

<b>PATENT ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT5785571

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME
<b>RESUBMIT DOCUMENT ID:</b>	505521353
<b>SEQUENCE:</b>	3

**CONVEYING PARTY DATA**

Name	Execution Date
CELLERIX, S.A.U.	02/13/2012

**RECEIVING PARTY DATA**

<b>Name:</b>	TIGENIX, S.A.U.
<b>Street Address:</b>	CALLE MARCONI, 1, PARQUE TECNOLÓGICO DE MADRID
<b>Internal Address:</b>	TRES CANTOS
<b>City:</b>	MADRID
<b>State/Country:</b>	SPAIN
<b>Postal Code:</b>	28760

**PROPERTY NUMBERS Total: 1**

Property Type	Number
<b>Application Number:</b>	14834006

**CORRESPONDENCE DATA**

**Fax Number:** (415)268-7522

*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.*

**Phone:** (415) 268-7000

**Email:** lksides@mofo.com

**Correspondent Name:** OTIS LITTLEFIELD

**Address Line 1:** MORRISON & FOERSTER LLP

**Address Line 2:** 425 MARKET STREET

**Address Line 4:** SAN FRANCISCO, CALIFORNIA 94105

<b>ATTORNEY DOCKET NUMBER:</b>	71751-20007.31
<b>NAME OF SUBMITTER:</b>	OTIS LITTLEFIELD
<b>SIGNATURE:</b>	/Otis Littlefield/
<b>DATE SIGNED:</b>	10/24/2019

**Total Attachments: 40**

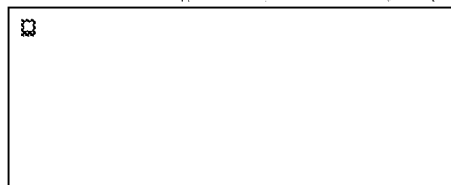
source=Name Change - Cellerix SAU to TiGenix SAU 2012-02-13 Extract - Updated#page1.tif

source=Name Change - Cellerix SAU to TiGenix SAU 2012-02-13 Extract - Updated#page2.tif



## **Change of Name Index**

- Page 1: This index
- Page 2: Copy of webpage confirming that Spanish companies – Sociedad Anónima **(S.A.)** – when they have a sole shareholder are designated Sociedad Anónima Unipersonal **(S.A.U.)**
- Pages 3-4: Translation of Extract of the Original Document signed by translator, Emma Benzal, on Page 3 confirming that Cellerix S.A. changed its name to TiGenix S.A. on February 13, 2012 and was still a sole shareholder company and therefore Cellerix S.A.U. became **TiGenix S.A.U.**
- Pages 5-40: Extract of the Original Document being electronically submitted for recordation pursuant to 37 CFR 3.24(a)



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    - [Sociedad Limitada Nueva Empresa \(S.L.N.E\)](#)
    - [Sociedad Anónima \(S.A\)](#)
    - [Sociedad Limitada Laboral \(S.L.L\)](#)
    - [Sociedad Cooperativa \(S.COOP\)](#)
    - [Comunidad de Bienes \(C.B\)](#)
  - [Starting in Business in Spain](#)
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## Types of Companies in Spain

**Sociedad Anónima (S.A.)**

The company name must be different from any other company (certified by the Central Mercantile Registry).

The minimum number of shareholders is one. When the company only has one shareholder it is described as a Sociedad Anónima Unipersonal (S.A.U.).

The minimum share capital required to incorporate a "sociedad anónima" amounts to €60,101.21. The share capital must be fully subscribed and at least 25% paid out in cash or property. The capital is divided into shares.

This type of company has its own legal status as an entity separate from its shareholders.

The shareholders enjoy limited liability, thus their personal exposure is limited to the shareholder's funds. It must be noted, however, that directors can be liable with their personal wealth should they trade unlawfully.

The profits of the "sociedad anónima" are taxable via corporation tax.

In summary, the main advantages of this legal form are as follows:

- Limited liability.
- Individuals may be shareholders.
- Shareholders may be transferred.
- Shares may be freely transferred.

The main disadvantage of this legal form is that incorporation and compliance is more complex. Therefore it is only recommended for high volume companies.

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**MODIFICATION OF STATUTES, CHANGE OF CORPORATE NAME, AND RATIFICATION, RESIGNATION AND APPOINTMENT OF POSITIONS granted by CELLERIX, S.A. currently named TIGENIX, S.A.**

NUMBER: FOUR HUNDRED FIFTY NINE.

In Madrid, on 13 February, two thousand twelve. -----  
Before me, **ANDRES DOMINGUEZ NAFRIA**, Notary of Madrid and its illustrious Notary Association,-----  
(...)

----- = GRANTS: = -----  
(...)

(...)  
**SECOND:** To bring to the public the decisions taken by the sole shareholder of the Company represented, currently named **TIGENIX, S.A.**, dated **January 31, 2012** pursuant to the provisions of Article 15 of the Capital Companies Act, contained in the certification that has been incorporated into this matrix as Annex II, and is not literally transcribed to avoid unnecessary repetitions, concerning: -----

- The change of corporate name to **TIGENIX, S.A.** For this purpose, it is incorporated into this matrix as Annex IV the negative certification of the Central Commercial Register, denominations Section, number 11177206, dated December 14, 2011, filed by the company with the previous name. -----  
(...)

*Annex II*

(...)

**CERTIFICATION OF DECISIONS MINUTES OF SOLE SHAREHOLDER OF CELLERIX, S.A. (Sole-Shareholder Corporation)**

D. Jaime Bragado Yurriaga, in my capacity as Deputy Secretary Non-Director of board of directors of CELLERIX, S.A. (Sole-Shareholder Corporation) (the "Company")

**CERTIFY**

That on January 31, 2012, in Leuven, D. Eduardo Bravo Fernandez de Araoz and GIL BEYEN BVBA, represented by Mr. Gil Beyen, being duly authorized to that effect, on behalf of the company TIGENIX, N.V., holder of the shares representing 100% of the share capital of the Company, adopted, pursuant to what it is established in Article 15 of the revised text of the Capital Companies Act,

approved by Royal Legislative Decree 1/2010 of July 2 ("LSC"), the following decisions, which are literal copies of the minutes of which this is the certificate:

### DECISIONS

#### 1. Changing the corporate name and, therefore, modification of Article 1 of the bylaws

It is agreed to change the corporate name of the Company which, henceforth, should become "TIGENIX, S.A."

Accordingly, it is resolved to amend the wording of Article 1 of the company bylaws that, henceforth, reads as follows:

*"Article 1. Name*

*The Company, which will appear under the name TIGENIX, S.A., shall be governed by the Capital Companies Act, other applicable laws and the present Statutes".*

(...)

And for the record to the appropriate legal purposes, I sign this certification, in my capacity as Deputy Secretary Non-Director in Madrid, February 3, 2012.

*[signatures]*

### Annex IV

(...)

### CERTIFICATION NO. 11177206

Mr. Jose Luis Benavides Del Rey, Central Mercantile Registrar,  
based on what interested

Mr. / Ms. CELLERIX, S.A.,  
on request submitted to Journal dated 13/12/2011, entry 11179244,

CERTIFIES: That THERE IS NO REGISTRATION of the name

**### TIGENIX, S.A. ###**

Consequently, THAT NAME IS RESERVED for the aforementioned interested, within six months from the date indicated below, as provided in Article 412.1 of the Mercantile Registry Regulations.

Madrid, fourteen December two thousand eleven.

*For the translation:*

*Emma Benzael*

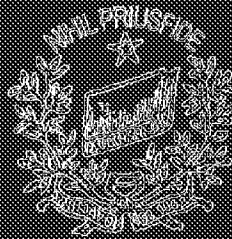




MODIFICACIÓN DE ESTATUTOS, CAMBIO DE DENOMINACIÓN SOCIAL, Y RATIFICACIÓN, DIMISIÓN Y NOMBRAMIENTO DE CARGOS otorgado por CELLERIX, S.A. actualmente denominada TIGENIX, S.A. -----

NÚMERO: CUATROCIENTOS CINCUENTA Y NUEVE. -----

En Madrid, a trece de Febrero de dos mil doce. -----



ANDRES DOMINGUEZ NAFRIA

Serrano, 92 - 1º  
28006 MADRID

Tel.: 91 577 47 87  
e-mail: andresdomi

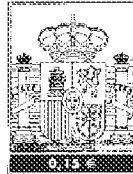
REG. MERCANTIL DE MADRID (13) T 29.163 F. 210  
CELLERIX SA  
Asiento: 1/2281/1:192 Folio: 1 PATENT 2/2012  
Proc: 2012/459/N/13/02/2012  
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06/2011



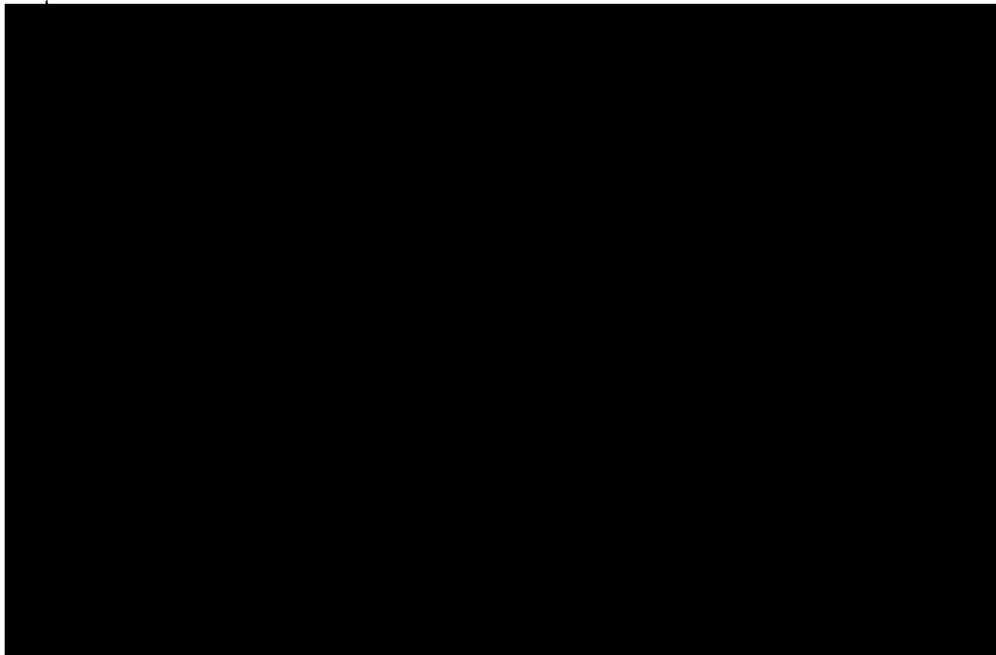
ANDRES DOMINGUEZ NAFRIA  
*Notario*  
 C/ Serrano, 92, 1º  
 Tel (91) 577 47 87 Fax: (91) 577 82 31  
 28006 MADRID  
 andresdominguez@notariado.org

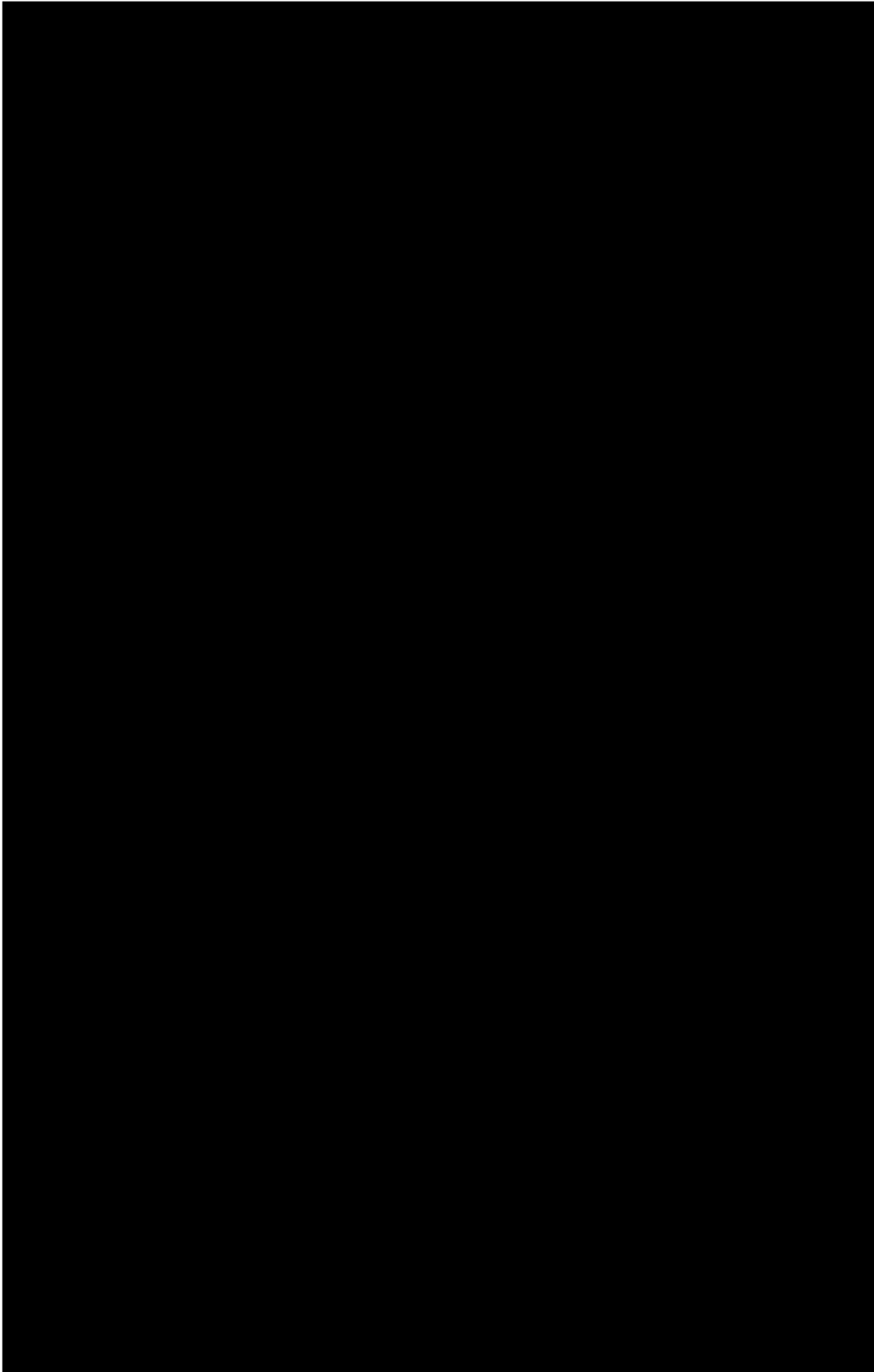
MODIFICACIÓN DE ESTATUTOS, CAMBIO DE DENOMINACIÓN SOCIAL, Y RATIFICACIÓN, DIMISIÓN Y NOMBRAMIENTO DE CARGOS otorgado por CELLERIX, S.A. actualmente denominada TIGENIX, S.A. -----

