

PATENT ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT																				
NATURE OF CONVEYANCE:	ASSIGNMENT																				
CONVEYING PARTY DATA																					
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Aleksandr Yurkovetskiy</td> <td>06/29/2012</td> </tr> <tr> <td>Mao Yin</td> <td>06/29/2012</td> </tr> <tr> <td>Timothy B. Lowinger</td> <td>06/29/2012</td> </tr> <tr> <td>Joshua D. Thomas</td> <td>06/29/2012</td> </tr> <tr> <td>Charles E. Hammond</td> <td>06/29/2012</td> </tr> <tr> <td>Cheri A. Stevenson</td> <td>07/03/2012</td> </tr> <tr> <td>Natalya D. Bodyak</td> <td>06/29/2012</td> </tr> <tr> <td>Patrick R. Conlon</td> <td>06/29/2012</td> </tr> <tr> <td>Dmitry R. Gumerov</td> <td>06/29/2012</td> </tr> </tbody> </table>		Name	Execution Date	Aleksandr Yurkovetskiy	06/29/2012	Mao Yin	06/29/2012	Timothy B. Lowinger	06/29/2012	Joshua D. Thomas	06/29/2012	Charles E. Hammond	06/29/2012	Cheri A. Stevenson	07/03/2012	Natalya D. Bodyak	06/29/2012	Patrick R. Conlon	06/29/2012	Dmitry R. Gumerov	06/29/2012
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<table border="1"> <tr> <td>Name:</td> <td>Mersana Therapeutics, Inc.</td> </tr> <tr> <td>Street Address:</td> <td>840 Memorial Drive</td> </tr> <tr> <td>City:</td> <td>Cambridge</td> </tr> <tr> <td>State/Country:</td> <td>MASSACHUSETTS</td> </tr> <tr> <td>Postal Code:</td> <td>02139</td> </tr> </table>		Name:	Mersana Therapeutics, Inc.	Street Address:	840 Memorial Drive	City:	Cambridge	State/Country:	MASSACHUSETTS	Postal Code:	02139										
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PROPERTY NUMBERS Total: 1																					
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Application Number:	13493899																				
CORRESPONDENCE DATA																					
Fax Number:	(617)542-2241																				
Phone:	617-542-6000																				
Email:	tmflynn@mintz.com																				
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>																					
Correspondent Name:	Heidi A. Eracher																				
Address Line 1:	Mintz Levin P.C.																				
Address Line 2:	One Financial Center																				

OP \$40.00 13493899

Address Line 4: Boston, MASSACHUSETTS 02111

ATTORNEY DOCKET NUMBER:	41977-506001US
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NAME OF SUBMITTER:	Heidi A Erlacher
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Total Attachments: 6

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ASSIGNMENT

We, Aleksandr Yurkovetskiy, Mao Yin, Timothy B. Lowinger, Joshua D. Thomas, Charles E. Hammond, Cheri A. Stevenson, Natalya D. Bodyak, Patrick R. Conlon, and Dmitry R. Gumerov, the undersigned, for good and valuable consideration, the receipt of which is hereby acknowledged, confirm that we have sold and assigned, and do hereby assign, sell and transfer to Mersana Therapeutics, Inc., with offices at 840 Memorial Drive, Cambridge, MA 02139, and to its successors, assigns and legal representatives, collectively hereinafter referred to as the ASSIGNEE: (1) our entire right, title and interest for the United States and in all countries, in and to any and all inventions, discoveries and applications which are disclosed in the application for United States Letters Patent entitled:

PROTEIN-POLYMER-DRUG CONJUGATES

filed with the U.S. Patent and Trademark Office on June 11, 2012, and assigned Application No. 13/493,899, which claims priority from Provisional Application Nos. 61/495,771, filed June 10, 2011, 61/501,000, filed June 24, 2011, 61/513,234, filed July 29, 2011, 61/566,935, filed December 5, 2011, 61/605,618, filed March 1, 2012, and 61/618,499, filed March 30, 2012 and including any subsequently filed utility applications, which claim priority to Application No. 13/493,899, and including any renewals, revivals, reissues, reexaminations, extensions, continuations and divisions thereof and any substitute applications therefor; (2) the full and complete right to file patent applications in the name of the ASSIGNEE, its designee, or in my/our names as the ASSIGNEE, or its designee's election, on the aforesaid inventions, discoveries and applications in all countries of the world; (3) the entire right, title and interest in and to any Letters Patent which may issue thereon in the United States or in any country, and any renewals, revivals, reissues, reexaminations and extensions thereof, and any patents of confirmation, registration and importation of the same; and (4) the entire right, title and interest in all Convention and Treaty Rights of all kinds thereon, including without limitation all rights of priority in any country of the world, in and to the above inventions, discoveries and applications.

We hereby authorize and request the competent authorities to grant and to issue any and all such Letters Patent in the United States and throughout the world to the ASSIGNEE of the entire right, title and interest therein, as fully and entirely as the same would have been held and enjoyed by us had this assignment, sale and transfer not been made.

We agree, at any time, upon the request of the ASSIGNEE, to execute and to deliver to the ASSIGNEE any additional applications for patents for said inventions and discoveries, or any part or parts thereof, and any applications for patents of confirmation, registration and importation based on any Letters Patent issuing on said inventions, discoveries, or applications and divisions, continuations, renewals, revivals, reissues, reexaminations and extensions thereof.

