

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6187245

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	INTELLECTUAL PROPERTY TRANSFER AND LICENSE AGREEMENT		
CONVEYING PARTY DATA			
Name			Execution Date
ALKERMES PHARMA IRELAND LIMITED			05/08/2014
RECEIVING PARTY DATA			
Name:	ALKERMES SCIENCE ONE LIMITED		
Street Address:	CONNAUGHT HOUSE		
Internal Address:	1 BURLINGTON ROAD		
City:	DUBLIN 4		
State/Country:	IRELAND		
PROPERTY NUMBERS Total: 2			
Property Type	Number		
Application Number:	16550239		
Application Number:	16894247		
CORRESPONDENCE DATA			
Fax Number:	(412)454-5060		
<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:	412-454-5000		
Email:	docketingpgh@troutman.com		
Correspondent Name:	TROUTMAN PEPPER HAMILTON SANDERS LLP		
Address Line 1:	UNION TRUST BUILDING		
Address Line 2:	501 GRANT STREET, SUITE 300		
Address Line 4:	PITTSBURGH, PENNSYLVANIA 15219-4429		
ATTORNEY DOCKET NUMBER:	148428.01071		
NAME OF SUBMITTER:	MICHAEL VERTULLO		
SIGNATURE:	/Michael Vertullo/		
DATE SIGNED:	07/07/2020		
Total Attachments: 12			
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INTELLECTUAL PROPERTY TRANSFER AND LICENSE AGREEMENT

This INTELLECTUAL PROPERTY TRANSFER AND LICENSE AGREEMENT (the "Agreement") is dated as of May 8, 2014 (the "Effective Date") between Alkermes Pharma Ireland Limited, a private limited company incorporated in Ireland (registered number 448848) whose registered address is Connaught House, 1 Burlington Road, Dublin 4, Ireland ("APIL"), and Alkermes Science One Limited, a private limited company incorporated in Ireland (registered number 513920) whose registered address is Connaught House, 1 Burlington Road, Dublin 4, Ireland ("AS1").

RECITALS:

WHEREAS, APIL desires to sell and assign to AS1, and AS1 desires to purchase and acquire from APIL, part of APIL's controlled release drug development business (the "Business"), comprising the Transferred IP and the Transferred Agreements, and a license of the Nanotechnology IP, the OCR IP and the Licensed Trademarks, subject to the terms and conditions set forth in this Agreement; and

NOW, THEREFORE, in consideration of the respective premises, mutual covenants and agreements of the parties hereto, and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the parties hereto agree as follows:

1. Definitions.



Know-How shall mean all proprietary data, information, knowledge, know-how, inventions, discoveries, trade secrets, processes, techniques, strategies, methods, practices, skills, experience,

documents, apparatus, devices, assays, screens, databases, database structures and data analysis methods, compositions, materials, methods, formulas or improvements, whether patentable or not.



Nanotechnology IP shall mean the Nanotechnology Know-How and the Nanotechnology Patents.

Nanotechnology Know-How shall mean any Know-How Controlled by APIL as of the Effective Date relating to Meloxicam IV/IM.

Nanotechnology Patents shall mean all patents and patent applications owned by APIL as of the Effective Date and listed in Exhibit A-2 hereto, together with any patents resulting therefrom, including divisionals, continuations, continuations-in-part, continued prosecution applications, reissues, re-examinations, extensions of term, substitutions, revalidations, renewals, supplementary protection certificates (SPCs), registrations and confirmations thereof.



OCR IP shall mean the OCR Know-How and the OCR Patents.

OCR Know-How shall mean any Know-How Controlled by APIL as of the Effective Date relating to OCR Technology.