NÚMERO: CUATROCIENTOS CINCUENTA Y NUEVE. -----

En Madrid, a trece de Febrero de dos mil doce. -----

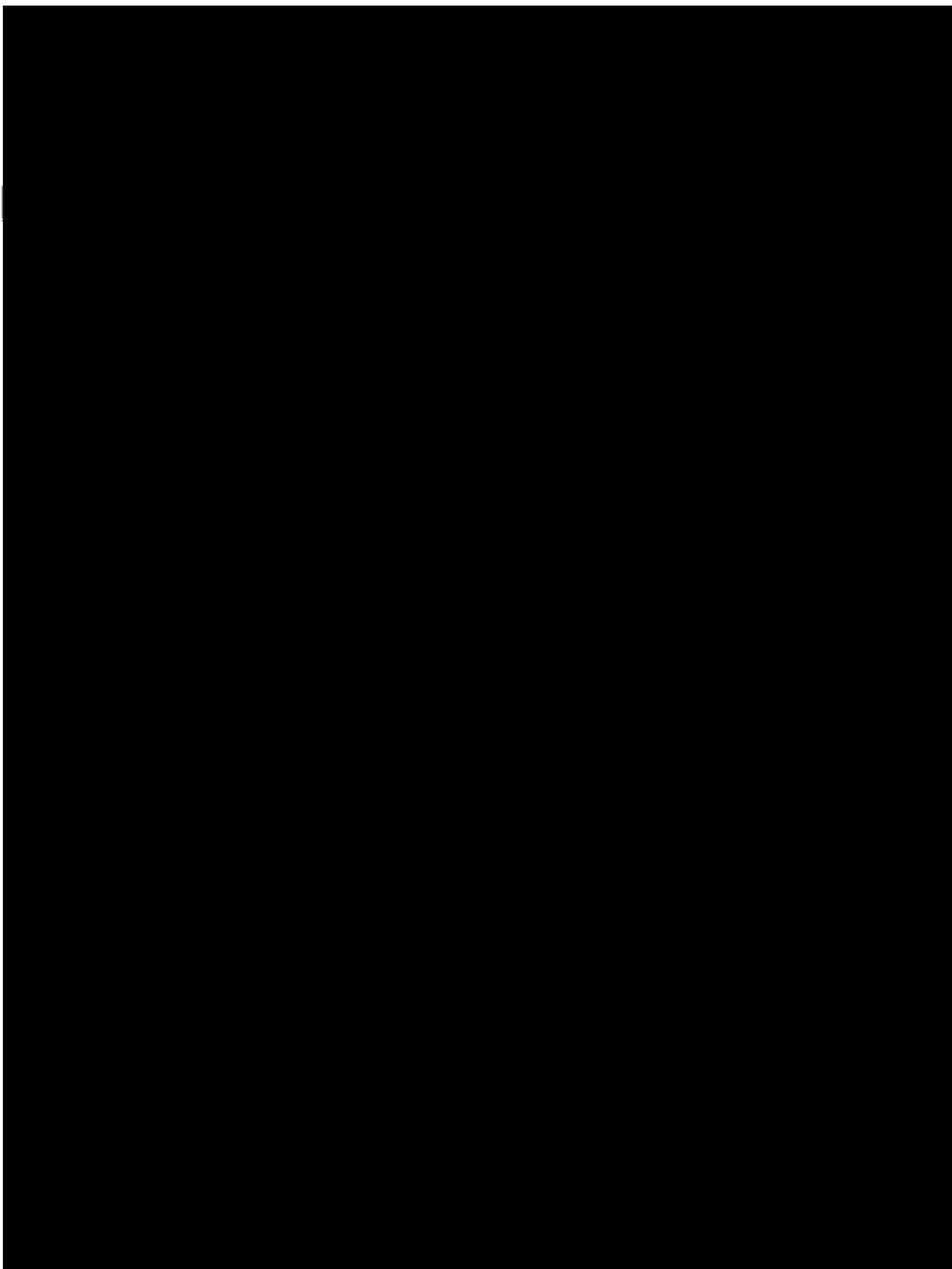
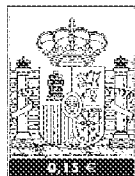
Ante mí, **ANDRÉS DOMÍNGUEZ NAFRÍA**, Notario de Madrid y de su Ilustre Colegio Notarial, -----

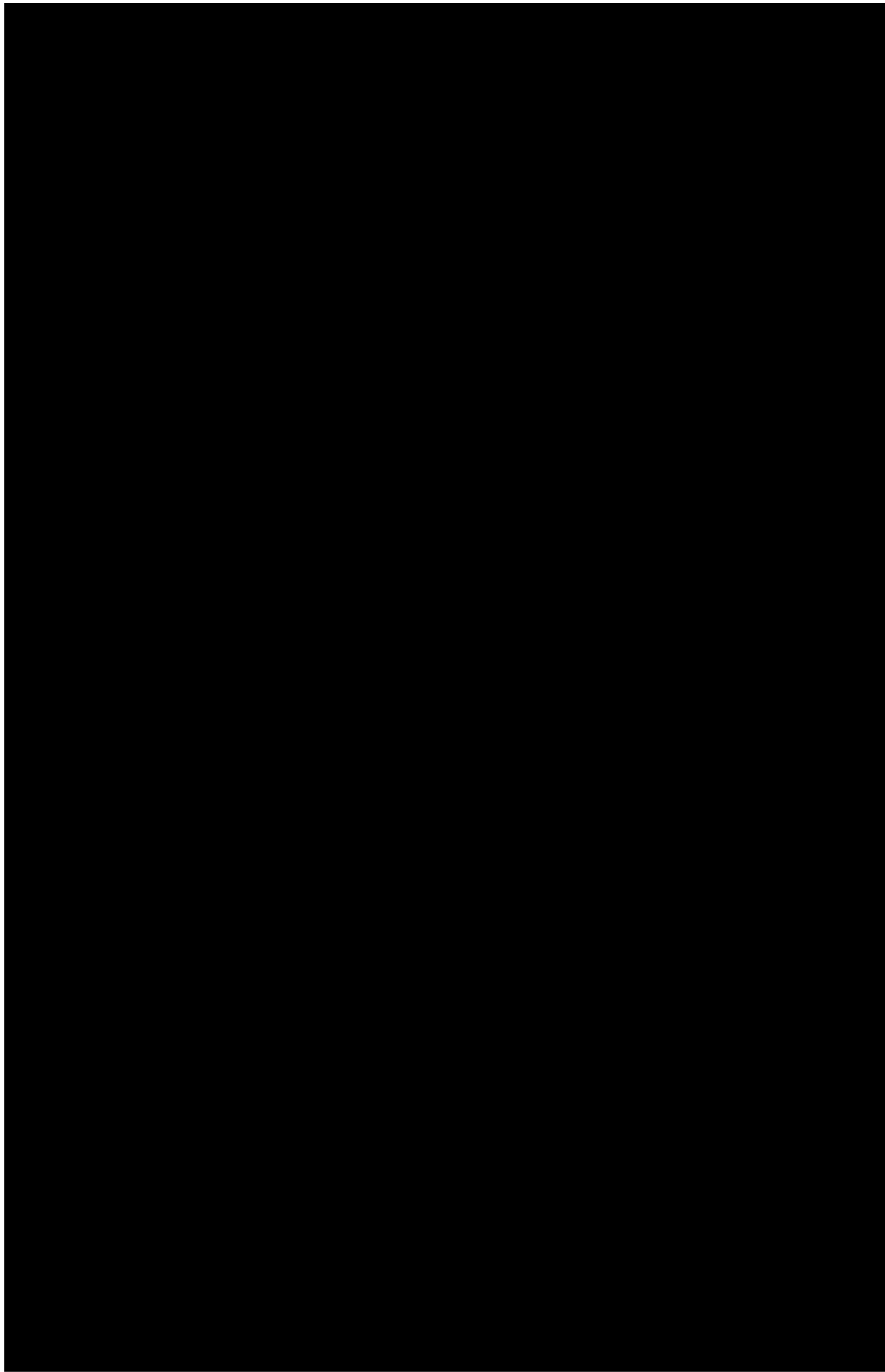




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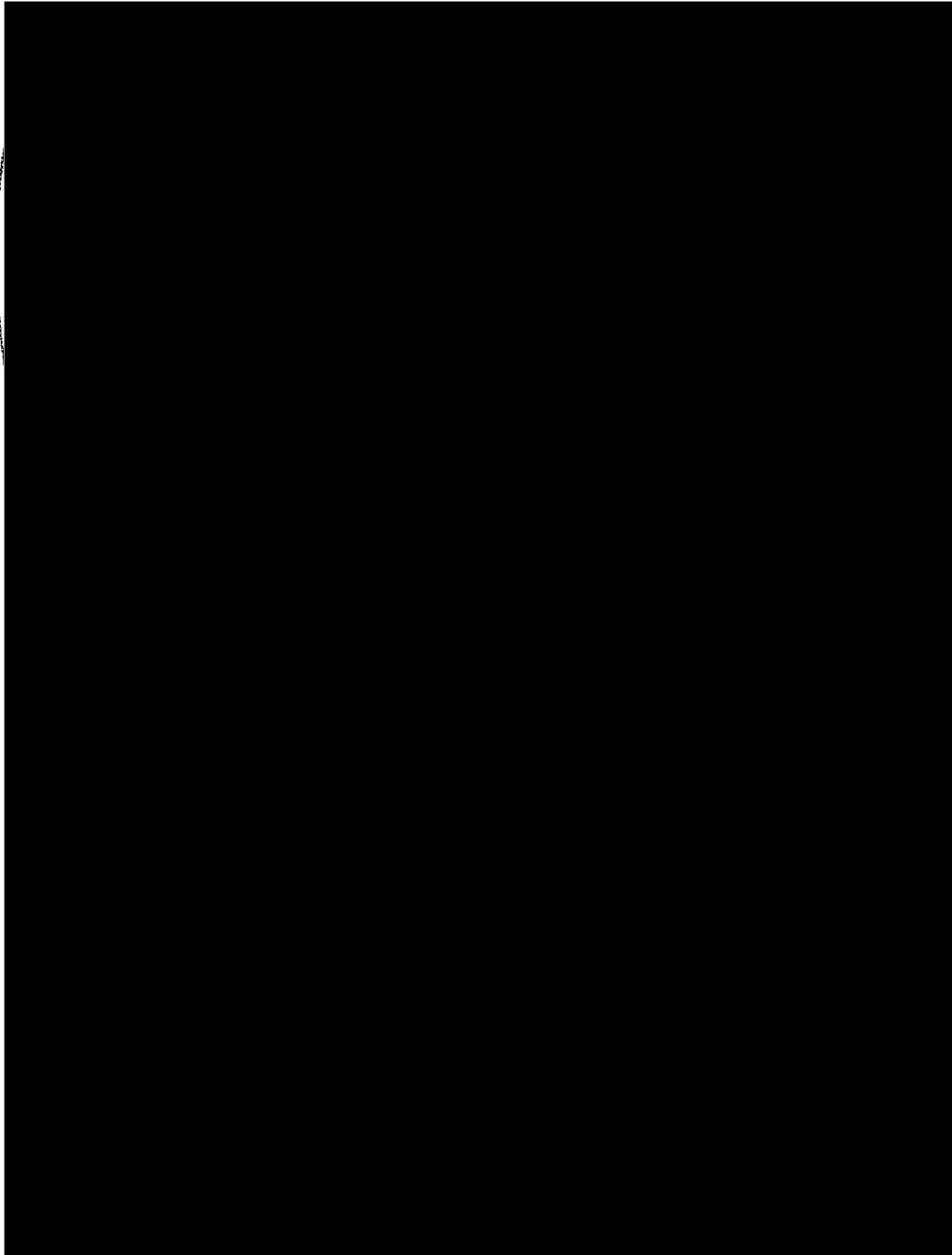
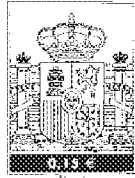
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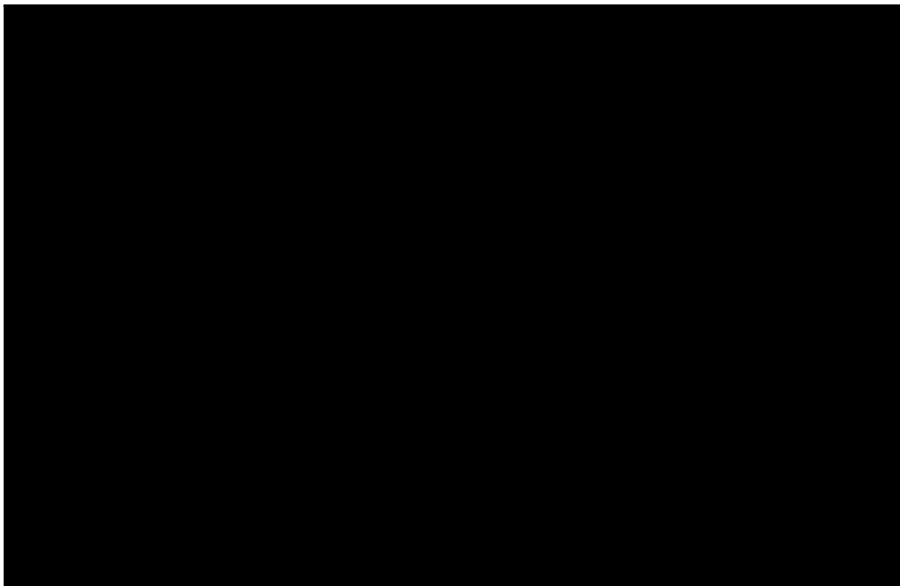
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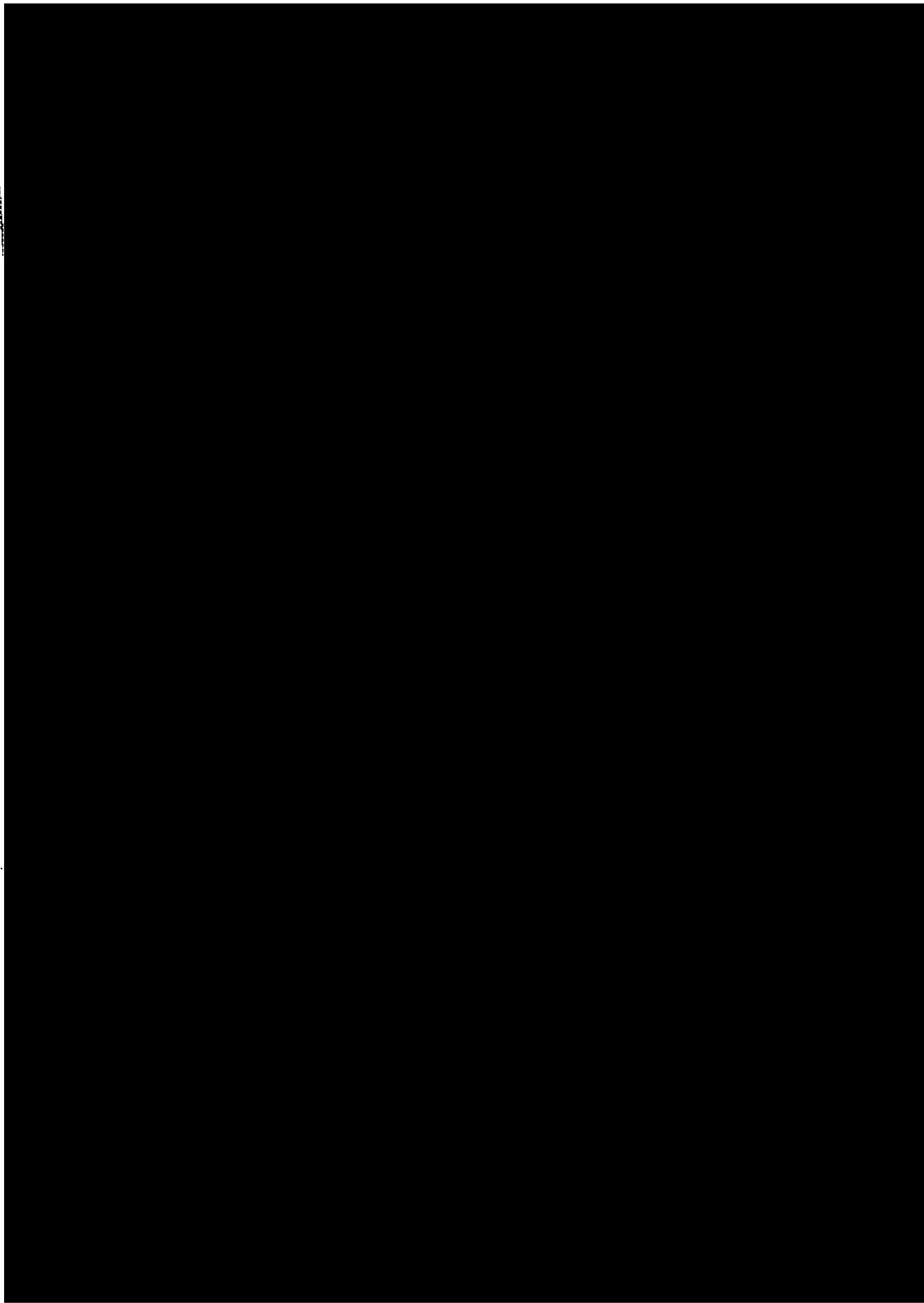
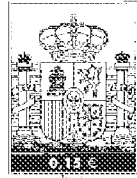
**SEGUNDO:** Que eleva a público las decisiones adoptadas por el accionista único de la Sociedad que representa, actualmente denominada **TIGENIX, S.A.**, con fecha **31 de enero de 2012** en cumplimiento de lo dispuesto en el artículo 15 de la Ley de Sociedades de Capital, contenidas en la certificación que se ha incorporado a esta matriz como Anexo II, y que no se transcriben literalmente para evitar repeticiones innecesarias, relativas:-----

