

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5076653

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	ASSIGNMENT	
CONVEYING PARTY DATA		
	Name	Execution Date
	CHRISTOPHER J. BURNS	07/24/2018
	DANIEL C. PEVEAR	07/24/2018
	ROBERT E. LEE TROUT	07/24/2018
	RANDY W. JACKSON	06/25/2018
	JODIE HAMRICK	07/24/2018
	ALLISON L. ZULLI	06/25/2018
	EUGEN F. MESAROS	07/24/2018
	STEVEN A. BOYD	06/25/2018
RECEIVING PARTY DATA		
Name:	VENATORX PHARMACEUTICALS, INC.	
Street Address:	30 SPRING MILL DRIVE	
City:	MALVERN	
State/Country:	PENNSYLVANIA	
Postal Code:	19355	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	16002363
CORRESPONDENCE DATA		
Fax Number:	(650)493-6811	
<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:	(650) 493-9300	
Email:	ahirano@wsgr.com, patentdocket@wsgr.com	
Correspondent Name:	WILSON SONSINI GOODRICH & ROSATI	
Address Line 1:	650 PAGE MILL ROAD	
Address Line 4:	PALO ALTO, CALIFORNIA 94304	
ATTORNEY DOCKET NUMBER:	41223-717.301	
NAME OF SUBMITTER:	ANGIE HIRANO	
SIGNATURE:	/Angie Hirano/	

DATE SIGNED:	07/31/2018
Total Attachments: 10 source=41223-717-301_Assignment#page1.tif source=41223-717-301_Assignment#page2.tif source=41223-717-301_Assignment#page3.tif source=41223-717-301_Assignment#page4.tif source=41223-717-301_Assignment#page5.tif source=41223-717-301_Assignment#page6.tif source=41223-717-301_Assignment#page7.tif source=41223-717-301_Assignment#page8.tif source=41223-717-301_Assignment#page9.tif source=41223-717-301_Assignment#page10.tif	

PATENT ASSIGNMENT

Docket Number 41223-717.301

WHEREAS, the undersigned:

- | | | | |
|---|---|--|---|
| 1. BURNS, Christopher J.
1289 Yellow Springs Road
Malvern, PA 19355 | 2. PEVEAR, Daniel C.
7 Mellvain Drive
Downingtown, PA 19335 | 3. TROUT, Robert E. Lee
222 E. 9th Avenue
Collegeville, PA 19426 | 4. JACKSON, Randy W.
483 O'Rea Creek Road
Livingston, MT 59047 |
| 5. HAMRICK, Jodie
390 Diem Woods Drive
New Holland, PA 17357 | 6. ZULLI, Allison L.
1020 Washington Place
Chesterbrook, PA 19087 | 7. MESAROS, Eugen F.
113 Lombardy Drive
Wallingford, PA 19086 | 8. BOYD, Steven A.
1969 Art School Road
Chester Springs, PA 19425 |

(hereinafter "Inventor(s)), have invented certain new and useful improvements in

BETA-LACTAMASE INHIBITORS

☒ for which application serial number 16/002,363 was filed on June 7, 2018 in the United States Patent & Trademark Office;

(hereinafter, "Application(s)"). The term "Application(s)" also includes all patent applications that share or claim priority to or from the above application(s).

WHEREAS, VenatuRx Pharmaceuticals, Inc., a corporation incorporated in the State of Delaware, having a place of business at 30 Spring Mill Drive, Malvern, PA 19355, (hereinafter "Assignee"), is desirous of acquiring the entire right, title and interest in and to said Application(s), and the inventions disclosed therein, and in and to all embodiments of the inventions, heretofore conceived, made or discovered, whether jointly or severally, by said Inventor(s) (hereinafter collectively referred to as "Inventions"), and in and to any and all patents, inventor's certificates and other forms of protection thereon granted in the United States, foreign countries, or under any international convention, agreement, protocol, or treaty, including those filed under the Paris Convention for the Protection of Industrial Property, The Patent Cooperation Treaty or otherwise (hereinafter "Patent(s)").

NOW, THEREFORE, in consideration of good and valuable consideration acknowledged by said Inventor(s) to have been received in full from said Assignee:

1. Said Inventor(s) do hereby sell, assign, transfer and convey unto said Assignee the entire right, title and interest (a) in and to said Inventions; (b) in and to said Applications, including the right to claim priority to and from said Application(s); (c) in and to each and every application that is a divisional, substitution, continuation, or continuation-in-part of any of said Application(s); (d) in and to said Patent(s) and each and every patent issuing or reissuing from any of the foregoing; (e) in and to each and every reissue, reexamination, renewal or extension of any kind of any of the foregoing; (f) in and to each and every patent and application filed outside the United States and corresponding to any of the foregoing; and (g) in and to all claims for past, present and future infringement of the Patent(s), including all rights to sue for and to receive and recover for Assignee's own use all past, present, and future lost profits, royalties, and damages of whatever nature recoverable from an infringement of the Patent(s).

