

PATENT ASSIGNMENT COVER SHEET

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EPAS ID: PAT5358502

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
UNIVERSITY COLLEGE LONDON	04/12/2017
RECEIVING PARTY DATA	
Name:	UCL BUSINESS PLC
Street Address:	THE NETWORK BUILDING
Internal Address:	97 TOTTENHAM COURT ROAD
City:	LONDON
State/Country:	UNITED KINGDOM
Postal Code:	W1T4TP
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	16092436
CORRESPONDENCE DATA	
Fax Number:	
<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>	
Email:	IP@natera.com
Correspondent Name:	NATERA, INC.
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Address Line 2:	SUITE 410
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ATTORNEY DOCKET NUMBER:	N.019.US.01
NAME OF SUBMITTER:	ANGELA Y. MCGOWAN
SIGNATURE:	/Angela Y. McGowan/
DATE SIGNED:	02/04/2019
Total Attachments: 11	
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Assignment Agreement

between

University College London

and

UCL Business Plc

and

Charles Swanton

and

Mariam Jamal-Hanjani

and

Christopher Abbosh

Dated

12 April 2017



The Realisation of Research

THIS ASSIGNMENT dated

12 April 2017

is between:

- 1 **CHARLES SWANTON**, whose home address is 7 Lindisfarne Road, Wimbledon, London, SW20 0NW, United Kingdom
and
MARIAM JAMAL-HANJANI, whose home address is Garden Flat, 5 Wimbledon Park Road, London, SW18 1LS, United Kingdom
and
CHRISTOPHER ABBOSH, whose home address is 21a New Road, Woolmer Green, Herts, SG36JX, United Kingdom,
(who together shall be known as the 'Inventors'); and
- 2 **UNIVERSITY COLLEGE LONDON**, incorporated by Royal Charter, whose address is Gower Street, London WC1E 6BT, United Kingdom (the 'University'); and
- 3 **UCL BUSINESS PLC**, a company incorporated in England and Wales under company registration number 02776963, whose principal place of business is at The Network Building, 97 Tottenham Court Road, London W1T 4TP, United Kingdom ('UCLB')

WHEREAS:

- A The Inventors are full-time employees of the University, and are engaged by the University to carry out research.
- B The Inventors have made certain inventions and developed technology, materials and know-how relating to 'Methods for Lung Cancer Detection' as described further in Part A of the Schedule (the "Technology"), including the specific items of intellectual property described in Part B of the Schedule (the "Assigned Property")
- C The University, UCLB and the Inventors have agreed the terms of a revenue sharing agreement to be entered into by UCLB and the Inventors on the same date as this Assignment and relating to the exploitation of the Technology (the "Revenue Sharing Agreement").
- D The Inventors and the University wish to assign to UCLB all of their right, title and interest in the Technology and the Assigned Property, and UCLB wishes to take an assignment of the Technology and Assigned Property, subject to and in accordance with the provisions of this Assignment.



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THIS ASSIGNMENT WITNESSES as follows: -

1 Assignment

- 1.1 In consideration of UCLB executing the Revenue Sharing Agreement and the sum of £1 (one-pound sterling) now paid by UCLB to each of the Inventors and to the University (receipt of which is acknowledged by each of them), the Inventors and the University hereby each assign and transfer to UCLB absolutely all of their right, title and interest in and to the Technology and the Assigned Property.
- 1.2 The assignment effected by this clause 1 shall include, without limitation, the assignment and transfer of: -
- (a) all patent applications listed in the attached Schedule, as well as, any patents and other intellectual property that may be granted pursuant to the said applications, the right to claim priority from (and to prosecute and obtain grant of patent on) such applications, as well as all patents or other intellectual property that may derive priority from or have equivalent claims to or be based upon the Assigned Property in any country of the world (and including supplementary protection certificates, divisions, continuations, continuations in part, reissues and extensions), and the Assigned Property shall be deemed to include all such items of property; and
 - (b) in respect of each and any invention disclosed or comprised within the Technology, the right to file patent applications for such invention, to claim priority from such patent applications, and to prosecute and obtain grant of patent on such patent applications, in or in respect of any country or territory in the world; and
 - (c) any unregistered intellectual property listed in the attached Schedule; and
 - (d) all rights in respect of any know-how that is described in the attached Schedule; and
 - (e) all rights of ownership of any materials that form part of the Technology, including without limitation any cell-lines, antibodies or other materials; and
 - (f) all rights of action, powers and benefits arising from ownership of the Technology and the Assigned Property, including without limitation the right to sue for damages and other legal and equitable remedies in respect of all causes of action arising prior to, on or after the date of this Assignment.