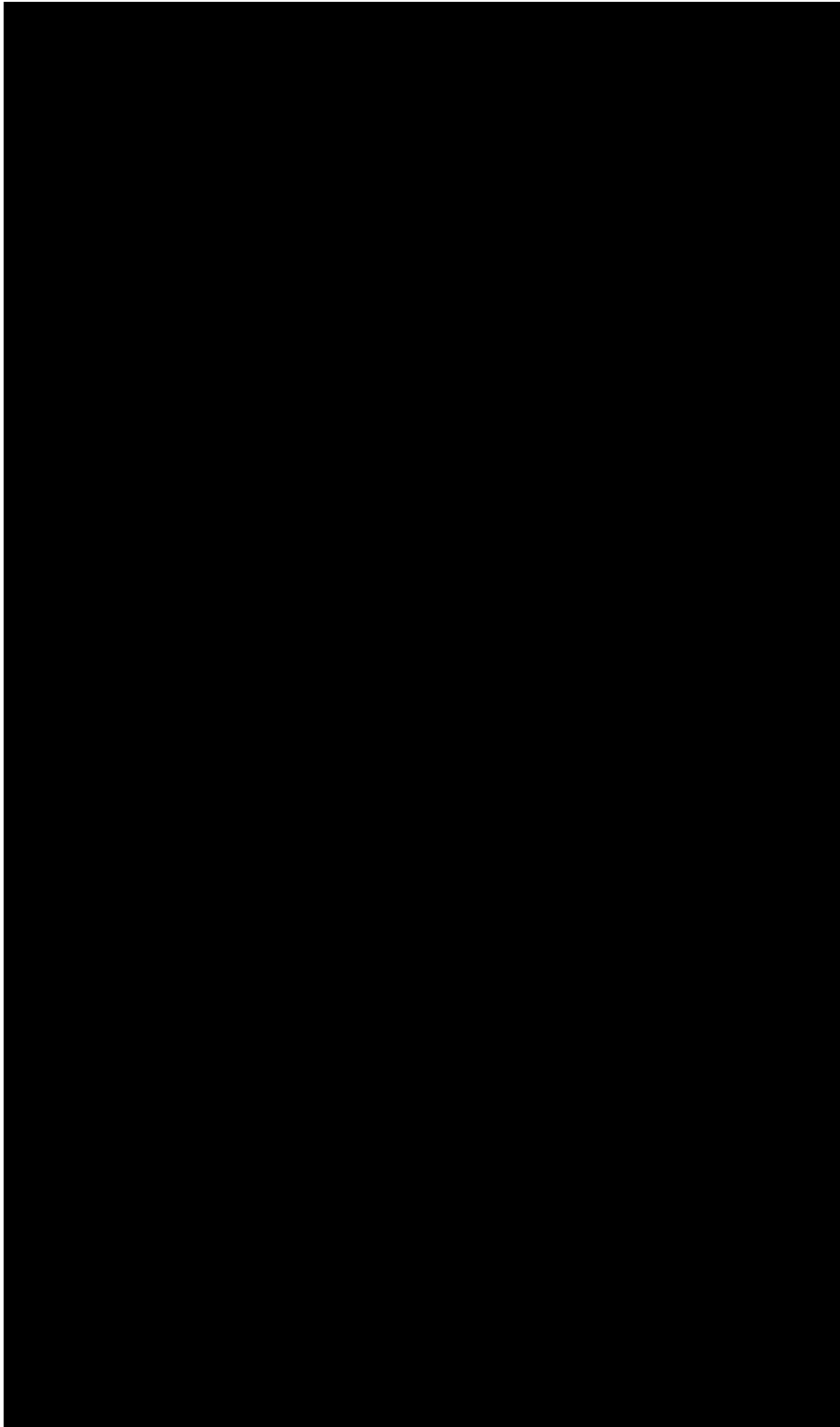
-Al **cambio de la denominación social**, por la de **TIGENIX, S.A.** A estos efectos, se incorpora a esta matriz como Anexo IV certificación negativa del Registro Mercantil Central, Sección de denominaciones, número 11177206, de fecha 14 de diciembre de 2011, solicitada por la sociedad con la anterior denominación. -----



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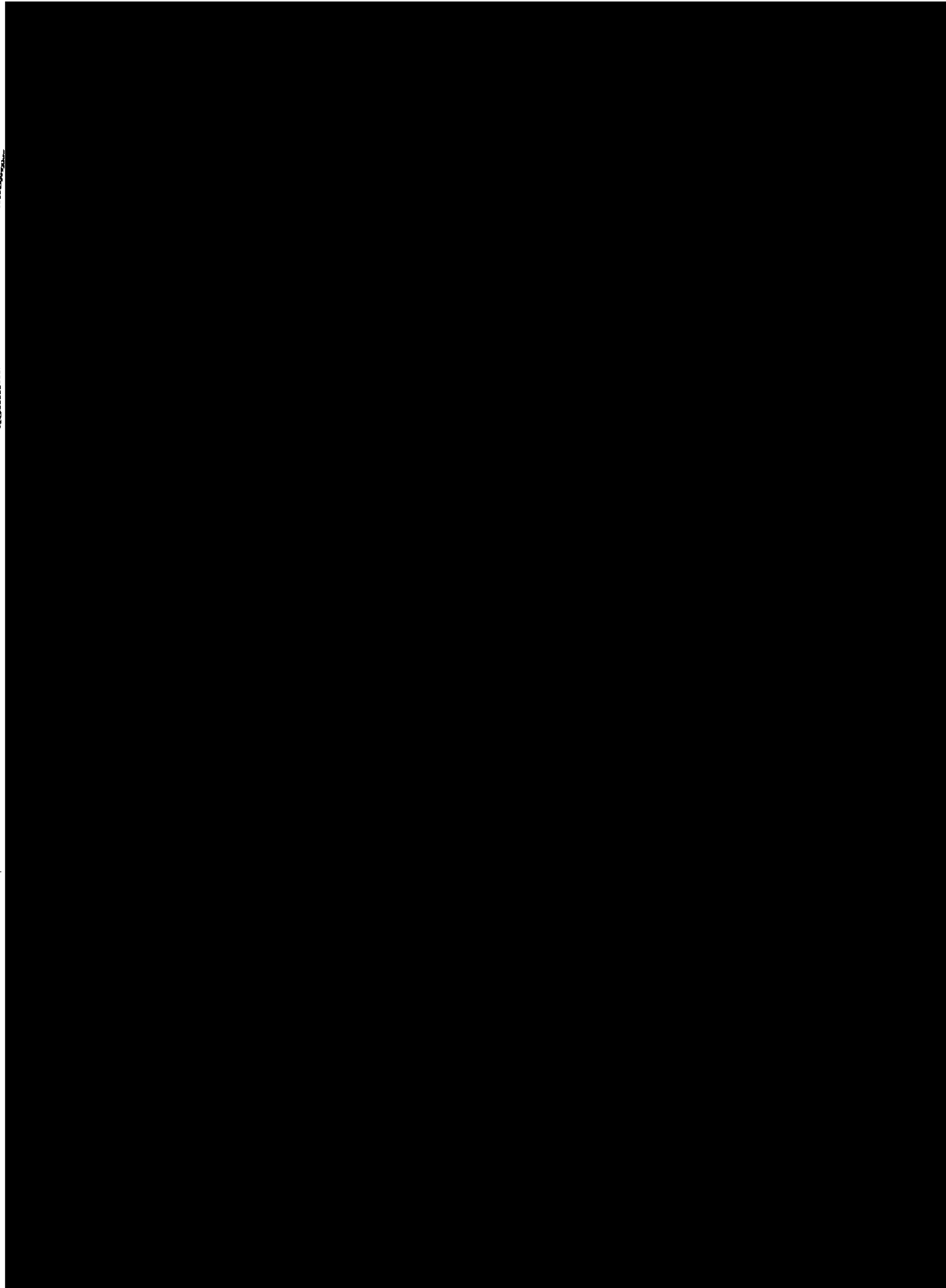
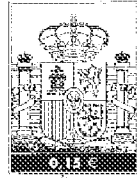


