

Form PTO-1595  
(Rev. 03/01)  
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**RECORDATION FORM COVER SHEET**  
**PATENTS ONLY**

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office  
Attorney's Docket No.: P-157-US1

Tab settings ⇌ ⇌ ⇌

To the Honorable Commissioner of Patents and Trademarks: Please Record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
1) Mathai Mammen  
2) Sarah Dunham  
3) Adam Hughes  
4) Tae Weon Lee  
5) Craig Husfeld  
6) Eric Stangeland  
Additional name of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
THERAVANCE, INC.  
901 Gateway Boulevard  
South San Francisco, CA 94080  
Additional Name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
Execution Dates: 1) April 26, 2004; 2) April 26, 2004;  
3) April 23, 2004; 4) April 23, 2004; 5) April 26, 2004;  
6) April 29, 2004


4. Application number(s) or patent number(s):  
If this document is being filed together with a new application, the execution date of the application is: \_\_\_\_\_  
A. Patent Application No.(s)  
10/779,157  
Additional numbers attached?  Yes  No

B. Patent No.(s)

5. Name and address of party to whom correspondence concerning this document should be mailed:  
Name: Jeffrey A. Hagenah  
Address: THERAVANCE, INC.  
Attn: Legal Department  
901 Gateway Boulevard  
South San Francisco, CA 94080

6. Total number of applications and patents involved: 1  
7. Total fee (37 CFR 3.41): \$40.00  
 Enclosed  
 Authorized to be charged to deposit account  
8. Deposit account number:  
50-0344  
(Attach duplicate copy of this page if paying by deposit account)

**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.*  
Jeffrey A. Hagenah, Reg. No. 35,175  
Name of Person Signing  
 Signature  
5/4/04 Date

Total number of pages including cover sheet, attachments, and documents: 7

Mail documents to be recorded with required cover sheet information to:  
Commissioner for Patents, Mail Stop Assignment Recordation Services, P. O. Box 1450  
Alexandria, VA 22313-1450

CH \$40.00 500344 10779157

**Assignment**

This **Assignment**, by **Mathai Mammen**, residing at 5 Barcelona Circle, Redwood Shores, CA 94065; **Sarah Dunham**, residing at 124 Hillside Avenue, San Rafael, CA 94901; **Adam Hughes**, residing at 1910 Greenwich Street, #3, San Francisco, CA 94123; **Tae Weon Lee**, residing at 2930 Ramona Street, Palo Alto, CA 94306; **Craig Husfeld**, residing at 3811 Farm Hill Boulevard, Redwood City, CA 94061; **Eric Stangeland**, residing at 896 Corona Drive, Pacifica, CA 94044; (hereinafter referred to as "the **Assignor**"), respectively, witnesseth:

WHEREAS, the Assignor has invented certain new and useful improvements in **Biphenyl Derivatives** set forth in an application for Letters Patent of the United States,

- which is a provisional application
  - to be filed herewith; or
  - bearing Application No. \_\_\_\_\_ and filed on \_\_\_\_\_; or
- which is a non-provisional application
  - to be filed herewith; or
  - bearing Application No. 10/779,157, and filed on February 13, 2004; and

WHEREAS, **Theravance, Inc.**, a corporation duly organized under and pursuant to the laws of Delaware and having its principal place of business at 901 Gateway Boulevard, South San Francisco, California 94080 (hereinafter referred to as "the **Assignee**"), is desirous of acquiring the entire right, title and interest in and to said inventions, the right to file applications on said inventions and the entire right, title and interest in and to any applications, including provisional applications for Letters Patent of the United States or other countries claiming priority to said application, and in and to any Letters Patent or Patents, United States or foreign, to be obtained therefor and thereon.

NOW, THEREFORE, in consideration of One Dollar (\$1.00) and other good and sufficient consideration, the receipt of which is hereby acknowledged, the Assignor has sold, assigned, transferred, and set over, and by these presents do sell, assign, transfer, and set over, unto the Assignee, its successors, legal representatives, and assigns, the entire right, title and interest in and to the above-mentioned inventions, the right to file applications on said inventions and the entire right, title and interest in and to any applications for Letters Patent of the United States or other countries claiming priority to said applications, and any and all Letters Patent or Patents of the United States of America and all foreign countries that may be granted therefor and thereon, and in and to any and all applications claiming priority to said applications, divisions, continuations, and continuations-in-part of said applications, and reissues and extensions of said Letters Patent or Patents, and all rights under the International Convention for the Protection of Industrial Property, the same to be held and enjoyed by the Assignee, for its own use and behalf and the use and behalf of its successors, legal representatives and assigns, to the full end of the term or terms for which Letters Patent or Patents may be granted as fully and entirely as the same would have been held and enjoyed by the Assignors had this sale and Assignment not been made;