2. Said Inventor(s) hereby covenant and agree to cooperate with said Assignee to enable said Assignee to enjoy to the fullest extent the right, title and interest herein conveyed in the United States, foreign countries, or under any international convention, agreement, protocol, or treaty. Such cooperation by said Inventor(s) shall include prompt production of pertinent facts and documents, giving of testimony, execution of petitions, oaths, specifications, declarations or other papers, and other assistance all to the extent deemed necessary or desirable by said Assignee (a) for perfecting in said Assignee the right, title and interest herein conveyed; (b) for prosecuting any applications covering said Inventions; (c) for filing and prosecuting substitute, divisional, continuing or additional applications covering said Inventions; (d) for filing and prosecuting applications for reissuance of any said Patent(s); (e) for interference or other priority proceedings involving said Inventions; and (f) for legal proceedings involving said Inventions and any applications therefor and any Patent(s) granted thereon, including without limitation reissues and reexaminations, opposition proceedings, cancellation proceedings, priority contests, public use proceedings, infringement actions and court actions; provided, however, that reasonable expenses incurred by said Inventor(s) in providing such cooperation shall be paid for by said Assignee.

3. The terms and covenants of this assignment shall inure to the benefit of said Assignee, its successors, assigns and other legal representatives, and shall be binding upon said Inventor(s), their respective heirs, legal representatives and assigns.

4. Said Inventor(s) hereby warrant, represent and covenant that said Inventor(s) have not entered and will not enter into any assignment, contract, or understanding in conflict herewith.

5. Said Inventor(s) hereby request that any Patent(s) issuing in the United States, foreign countries, or under any international convention, agreement, protocol, or treaty, be issued in the name of the Assignee, or its successors and assigns, for the sole use of said Assignee, its successors, legal representatives and assigns.

6. This instrument will be interpreted and construed in accordance with the laws of the State of California, without regard to conflict of law principles. If any provision of this instrument is found to be illegal or unenforceable, the other provisions shall remain effective and enforceable to the greatest extent permitted by law. This instrument may be executed in counterparts, each of which is deemed an original, but all of which together constitute one and the same agreement.

IN WITNESS WHEREOF, said Inventor(s) have executed and delivered this instrument to said Assignee as of the dates written below:

PATENT ASSIGNMENT		Docket Number 41223-717.301
Date: <u>7/24/18</u> <u>Christopher J. BURNS</u>		
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.		
State of <u>Pennsylvania</u> County of <u>Chester</u> On <u>7/24/18</u> before me, _____ <small>Date</small>	Anna Marie Giannopoulos, Notary Public <i>Here Insert Name and Title of the Officer</i>	
personally appeared <u>Christopher J. BURNS</u> <div style="text-align: right;"><i>Name(s) of Signer(s)</i></div>		
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.		
<div style="border: 1px solid black; padding: 5px; text-align: center;"> COMMONWEALTH OF PENNSYLVANIA NOTARIAL SEAL Anna Marie Giannopoulos, Notary Public Charlestown Twp., Chester County My Commission Expires July 29, 2018 MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES </div> <p style="text-align: center; font-size: small;">Place Notary Seal Above</p>		I certify under PENALTY OF PERJURY under the laws of the State of <u>Pennsylvania</u> that the foregoing paragraph is true and correct. WITNESS my hand and official seal. Signature: <u><i>[Signature]</i></u> <div style="text-align: right;"><i>Signature of Notary Public</i></div>

PATENT ASSIGNMENT

Docket Number 41223-717.301

Date: 7/24/18
Daniel C. PEVEAR

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of PennsylvaniaCounty of Chester

Anne Marie Giannopoulos, Notary Public

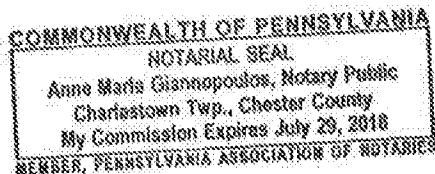
On 7/24/18 before me,

Here Insert Name and Title of the Officer

personally appeared Daniel C. PEVEAR

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

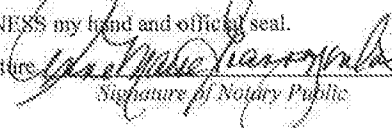


Place Notary Seal Above

I certify under PENALTY OF PERJURY under the laws of the State of Pennsylvania that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature