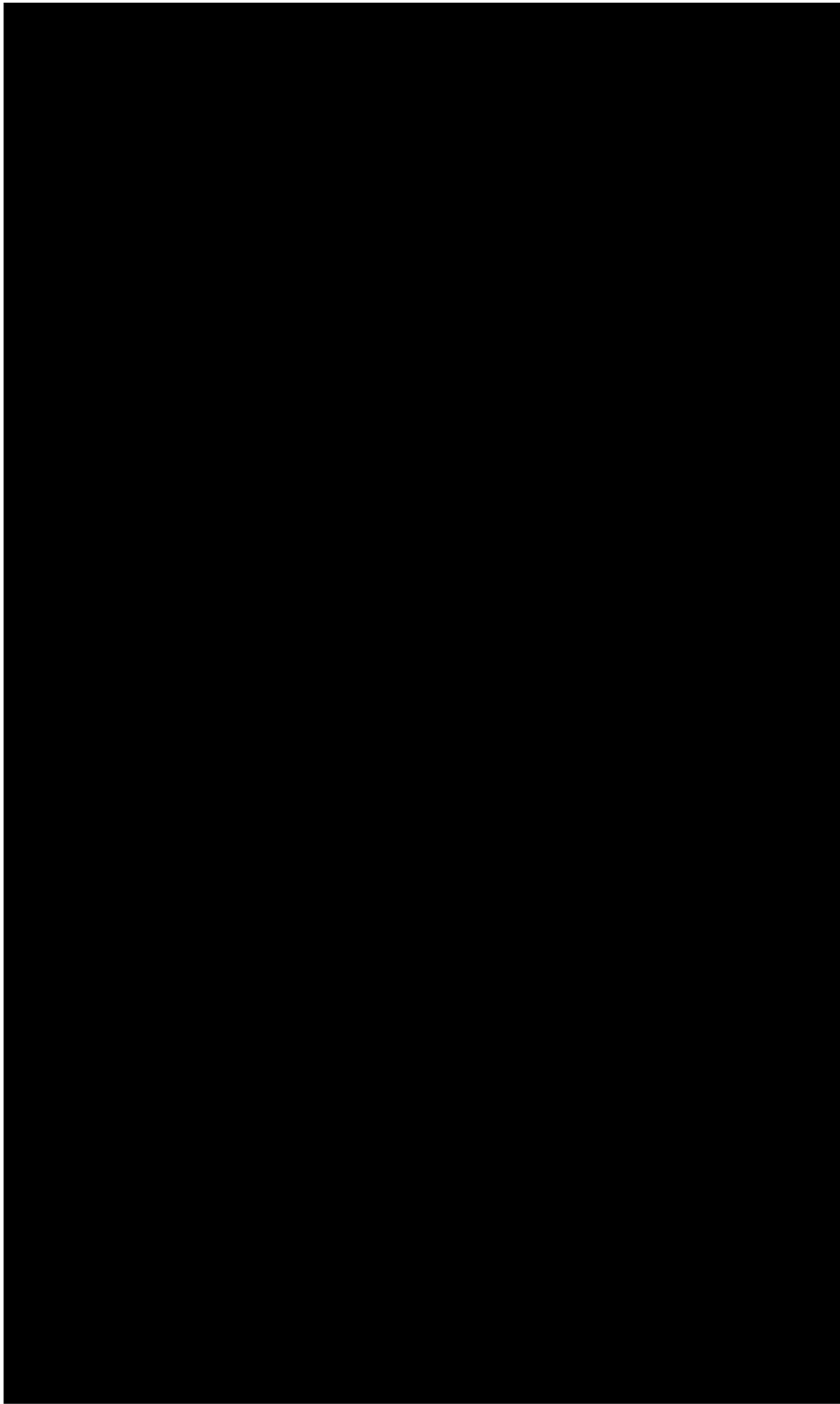




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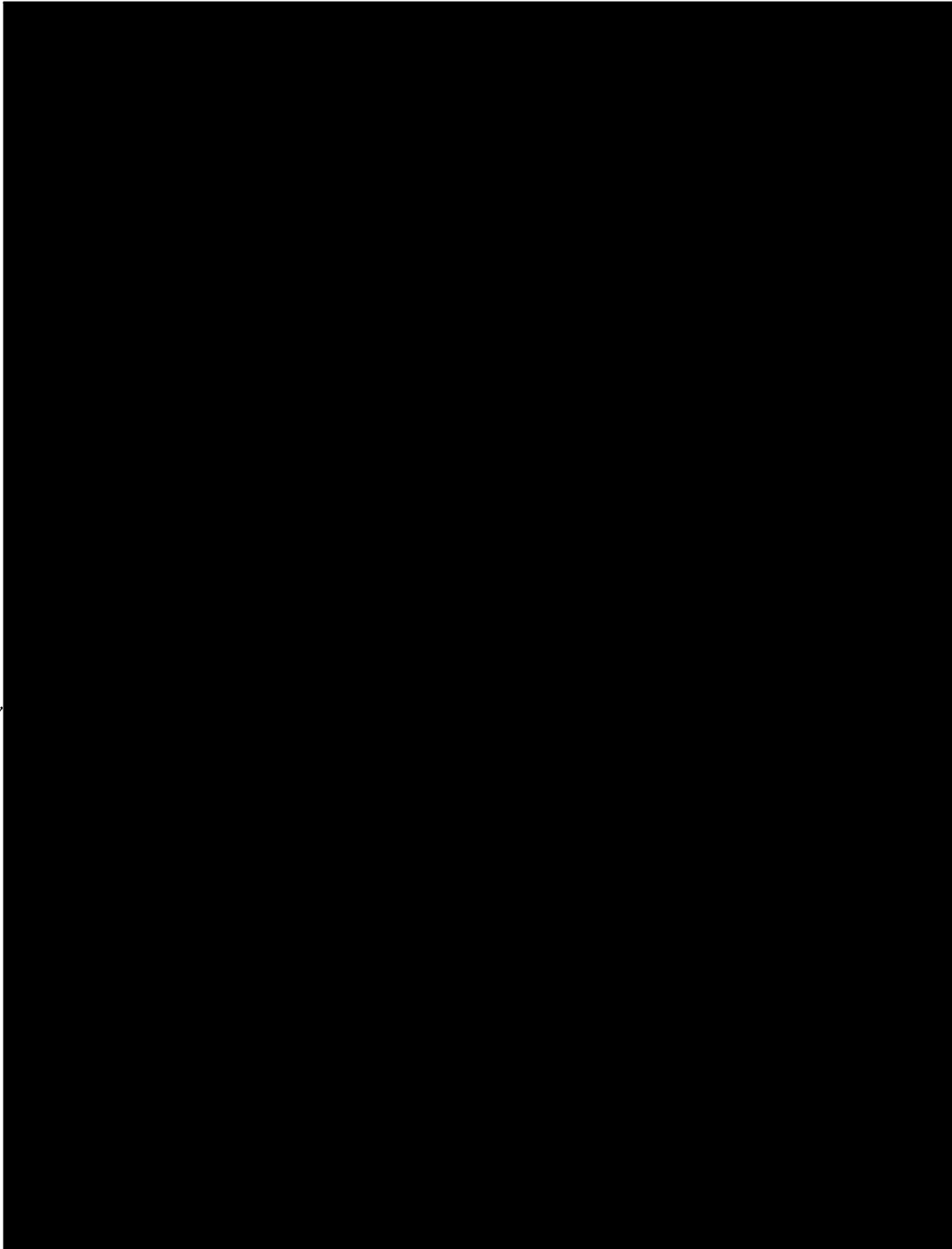


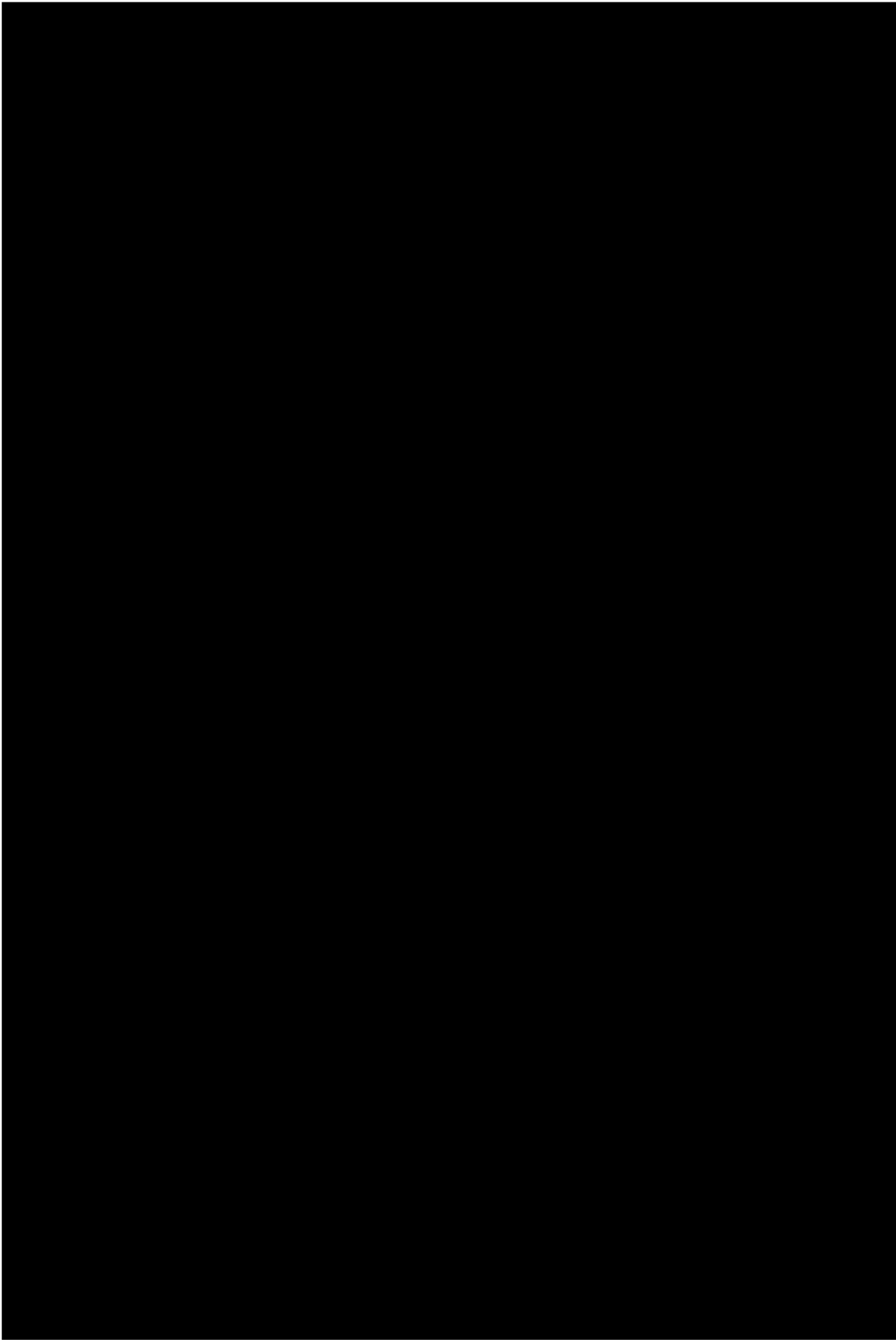


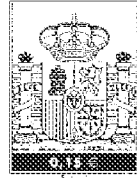


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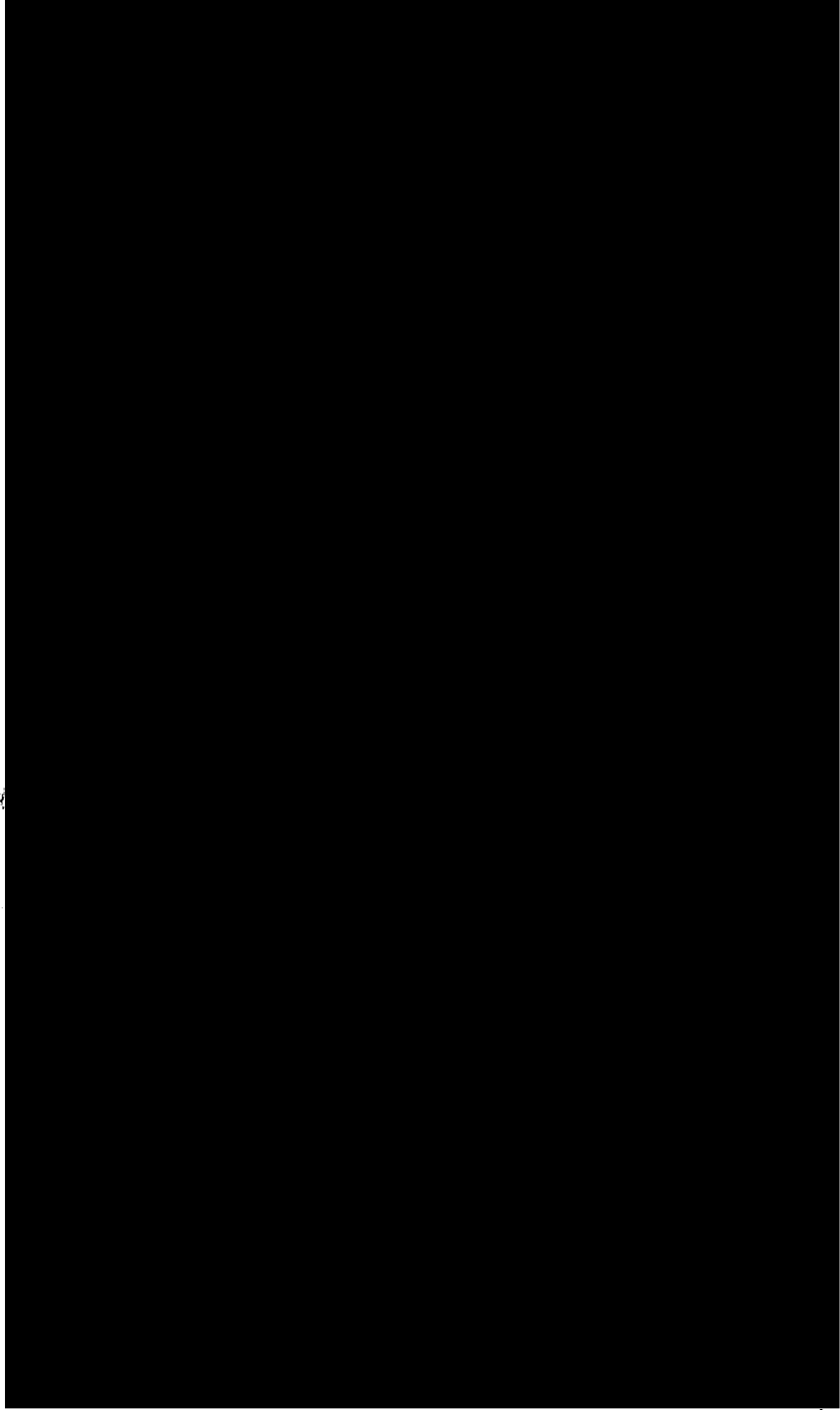