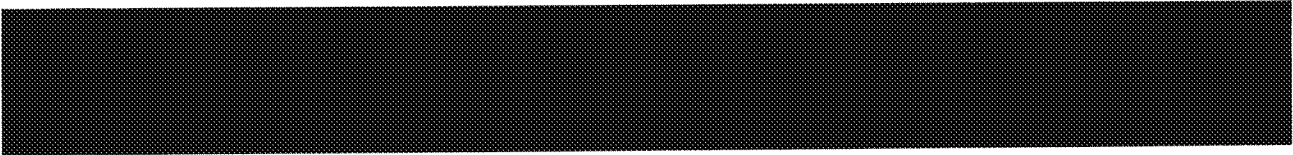
OCR Patents shall mean all patents and patent applications owned by APIL as of the Effective Date and listed in Exhibit A-3 hereto, together with any patents resulting therefrom, including divisionals, continuations, continuations-in-part, continued prosecution applications, reissues, re-examinations, extensions of term, substitutions, revalidations, renewals, supplementary protection certificates (SPCs), registrations and confirmations thereof.

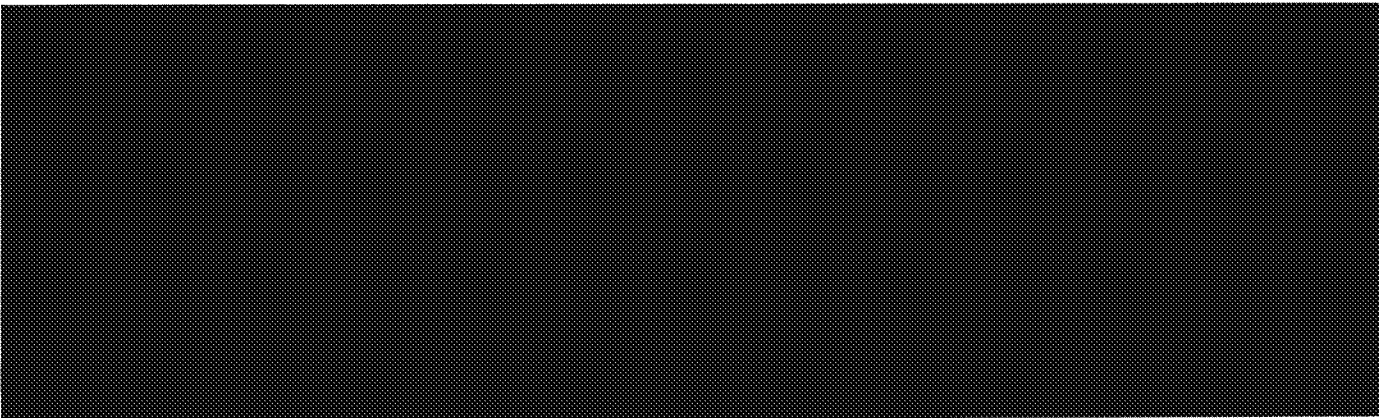


Transferred IP shall mean (i) the Transferred Patents and (ii) the Transferred Trademarks, in each case, together with: (a) the right to claim priority under the Paris Convention and any other similar provision of national or international law, (b) the right to sue and recover damages or other compensation or equitable relief for past, present or future infringement, misappropriation or violation thereof, and (c) the right to fully and entirely stand in the place of APIL in all matters related thereto.

