexander S. Arseniev, Shemyakin&Ovchinnikov Institute of Bioorganic Chemistry, Russian Academy of Sciences, Russian Federation
13.   Haribabu Arthanari, Harvard Medical School, United States
14.   Sengodagounder Arumugam, University of Louisville, United States
15.   Joe Asta, Merck & Co., Inc., United States
16.   Hanudatta Atreya, Indian Institute of Science, India
17.   Pierre Audet, Université Laval, Canada
18.   Michèle Auger, Université Laval, Canada
19.   Daina Avizonis, McGill University Goodman Cancer Research Center, Canada
20.   David Badger, Ashland Inc., United States
21.   Alex D. Bain, McMaster University, Canada
22.   Marc Baldus, Utrecht University, The Netherlands
23.   Moriah Beck, Wichita State University, United States
24.   Bridget Becker, Merck & Co., Inc., United States
25.   Ali Haidour Benamin, Universidad de Granada, Spain
26.   Irina Bezsonova, University of Connecticut Health Center, United States
27.   Robert Bittl, Freie Universität Berlin, Germany
28.   Martin Blackledge, Institut de Biologie Structurale, France
29.   Chris Blake, Australian National University, Australia
30.   Tharin Blumenschein, University of East Anglia, United Kingdom
31.   Geoffrey Bodenhausen, Ecole Normale Supérieure- Paris / Ecole Polytechnique Fédérale de Lausanne, France / Switzerland
32.   Rolf Boelens, Utrecht University, Netherlands
33.   Joe Bozell, University of Tennessee, United States

34.   Kevin Brindle, University of Cambridge, United Kingdom
35.   Janine Brouilette, Merck & Co., Inc., United States
36.   Robert G Bryant, University of Virginia, United States
37.   David L. Bryce, University of Ottawa, Canada
38.   Alexej Buevich, Merck & Co., Inc., United States
39.   Scott Burt, Brigham Young University, United States
40.   Sam Butcher, University of Wisconsin, United States
41.   Craig Butts, University of Bristol, United Kingdom
42.   Michael Caffrey, University of Illinois at Chicago, United States
43.   Sharon Campbell, University of North Carolina, United States
44.   Marina Carravetta, University of Southampton, United Kingdom
45.   Patrice Castignolles, University of Western Sydney, Australia
46.   Silvia Cavagnero, University of Wisconsin, United States
47.   K. V. R. Chary, Tata Institute of Fundamental Research, India
48.   Fu Chen, The University of Iowa, United States
49.   Wei Chen, University of Minnesota & CMRR, United States
50.   Zhong Chen, Xiamen University, China
51.   Bradley F Chmelka, University of California Santa Barbara, United States
52.   James Wing-Yiu Choy, University of Western Ontario, Canada
53.   Melanie Cocco, University of California Irvine, United States
54.   Ryan Cohen, Merck & Co., Inc., United States
55.   Maria R Conte, King's College London, United States
56.   Valérie Copié, Montana State University, United States
57.   Florence Cordier, Institut Pasteur, France
58.   Gabriel Cornilescu, University of Wisconsin & NMRFAM, United States
59.   David Cowburn, Albert Einstein College of Medicine, United States
60.   Peter Crowley, National University of Ireland, Ireland
61.   Matthew Crump, University of Bristol, United Kingdom
62.   Christian Damblon, University of Liège, Belgium
63.   Chris Davies, Silantes, United States
64.   Ben Davis, Vernalis R&D, United Kingdom
65.   Muriel Delepierre, Pasteur Institute, France
66.   Marc-André Delsuc, Institute of Genetics and Molecular and Cellular Biology (IGBMC), France
67.   Feng Deng, State Key Laboratory of Magnetic Resonance and Molecular and Atomic Physics; National Center for Magnetic Resonance in Wuhan; Wuhan Institute of Physics and Mathematics, China
68.   Mandar Deshmukh, CSIR – Centre for Cellular and Molecular Biology, India