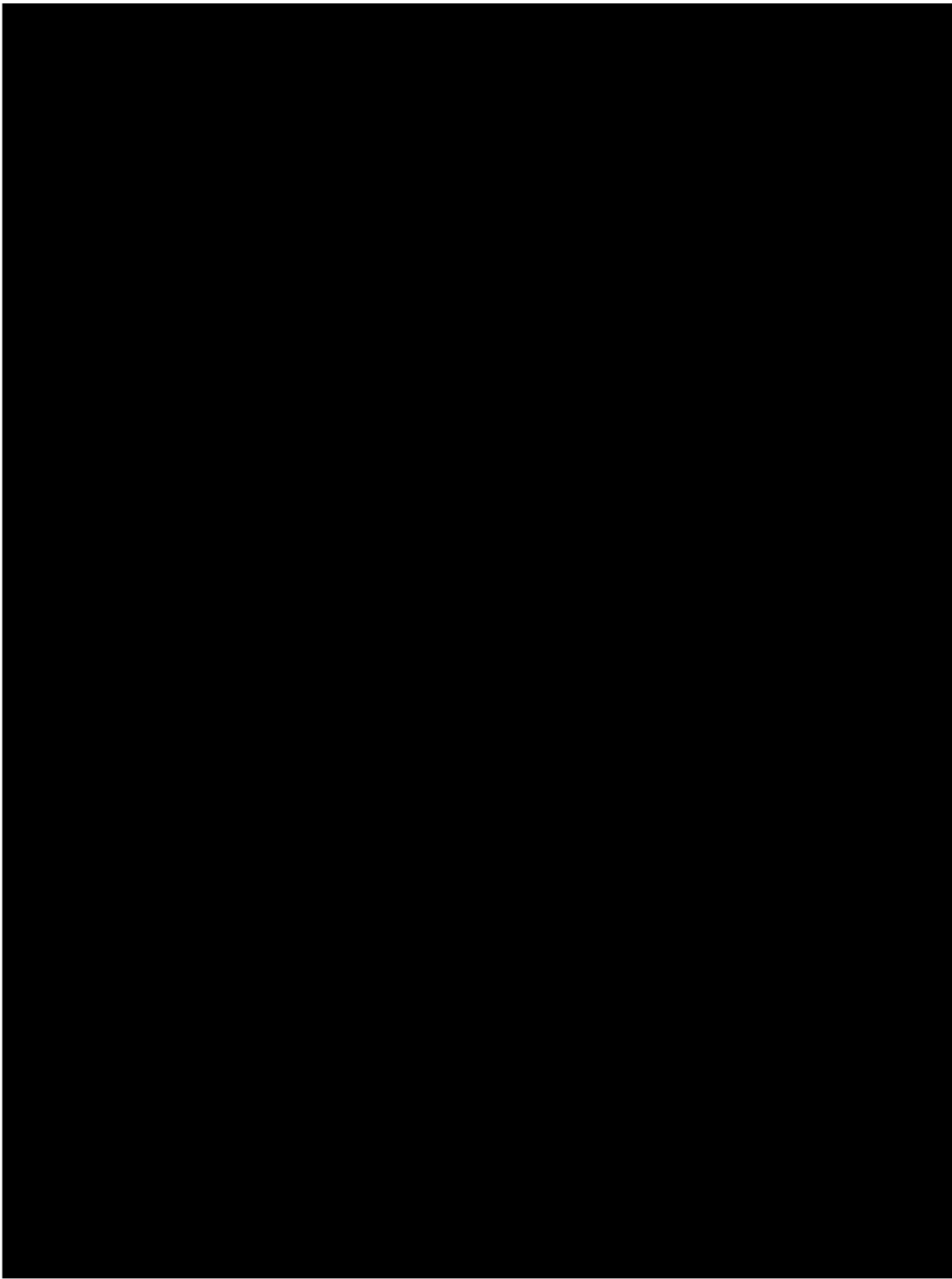
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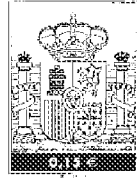
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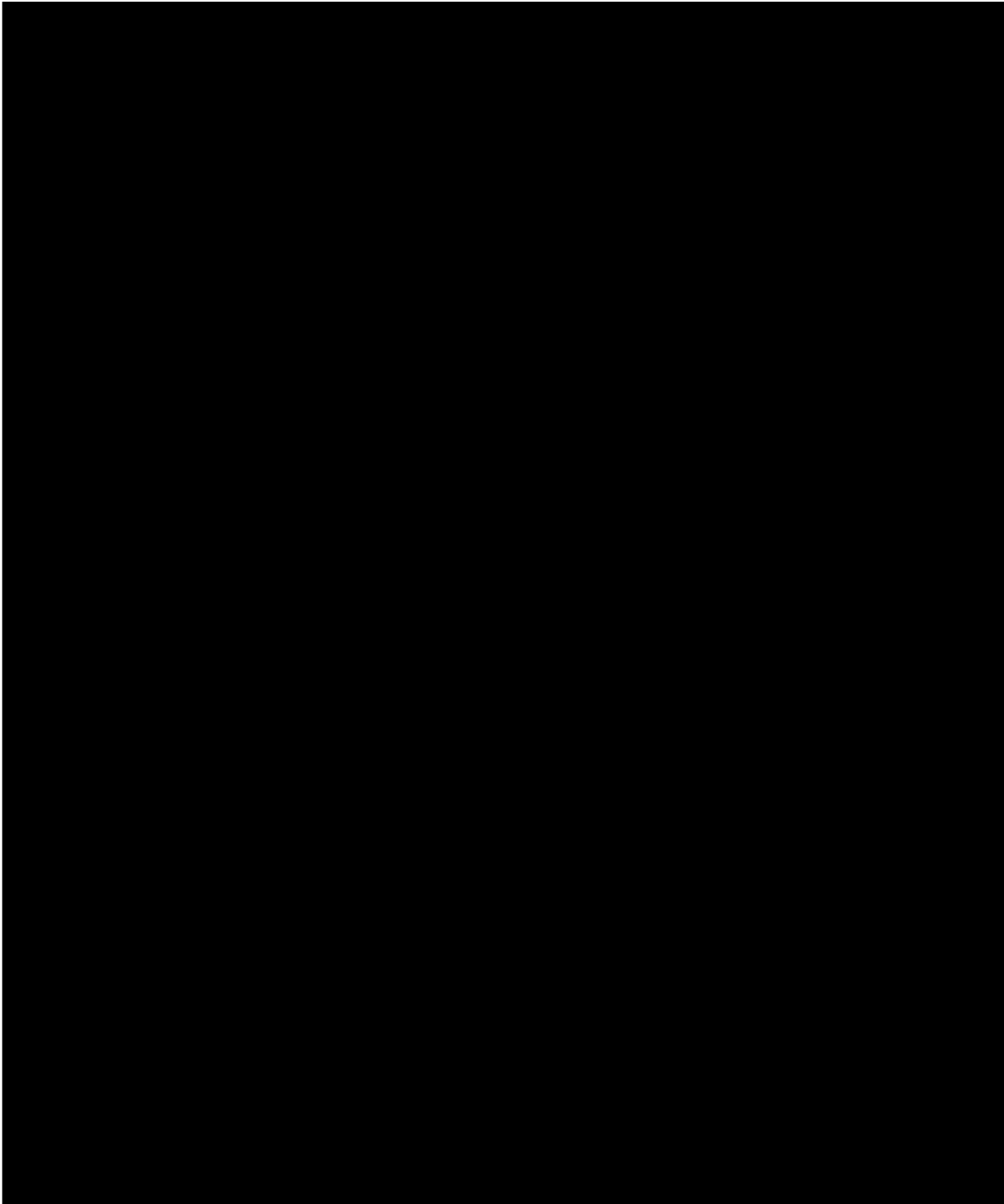


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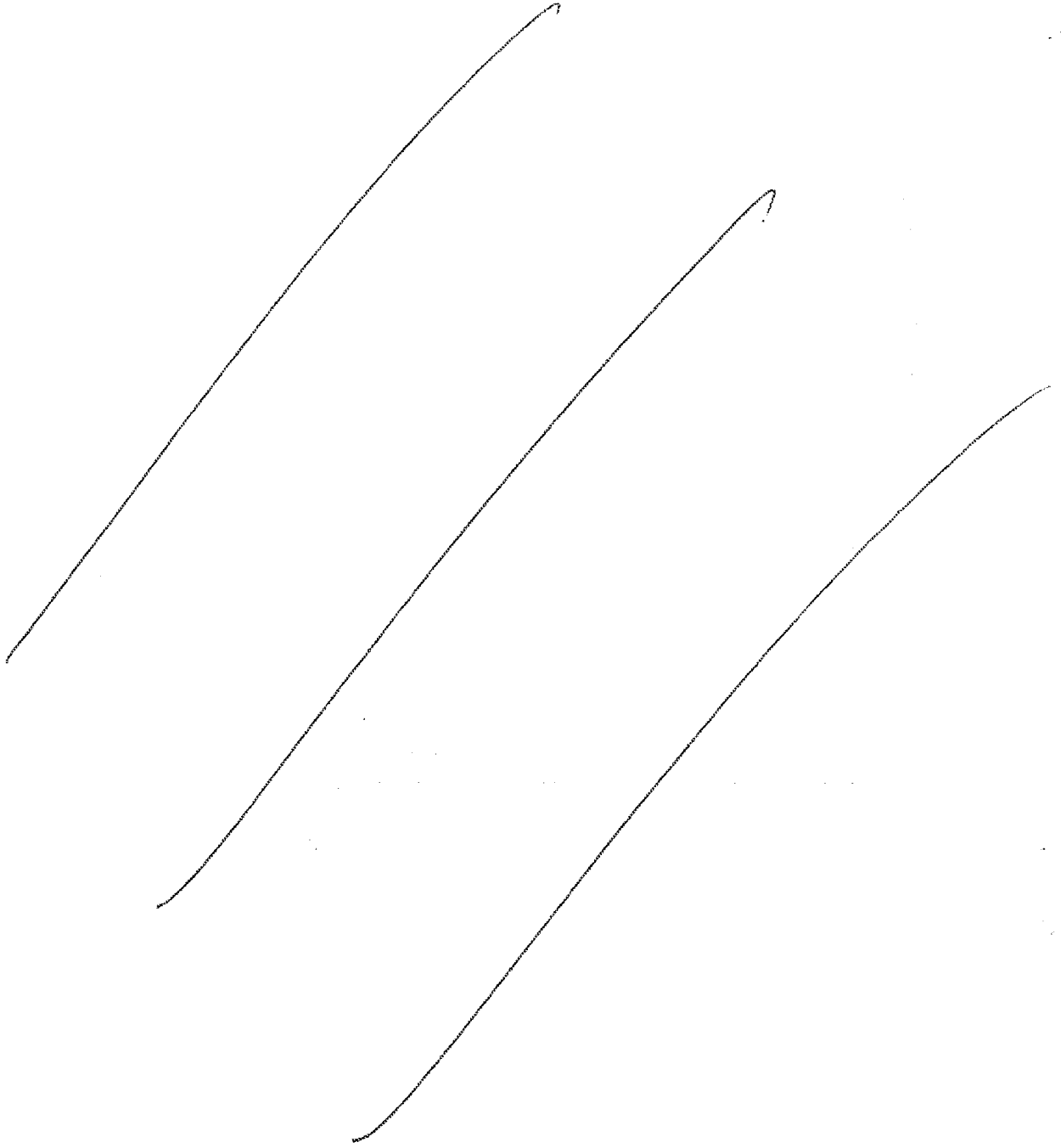


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06/2011



**ANEXO II**







AS1788821

06/2011

**CERTIFICACIÓN DEL ACTA DE CONSIGNACIÓN DE DECISIONES DEL ACCIONISTA ÚNICO DE CELLERIX, S.A., (SOCIEDAD UNIPERSONAL)**

D. Jaime Bragado Yturriaga, en mi condición de Vicesecretario no Consejero del consejo de administración de CELLERIX, S.A. (Sociedad Unipersonal) (la "Sociedad")

**CERTIFICO**

Que el 31 de enero de 2012, en Lovaina, D. Eduardo Bravo Fernández de Azaoz y GIL BEYEN BVBA, representada por D. Gil Beyen, debidamente facultados al efecto, en nombre y representación de la sociedad TIGENIX, N.V., titular de las acciones representativas del 100 % del capital social de la Sociedad, adoptaron, al amparo de lo establecido en el artículo 15 del texto refundido de la Ley de Sociedades de Capital, aprobado por el Real Decreto Legislativo 1/2010, de 2 de julio ("LSC"), las siguientes decisiones, que son copia literal del acta de la cual éste es el certificado:

**"DECISIONES**

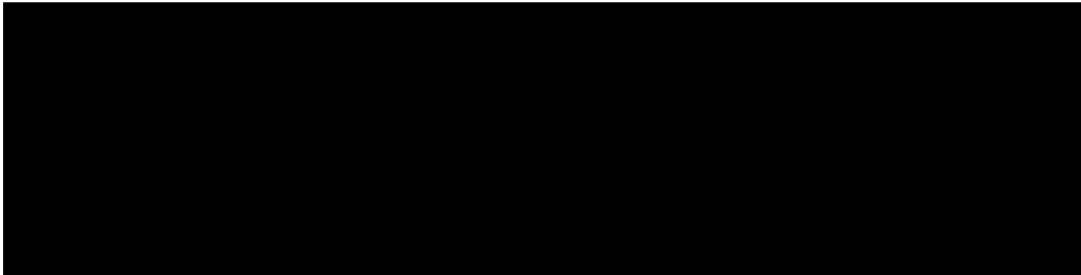
1. Cambio de la denominación social y, en consecuencia, modificación del artículo 1 de los estatutos sociales