AND for the same consideration, the Assignor hereby covenants and agrees to and with the Assignee, its successors, legal representatives and assigns, that, at the time of execution and delivery of these presents, the Assignor is the sole and lawful owner of the entire right, title and interest in and to the inventions set forth in said applications, including provisional applications,

above-mentioned, and that the same are unencumbered, and that the Assignor has good and full right and lawful authority to sell and convey the same in the manner herein set forth;

AND for the same consideration, the Assignor hereby covenants and agrees to and with the Assignee, its successors, legal representatives and assigns that the Assignor will, whenever counsel of the Assignee, or the counsel of its successors, legal representatives and assigns, shall advise that any proceeding in connection with said inventions or said applications for Letters Patent or Patents, or any proceeding in connection with Letters Patent or Patents for said inventions in any country, including interference proceedings, is lawful and desirable, or that any application claiming priority to said application, division, continuation, or continuation-in-part of any applications for Letters Patent or Patents, or any reissue or extension of any Letters Patent or Patents to be obtained thereon, is lawful and desirable, sign all papers and documents, take all lawful oaths, and do all acts necessary or required to be done for the procurement, maintenance, enforcement and defense of Letters Patent or Patents for said inventions, without charge to the Assignor, its successors, legal representatives and assigns, but at the cost and expense of the Assignee, its successors, legal representatives and assigns;

AND the Assignor hereby requests the Commissioner of Patents to issue any and all said Letters Patent of the United States to the Assignee, as the Assignee of said inventions and the Letters Patent to be issued for the sole use and behalf of the Assignee, its successors, legal representatives and assigns.

Date Apr. 26 / 2004

Signature of Assignor *Mathai Mammen*  
Mathai MAMMEN

State of California

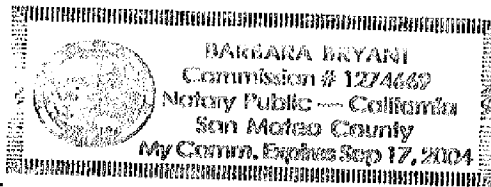
County of San Mateo

On April 26, 2004 before me, Barbara Bryant, Notary Public, personally appeared Mathai MAMMEN,

personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

*Barbara Bryant*  
Signature of Notary Public



Date April 26, 2004

Signature of Assignor *S. Dunham*  
Sarah DUNHAM

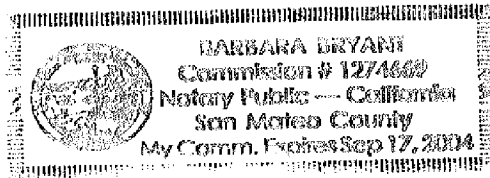
State of California

County of San Mateo

On April 26, 2004 before me, Barbara Bryant, Notary Public, personally appeared Sarah DUNHAM

personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



*Barbara Bryant*  
Signature of Notary Public

Date April 23rd 2004

Signature of Assignor *A. Hughes*  
Adam HUGHES

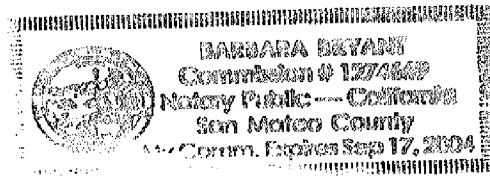
State of California

County of San Mateo

On April 23, 2004 before me, Barbara Bryant, Notary Public, personally appeared Adam HUGHES

personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



*Barbara Bryant*  
Signature of Notary Public

Date 4/23/04

Signature of Assignor *Tae Weon Lee*  
Tae Weon LEE

State of California

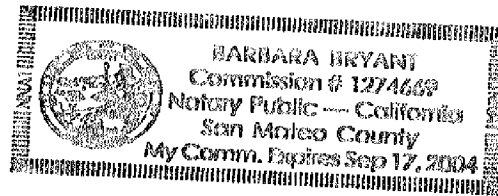
County of San Mateo

On April 23, 2004 before me, Barbara Bryant, Notary Public, personally appeared Tae Weon LEE

personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

*Barbara Bryant*  
Signature of Notary Public



Date April 26<sup>th</sup> 2004

Signature of Assignor *Craig Husefeld*  
Craig HUSFELD

State of California

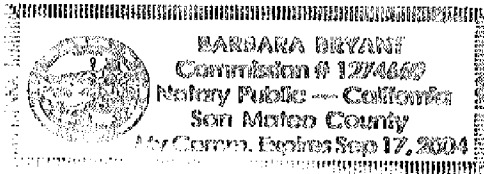
County of San Mateo

On April 26, 2004 before me, Barbara Bryant, Notary Public, personally appeared Craig HUSFELD

personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

*Barbara Bryant*  
Signature of Notary Public



Date April 29, 2004

Signature of Assignor   
Eric STANGELAND

State of California

County of San Mateo

On April 29, 2004 before me, Barbara Bryant, Notary Public, personally appeared Eric STANGELAND

personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Barbara Bryant  
Signature of Notary Public

