

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT4373173

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
JANSSEN R&D IRELAND	12/29/2014
RECEIVING PARTY DATA	
Name:	JANSSEN SCIENCES IRELAND UC
Street Address:	EASTGATE VILLAGE
Internal Address:	EASTGATE, LITTLE ISLAND
City:	COUNTY CORK
State/Country:	IRELAND
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	15501730
CORRESPONDENCE DATA	
Fax Number:	(858)784-3044
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	(858) 450-2018
Email:	ggestick@its.jnj.com
Correspondent Name:	JOSEPH F. SHIRTZ
Address Line 1:	JOHNSON & JOHNSON
Address Line 2:	ONE JOHNSON & JOHNSON PLAZA
Address Line 4:	NEW BRUNSWICK, NEW JERSEY 08933
ATTORNEY DOCKET NUMBER:	TIP0321USPCT
NAME OF SUBMITTER:	GAYLE GESTICK
SIGNATURE:	/Gayle Gestick/
DATE SIGNED:	04/17/2017
Total Attachments: 5	
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DATED 29TH DECEMBER 2014

(1) JANSSEN R&D IRELAND

(2) JANSSEN SCIENCES IRELAND UC

DEED OF ASSIGNMENT OF INTELLECTUAL PROPERTY

PATENT
REEL: 042046 FRAME: 0540

THIS DEED OF ASSIGNMENT dated 29th December 2014 (the "Assignment")

BETWEEN:

- (1) **JANSSEN R&D IRELAND**, a private unlimited liability company incorporated under the laws of Ireland with registered number 285805 and having its registered office at Eastgate Village, Eastgate, Little Island, County Cork, Ireland ("JRD"); and
- (2) **JANSSEN SCIENCES IRELAND UC**, a private unlimited liability company incorporated under the laws of Ireland with registered number 472372 and having its registered office at Eastgate Village, Eastgate, Little Island, County Cork, Ireland ("JSI").

BACKGROUND

- A. JRD is the legal and beneficial owner of the Intellectual Property (as defined below).
- B. By way of an agreement dated 29th December 2014 (the "Agreement") JRD agreed to contribute and assign the Intellectual Property to JSI as a gratuitous contribution for no consideration.
- C. Accordingly, JRD agrees to contribute and assign and JSI to accept a contribution and assignment of all rights, title and interests in the Intellectual Property on the terms set out in this Assignment.

WITNESSES AS FOLLOWS:

1 Definitions

1.1 The following definitions apply in this Assignment:

"**Assets**" means all of JRD's assets, properties and rights including goodwill, Intellectual Property, trade receivables, inventory and any rights arising under any of the Contracts wherever located (including in the possession of vendors, third parties or elsewhere), whether real, personal or mixed, tangible, intangible or contingent, primarily used or held for use by JRD in the Business as at the Effective Time;

"**Business**" means the research and development and commercialisation of pharmaceutical products business carried on by JRD at the Effective Time;

"**Effective Time**" means on or before 15.00 hours GMT on 29th December 2014; and

"**Intellectual Property**" means any and all patents, registered trademarks, registered designs, applications for any of the foregoing, trade and business names, unregistered trademarks, logos, know-how, trade secrets, copyrights, rights in designs, inventions, authorisations without which it would not be possible for any medicine or pharmaceutical products to be sold for any purpose for which it was intended, rights derived from research undertaken prior to any such authorisation into the effects of any medicine or pharmaceutical products, rights under licences and consents in relation to any such rights, and rights of the same or similar effect or nature, together with all goodwill attaching or relating thereto, in any part of the world (whether or not capable of protection by registration) which are used in connection with the Business and/or the Assets at the Effective Time.

Rose Hudson
53, South Mall
Cork, Ireland
Notary Public in and
for the County and City of Cork

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- 1.2 Unless the context otherwise requires or unless otherwise specified, in this Assignment capitalised words and expressions defined in the Agreement and not in this Assignment shall have the same meanings when used in this Assignment.