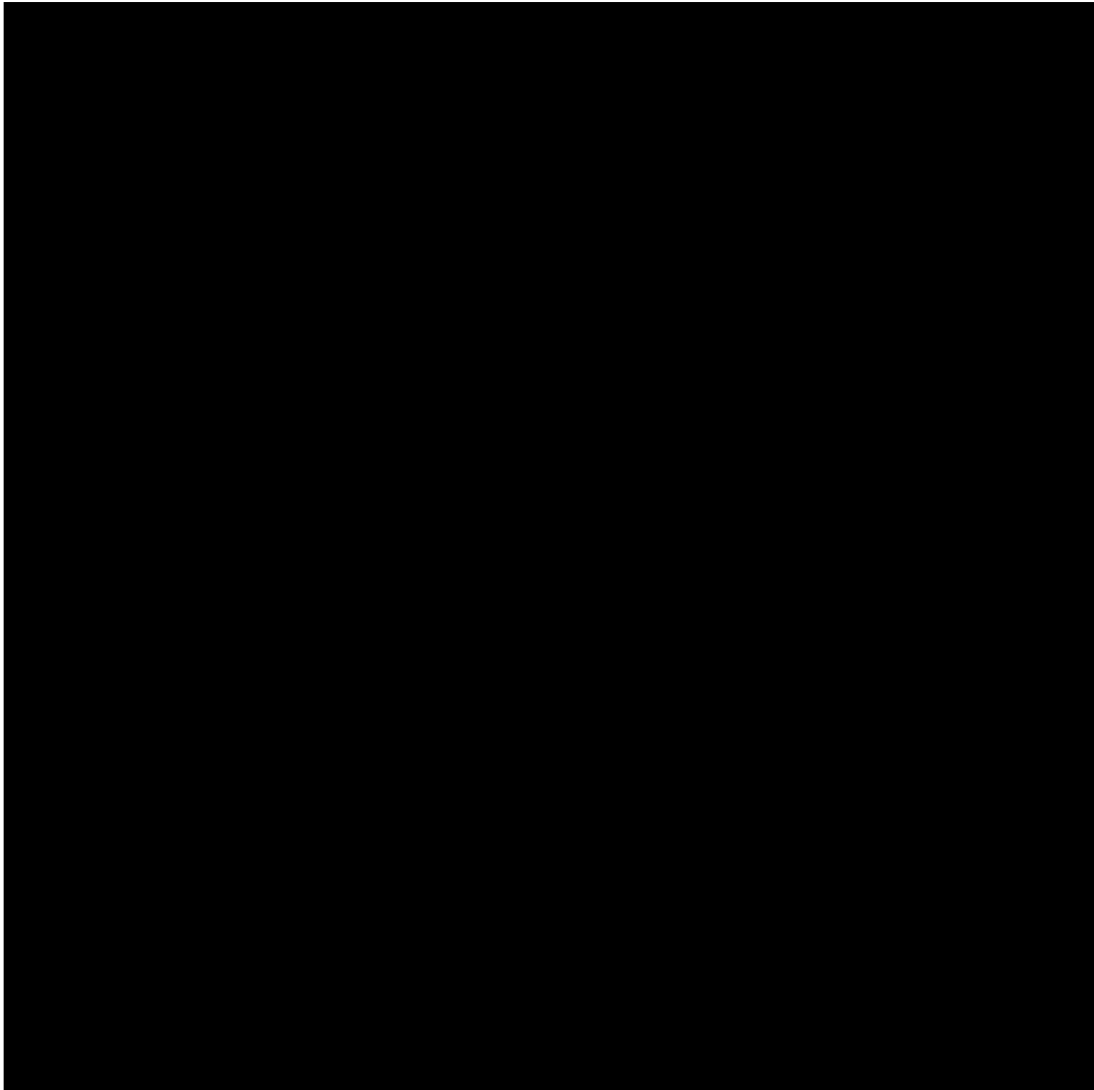
Se acuerda modificar la denominación social de la Sociedad que, en adelante, pasará a ser "TIGENIX, S.A."

En consecuencia, se acuerda modificar la redacción del artículo 1 de los estatutos sociales que, en adelante, queda redactado como sigue:

*"Artículo 1. Denominación*

*La Sociedad, que girará bajo la denominación TIGENIX, S.A., se regirá por la Ley de Sociedades de Capital, demás disposiciones legales aplicables y por los presentes Estatutos".*





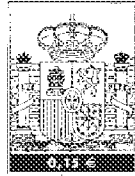
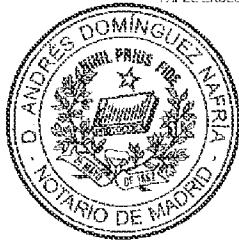
Y para que conste a los efectos legales oportunos, expido la presente certificación, en mi calidad de Vicesecretario no Consejero, en Madrid, a 3 de febrero de 2012.

Vº Bº El Presidente

El Vicesecretario no Consejero

D. Eduardo Bravo Fernández de Araoz.

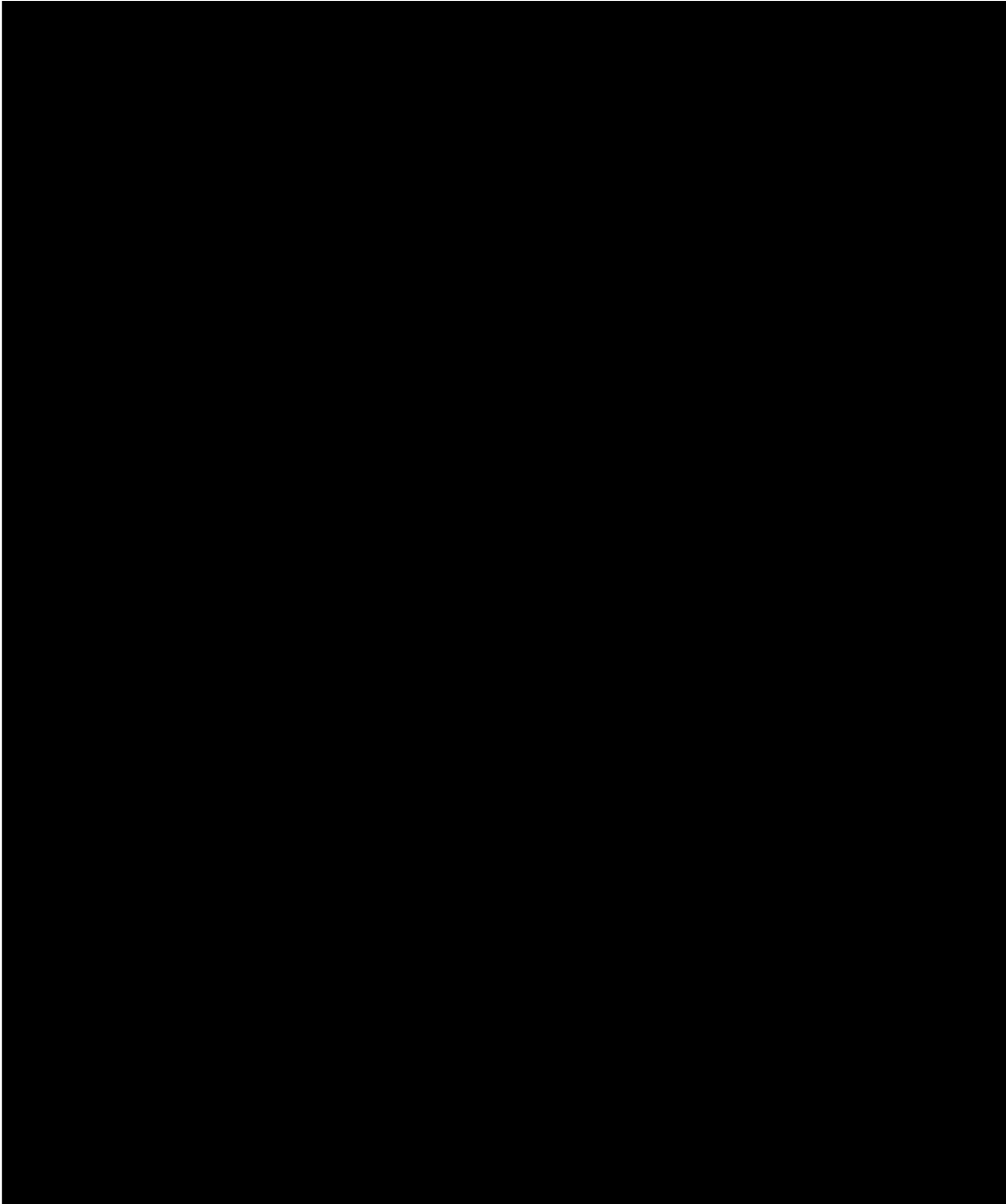
D. Jaime Bragado Vurriaga

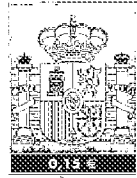


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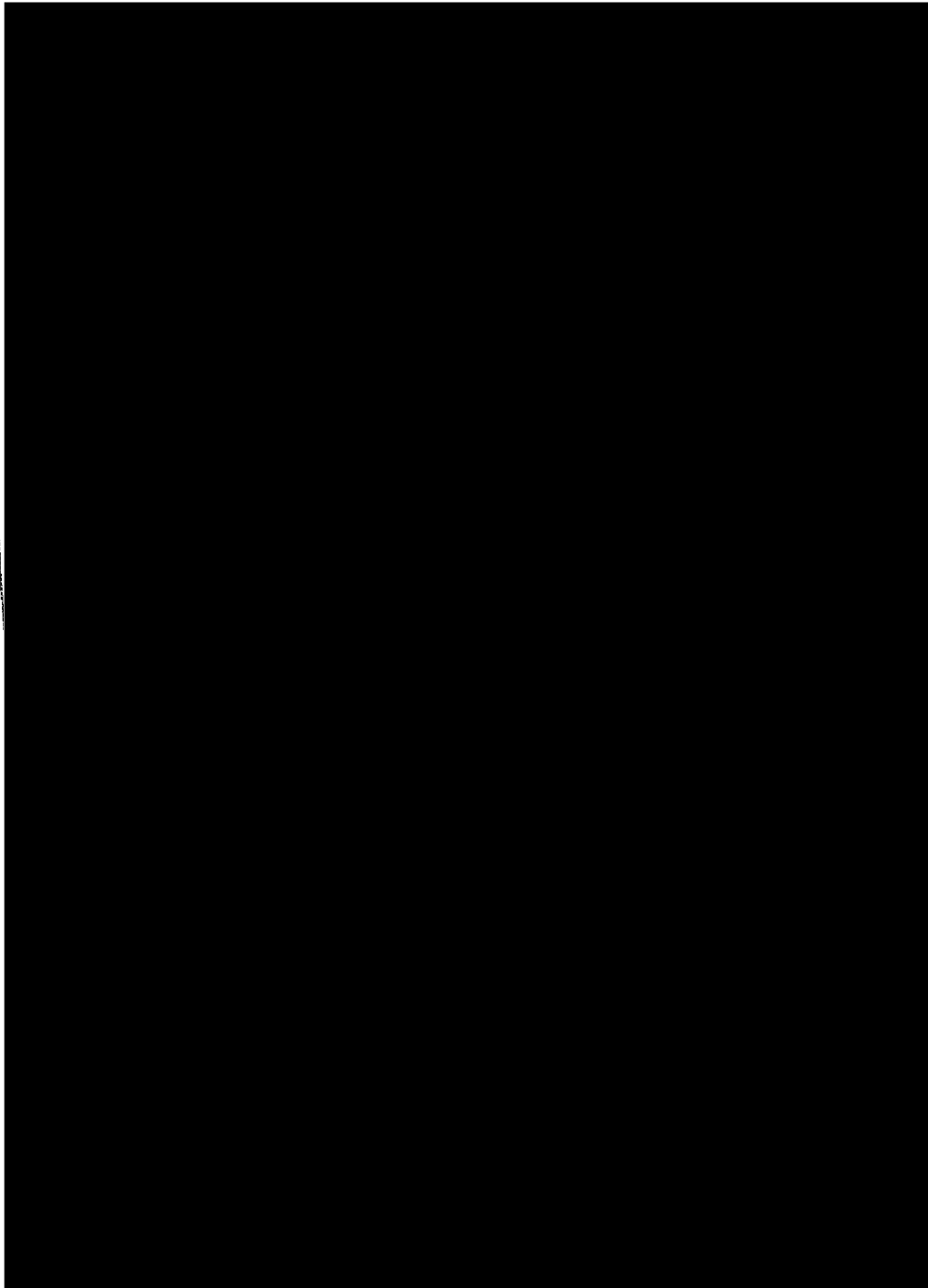
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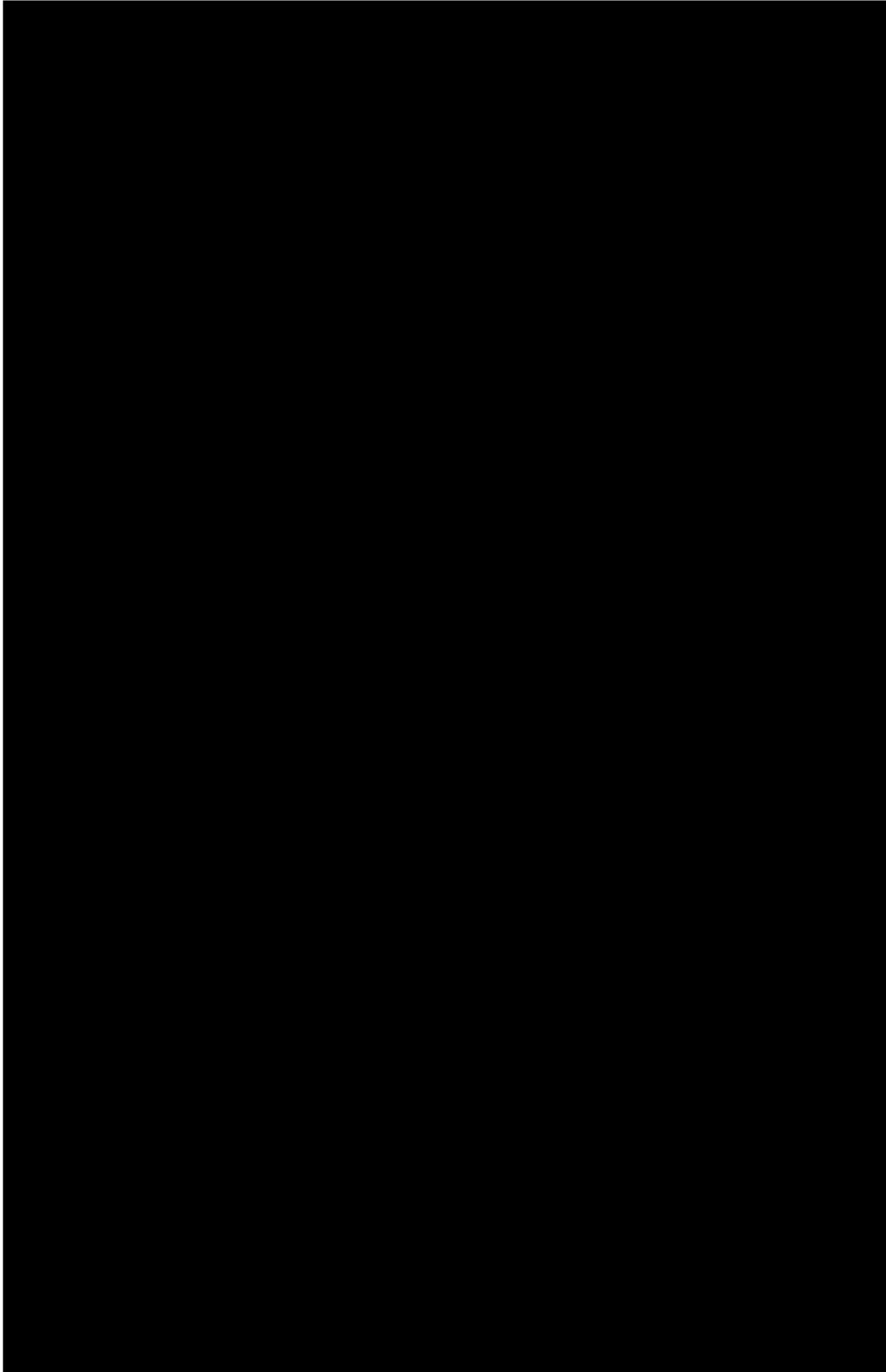