69.   Thomas Dickinson, Merck & Co., Inc., United States
70.   Shangwu (Sam) Ding, National Sun Yat-sen University , Taiwan
71.   Peter Dormer, Merck & Co., Inc., United States
72.   Nicolas Doucet, INRS-Institut Armand-Frappier & University of Quebec, Canada
73.   Martin Dracinsky, Academy of Sciences of the Czech Republic, Czech Republic
74.   Jens Ø. Duus, Technical University of Denmark, Denmark
75.   Jane Dyson, The Scripps Research Institute, United States
76.   Margaret A. Eastman, Oklahoma State University, United States
77.   Arthur S Edison, University of Florida, United States
78.   Jeffrey Ellena, University of Virginia, United States
79.   Paul Ellis, Doty Scientific, United States
80.   Lyndon Emsley, Ecole Normale Supérieure- Lyon / Ecole Polytechnique Fédérale de Lausanne, France / Switzerland
81.   Mate Erdelyi, University of Gothenburg, Sweden
82.   Richard R. Ernst, ETH Zürich, Switzerland
83.   Matthias Ernst, ETH Zürich, Switzerland
84.   Andy Evans, Drew University, United States

85.   Julie Forman-Kay, Hospital for Sick Children, Canada
86.   Andrew Fowler, University of Iowa, United States
87.   Ray Freeman, Cambridge, United Kingdom
88.   Lucio Frydman, Weizmann Institute of Science, Israel
89.   Ernesto Fuentes, University of Iowa, United States
90.   George T. Furst, University of Pennsylvania, United States
91.   David Fushman, University of Maryland, United States
92.   Marion Gaborieau, University of Western Sydney, United States
93.   Xinfeng (Frank) Gao, Indiana University, United States
94.   Kevin H Gardner, CUNY Advanced Science Research Center, United States
95.   Michael Garwood, University of Minnesota, United States
96.   Philippe Gaveau, Institut Charles Gerhardt, Universite Montpellier 2, France
97.   Kalle Gehring, McGill University, Canada
98.   Marco Geppi, Università di Pisa, Italy
99.   Carlos F Geraldes, University of Coimbra, Portugal
100.   Bahman Ghadirian, University of Western Sydney, Austraila
101.   Ion Ghiviriga, University of Florida, United States
102.   David Giedroc, Indiana University, United States
103.   Lila Gierasch, University of Massachussetts, United States
104.   Daniella Goldfarb, Weizmann Institute of Science, Israel
105.   Gil Goobes, Bar Ilan University, Israel
106.   Boyd Goodson, Southern Illinois University Carbondale , United States
107.   Natalie Goto, University of Ottawa, Canada
108.   Ben Goult, University of Kent, United Kingdom
109.   Philip Grandientti, The Ohio State University, United States
110.   Hamish Grant, Bio21 Institute, Australia
111.   Robert G. Griffin, Massachussetts Institute of Technology, United States
112.   Angela Gronenborn, University of Pittsburgh, United States
113.   John Gross, University of California, San Francisco
114.   Stephan Grzesiek, Biozentrum, University of Basel, Switzerland
115.   Ulrich Guenther, University of Birmingham, United Kingdom
116.   Iñaki Guijarro, Institut Pasteur (CNRS UMR 3528), France
117.   Terrry Gullion, West Virginia University, United States
118.   Roberto De Guzman, University of Kansas, United States
119.   Raul G. Enriquez Habib, Instituto de Química, UNAM , Mexico
120.   Klaas Hallenga, NMR-Advice, Netherlands
121.   Song-I Han, University of California Santa Barbara, United States
122.   D Flemming Hansen, University College London, United Kingdom
123.   Alex Hansen, The Ohio State University, United States
124.   Richard Harris, Vernalis R&D, United Kingdom
125.   Sophia Hayes, Washington University St. Louis, United States
126.   Gregory Heffron, Harvard Medical School, United States
127.   Bert Heise, Spin-Doc Inc., Germany
128.   Henrike Heise, Henrich–Heine–Universität Dusseldorf, Germany