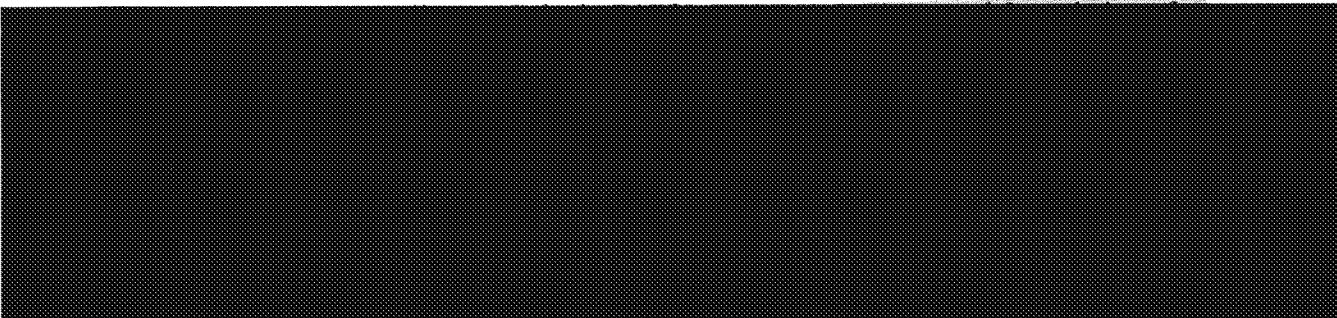
Transferred Patents shall mean (i) the Paladin Patents, (ii) the Zogenix Patents; and (iii) all patents and patent applications owned by APIL as of the Effective Date and listed in Exhibit A-1 hereto, together with any patents resulting therefrom, including divisionals, continuations, continuations-in-part, continued prosecution applications, reissues, re-examinations, extensions of term, substitutions, revalidations, renewals, supplementary protection certificates (SPCs), registrations and confirmations thereof.

Transferred Trademarks shall mean the Verelan trademark owned by APIL used with respect to Verapamil Products as of the Effective Date, related registrations as listed in Exhibit B-1 hereto, and the goodwill associated therewith.



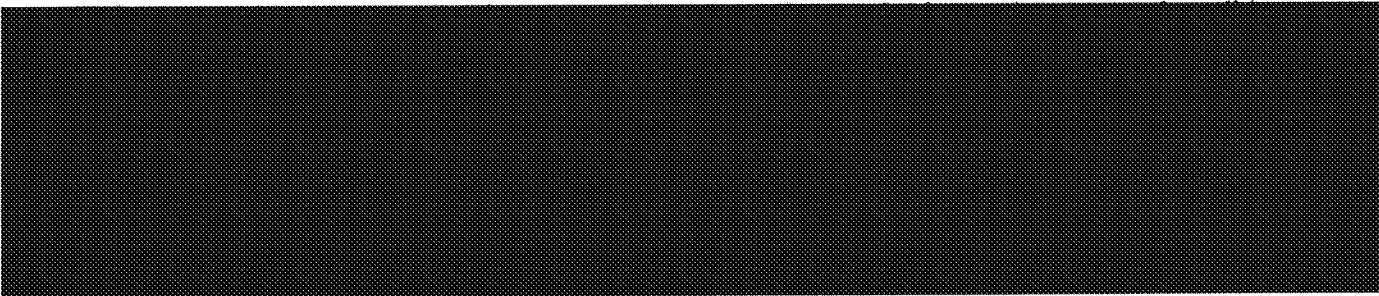


Zogenix Patents shall mean all patents and patent applications licensed by APIL as of the Effective Date pursuant to the Zogenix Agreements, including those listed in Exhibit A-4 hereto.



2. Transfer of Transferred IP.

a. Transferred IP. Subject to the terms and conditions of this Agreement, effective the Effective Date, APIL hereby sells, assigns, transfers, conveys and delivers to AS1, and AS1 hereby purchases, acquires and accepts from APIL, all of APIL's right, title and interest on the Effective Date throughout the world in and to the Transferred IP.

