

Assignment

This **Assignment**, by **Yu-Hua JI**, residing at 700 Freeport Lane, Redwood City, CA 94065 ; **Craig HUSFELD**, residing at 3811 Farm Hill Boulevard, Redwood City, CA 94061 ; **Christopher LANGE**, residing at 6818 Cutting Boulevard, El Cerrito, CA 94530; **Rick LEE**, residing at 951 Bradley Drive, Daly City, CA 94015; and **YongQi MU**, residing at 44 N El Monte, Los Altos, CA 94022 (hereinafter referred to as "the **Assignors**"), witnesseth:

WHEREAS, the Assignors have invented certain new and useful improvements in **Quaternary Ammonium Diphenylmethyl Compounds Useful as Muscarinic Receptor Antagonists** 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. _____, filed on _____;
- ☒ which is a non-provisional application
 - ☐ to be filed herewith; or
 - ☒ bearing Application No. **12/070,780**, and filed on **February 21,**

2008; 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;

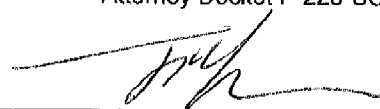
AND for the same consideration, the Assignor hereby covenants and agrees to and with the Assignee, its successors, legal representatives and assigns that the Assignor will, whenever counsel of the Assignee, or the counsel of its successors, legal representatives and assigns, shall advise that any proceeding 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.

Attorney Docket P-228-US1

Date 6/25/2008

Signature of Assignor



Yu-Hua Ji

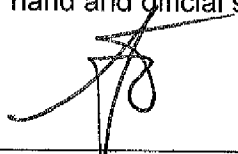
State of CaliforniaCounty of SAN MATEO

On June 25, 2008 before me, KEVIN SU KO, Notary Public,
personally appeared Yu-Hua Ji

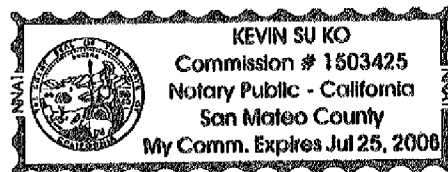
who proved to me on the basis of satisfactory evidence to be the person whose name is
subscribed to the within instrument and acknowledged to me that she executed the same in her
authorized capacity, and that by her signature on the instrument the person, or the entity upon
behalf of which the person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

I certify under PENALTY OF PERJURY under the laws of the State of California that the
foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature of Notary Public



Date 10 June 2008

Signature of Assignor

Craig Husfeld
Craig HUSFELDState of CaliforniaCounty of San MateoOn 10 June 2008 before me, Maria Chuakay, Notary Public,
personally appeared Craig Husfeld

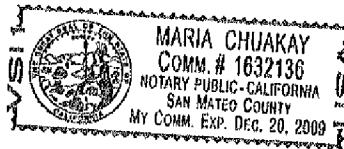
who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person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

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Maria Chuakay

Signature of Notary Public



Attorney Docket P-228-US1

Date July 23, 2008 Signature of Assignor Christopher Lange
Christopher LANGE

State of California

County of CONTRA COSTA

On 7/23/2008 before me, Stephanie Aurelia Bandy Notary Public,
personally appeared Christopher Lange

who proved to me on the basis of satisfactory evidence 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the
foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[Signature]
Signature of Notary Public



Attorney Docket P-228-US1

Date 6/17/2008

Signature of Assignor




Rick LEE

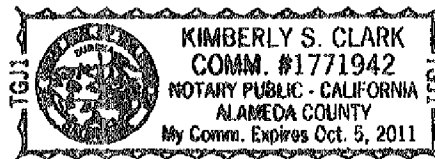
State of CaliforniaCounty of San MateoOn JUNE 17TH 2008 before me, KIMBERLY S. CLARK Notary Public,personally appeared Rick Lee

who proved to me on the basis of satisfactory evidence 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

 NOTARY PUBLIC
Signature of Notary Public



Attorney Docket P-228-US1

Date June 6, 2008

Signature of Assignor

YongQi MU
YongQi MUState of CaliforniaCounty of Santa ClaraOn June 6, 2008 before me, Ruth Tubbs Notary Public,
personally appeared YongQi Mu

who proved to me on the basis of satisfactory evidence 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the
foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Ruth Tubbs
Signature of Notary Public