First Inventor : Aleksandr Yurkovetskiy
Application No. : 13/493,899
Filed : June 11, 2012
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We further agree at any time to execute and to deliver upon request of the ASSIGNEE such additional documents, if any, as are necessary or desirable to secure patent protection on said inventions, discoveries and applications throughout all countries of the world, and otherwise to do the necessary to give full effect to and to perfect the rights of the ASSIGNEE under this Assignment, including the execution, delivery and procurement of any and all further documents evidencing this assignment, transfer and sale as may be necessary or desirable.

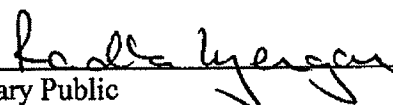
We hereby covenant that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment.

We further covenant that ASSIGNEE will, upon its request, be provided promptly with all pertinent facts and documents relating to said invention and said Letters Patent and legal equivalents as may be known and accessible to ASSIGNOR and will testify as to the same in any interference, litigation or proceeding related thereto and will promptly execute and deliver to ASSIGNEE or its legal representatives any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce said application, said invention and said Letters Patent and said equivalents thereof which may be necessary or desirable to carry out the purposes thereof.

Date: 2/29/2012 
Signature of: Aleksandr Yurkovetskiy

State of Massachusetts
County of Middlesex

On this 29 day of June, 2012, before me, the undersigned notary public, personally appeared Aleksandr Yurkovetskiy, proved to me through satisfactory evidence of identification, which was a MA drivers license to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.


Notary Public

My commission expires March 14, 2014



RADHA IYENGAR
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014

First Inventor : Aleksandr Yurkovetskiy
Application No. : 13/493,899
Filed : June 11, 2012
Page 3 of 6

Date: 06/29/2012

[Signature]
Signature of: Mao Yin

State of Massachusetts
County of Middlesex

On this 29 day of June, 2012, before me, the undersigned notary public, personally appeared **Mao Yin**, proved to me through satisfactory evidence of identification, which was a MA Drivers license to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.

[Signature]
Notary Public

My commission expires March 14, 2014



RADHA IYENGAR
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014

Date: June 29/2012

[Signature]
Signature of: Timothy B. Lowinger

State of Massachusetts
County of Middlesex

On this 29 day of June, 2012, before me, the undersigned notary public, personally appeared **Timothy B. Lowinger**, proved to me through satisfactory evidence of identification, which was a _____, to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.

[Signature]
Notary Public

My commission expires March 14, 2014



RADHA IYENGAR
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014

First Inventor : Aleksandr Yurkovetskiy
Application No. : 13/493,899
Filed : June 11, 2012
Page 4 of 6

Date: 6/29/12

Joshua D. Thomas
Signature of: Joshua D. Thomas

State of Massachusetts

County of Middlesex

On this 29 day of June, 2012, before me, the undersigned notary public, personally appeared **Joshua D. Thomas**, proved to me through satisfactory evidence of identification, which was a MA drivers license to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.

Radha Yengar
Notary Public

My commission expires MARCH 14, 2014
 **RADHA YENGAR**
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014

Date: June 29, 2012

Charles E. Hammond
Signature of: Charles E. Hammond

State of Massachusetts

County of Middlesex

On this 29 day of June, 2012, before me, the undersigned notary public, personally appeared **Charles E. Hammond**, proved to me through satisfactory evidence of identification, which was a MA license, to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.

Radha Yengar
Notary Public

My commission expires March 14, 2014



RADHA YENGAR
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014

First Inventor : Aleksandr Yurkovetskiy
Application No. : 13/493,899
Filed : June 11, 2012
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Date: 7/3/12

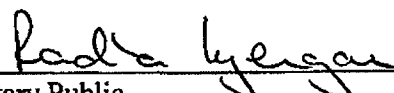

Signature of: **Cheri A. Stevenson**

State of Massachusetts
County of Middlesex

On this 3 day of July, 2012, before me, the undersigned notary public, personally appeared **Cheri A. Stevenson**, proved to me through satisfactory evidence of identification, which was a MA drivers license, to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.



RADHA IYENGAR
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014


Notary Public

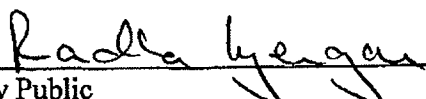
My commission expires March 14, 2014

Date: 6-29-2012


Signature of: **Natalya D. Bodyak**

State of Massachusetts
County of Middlesex

On this 29 day of June, 2012, before me, the undersigned notary public, personally appeared **Natalya D. Bodyak**, proved to me through satisfactory evidence of identification, which was a MA drivers license, to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.


Notary Public

My commission expires March 14, 2014



RADHA IYENGAR
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014

First Inventor : Aleksandr Yurkovetskiy
Application No. : 13/493,899
Filed : June 11, 2012
Page 6 of 6

Date: 6/29/12

Patrick R. Conlon
Signature of: Patrick R. Conlon

State of Massachusetts
County of Middlesex

On this 29 day of June, 2012, before me, the undersigned notary public, personally appeared **Patrick R. Conlon**, proved to me through satisfactory evidence of identification, which was a MA drivers license to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.

Radha Iyengar
Notary Public

My commission expires March 14, 2014



RADHA IYENGAR
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014

Date: 06/29/12

Dmitry Gumerov
Signature of: Dmitry R. Gumerov

State of Massachusetts
County of Middlesex

On this 29 day of June, 2012, before me, the undersigned notary public, personally appeared **Dmitry R. Gumerov**, proved to me through satisfactory evidence of identification, which was a MA drivers license to be the person whose name is signed on this document and who swore or affirmed to me that the contents of this document are truthful and accurate to the best of his/her knowledge and belief.

Radha Iyengar
Notary Public

My commission expires March 14, 2014



RADHA IYENGAR
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES
MARCH 14, 2014