# PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 EPAS ID: PAT2820975

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST (ABL)

#### **CONVEYING PARTY DATA**

Name	Execution Date
HI-TECH PHARMACAL CO. INC.	04/17/2014

#### **RECEIVING PARTY DATA**

Name:	JPMorgan Chase Bank, N.A., as Administrative Agent		
Street Address:	10 South Dearborn		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		

#### **PROPERTY NUMBERS Total: 3**

Property Type	Number
Patent Number:	8377480
Patent Number:	7790201
Application Number:	14082890

#### CORRESPONDENCE DATA

**Fax Number:** (214)981-3400

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via

US Mail.

Phone: 214-981-3483

Email: dclark@sidley.com

Correspondent Name: DUSAN CLARK, ESQ.

Address Line 1: SIDLEY AUSTIN LLP

**Address Line 2:** 717 N. HARWOOD ST., SUITE 3400

Address Line 4: DALLAS, TEXAS 75201

ATTORNEY DOCKET NUMBER:	36084-39180		
NAME OF SUBMITTER:	DUSAN CLARK		
SIGNATURE:	/Dusan Clark/		
DATE SIGNED:	04/18/2014		

#### **Total Attachments: 4**

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### CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES PATENTS

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES PATENTS (the "<u>Confirmatory Grant</u>") is made effective as of April 17, 2014 by and from HI-TECH PHARMACAL CO. INC., a Delaware corporation (the "<u>Grantor</u>"), to and in favor of JPMORGAN CHASE BANK, N.A., (the "<u>Grantee</u>") for itself and as Administrative Agent for the Secured Parties (as defined in the Credit Agreement referenced below).

WHEREAS, the Grantor, the other Loan Parties, the Lenders and Grantee have entered into a Credit Agreement dated April 17, 2014 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, the Grantor and the other Loan Parties have entered into an ABL Pledge and Security Agreement dated April 17, 2014 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, the Grantor owns the patents (the "<u>Patents</u>") listed on <u>Exhibit A</u> attached hereto, which Patents are issued or pending with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to Grantee under the Security Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) <u>Definitions</u>. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

### 2) The Security Interest.

- (a) This Confirmatory Grant is made to secure the satisfactory performance and payment of all the Secured Obligations. Upon the payment in full of all Secured Obligations (other than contingent indemnification obligations), Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to Grantor all reasonably requested instruments in writing releasing the security interest in the Patents acquired under this Confirmatory Grant.
- (b) The Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Patents now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds and products of the Patents, and (3) all causes of action arising prior to or after the date hereof for infringement of the Patents or unfair competition regarding the same.
- 3) <u>Counterparts</u>. This Confirmatory Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be

PATENT REEL: 032714 FRAME: 0402 an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) <u>Governing Law.</u> This Confirmatory Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

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IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant of Security Interest effective as of the date first written above.

HI-TECH PHARMACAL CO., INC.

Name: Joseph Bonaccorsi

Title: Secretary

Signature Page to Grant of Security Interest in United States Patents (Credit Agreement)

**PATENT** 

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## CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES PATENTS Exhibit A - SCHEDULE OF PATENTS

Application Title	Owner	Status in Patent	Application No./Patent No.	Application/Issue Date	Country
		Office			
GRANULAR SUSTAINED	HI-TECH	Granted	12/850,087	08/04/2010	United States
RELEASE PREPARATION AND	PHARMACAL		8,377,480	02/19/2013	
PRODUCTION THEREOF	COMPANY				
GRANULAR SUSTAINED	HI-TECH	Granted	10/570,242	02/28/2006	United States
RELEASE PREPARATION AND	PHARMACAL		7,790,201	09/07/2010	
PRODUCTION THEREOF	COMPANY				
	HI-TECH	Pending	14/082,890		United States
	PHARMACAL				
	COMPANY				

Exhibit A

RECORDED: 04/18/2014

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