129.   Gregory Helms, Washington State University, United States
130.   Lothar Hennig, Universität Leipzig, Germany
131.   Katherine Henzler-Wildman, Washington University in St, Louis
132.   Chandralal Hewage, University College Dublin, Ireland
133.   Christian Hilty, Texas A&M University, United States
134.   Jerry Hirschinger, Purdue University, United States
135.   Gina L. Hoatson, College of William and Mary, United States
136.   Jeffrey Hoch, University of Connecticut Health Center, United States
137.   Markus Hoffmann, The College at Brockport, State University of New York, United States

138. Steve Hollis, , United States
139. Peter Hore, University of Oxford, United Kingdom
140. R. V. Hosur, Tata Institute of Fundamental Research, India
141. Mark Howard, University of Kent, United Kingdom
142. Shaw Huang, Harvard University, United States
143. Dennis W Hwang, National Chung-Cheng University, Taiwan
144. Mitsu Ikura, School of Medicine, University of Toronto, Canada
145. Hugo van Ingen, Leiden Institute for Chemistry, Leiden University, The Netherlands
146. Rieko Ishima, University of Pittsburgh, United States
147. Nadia Izadi-Pruneyre, Pasteur Institute, France
148. Hans J Jakobsen, Aarhus University, Denmark
149. Oleg Jardetsky, Stanford University School of Medicine, United States
150. Christopher Jaroniec, The Ohio State University, United States
151. Damien Jeannerat, University of Geneva, Switzerland
152. Jean Jeener, Universite Libre de Bruxelles, Belgium
153. Oliver Jones, RMIT University, Australia
154. Antoni Jurkiewicz, University of Chicago, United States
155. Charalampos Kalodimos, Rutgers University, United States
156. Voula Kanelis, University of Toronto Mississauga, Canada
157. Roger Kautz, Northeastern University, United States
158. Lewis E Kay, University of Toronto, Canada
159. Mark Kelly, University of California San Francisco, United States
160. Arno P. M. Kentgens, Radboud University Nijmegen, The Netherlands
161. Ilkka Kilpeläinen, University of Helsinki, Finland
162. Walter Köckenberger, University of Nottingham, United Kingdom
163. Douglas Kojetin, The Scripps Research Institute, United States
164. Dmitri Korzhnev, University of Connecticut Health Center, United States
165. Wiktor Kozminski, University of Warsaw, Poland
166. Krish Krishnan, California State University Fresno, United States
167. Scott Kroeker, University of Manitoba, Canada
168. Gerard J. Kroon, The Scripps Research Institute, United States
169. Ashutosh Kumar, Indian Institute of Technology, India
170. Kristin Kumashiro, University of Hawaii, United States
171. Tatiana Kutateladze, University of Colorado Anschutz Medical Campus, United States
172. Vladimir Ladizhansky, University of Guelph, Canada
173. Noel Lazo, Clark University, United States
174. Andrew Lee, University of North Carolina, United States
175. Daniel Lee, Commissariat à l'énergie Atomique, Laboratoire de Résonances Magnétiques, Grenoble, France
176. Anne Lesage, ENS-Lyon, France
177. Ewen Lescop, Institute of Chemistry of Natural Compounds, Gif-sur-Yvette, France
178. Malcolm Levitt, University of Southampton, United Kingdom
179. Melissa Lin, Merck & Co., Inc., United States
180. Andrew Lipton, , United States
181. Victor Litvinov, DSM Resolve, Netherlands
182. Yizhou Liu, Merck & Co., Inc., United States
183. David Live, University of Georgia, United States
184. J Patrick Loria, Yale University, United States
185. Lloyd Lumata, UT Dallas, United States
186. Rensheng Luo, University of Missouri-St Louis, United States
187. Xuelian Luo, UT Southwestern Medical Center, United States
188. Burkhard Luy, Karlsruhe Institut für Technologie (KIT), Germany
189. Joel Mackay, University of Sydney, Australia

