

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNMENT |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| YORK PHARMA (R&D) LIMITED | 07/28/2009 |
| ROSANTO PHARMACEUTICALS LIMITED | 07/28/2009 |
| RECEIVING PARTY DATA | |
| Name: | RH ACQUISITIONS LIMITED |
| Street Address: | 123 Deansgate |
| City: | Manchester |
| State/Country: | UNITED KINGDOM |
| Postal Code: | M3 2BU |
| PROPERTY NUMBERS Total: 1 | |
| Property Type | Number |
| Patent Number: | 7183440 |
| CORRESPONDENCE DATA | |
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| ATTORNEY DOCKET NUMBER: | 40409-514N01US |
| NAME OF SUBMITTER: | Sean M. Coughlin |

Total Attachments: 8
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**PATENT
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DATED 28th July 2009

YORK PHARMA (R&D) LIMITED

- and -

ROSANTO PHARMACEUTICALS LIMITED

- and -

RH ACQUISITIONS LIMITED

DEED OF ASSIGNMENT

**relating to
various Intellectual Property Rights**

THIS DEED OF ASSIGNMENT is made the 28 day of July

2009

BETWEEN:

- (1) **YORK PHARMA (R&D) LIMITED** (Company number 04227527) whose registered office is at York House, 327 Upper Fourth Street, Milton Keynes, Buckinghamshire MK9 1EH ("**R&D**"); and
- (2) **ROSANTO PHARMACEUTICALS LIMITED** (Company number 03322659) whose registered office is at York House, 327 Upper Fourth Street, Milton Keynes, Buckinghamshire MK9 1EH ("**Rosanto**");

(R&D and Rosanto being together "**the Assignors**" and each an "**Assignor**"); and
- (3) **RH ACQUISITIONS LIMITED** (Company number 06957857) whose registered office is at 123 Deansgate, Manchester M3 2BU (the "**Assignee**").

BACKGROUND

- 1 The Assignors are the proprietors of the Intellectual Property (as defined below) and have agreed to assign the same to the Assignee in consideration for the release of certain security over the business and assets of the Assignors.

AGREED TERMS

1 **DEFINITIONS AND INTERPRETATION**

The definitions and rules of interpretation set out in this clause apply to this deed of assignment unless the context requires otherwise.

"Intellectual Property" means all intellectual property (including, without limitation, trade marks or trade names (including the Trade Marks), patents (including the Patents), design rights, database rights, websites and domain names, copyright, letters patent, service marks, business names, inventions, trade secrets, confidential information and know-how (in each case whether registered or unregistered, and including all applications for the same and rights to apply for renewals or extensions of such rights)) to which the Assignors are entitled by virtue of any of the laws in force in any part of the world, or which are used by the Assignors in their business, in each case as at the date of this deed of assignment, together with the goodwill in the same.

"Patents" means the patents and patent applications set out in the Schedule to this deed of assignment.

2 **ASSIGNMENT**

2.1 In consideration for the release of certain security over the business and assets of the Assignors., the Assignors with no title guarantee hereby assign to the Assignee:

2.1.1 such right, title and interest as the Assignors may have in the Intellectual Property;

2.1.2 the exclusive right (so far as the Assignors are able to assign the same) for the Assignee (and its successors and assignees) to carry on the Assignors' business using the Intellectual Property and to represent itself as carrying on such business in succession to the Assignors; and

2.1.3 the right to sue for damages and other remedies for any infringement of any of the Intellectual Property which occurred prior to the date of this deed of assignment.

2.2 The Assignors (and at the sole expense of the Assignee) will at the Assignee's request deliver up to the Assignee all documents, material and/or other media which may be in the Assignors' possession, power or control which comprise or contain any part of or information in relation to the Intellectual Property.

3 **PROCEEDINGS**

The Assignors agree and undertake to provide to the Assignee (at its request and cost) all reasonable assistance with any proceedings which may be brought by or against the Assignee against or by any third party relating to the rights assigned by this deed of assignment.

