



08-24-2004



U.S. DEPARTMENT OF COMMERCE

FORM 1-596  
1-31-92 Patent and Trademark Office

DOCKET NO.: 113847.123U

102821199

To the Honorable Commissioner of Patents and Trademarks: Please record the attached copy thereto:

<p>1. Name of conveying party(ies): Roberto PELLICCIARI</p> <p style="font-size: 2em; margin-left: 200px;">8/19/04</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>Intercept Pharmaceuticals</u> Internal Address: _____ _____ Street Address: <u>421 Hudson Street, Suite 212</u> _____ City: <u>New York</u> State/Country: <u>NY</u> ZIP: <u>10014</u> Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>May 27, 2004</u></p>	

4. Application number(s) or patent number(s):  
If the document is being filed together with a new application, the execution date of the application is: \_\_\_\_\_

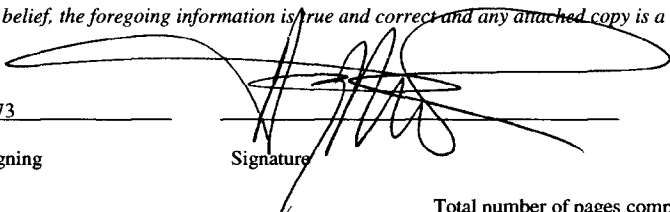
<p>A. Patent Application No(s). <u>10/471,549 filed September 11, 2003</u></p>	<p>B. Patent No(s).</p>
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Additional numbers attached?  Yes  No

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Wilmer Cutler Pickering Hale and Dorr LLP</u> Internal Address: _____ _____ Street Address: <u>1455 Pennsylvania Ave., N.W.</u> _____ City: <u>Washington</u> State: <u>DC</u> ZIP: <u>20004</u></p>	<p>6. Total number of applications and patents involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) ..... \$40.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>08-0219</u></p>
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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.*

<p><u>Henry N. Wixon, Registration No. 32,073</u></p> <p>Name and Registration No. of Person Signing</p>	 Signature	<p><u>19 AUGUST 2004</u></p> <p>Date</p> <p>Total number of pages comprising cover sheet: <u>1</u></p>
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CMB No. 0851-0011 (exp. 4/94)

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**ASSIGNMENT**

WHEREAS I, Roberto Pellicciari of Via Rocchi, 60, Perugia, ITALY, am the inventor and/or owner of certain new and useful inventions and discoveries, for which an application for Letters Patent entitled "Steroids as Agonists for FXR" was filed with the United States Patent and Trademark Office as Provisional Application Serial Number 60/274,959 on March 12, 2001, PCT application number PCT/EP02/01832 on February 21, 2002, and a national phase application identified by United States Patent Application No. 10/471,549 on September 11, 2003;

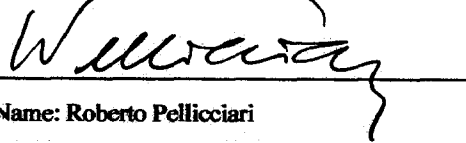
AND WHEREAS, Intercept Pharmaceuticals, having an address of 421 Hudson Street, Suite 212, New York, NY 10014, UNITED STATES, is desirous of acquiring the entire right, title and interest in and to said invention and in and to any and all Letters Patent of the United States and foreign countries which may be obtained therefore;

NOW, THEREFORE, for good and valuable consideration, the receipt for and sufficiency of which is hereby acknowledged, I do hereby sell, assign, transfer and set over unto Intercept Pharmaceuticals, its legal representatives, successors, and assigns, the entire right, title and interest in and to said invention as set forth in the above-mentioned applications and any modifications and/or improvements therefore (hereinafter "invention"), any patent applications in the United States and foreign countries, including without limitation national phase applications in Australia, Canada, Europe, Norway, Japan, United States, and Israel, and including United States Provisional Application No. 60/274,959, filed March 12, 2001, and any original applications, formal applications, continuation applications, continuation-in-part applications, request for continued examination applications, divisional applications, reissue applications, re-examinations or extensions thereof, and in and to any and all patents of the United States and foreign countries which may be issued for said invention, and all rights to claim priority therefrom and/or thereto; and any copyright or designs associated with or in said invention, and all rights of action and damages for any past, present or future infringement relating thereto, including all rights of actions and damages from publication of the patent applications and/or issuance of any patent relating thereto;

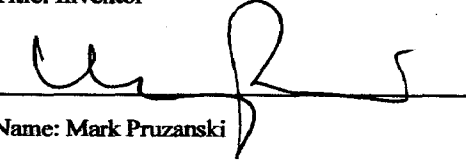
UPON SAID CONSIDERATIONS, I hereby agree with the said assignee that I will not execute any writing or do any act whatsoever conflicting with these presents, and that I will, at any time upon request, without further or additional consideration but at the expense of said assignee, execute such additional assignments and other writings and do such additional acts as said assignee may deem necessary or desirable to perfect the assignee's enjoyment of this grant, and render all necessary assistance in making application for and obtaining original, divisional, continuations, continuations-in-part, reexamined, reissued, or extended Letters Patent of the United States or of any and all foreign countries on said invention, and in enforcing any rights or choses in action accruing as a result of such applications or patents, by giving testimony in any proceedings or transactions involving such applications or patents, and by executing preliminary statements and other affidavits, it being understood that the foregoing covenant and agreement shall bind, and inure to the benefit of the assigns and legal representatives of assignor and assignee;

**The undersigned hereby grant(s) the firm of HALE and DORR LLP the power to insert on this Assignment any further identification, including the application number and filing date, which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.**

AND I request the Commissioner for Patents to issue any Letters Patent of the United States which may be issued for said invention to said Intercept Pharmaceuticals, its legal representatives, successors or assigns, as the sole owner of the entire right, title and interest in and to said patent(s) and the invention covered thereby.

  
Name: Roberto Pellicciari

MAY 27, 2004  
Date

Title: Inventor  
  
Name: Mark Pruzanski  
Title: President and CEO

MAY 27, 2004  
Date