190.   John MacMillan, UT Southwestern Medical Center, United States
191.   P. K. Madhu, Tata Institute of Fundamental Research, India
192.   Ross Mair, Center for Brain Science, Harvard University, United States
193.   Thorsten Maly, Bridge12 Technologies, Inc., United States
194.   Suraj Manrao, Stable Isotope Consulting Group, United States
195.   Carla Marchioro, Research 4 Rent, Italy
196.   Thomas H Mareci, University of Florida, United States
197.   Assen Marintchev, Boston University School of Medicine, United States
198.   John Markley, University of Wisconsin, United States
199.   Rachel W Martin, University of California Irvine, United States
200.   Gary Martin, Merck & Co., Inc., United States
201.   Innokently Maslennikov, The Salk Institute for Biological Studies, United States
202.   Francesca Massi, University of Massachusetts Medical School, United States
203.   Hiroshi Matsuo, University of Minnesota, United States
204.   Steve Matthews, Imperial College London, United Kingdom
205.   Eugene Mazzola, University of Maryland, United States
206.   Ann McDermott, Columbia University, United States
207.   Lawrence McIntosh, University of British Columbia, Canada
208.   Ryan T. McKay, University of Alberta, Canada
209.   Beat H. Meier, ETH Zürich, Switzerland
210.   Matthew Merritt, UT Southwestern Medical Center, United States
211.   Oscar Millet, CIC bioGUNE, Spain
212.   Alain Milon, Université de Toulouse, France
213.   Andrew Miranker, Yale University, United States
214.   Tony Mittermaier, McGill University, Canada
215.   Mehdi Mobli, The University of Queensland, Australia
216.   K H Mok, Trinity College Dublin, Ireland
217.   Gaetano Montelione, Rutgers University, United States
218.   Martha Morton, University of Nebraska - Lincoln, United States
219.   Helen Mott, University of Cambridge, United Kingdom
220.   Karl Mueller, Penn State University, United States
221.   Norbert Mueller, Johannes Kepler University, Austria
222.   Ranjith Muhandiram, University of Toronto, Canada
223.   Frans Mulder, Aarhus University, Denmark
224.   Sujoy MUnited Kingdomherjee, Indian Institute of Chemical Biology, India
225.   Kaz Nagashima, Singapore Bioimaging Consortium, Singapore
226.   Linda Nicholson, Cornell University, United States
227.   Walter Niemczura, University of Hawaii, United States
228.   Julie Niere, NMIT University, Australia
229.   Luke O'Dell, Deakin University, Austraila
230.   Monika Oberer, University of Graz, Austria
231.   Dean L Olson, University of Illinois at Urbana-Champaign, United States
232.   Vladislav Orekhov, Swedish NMR Centre at Gothenburg University, Sweden
233.   Hartmut Oschkinat, Leibniz-Institut für Molekulare Pharmakologie im Forschungsverbund Berlin e.V.
        (FMP), Germany
234.   Robert Oswald, Cornell University, United States
235.   Michael Overduin, University of Birmingham, United Kingdom
236.   Carlos Pacheco, Pennsylvania State University, United States
237.   Uresh Parikh, Merck & Co., Inc., United States
238.   Carrie Partch, University of California Santa Cruz, United States
239.   Eric Paulson, Yale University, United States
240.   Spiro Pavlopoulos, Northeastern University, United States
241.   Istva'n Pelczer, Princeton University, United States

242. Wolfgang Peti, Brown University, United States
243. Mark Pfuhl, King's College London, United Kingdom
244. Gary Pielak, University of North Carolina Chapel Hill, United States
245. Alex Pines, University of California Berkeley, United States
246. Steve Pitzenberger, Merck & Co., Inc., United States
247. Janez Plavec, Slovenian National Institute of Chemistry, Slovenia
248. Sebastien Poget, CUNY College of Staten Island, United States
249. Tatyana Polenova, University of Delaware, United States
250. Miquel Pons, University of Barcelona, Spain
251. Andrea Porzel, Leibniz Institute of Plant Biochemistry, Germany
252. Carol Post, Purdue University, United States
253. Robert Powers, University of Nebraska, United States
254. James Prestegard, University of Georgia, United States
255. Scott Prosser, University of Toronto, Canada
256. Marek Pruski, Iowa State University, United States
257. Joseph D Puglisi, Stanford University, United States
258. Ishwar Radhakrishnan, Northwestern University, United States
259. S. Raghothama, Indian Institute of Science, India
260. Ayyalusamy Ramamoorthy, University of Michigan, United States
261. Narsimha Reddy, University of Western Sydney, Austraila
262. Mikhail Reibarkh, Merck & Co Inc, United States
263. Jeffrey A Reimer, University of California Berkeley, United States
264. Jimin Ren, UT Southwestern Medical Center, United States
265. Linda Reven, McGill University, Canada
266. William Reynolds, University of Toronto, Canada
267. Chad Rienstra, University of Illinois Champaign-Urbana, United States
268. Christopher Rithner, Colorado State University, United States
269. Edwin Rivera, University of South Florida, United States
270. Jose Rizo-Rey, UT Southwestern Medical Center, United States
271. Gordon Roberts, University of Leicester, United Kingdom
272. Alfredo O Rodriguez, Universidad Autonoma Metropolitana Iztapalapa, Mexico
273. David Rovnyak, Bucknell University, United States
274. Parag Sahasrabudhe, Pfizer, Inc
275. Charles R Sanders, Vanderbilt University School of Medicine, United States