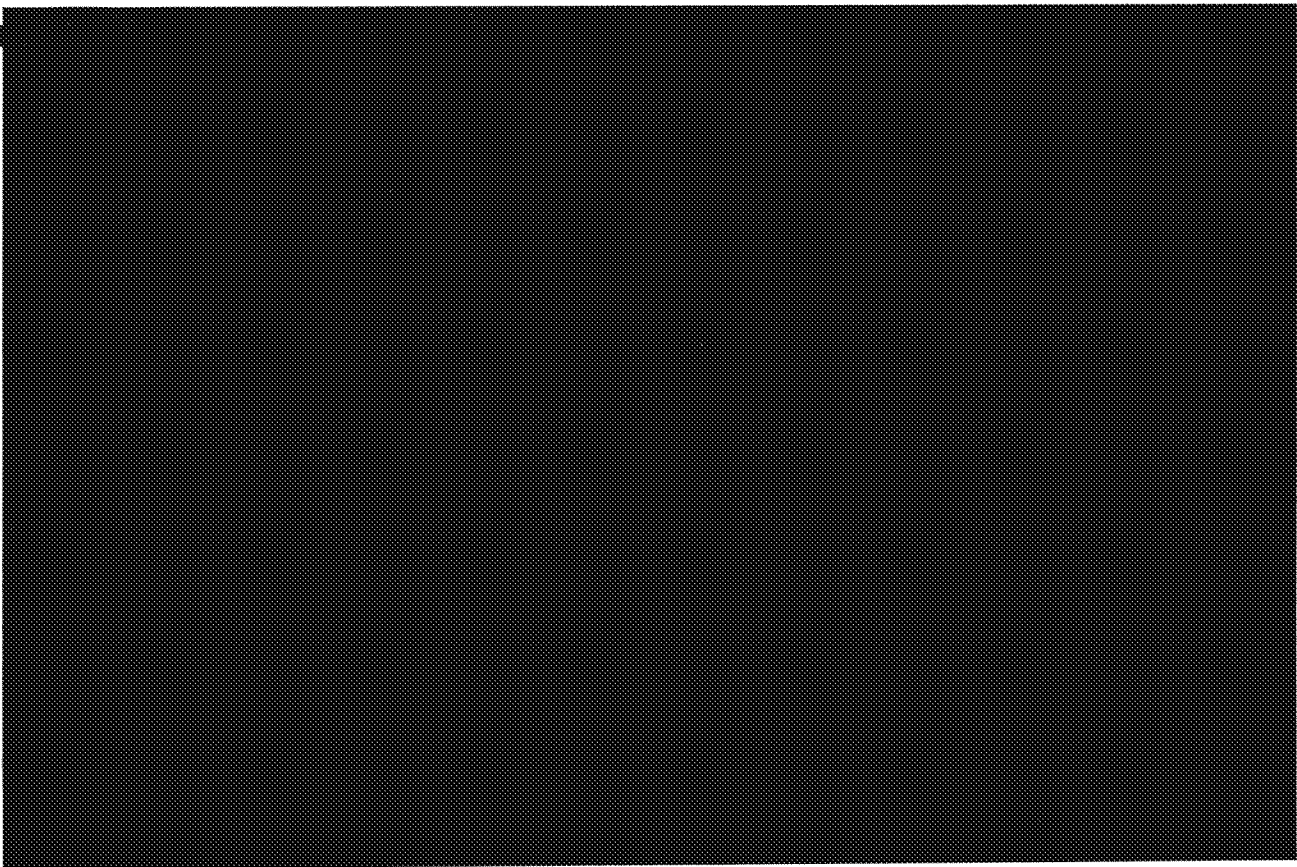


c. Transfer of Transferred Patents. After the Effective Date, APIL shall execute, or procure the execution of, such formal documents of sale and/or assignment as are required consistent with the terms and conditions of this Agreement to formally record the change of title to the Transferred Patents to AS1 in a timely manner.

d. Transfer of Transferred Trademarks. After the Effective Date, APIL shall execute, or procure the execution of, such formal documents of sale and/or assignment as are required consistent with the terms and conditions of this Agreement to formally record the change of title to the Transferred Trademarks to AS1 in a timely manner.



5. Consideration. In consideration of APIL's transfer of the Transferred IP and Transferred Agreements to AS1 in accordance with Sections 2 and 4 hereof and the grant by APIL of the licenses to AS1 in accordance with Section 3 hereof, AS1 shall upon execution of this Agreement deliver to APIL a promissory note, in the form attached hereto as Exhibit C, in the principal amount of 

8. Further Assurances. APII shall use reasonable efforts to take actions and execute and deliver documents that ASI may reasonably request to effect the terms of this Agreement, to perfect ASI's title in and to the Transferred IP and to assign the Transferred Agreements.

9. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of Ireland, in the same manner as such laws apply to contracts to be performed entirely within that country.

