



01-01-2004



102709562

To the Honorable Commissioner of Patents

1 original documents or copy thereof.

1. Name and address of conveying party(ies):
 Name: John Colyer **3.29.04**
 Street Address: Elfordlea, Mill Lane Bardsey
 City: Leeds West Yorkshire
 State: LS17 9AN ZIP: United Kingdom

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
 Execution Date: December 22, 2003; November 10, 2003; November 12, 2003

2. Name and address of receiving party(ies):
 Name: Cyclacel, Ltd.
 Internal Address: _____
 Internal Address: Dundee Technopole
 Street Address: James Lindsay Place

City: Dundee DD1 5JJ
 State: Scotland ZIP: United Kingdom

Additional name(s) and address(es) attached? Yes No

4. Application number(s) or registration numbers:
If being submitted with New Application, execution date of application is:
 A. Patent Application No.(s) 10/161,205

B. Patent No.(s)
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Kathleen Williams
 Internal Address: Palmer & Dodge LLP
 Street Address: 111 Huntington Avenue
 City: Boston State: MA ZIP: 02199

6. Total number of application and patents involved: 1
 7. Total fee (37 CFR 3.41)..... \$ 40.00
 Enclosed
 Authorized to charge deficiencies to deposit account
 8. Deposit account number: 16-0085 Ref. 10069/1094
 (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.
Kathleen Williams
 Name of Person Signing

Elizabeth NS for Kathleen Williams
 Signature Williams

3/24/04
 Date

03/31/2004 ECOOPER 00000097 160085 10161205
 01 FC:0021 40.00 BA

Total number of pages comprising cover sheet attachment and document: 6

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

Name and address of additional conveying party(ies): IF ANY

Name: Derek N. Woolfson

Street Address: 20 Florence Road, Brighton

City: East Sussex

State: BN1 6DJ ZIP: United
Kingdom

Name and address of additional conveying party(ies): IF ANY

Name: Joanne Lightowler

Street Address: 5 Railway View, Dringhouses

City: York, N. Yorkshire

State: YO24 2HS ZIP: United
Kingdom

ASSIGNMENT

In consideration of One Dollar (\$1.00) and other good and valuable consideration in hand paid, the receipt and sufficiency whereof are hereby acknowledged, the undersigned hereby assign to: **Cyclacel, Ltd.**, having a principal place of business at **Dundee Technopole, James Lindsay Place, Dundee DD1 5JJ, Scotland, United Kingdom**, its successors and assigns, the entire right, title and interest in the invention or improvements of the undersigned disclosed in an application for Letters Patent of the United States, entitled:

Chemical Modification

and identified as:

Serial No.: 10/161,205; Filed: June 3, 2002

and in said application and any and all other applications, both United States and foreign, which the undersigned may file, either solely or jointly with others, on said invention or improvements, and in any and all Letters Patent of the United States and foreign countries, which may be obtained on any of said applications, and in any reissue or extension of such patents, and further assigns to said assignee the priority right provided by the International Convention.

The undersigned hereby authorize and request the Commissioner of Patents and Trademarks to issue said Letters Patent to said assignee.

The undersigned warrant themselves to be the owners of the entire right, title and interest in said invention or improvements and to have the right to make this assignment, and further warrant that there are no outstanding prior assignments, licenses, or other encumbrances on the interest herein assigned.

For said considerations the undersigned hereby agree, upon the request and at the expense of said assignee, its successors and assigns, to execute any and all divisional, continuation and substitute applications for said invention or improvements, and any necessary oath, affidavit or declaration relating thereto, and any application for the reissue or extension of any Letters Patent that may be granted upon said application and any and all applications and other documents for Letters Patent in foreign countries on said invention or improvements, that said assignee, its successors or assigns may deem necessary or expedient, and for the said considerations the undersigned authorize said assignee to apply for patents for said invention or improvements in its own name in such countries where such procedure is proper and further agree, upon the request of said assignees, its successors and assigns, to cooperate to the best of the ability of the undersigned with said assignee, its successors and assigns, in any proceedings or transactions involving such applications or patents, including the preparation and execution of preliminary statements, giving and producing evidence, and performing any and all other acts necessary to obtain, maintain and enforce said Letters Patent, both United States and foreign, and vest all rights therein hereby conveyed in the assignees, its successors and assigns, whereby said Letters Patent will be held and enjoyed by the said assignees, its successors and assigns, to the full end of

the term for which said Letters Patent will be granted, as fully and entirely as the same would have been held and enjoyed by the undersigned if this assignment had not been made.


Date: _____

Name of Inventor: John Colyer
Address of Inventor: Elfordlea, Mill Lane Bardsey
Leeds West Yorkshire
LS17 9AN
United Kingdom

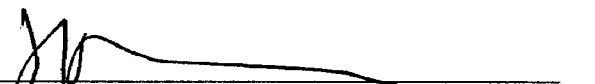
Date: _____

Name of Witness: _____
Address of Witness: _____

Date: 10-11-03


Name of Inventor: Derek N. Woolfson
Address of Inventor: 20 Florence Road, Brighton
East Sussex, BN1 6DJ
United Kingdom

Date: 10-11-03


Name of Witness: DR JH WOOLFSON
Address of Witness: 20 FLORENCE RD
BRIGHTON BN1 6DJ

Date: _____

Name of Inventor: Joanne Lightowler
Address of Inventor: 5 Railway View, Dringhouses
York, N. Yorkshire YO24 2HS
United Kingdom

Date: _____

Name of Witness: _____
Address of Witness: _____

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Address of Inventor: Elfordlea, Mill Lane Bardsey
Leeds West Yorkshire
LS17 9AN
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Date: _____

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Date: _____

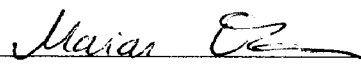
Name of Witness:
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Date: 12-^{JK}11-03



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Name of Witness: MARIAN OLSEN
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130 Newland Park Drive
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the term for which said Letters Patent will be granted, as fully and entirely as the same would have been held and enjoyed by the undersigned if this assignment had not been made.

Date: 22-12-03

J. Colyer
Name of Inventor: John Colyer
Address of Inventor: Elfordlea, Mill Lane Bardsey
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LS17 9AN
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Date: 22-12-03

Diane Baldwin
Name of Witness: DIANE BALDWIN
Address of Witness:
SCHOOL OF BIOCHEMISTRY & MICROBIOLOGY
UNIVERSITY OF LEEDS
LEEDS LS2 9JT

Date: _____

Name of Inventor: Derek N. Woolfson
Address of Inventor: 20 Florence Road, Brighton
East Sussex, BN1 9DJ
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Date: _____

Name of Witness:
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