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ER SHEET  
Attorney Docket Number: 87264-300

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS  
Box Assignments  
P.O. Box 1450  
Alexandria, Virginia 22313-1450  
Please record the attached original documents or copy thereof.

6-16-03

1. Name of conveying party:  
**ZENTARIS AG** (Executed March 24, 2003)  
Weismüllerstrasse 45  
60314 Frankfurt/Main  
GERMANY  
Additional names attached?  Yes  No

2. Name and address of receiving parties:  
**ARDANA BIOSCIENCE LIMITED**  
58 Queen Street  
Edinburgh, EH2 3NS  
Great Britain

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other: **License Agreement**

4. Application numbers or patent numbers:  
If this document is being filed with a new application, the execution date of the application is: \_\_\_\_\_  
A. Patent Application No. **10/080,130** B. Patent No. \_\_\_\_\_  
Additional numbers attached?  Yes  No

5. Mail correspondence to:  
**WINSTON & STRAWN**  
CUSTOMER NO. 28765  
06/23/2003 TDIAZ1 00000096 501814 10080130 )  
01 FC:8021 40.00 DA

6. Number of applications and patents involved:..... **1**  
7. Total fee (37 CFR 3.41): ..... **\$ 40.00**  
Please charge deposit account listed in Section 8.  
8. Deposit account number: ..... **501-814**

DO NOT USE THIS SPACE

9. Statement and signature.  
*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*  
**Allan A. Fanucci, Reg. No. 30,256** *Allan A. Fanucci* **6/16/03**  
Name of Person Signing Signature Date

Total number of pages including cover sheet: **3**

Mail documents to be recorded with required cover sheet information to:

**FORMAL LICENCE AGREEMENT**

**Parties:**

- 1. 'The Licensor': **ZENTARIS AG**, Weismüllerstrasse 45, 60314 Frankfurt am Main, Germany.
- 2. 'The Licensee': **ARDANA BIOSCIENCE LIMITED**, 58 Queen Street, Edinburgh EH2 3NS, Great Britain.

**Recitals:**

- A. The Licensor is the registered applicant in respect of United States Patent Application No. US 10/080,130 for an invention entitled "Sustained Release of Microcrystalline Peptide Suspensions".
- B. By an Agreement dated 21 June 2002 it was agreed between the parties thereto for the consideration therein mentioned that the Licensor would grant to the Licensee an exclusive licence under the said Patent Application, any Divisional or Continuation Applications filed pursuant thereto, and any Patent granted pursuant thereto as herein set forth.
- C. This Licence is granted in pursuance of the said Agreement and not in substitution therefor whereby nothing herein contained shall in any way derogate from the said Agreement which shall remain in full force and effect.

**Operative Provisions:**

Pursuant to the said Agreement the Licensor HEREBY GRANTS (and shall from the date of the said Agreement be deemed to have granted) to the Licensee an exclusive authority and licence to utilise the said invention and to do all other things within the scope of protection of the said Patent Application and any Patent granted pursuant thereto on the terms and conditions of the said agreement whilst the said Patent Application and any Patent granted pursuant thereto shall remain in force unless the said Agreement shall be terminated whereupon this Licence shall ipso facto terminate.

IN WITNESS the parties hereto have executed this licence as follows:

**SIGNED** for and on behalf of

**ZENTARIS AG**

at Frankfurt/Main

on March 24, 2003

by \_\_\_\_\_

Authorised Signatory

Authorised Signatory

Prof. Jürgen Engel

Matthias Seeber

**SIGNED** for and on behalf of

**ARDANA BIOSCIENCE LIMITED**

at Edinburgh

on 16TH MAY 2003

by MARION LINDSAY

Director

Director/Secretary