

ASSIGNMENT RECORDATION FORM COVER SHEET *Patents Only*

To: Commissioner for Patents:

Date: September 7, 2005
Attorney Docket No. 9412-3

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

- [1.] Hamid R. Hoveyda
- [2.] Mark L. Peterson
- [3.] Graeme Fraser
- [4.] Mahesh Ramaseshan

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

2. Name and address of receiving party(ies):

Tranzyme Pharma Inc.
3001 12^e avenue Nord
IPS, Sherbrooke
Québec, J1H 5N4 Canada

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: [1.] August 23, 2005; [2.] August 17, 2005
[3.] August 17, 2005; [4.] August 31, 2005

4. Application Serial No. 11/149,731, filed June 10, 2005

Patent No. _____

If this document is being filed together with a new application, the execution date of the application is: _____

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Shawna Cannon Lemon
Myers Bigel Sibley & Sajovec
P. O. Box 37428
Raleigh NC 27627

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

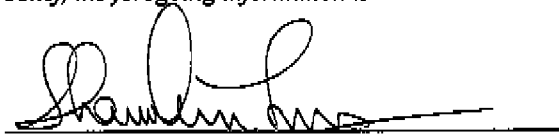
8. Deposit account number: 50-0220

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.

Shawna Cannon Lemon, #53,888
Name of Person Signing

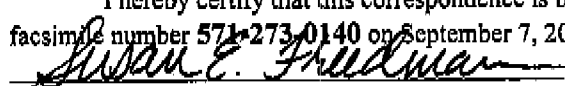

Signature

September 7, 2005
Date

Total number of pages including cover sheet, attachments and document: 6

**CERTIFICATION OF FACSIMILE TRANSMISSION
UNDER 37 CFR § 1.8**

I hereby certify that this correspondence is being facsimile transmitted to the U.S. Patent and Trademark Office via facsimile number 571-273-0140 on September 7, 2005.


Susan E. Freedman

CH \$40.00 500220 11149731

ASSIGNMENT

THIS ASSIGNMENT, made by us, **Hamid R. Hoveyda**, a citizen of Canada, residing at 615 Victoria St. #3, Sherbrooke, Québec J1H 3J4, Canada; **Mark L. Peterson**, citizen of the United States of America, residing at 3588 Rue Alfred-Desrochers, Rock Forest Québec J1N 2X1, Canada; **Graeme Fraser**, a citizen of Canada, residing at 2510 Place des Cerisiers, Sherbrooke, Québec J1G 5A9, Canada; and **Mahesh Ramaseshan**, citizen of Canada, residing at 965 E. El Camino Real #224, Sunnyvale, California 94087;

WITNESSETH: That,

WHEREAS, we are joint inventors of certain new and useful improvements in **MACROCYCLIC MODULATORS OF THE GHRELIN RECEPTOR** for which U.S. Application No. 11/149,731, was filed on **June 10, 2005** in the United States Patent and Trademark Office; and

WHEREAS, **Tranzyme Pharma Inc.**, having a postal address of 3001 12^e avenue Nord IPS, Sherbrooke, Québec, J1H 5N4 Canada, hereinafter referred to as assignee, is desirous of acquiring the entire right, title and interest in and to said invention as described in said application, and in and to any and all Letters Patent which shall be granted therefor in the United States of America and all foreign countries;

NOW, THEREFORE, To Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, we have sold and by these presents do hereby sell, assign, transfer, and convey unto the said assignee, its successors and assigns, the entire right, title, and interest in and to the said invention and application, and in and to any and all continuations, continuations-in-part, or divisions thereof, and in and to any and all Letters Patent of the United States of America and all foreign countries or reissues or other forms of protection thereof which may be granted therefor or thereon, for the full end of the term for which said Letters Patent may be granted along with any term extensions thereon or therefor, together with the right to claim the priority of said application in all foreign countries in accordance with the International Convention, the same to be held and enjoyed by said assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by us if this assignment and sale had not been made.

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We hereby request that said Letters Patent be issued in accordance with this assignment.

We further covenant and agree that, at the time of the execution and delivery of these presents, we possess full title to the invention and application above-mentioned, and that we have the unencumbered right and authority to make this assignment.

We further covenant and agree to promptly communicate to said assignee or its representatives any facts known to us relating to said invention, to testify in any interference or legal proceedings involving said invention, to execute any additional papers which may be requested to confirm the right of the assignee, its representatives, successors, or assigns to secure patent or similar protection for the said invention in all countries and to vest in the assignee complete title to the said invention and Letters Patent, without further compensation, but at the expense of said assignee, its successors, assigns, and other legal representatives; and we hereby instruct, and further covenant and agree to bind our heirs, legal representatives, and assigns, to do same, without further compensation, but at the expense of said assignee or its representatives.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 23RD day of

August, 2005

 (SEAL)
Hamid R. Hoveyda

Witnessed by: MYLENE LEDOUX

Mylene Ledoux

Date: August 23, 2005

Date: _____

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IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 17th day of August, 2005.



Mark L. Peterson (SEAL)

Witnessed by: MYLENE LEDOUX

Mylene Ledoux

Date: August 17, 2005

Date: _____

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IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 17 day of August, 2005



Graeme L. Fraser (SEAL)

Witnessed by: MYLENE LEDoux

Mylene Ledoux

Date: August 17, 2005

Date: _____

