

<b>PATENT ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
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EPAS ID: PAT4555233

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
THE GOVERNING COUNCIL OF THE UNIVERSITY OF TORONTO	06/05/2017
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	ROCKLEY PHOTONICS LIMITED
<b>Street Address:</b>	C/O COOLEY (UK) LLP
<b>Internal Address:</b>	10TH FLOOR, DASHWOOD, 69 OLD BROAD STREET
<b>City:</b>	LONDON
<b>State/Country:</b>	GREAT BRITAIN
<b>Postal Code:</b>	EC2 1QS
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
<b>Application Number:</b>	15430314
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(626)577-8800
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<b>Phone:</b>	626-795-9900
<b>Email:</b>	pto@lrrc.com
<b>Correspondent Name:</b>	LEWIS ROCA ROTHGERBER CHRISTIE LLP
<b>Address Line 1:</b>	PO BOX 29001
<b>Address Line 4:</b>	GLENDALE, CALIFORNIA 91209
<b>ATTORNEY DOCKET NUMBER:</b>	133117/(PART2)/MWR/RAV
<b>NAME OF SUBMITTER:</b>	RACHEL A. VILLALOBOS
<b>SIGNATURE:</b>	/Rachel A. Villalobos/
<b>DATE SIGNED:</b>	08/10/2017
<b>Total Attachments: 4</b>	
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source=Assignment from University of Toronto to Rockley#page4.tif	

## ASSIGNMENT

WHEREAS,

THE GOVERNING COUNCIL OF THE UNIVERSITY OF TORONTO whose full post office address is, Banting Institute, 100 College Street, Suite 413, Toronto, Ontario M5G 1L5, Canada, (hereinafter referred to as the "Assignor") is the owner of the invention entitled

**GeSi Electroabsorption Modulator with Multiple Sections for Multi-level Optical Modulation aka Electro-Optic Modulators aka OPTICAL MODULATORS**

hereinafter referred to as the "Invention", as fully set forth and described in an application for Letters Patent identified as:

Country	Serial Number	Filing Date	Title
U.S.A.	62/435,004	December 15, 2016	ELECTRO-OPTIC MODULATORS
U.S.A.	15/430,314,	February 10, 2017	OPTICAL MODULATORS

hereinafter referred to as the "Application";

AND WHEREAS, Rockley Photonics Limited, hereinafter referred to as the "Assignee", whose full post office address is Clarendon Business Centre, Belsyre Court, 57 Woodstock Road, Oxford OX2 6HJ, UK, has acquired from the Assignor, the Assignor's entire right, title and interest in and to the invention, in all countries of the world, including the Assignor's rights to the Application, and all related applications and patents thereon, including any and all, international, national and regional phase applications based on the Application, and other counterpart applications in all countries, and any and all substitutes, divisionals, continuations and continuations-in-part, and any Letters Patent that may be obtained therefor, and in any and all reissues, extensions, renewals and reexaminations of such applications and patents, including the right to claim priority to the Application, and to all related applications and patents thereon filed by the Assignor or Assignee, including the benefit of any right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it, and the benefit of any right of priority provided by any convention or treaty under domestic or foreign law, and to invoke and claim any such right of priority without further written or oral authorization from the Assignor;

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignors confirm it has, as of December 15, 2016 sold, assigned, transferred and set over, and for greater certainty, does hereby sell,

assign, transfer and set over to the Assignee, its successors, assigns, or legal representatives, its entire right, title and interest for Canada, the United States and all other countries throughout the World in and to the Invention, together with its entire right, title and interest in and to the Applications and any and all Letters Patent that may issue for the Invention, including any and all divisions, reissues, continuations and extensions of the Applications, to the full end of the term for which each said Letters Patent may be granted, and including any right to claim priority based on the Applications, the same to be held and enjoyed as fully and completely as the same would have been held and enjoyed by the Assignor had this Assignment not been made;

AND the Assignor, on behalf of itself and its executors and administrators, does hereby covenant and agrees to do all such lawful acts and things and to execute without further consideration such further lawful assignments, documents, assurances, applications and other instruments as may reasonably be required by the Assignee, its successors, assigns, or legal representatives, to obtain any and all Letters Patent for the Invention and vest the same in the Assignee, its successors, assigns, or legal representatives.

The Assignors authorize and empower **Cooley (UK) LLP**, whose complete address is **10th Floor, Dashwood, 69 Old Broad Street London, EC2 1QS, Great Britain** to insert on this Assignment any further identification, to prepare any translation which may be necessary or desirable in order to comply with the rules for recordation of this document in any country and to correct any clerical error in this assignment.

The Commissioner of Patents & Trademarks is hereby authorized and requested to issue any Letters Patent for the Application, and all related applications thereon, to the Assignee, for its sole use and benefit; and for the use and benefit of its successors and assigns, to the full end of the term for which Letters Patent may be granted, as fully and entirely as the same would have been held by the Assignor had this Assignment and sale not been made.

If a provision of this Assignment is or becomes illegal, invalid or unenforceable in any jurisdiction, that shall not affect the validity or enforceability in that jurisdiction of any other provision of this Assignment, or the validity or enforceability in other jurisdictions of that or any other provision of this Assignment.

The Assignor hereby acknowledges that any willful false statement made in this assignment/declaration is punishable under 18 U.S.C. 1001 by fine or imprisonment of not more than five (5) years, or both.

For the purpose of all legal proceedings this Assignment will be deemed to have been performed in the Province of Ontario and will be governed by and construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable therein.

The Parties confirm their express wish that this Assignment be drawn up in the English language.  
*Les parties confirment leur volonté expresse que cette cession soit rédigée en langue anglaise.*

SIGNED at Toronto (city), Canada (country).

This 5<sup>th</sup> day of June, 2017.

**THE GOVERNING COUNCIL OF THE UNIVERSITY OF TORONTO**

Signature 

Name Jennifer Fraser, MSc, MBA  
Director, Innovations & Partnerships

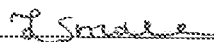
Title \_\_\_\_\_

**DECLARATION OF WITNESS**

I, Lilia Smole, whose full post office address is  
1-304 South Kingsway, Toronto, ON M6S 3T9 hereby  
declare that I was personally present and did see Jennifer Fraser of  
**THE GOVERNING COUNCIL OF THE UNIVERSITY OF TORONTO** who is personally known to me to be  
the person named in the above assignment duly sign and execute the same.

Declared at Toronto (city), Canada (country).

This 5<sup>th</sup> day of June, 2017.

  
Signature of Witness:

ACCEPTANCE

The Assignee hereby accepts the assignment. EXECUTED at \_\_\_\_\_(city),  
\_\_\_\_\_(country).

This \_\_\_\_\_ day of \_\_\_\_\_, 2017.

**Rockley Photonics Limited**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name

\_\_\_\_\_  
Title

DECLARATION OF WITNESS

I, \_\_\_\_\_, whose full post office address is

\_\_\_\_\_ hereby  
declare that I was personally present and did see \_\_\_\_\_ of  
**Rockley Photonics Limited** who is personally known to me to be the person named in the above  
assignment duly sign and execute the same.

Declared at \_\_\_\_\_(city), \_\_\_\_\_(country).

This \_\_\_\_\_ day of \_\_\_\_\_, 2017.

\_\_\_\_\_  
Signature of Witness:

Signature of Witness: \_\_\_\_\_