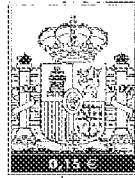


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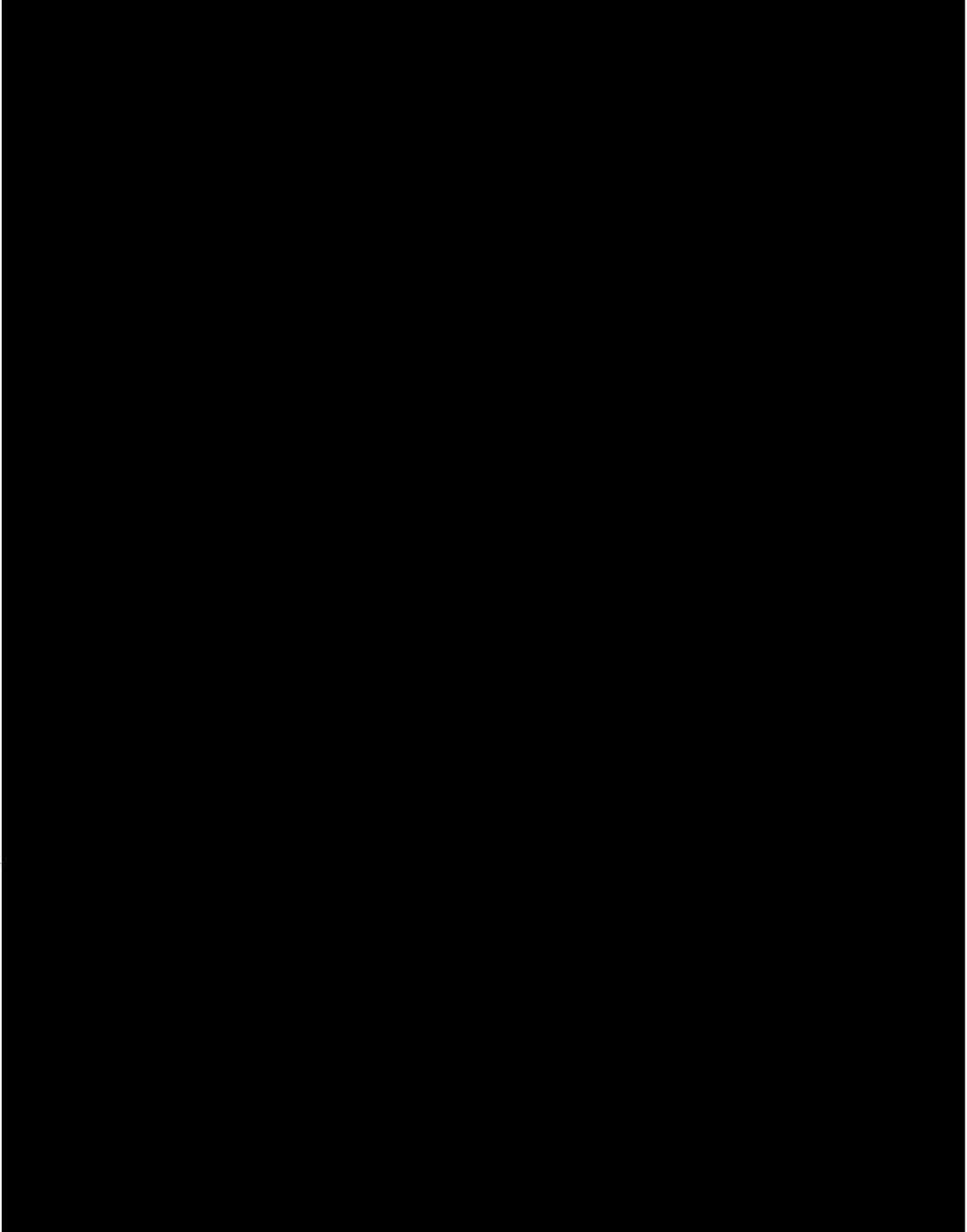


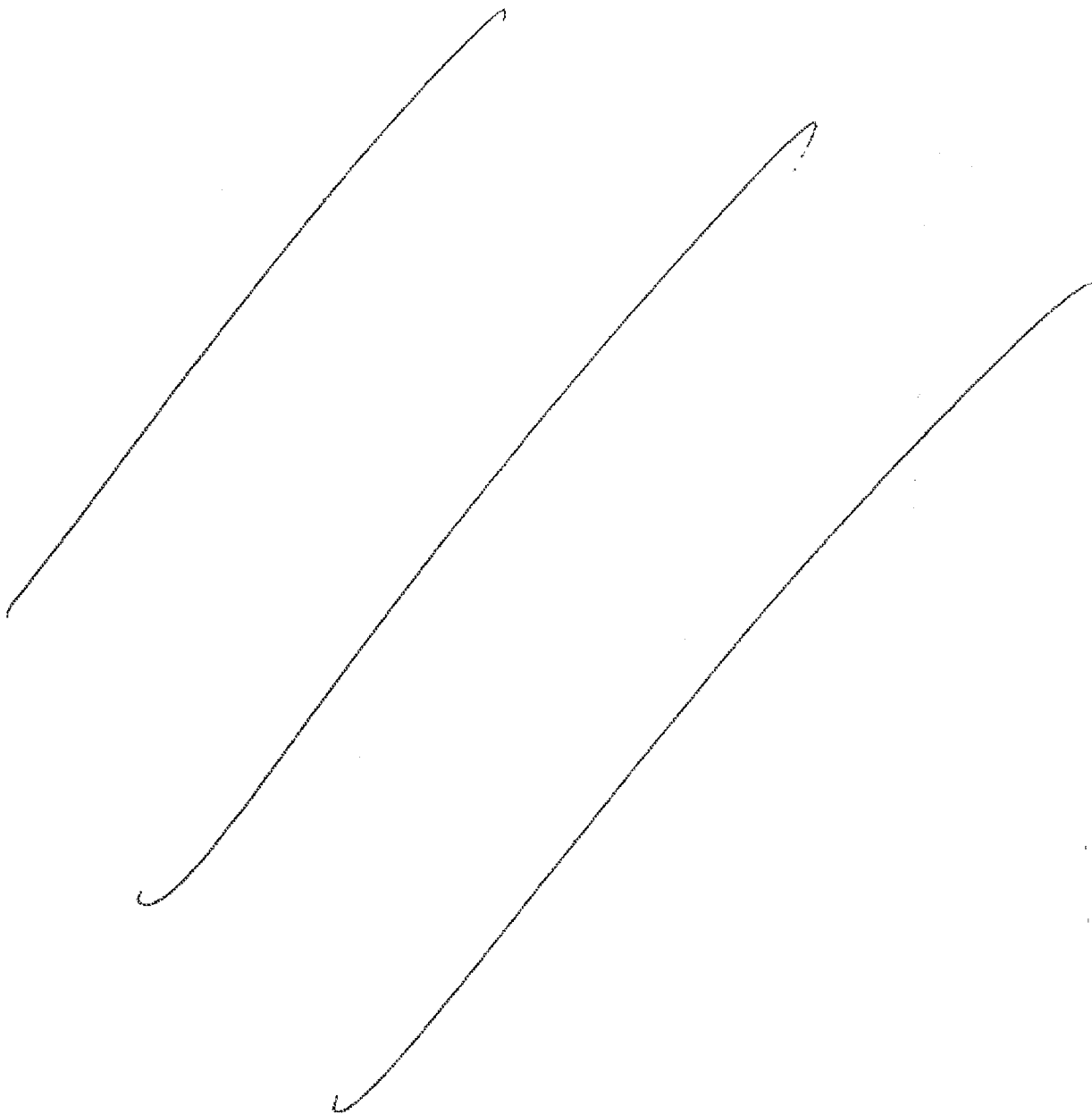
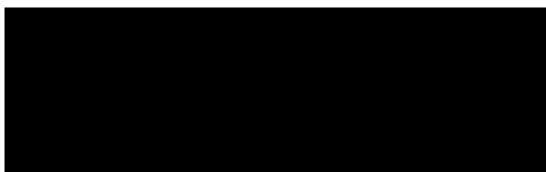




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06/2011









AS1788825

06/2011

CSV: 12814001-INC-11177206-INR-58009351Registro Mercantil Central  
Sección de Denominaciones

## CERTIFICACIÓN NO. 11177206

DON José Luis Benavides del Rey , Registrador Mercantil Central,  
en pase a lo interesado por:  
D/Da. CELLERIX, S.A.,  
en solicitud presentada al Diario con fecha 13/12/2011, asiento 11179244,

CERTIFICO: Que NO FIGURA registrada la denominación

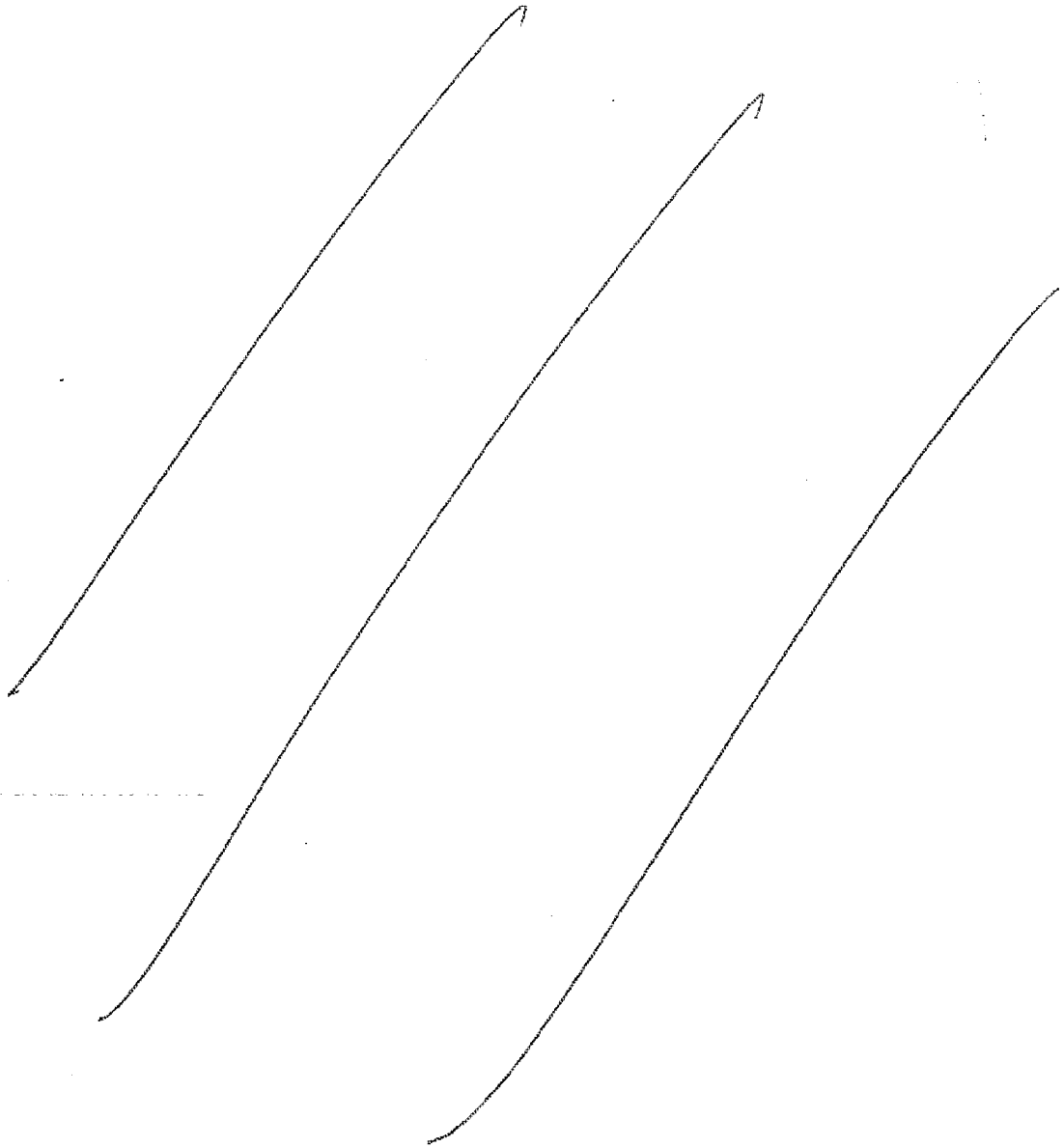
### TIGENIX, S.A. ###

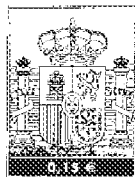
En consecuencia, QUEDA RESERVADA DICHA DENOMINACIÓN a favor del citado interesado, por el plazo de seis meses desde la fecha que a continuación se indica, conforme a lo establecido en el artículo 412.1 del reglamento del Registro Mercantil.

Madrid, a Catorce de Diciembre de Dos Mil Once.