IN WITNESS WHEREOF, each of the parties hereto has caused its duly authorized representative to execute this Agreement as of the date first set forth above.

ALKERMES PHARMA IRELAND LIMITED

By 
Name: DECLAN O'CONNOR
Title: DIRECTOR

ALKERMES SCIENCE ONE LIMITED

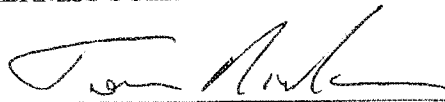
By 
Name: TOM RIORDAN
Title: DIRECTOR

Exhibit A-1
Transferred Patents (ii)

A-1.1 "Reduction of Intravenously Administered Nanoparticle-Formulation-Induced Adverse Physiological Reactions"

APIL Ref.	Case Type	Country	Application No.	Filing Date	Status	Patent / Publication No.	Normal Expiry Date
01.0056.US	ORD	United States	08/696,754	14 Aug 1996	Granted	5,834,025	14 Aug 2016
01.0056.US	REI	United States	12/022,100	06-Feb-2008	Granted	RE41,884 E	14-Aug-2016
03.0056.CA	PCT	Canada	2232879	25-Sep-1996	Granted	2232879	25-Sep-2016
03.0056.EP	DIV *	European Patent Convention	2010181619.7	29-Sep-2010	Pending	2 275 094 A	25-Sep-2016

* Divisional from EP 96932321.1 (EP 0 859 604)

A-1.2 "Nanoparticle Compositions Having Lysozyme as a Surface Stabilizer"

APIL Ref.	Case Type	Country	Application No.	Filing Date	Status	Patent No.	Normal Expiry Date
01.0083.US	ORD	United States	10/357,514	04-Feb-2003	Granted	7459283	10-Jul-2026
01.0083.US	CON	United States	12/292,091	12-Nov-2008	Granted	8323641	04-Feb-2023
01.0083.US	CON	United States	13/693,858	04-Dec-2012	Granted	8652464	12-Nov-2028
03.0083.AT	PCT	Austria	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.BE	PCT	Belgium	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.BG	PCT	Bulgaria	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.CA	PCT	Canada	2475092	04-Feb-2003	Granted	2475092	04-Feb-2023
03.0083.CZ	PCT	Czech Republic	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.DK	PCT	Denmark	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.EP	EPC	European Patent Convention	03737537.5	04-Feb-2003	Granted	1 471 887	04-Feb-2023

A-1.2 "Nanoparticulate Compositions Having Lysozyme as a Surface Stabilizer" (continued)

APIL Ref.	Case Type	Country	Application No.	Filing Date	Status	Patent No.	Normal Expiry Date
03.0083.FI	PCT	Finland	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.FR	PCT	France	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.DE	PCT	Germany	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.GR	PCT	Greece	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.HU	PCT	Hungary	EP Validation	04-Feb-2003	Granted	E008527	04-Feb-2023
03.0083.IE	PCT	Ireland	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.IT	PCT	Italy	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.JP	PCT	Japan	2003-565446	04-Feb-2003	Granted	4598399	04-Feb-2023
03.0083.NL	PCT	Netherlands	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.PT	PCT	Portugal	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.SK	PCT	Slovakia	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.ES	PCT	Spain	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.SE	PCT	Sweden	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.CH/ LI	PCT	Switzerland / Liechtenstein	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023
03.0083.GB	PCT	United Kingdom	EP Validation	04-Feb-2003	Granted	1 471 887	04-Feb-2023

A-1.3 "Nanoparticulate Meloxicam Formulations"

APIL Ref.	Case Type	Country	Application No.	Filing Date	Status	Patent / Publication No.	Normal Expiry Date
01.0099.US	ORD	US	10/784,900	24-Feb-2004	Granted	8512727	25-Dec-2022
01.0099.US	CON	US	13/941,076	12-Jul-2013	Pending		
03.0099.BE	PCT	Belgium	EP Validation	24-Feb-2004	Granted	1 617 816	24-Feb-2024
03.0099.CA	PCT	Canada	2517679	24-Feb-2004	Allowed	2517679	24-Feb-2024