4 **FURTHER ASSURANCE**

The Assignors shall, upon request and at the cost and expense of the Assignee, do or procure to be done all such further acts and things, and execute or procure the execution of all such other documents, as the Assignee may from time to time reasonably require in order to give the Assignee the full benefit of this deed of assignment, whether in connection with any registration of title or other similar right or otherwise.

5 **GENERAL**

This deed of assignment is governed by and interpreted in accordance with English law and the parties agree to submit to the exclusive jurisdiction of the English courts.

IN WITNESS whereof each of the parties hereto has caused this deed to be executed on the day and year first before written.

**SCHEDULE
THE INTELLECTUAL PROPERTY**

The Patents

1. VAMPEX ®

1.1 Treatment of Hyperproliferative Diseases (Family 5)

Proprietor: York Pharma (R&D) Ltd.

Original (superseded) Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United Kingdom | 0020351.3 | 17 Aug 2000 |
| International | WO 02/15920 | 17 Aug 2001 |

Granted Patent

| Territory | Number | Expiry Date |
|------------------|---------------|--------------------|
| Australia | 2001278632 | 17 Aug 2021 |

Pending Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United States | 10/085,239 | 17 Aug 2001 |
| Australia | 2006203668 | 17 Aug 2001 |
| Canada | 2419840 | 17 Aug 2001 |
| Japan | 2002-520841 | 17 Aug 2001 |
| Europe | 1318836 | 17 Aug 2001 |

All available European Patent Convention (EPC) contracting states were designated on filing.

2. NATURAL DEFENSE PROSTANOID MIMETICS (NDPMS)

2.1 Improvements in Pharmaceutically Useful Compounds ("4-aza") (Family 14)

Proprietor: Rosanto Pharmaceuticals Ltd.

Original (superseded) Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United Kingdom | 0218261.6 | 6 Aug 2002 |
| International | WO 04/013077 | 6 Aug 2003 |

Granted Patents

| Territory | Number | Expiry Date |
|------------------|---------------|--------------------|
| United States | 7,183,400 | 6 Aug 2023 |

Pending Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| Canada | CA2495030 | 6 Aug 2003 |
| United States | 11/059,086 | 6 Aug 2003 |
| Europe | 3766493.5 | 6 Aug 2003 |

2.2 Improvements in Pharmaceutical Compositions ("Thiol Adducts") (Family 15)

Proprietor: Rosanto Pharmaceuticals Ltd.

Original (superseded) Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United Kingdom | 0207232.0 | 27 Mar 2002 |
| International | WO 03/082813 | 27 Mar 2003 |

Pending Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| Australia | 2003224224 | 27 Mar 2003 |
| United States | 10/957,242 | 27 Mar 2003 |
| Europe | 3720667 | 27 Mar 2003 |

2.3 Improvements in Pharmaceutical Compositions (Family 16)

Proprietor: Rosanto Pharmaceuticals Ltd.

Original (superseded) Applications

| Territory | Number | Filing Date |
|------------------|--------------------------------------|--------------------|
| United Kingdom | 0515573.4 (re-filed as 0614848.0) | 28 July 2005 |
| United Kingdom | 0614848.0 | 26 July 2006 |

Pending Application

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| International | WO 08/012583 | 26 July 2007 |

2.4 Synthetic Method and Novel Chemical Compounds (Family 17)

Proprietor: Rosanto Pharmaceuticals Ltd.

Original (superseded) Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United Kingdom | 207028.2 | 25 Mar 2002 |
| International | WO 03/080552 | 25 Mar 2003 |

Granted Patent

| Territory | Number | Expiry Date |
|------------------|---------------|--------------------|
| United States | 7,304,186 | 2023 |

2.5 Methods for Inhibiting IKK (Family 18)

Proprietor: The ownership of patent family 18 is jointly held by The Regents of the University of California (Oakland, California) and Rosanto Pharmaceuticals Ltd.