2 Assignment

JRD as legal and beneficial owner hereby contributes and assigns to JSI its successors and assigns for no consideration all its right, title and interest in and to the Intellectual Property owned by JRD together with all rights of action, powers and benefits belonging to the same, including the right to sue for and obtain damages and other relief in respect of any infringement and / or any violation of any common law rights (whether past, present or future) in the Intellectual Property and for JSI, its successors and assigns to hold, use, exercise and enjoy the same unto JSI absolutely for the whole period of such rights for the time being capable of being assigned by JRD together with any and all renewals, reversions and extensions throughout the world.

3 Further assurances

JRD will, upon written request and at the sole cost and expense of JSI execute all such further assignments, transfers, deeds, documents or other assurances and to do all further acts and things as JSI may require in order to enable JSI to become registered as the proprietor or owner of the Intellectual Property and otherwise to secure the benefit of the Intellectual Property assigned under this Assignment.

4 Warranty

4.1 JRD represents and warrants to JSI that:

- (a) it owns all the Intellectual Property and the delivery and execution of this Assignment shall not conflict with or result in a breach of or constitute a default under (i) any judgment, order, the injunction, decree, regulation or ruling of any court or governmental authority to which JRD is subject, or (ii) any agreement, license, contract or commitment to which JRD is a party;
- (b) the Intellectual Property is not subject to any liens, mortgages, charges or other security interests and title to the Intellectual Property will transfer on a free and unencumbered basis; and
- (c) to the best of JRD's information and belief, the Intellectual Property does not infringe the rights of any third party.

5 Indemnity

JRD must defend, indemnify and hold JSI harmless from and against any and all claims, losses including economic losses (whether direct or indirect), proceedings, penalties, fines, damages, liabilities, judgments, expenses, including but not limited to legal fees (on a solicitor / client basis) and settlement costs incurred by JSI, arising out of any breach of any warranties under this Assignment.

6 **Counterparts**

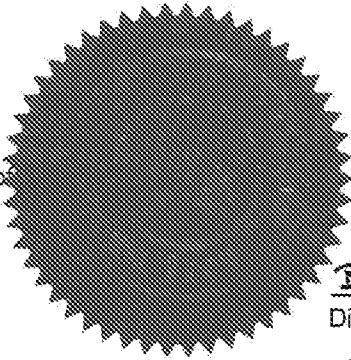
This Assignment may be executed in more than one counterpart each of which shall be deemed and shall come into force once both JRD and JSI have executed and delivered such a counterpart in identical form.

7 **Governing law**

This Assignment shall be governed by and construed in accordance with the laws of Ireland and the parties submit to the exclusive jurisdiction of the Irish courts.

IN WITNESS of which this document has been executed as a Deed on the day and year first before written.

GIVEN under the Common Seal of
JANSSEN R&D IRELAND



Rose Hudson

ROSE HUDSON
53 SOUTH MALL, CORK IRELAND
NOTARY PUBLIC,
COMMISSIONED FOR LIFE

Brandon O'Leary
Director

Margaret Dunlea
Director/Secretary

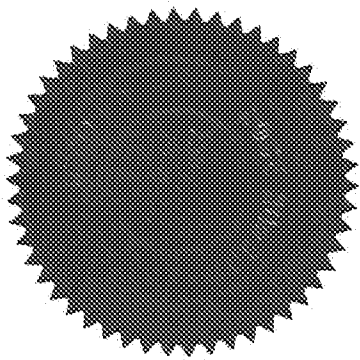
GIVEN under the Common Seal of
JANSSEN SCIENCES IRELAND UC

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NOTARY PUBLIC,
COMMISSIONED FOR LIFE

Alice Wilson
Director

Christy Roland
Director/Secretary



The notarial act applied to the within document
extends only to verification of the identity and
legal capacity of the signator(s) and the due
execution of the document unless otherwise
expressly stated in the English language.
Rose Hudson Notary Public

Rose Hudson

Margaret Dunlea
Christy Roland
Alice Wilson