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1.3 To the extent that the Technology and Assigned Property includes any know-how protected under the laws governing confidential information, references to the "assignment" of such know-how shall include the following obligations on the Inventors and the University:

- (a) the Inventors and the University transfer to UCLB such rights as they may have in law to prevent the unauthorized use or disclosure of such know-how;
- (b) to the extent that such rights cannot be, or are not transferred by virtue of the provisions of clause 1.3(a), the Inventors and the University will agree to be joined in any action (whether as claimants or otherwise) brought by UCLB or its assignee against any third party that is alleged to infringe such rights, subject to UCLB effectively indemnifying them against any damages, costs and expenses incurred in relation to any such action;
- (c) the Inventors and the University will neither use nor disclose any such know-how without the prior written consent of UCLB; but these obligations of non-use and non-disclosure shall cease upon the know-how becoming publicly known (other than as a result of breach of this clause by the Inventors or the University);
- (d) the Inventors warrants and represents that they are not aware of any disclosure of such know-how to any third party, prior to the date of this Assignment, except under written obligations of confidentiality; and
- (e) if required to do so by UCLB, the Inventors and the University will make such acknowledgements to third parties as UCLB may reasonably require stating that UCLB owns all such know-how and that neither the Inventors nor the University retains any ownership rights in such know-how.

1.4 To the extent that the Technology and Assigned Property includes any materials or other physical property, references to the "assignment" of such property shall include the following obligations on the University and the Inventors:

- (a) The Inventors and the University shall provide to UCLB the samples and other items of such property described in Part B(d) of the Schedule and shall transfer to UCLB all of their right, title and interest in and to such property; and
- (b) Each of the Inventors and the University warrants and represents that Part B(e) of the Schedule sets out a full and accurate description of all other quantities of such



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property that, to the best of their knowledge, are in existence and are not being supplied to UCLB under this Assignment ("Retained Items"); and

- (c) The Inventors and the University shall not provide the Retained Items to any other person or commercial organisation and shall not use the Retained Items for any purpose other than teaching and non-commercial research.

1.5 The Inventors and the University shall each execute such documents and give such assistance as UCLB may require at the expense of UCLB: -

- (a) to secure the vesting in UCLB of all rights in the Technology and the Assigned Property; and
- (b) to uphold UCLB's rights in the Technology and the Assigned Property; and
- (c) to defeat any challenge to the validity of, and resolve any questions concerning, the Technology and the Assigned Property.

2. Warranties, representations and undertakings

2.1 The Inventors and the University each warrant, represent and undertake that: -

- (a) immediately prior to the assignment in clause 1 above, they have not been and are not currently a party to any agreement or understanding, whether oral or written, which would in any manner be inconsistent with the assignment of rights provided for in this Assignment; and
- (b) during the term of this Assignment they shall not enter into any agreement or understanding, oral or written, nor engage in any activity, which would in any manner be inconsistent with the provisions of this Assignment.

2.2 The Inventors warrant, represent and undertake that they have disclosed to UCLB the names of all persons of whom they are aware who might have rights in the Technology, including any other persons who were involved in developing the Technology, and any organisations which funded the development of the Technology.

3. General

3.1 The obligations on the Inventor and the University under Clauses 1.2 to 1.5, 2 and 3 shall continue in force without limit of time.



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- 3.2 The validity, construction and performance of this Agreement shall be governed by English law. Any dispute arising under or in connection with this Agreement shall be subject to the exclusive jurisdiction of the English courts to which the parties to this Agreement hereby submit.



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AGREED by the parties:

By

Charles Swanton



Signed

ROBERT CHARLES SWANTON

Print name

PROFESSOR

Title

11 / 4 / 2017

Date

By

Mariam Jamal-Hanjani

Signed

Print name

Title

Date

By

Christopher Abbosh

Signed

Print name

Title

Date



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AGREED by the parties:

By

Charles Swanton

By

Mariam Jamal-Manjani

Signed

Signed

Print name

Print name

Title

Title

Date

Date

By

Christopher Abbosh

Signed

Print name

Title

Date



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Registered Office: The Network Building, 97 Tottenham Court Road, London W1T 4TP Registered in England Number: 02776963

AGREED by the parties:

By

Charles Swanton

Signed

Print name

Title

Date

By

Mariam Jamal-Hanjani

Signed

Print name

Title

Date

M. Hanjani

MARIAM JAMAL - HANJANI

CLINICAL LECTURER IN MEDICAL

ONCOLOGY

07/04/2017

By

Christopher Abbosh

Signed

Print name

Title

Date



For and on behalf of

UCL Business Plc

Anne Lane

Signed

ANNE LANE

Print name

EXECUTIVE DIRECTOR

Title

12/4/17

Date

For and on behalf of

University College London

Anne Lane

Signed

ANNE LANE

Print name

AUTHORISED SIGNATORY

Title

12/4/17

Date



UCL Business Plc is a wholly owned subsidiary of University College London.
Registered Office: The Velindre Building, 27 Portico Court Road, London W1T 6TF. Registered in England Number: 30970000.

Schedule

Part A: General description of the Technology

90-133: Methods for Lung Cancer Detection

The invention provides methods for detecting single nucleotide variants in lung cancer, especially stage 3a lung adenocarcinoma and lung squamous cell carcinoma. Additional methods and compositions, such as reaction mixtures and solid supports comprising clonal populations of nucleic acids, are provided.

Part B: Specific items of intellectual property or other property

- (a) any patents and patent applications based on or derived from 62/323,589 (Natera Attorney Docket Number: N.019.US. P01) "METHODS FOR LUNG CANCER DETECTION" filed on 04/15/2016.
- (b) any copyright works, design rights, database rights, etc
- (c) any important know-how
- (d) any materials (e.g. cell lines) that are to be assigned
- (e) Retained items of materials etc



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