Signature of Notary Public

PATENT ASSIGNMENT

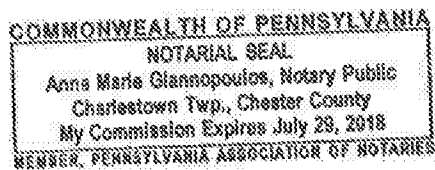
Docket Number 41223-717.301

Date: 7/24/18 Robert E. Lee Trout
Robert E. Lee TROUT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of Pennsylvania)
County of Chester) **Anne Marie Giannopoulos, Notary Public**
On 7/24/18 before me, _____
Date Here Insert Name and Title of the Officer
personally appeared Robert E. Lee TROUT
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of Pennsylvania that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature _____
Signature of Notary Public

Place Notary Seal Above

PATENT ASSIGNMENT

Docket Number 41223-717.301

Date: 6/25/2018Randy W. JACKSON

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of MTCounty of BeauregardOn June 25, 2018 before me, Mark Sukut Notary*Here Insert Name and Title of the Officer*personally appeared Randy W. JACKSON*Name(s) of Signer(s)*

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



MARK SUKUT
NOTARY PUBLIC for the
State of Montana
Residing at Livingston, Montana
My Commission Expires
September 03, 2018

I certify under PENALTY OF PERJURY under the laws of the State of MT that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

*Signature of Notary Public**Place Notary Seal Above*

PATENT ASSIGNMENT

Docket Number 41223-717.301

Date: 7/24/18

Jodie HAMRICK

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of Pennsylvania

Anne Marie Giannopoulos, Notary Public

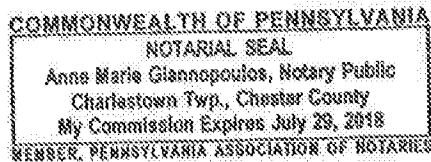
County of ChesterOn 7/24/18 before me,

Here Insert Name and Title of the Officer

personally appeared Jodie HAMRICK

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

I certify under PENALTY OF PERJURY under the laws of the State of Pennsylvania that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Signature of Notary Public

PATENT ASSIGNMENT

Docket Number 41223-717.301

Date:

Allison L. ZULLI

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of

Pennsylvania

County of

Chester

On

6/25/18

before me,

Anne Marie Giannopoulos, Notary Public

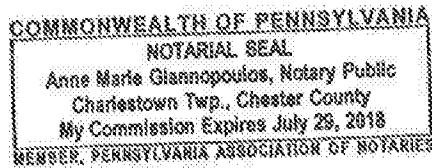
Date

Here Insert Name and Title of the Officer

personally appeared Allison L. ZULLI

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Place Notary Seal Above

I certify under PENALTY OF PERJURY under the laws of the State of Pennsylvania that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Signature of Notary Public

PATENT ASSIGNMENT

Docket Number 41223-717.301

Date: 7/24/18Eugen F. MESAROS
Eugen F. MESAROS

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of Pennsylvania)County of Chester)On 7/24/18 before me, _____
Date

Anne Marie Giannopoulos, Notary Public

Here Insert Name and Title of the Officer

personally appeared Eugen F. MESAROS

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
Anne Marie Giannopoulos, Notary Public
Charlestown Twp., Chester County
My Commission Expires July 29, 2018
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

Place Notary Seal Above

I certify under PENALTY OF PERJURY under the laws of the State of Pennsylvania that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Signature of Notary Public

PATENT ASSIGNMENT		Docket Number 41223-717.301
Date: <u>6/25/2018</u> <u><i>Steven A. Boyd</i></u> <div style="text-align: center;">Steven A. BOYD</div>		
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.		
State of <u>Pennsylvania</u> County of <u>Chester</u> On <u>6/25/18</u> before me,		Anne Marie Giannopoulos, Notary Public <i>Here Insert Name and Title of the Officer</i>
personally appeared <u>Steven A. BOYD</u> <div style="text-align: right;"><i>Name(s) of Signer(s)</i></div>		
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.		
<div style="border: 1px solid black; padding: 5px; margin: 0 auto; width: 200px;"> COMMONWEALTH OF PENNSYLVANIA NOTARIAL SEAL Anne Marie Giannopoulos, Notary Public Charlestown Twp., Chester County My Commission Expires July 29, 2018 <small>MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES</small> </div> <p><i>Place Notary Seal Above</i></p>		I certify under PENALTY OF PERJURY under the laws of the State of <u>Pennsylvania</u> that the foregoing paragraph is true and correct. WITNESS my hand and official seal. Signature: <u><i>[Signature]</i></u> <div style="text-align: right;"><i>Signature of Notary Public</i></div>

PATENT ASSIGNMENT

Docket Number 41223-717.301

RECEIVED AND AGREED TO BY ASSIGNEE: VENATORX PHARMACEUTICALS, INC.

Date:

7/24/18

By:

Name: Christopher J. Burns, Ph.D.

Title: President and Chief Executive Officer