276. Siddhartha Sarma, Indian Institute of Science, India
277. Josep Sauri, Merck & Co., Inc., United States
278. Paul Schanda, Institut de Biologie Structurale, France
279. Rob Schurko, University of Windsor, Canada
280. Harald Schwalbe, University of Frankfurt, Germany
281. Marco Sette, University of Rome, "Tor Vergata" , Italy
282. N Jon Shah, Juelich-Aachen Research Alliance & Forschungszentrum Juelich GmbH, Germany
283. Gary Shaw, Western University, Canada
284. Dean Sherry, UT Southwestern Medical Center, United States
285. Ichio Shimada, The University of Tokyo, Japan
286. Richard Shoemaker, University of Colorado & AMMRL Steering Committee, United States
287. Ansgar B Siemer, University of Southern California, Keck School of Medicine, United States
288. Heather Simmonite, Vernalis R&D, United Kingdom
289. Jørgen Skibsted, University of Aarhus, Denmark
290. Vladimír Sklenář, National Centre for Biomolecular Research (NCBR), Masaryk University, Brno, Czech Republic
291. Jim Small, Merck & Co., Inc., United States
292. Sergey Smirnov, Western Washington University, United States
293. Brian Smith, University of Glasgow, United Kingdom

294.   Steven Smith, Queen's University, Canada
295.   Leonard D Spicer, Duke University, United States
296.   Remco Sprangers, Max Planck Institute for Developmental Biology, Germany
297.   Tara Sprules, Quebec/Eastern Canada High Field NMR Facility, Canada
298.   Tim Stait-Gardner, University of Western Sydney, Austraila
299.   Siegfried Stapf, Technische Universität Ilmenau, Germany
300.   Ruth Stark, CUNY City College, United States
301.   Matthias Stoldt, Forschungszentrum Jülich, Germany
302.   Martin J. Stone, Monash University, Austraila
303.   Yongchao Su, Merck & Co., Inc., United States
304.   Michael Summers, University of Maryland Baltimore County & HHMI, United States
305.   Brian Sykes, University of Alberta, Canada
306.   Susumu Takahashi, University of Southern California, United States
307.   Scott Thornburgh, Dow AgroSciences LLC, United States
308.   Fang Tian, Penn State University, United States
309.   Takuya Torizawa, Chugai Pharmaceutical Co Ltd, Japan
310.   Nate Traaseth, New York University, United States
311.   Flaviu Turcu, "Babes-Bolyai" University, Romania
312.   Marcellus Ubbink, Leiden Institute for Chemistry, Leiden University, The Netherlands
313.   Eldon Ulrich, University of Wisconsin & BMRB, United States
314.   Sylvia Urban, RMIT University, Australia
315.   Jeffrey Urbauer, University of Georgia, United States
316.   Kathleen Valentine, University of Pennsylvania, United States
317.   Patrick van der Wel, University of Pittsburgh, United States
318.   Peter van Zijl, Johns Hopkins University, United States
319.   Kristen M Varney, University of Maryland School of Medicine, United States
320.   Gianluigi Veglia, University of Minnesota, United States
321.   Ron Venters, Duke University, United States
322.   José Daniel Figeroa Villar, Instituto Militar de Engenharia Brazil and President – Brazilian NMR Users Association (AUREMN), Brazil
323.   Liliya Vugmeyster, University of Alaska Anchorage, United States
324.   Gerhard Wagner, Harvard Medical School, United States
325.   Li-Qiong Wang, Brown University, United States
326.   Keyu Wang, Gilead Sciences, United States
327.   Roderick Wasylishen, University of Alberta, Canada
328.   Anthony Watts, University of Oxford, United Kingdom
329.   David J Weber, University of Maryland School of Medicine, United States
330.   Hansjörg Weber, Technical University Graz, Austria
331.   Rainer W Wechselberger, Utrecht University, The Netherlands
332.   Jörn Werner, University of Southampton, United Kingdom
333.   Milo Westler, University of Wisconsin & NMRFAM, United States
334.   Dieter Willbold, Institut für Physikalische Biologie, Germany
335.   Phillip Williamson, University of Southampton, United Kingdom
336.   Robert Thomas Williamson, Merck & Co., Inc., United States
337.   William K. Wilson, Rice University, United States
338.   Hla Win-Piazza, Western Washington University, United States
339.   David Wishart, University of Alberta, Canada
340.   Jason C. Woods, Cincinnati Children's Hospital Medical Center, United States
341.   Peter Wright, The Scripps Research Institute, United States
342.   Deborah Wuttke, University of Colorado, United States
343.   Benjamin Wylie, Texas Tech University, United States
344.   Shengtian Yang, Novartis Institutes for BioMedical Research, United States
345.   Lu Yang, Merck & Co., Inc., United States

346.   Yefeng Yao, Shanghai Key Laboratory of Magnetic Resonance / East China Normal University, China
347.   Randall Youngman, Corning Inc, United States
348.   Victor E Yushmanov, University of Pittsburgh School of Medicine, United States
349.   Jaroslav Zajicek, University of Notre Dame, United States
350.   Mingjie Zhang, Hong Kong University of Science and Technology, China
351.   Qi Zhang, University of North Carolina, United States
352.   Wang Zhang, Florida A&M University, United States
353.   Pei Zhou, Duke University, United States
354.   Xin Zhou, Chinese Academy of Sciences, China
355.   Donghua Zhou, Oklahoma State University, United States
356.   Kurt Zilm, Yale University, United States
357.   Erik Zuiderweg, University of Michigan, United States
358.   Markus Zweckstetter, German Center for Neurodegenerative Diseases, Germany