PATENT

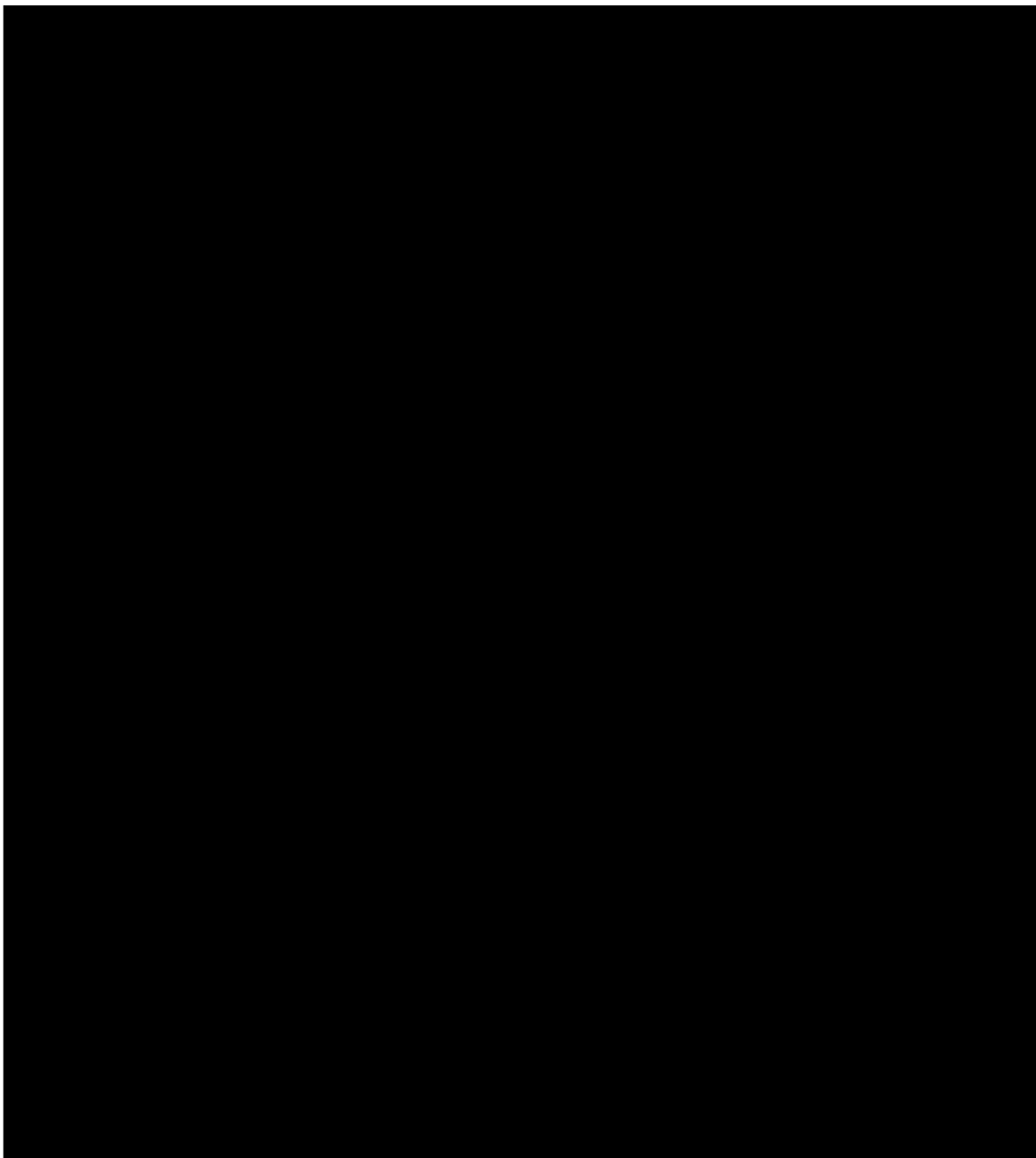
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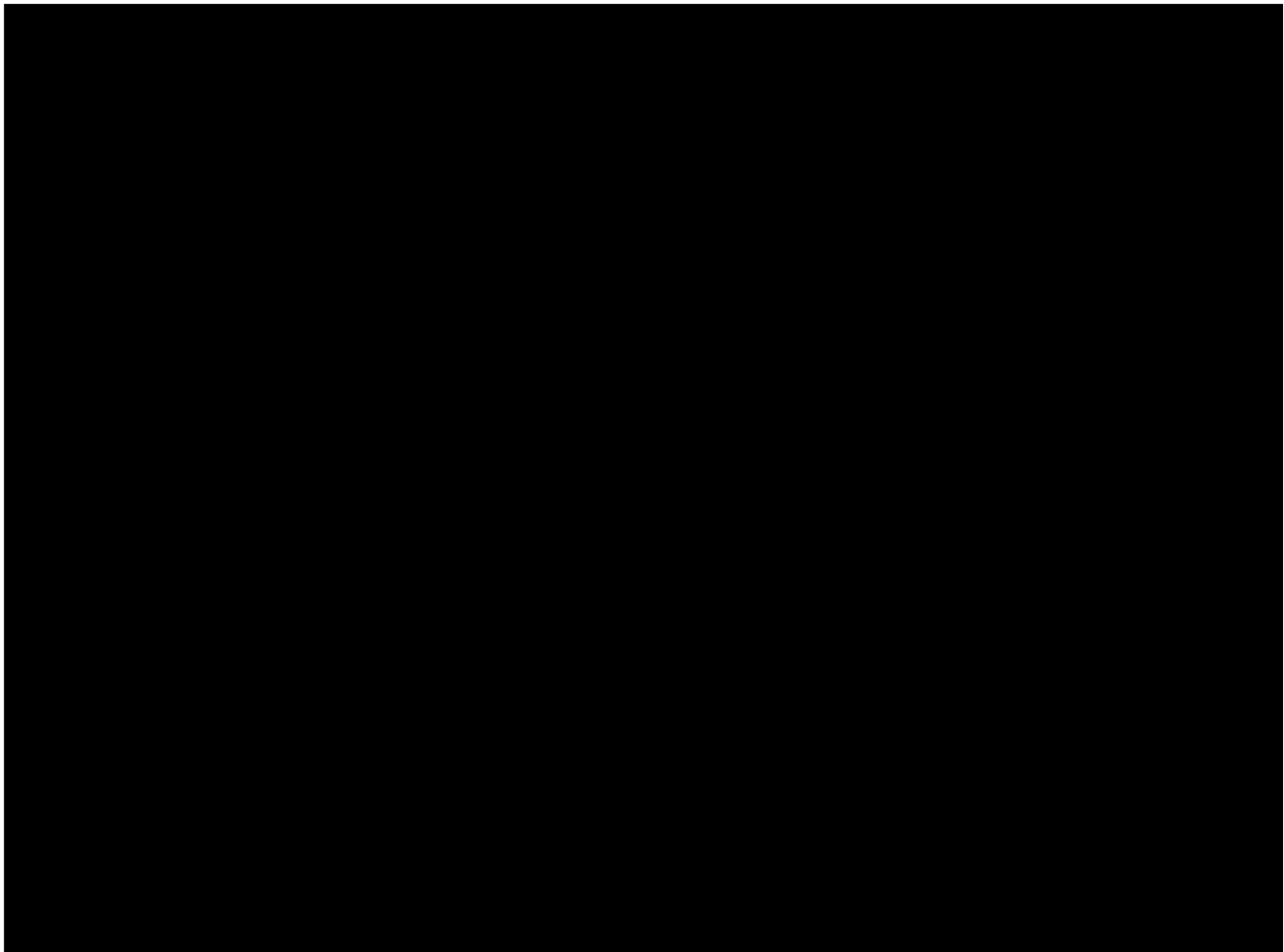


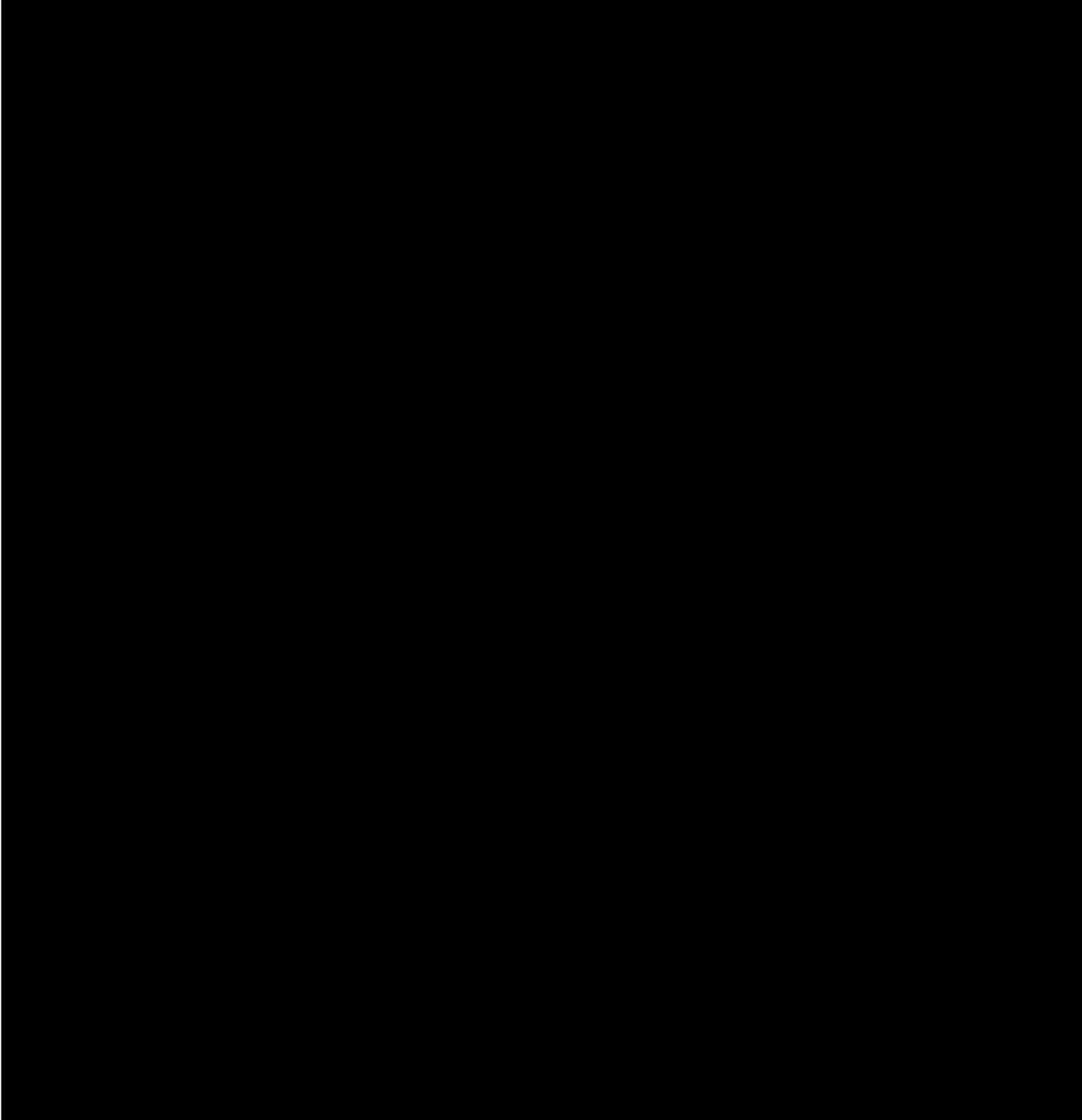


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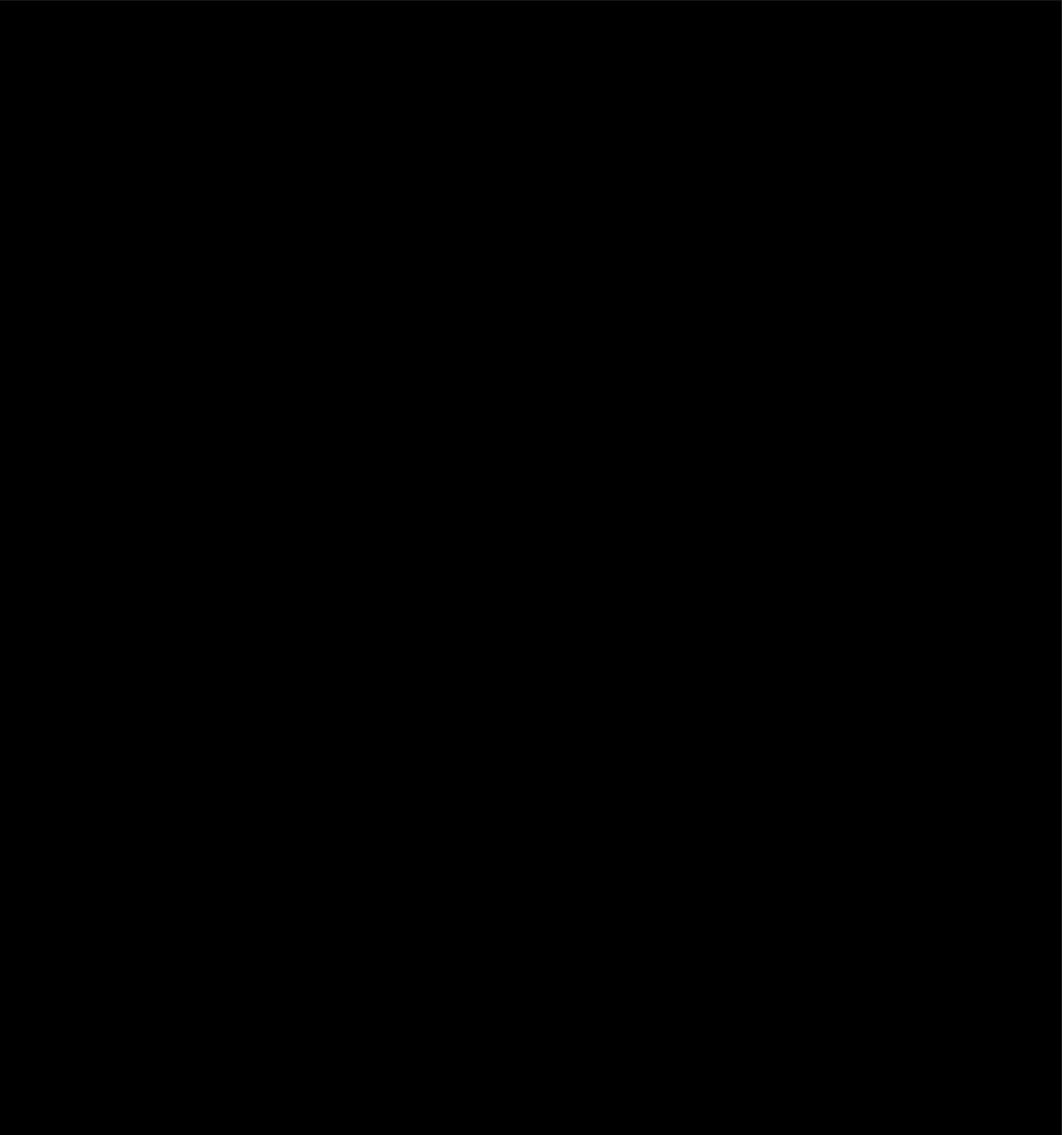
06/2011















**PATENT**  
**REEL: 050812 FRAME: 0506**