Original (superseded) Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United States | 60/167,090 | 23 Nov 1999 |
| United States | 60/186,023 | 1 Mar 2000 |

Granted Patents

| Territory | Number | Expiry Date |
|------------------|---------------|--------------------|
| United States | 6,649,654 | |
| United States | 7,053,119 | 2020 |

| Pending Application Territory | Number | Filing Date |
|--------------------------------------|--|--------------------|
| United States | 11/351,155 continuation of 10/376,470 | |

3. REMAINING PIPELINE AND UP

3.1 Diagnosis and Treatment of Disease (Family 6)

Proprietor: York Pharma (R&D) Ltd.

| Original (superseded) Applications | | |
|---|---------------|--------------------|
| Territory | Number | Filing Date |
| United Kingdom | 2000 0029225 | 30 Nov 2000 |
| | 2000 0029879 | 7 Dec 2000 |
| International | WO 02/44736 | 30 Nov 2001 |

| Granted Patent | | |
|-----------------------|---------------|--------------------|
| Territory | Number | Expiry Date |
| Australia | 2002 220855 | 30 Nov 2021 |

| Pending Applications | | |
|-----------------------------|-----------------|--------------------|
| Territory | Number | Filing Date |
| United States | 12/016,012 | 30 Nov 2001 |
| Australia | 2007203279 | 30 Nov 2001 |
| Canada | 2430473 | 30 Nov 2001 |
| Japan | 2002-546227 | 30 Nov 2001 |
| Korea (South) | 10-2003-7007501 | 30 Nov 2001 |
| Europe* | 1356298 | 30 Nov 2001 |

*All available contracting states were designated on filing.

3.2 Inhibitors for Inactivating Allergens (Family 7)

Proprietor: York Pharma (R&D) Ltd.

| Original (superseded) Applications | | |
|---|---------------|--------------------|
| Territory | Number | Filing Date |
| United Kingdom | 0125594.2 | 25 Oct 2001 |
| International | WO 03/035107 | 24 Oct 2002 |

| Pending Applications | | |
|-----------------------------|---------------|--------------------|
| Territory | Number | Filing Date |
| Canada | 2458542 | 24 Oct 2002 |
| Japan | 2003-537673 | 24 Oct 2002 |
| Europe* | 1438069 | 24 Oct 2002 |

*All available European Patent Convention (EPC) contracting states were designated on filing.

3.3 Corneodesmosin-Based Test for Inflammatory Disease (Family 8)

Proprietor: York Pharma (R&D) Ltd.

| Original (superseded) Applications | | |
|---|---------------|--------------------|
| Territory | Number | Filing Date |
| United Kingdom | 0004312.5 | 23 Feb 2000 |

| | | |
|---------------|-------------|-------------|
| International | WO 01/62788 | 23 Feb 2001 |
|---------------|-------------|-------------|

Granted Patent

| Territory | Number | Expiry Date |
|------------------|---------------|--------------------|
| United States | 7,329,540 | 22 Feb 2021 |

(tbc as USPTO has indicated that an additional 1-1 1/2yrs may be granted)

Pending Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United States | 11/947,000 | 23 Feb 2001 |
| Europe* | 1268776 | 23 Feb 2001 |

*All available European Patent Convention (EPC) contracting states were designated on filing.

3.4 Single Nucleotide Polymorphisms of the SEEK1 Gene Associated with Psoriasis (Family 9)

Proprietor: York Pharma (R&D) Ltd.

Original (superseded) Applications

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United Kingdom | 0103514.6 | 13 Feb 2001 |
| International | WO 02/064831 | 13 Feb 2002 |

Pending Application

| Territory | Number | Filing Date |
|------------------|---------------|--------------------|
| United States | 11/944,212 | 13 Feb 2002 |

Note. Several of the pending applications listed in this schedule are divisional or continuation applications based on predecessors that have either been abandoned or proceeded to grant in their own right. The filing dates given for these divisional and continuation applications are those of the originals on which they are based.

SIGNED as a DEED by YORK PHARMA (R&D) LIMITED
acting by a director in the presence of:



WITNESS:

Signature: A. Whittaker

Address: 21 Sunwell Terrace

Hawk Green

Maple, Stockport SK6 7JP

Occupation: Executive PA

SIGNED as a DEED by ROSANTO PHARMACEUTICALS
LIMITED acting by a director in the presence of:



WITNESS:

Signature: A. Whittaker

Address: 21 Sunwell Terrace

Hawk Green, Maple

Stockport SK6 7JP

Occupation: Executive PA