A-1.3 "Nanoparticulate Meloxicam Formulations" (continued)

APIL Ref.	Case Type	Country	Application No.	Filing Date	Status	Patent / Publication No.	Normal Expiry Date
03.0099.EP	PCT	European Patent Convention	04785761.0	24-Feb-2004	Granted	1 617 816	24-Feb-2024
03.0099.EP	DIV	European Patent Convention	08006465.2		Pending	1 938 803 A	24-Feb-2024
03.0099.FR	PCT	France	EP Validation	24-Feb-2004	Granted	1 617 816	24-Feb-2024
03.0099.DE	PCT	Germany	EP Validation	24-Feb-2004	Granted	1 617 816	24-Feb-2024
03.0099.HU	PCT	Hungary	EP Validation	24-Feb-2004	Granted	E005977	24-Feb-2024
03.0099.IE	PCT	Ireland	EP Validation	24-Feb-2004	Granted	1 617 816	24-Feb-2024
03.0099.IT	PCT	Italy	EP Validation	24-Feb-2004	Granted	1 617 816	24-Feb-2024
03.0099.JP	PCT	Japan	2006-532300	27-Feb-2004	Granted	4891774	27-Feb-2024
03.0099.JP	DIV	Japan	2010-233858	27-Feb-2004	Published	2011-042670	27-Feb-2024
03.0099.ES	PCT	Spain	EP Validation	24-Feb-2004	Granted	1 617 816	24-Feb-2024
03.0099.CH/LI	PCT	Switzerland / Liechtenstein	EP Validation	24-Feb-2004	Granted	1 617 816	24-Feb-2024
03.0099.GB	PCT	United Kingdom	EP Validation	24-Feb-2004	Granted	1 617 816	24-Feb-2024

A-1.4 "Controlled Release Compositions Comprising a Combination of Isosorbide Dinitrate and Hydralazine Hydrochloride"

APIL Ref.	Case Type	Country	Application No.	Filing Date	Status	Patent / Publication No.	Normal Expiry Date
02.1007.US	CON	United States	13/606,915	7-Sep-2012	Pending	2013/0004573	
04.1007.CA	ORD	Canada	2627951	26-Oct-2006	Pending	2627951 A	26-Oct-2026
04.1007.EP	ORD	European Patent Convention	20060826638	26-Oct-2006	Pending	1 951 210 A	26-Oct-2026

Exhibit A-4
Zogenix Patents

A-4.1 "Multiparticulate Modified Release Composition" (hydrocodone ER) - US

APIL Ref.	Case Type	Country	Application No.	Filing Date	Status	Patent / Publication No.	Normal Expiry Date
02.1816E.US	CON	United States	09/566,636	08-May-2000	Granted	6228398	1-Nov-2019
02.1816E.US	CON3	United States	10/331,754	30-Dec-2002	Granted	6902742	1-Nov-2019
02.1816E.US	CIP	United States	11/372,857	10-Mar-2006	Pending	2006-0240105	1-Nov-2019

Exhibit A-5
Palladin Patents

A-4.1 "Multiparticulate Modified Release Composition" (hydrocodone ER) - Canada

APIL Ref.	Case Type	Country	Application No.	Filing Date	Status	Patent / Publication No.	Normal Expiry Date
04.1816E.CA	PCT	Canada	2348871	01-Nov-1999	Granted	2348871	1-Nov-2019
04.1816E.CA	DIV	Canada	2653839		Pending		1-Nov-2019

Exhibit B-1
Transferred Trademarks

B-1.1 "VERELAN"

APIL Ref.	Trademark	Country / Territory	Application No.	Filing Date	Registration No.	Registration Date
TM.0039.US	VERELAN	United States	73/760,372	28-Oct-1988	1551582	15-Aug-1989
TM.0039.CA	VERELAN	Canada	670059	07-Nov-1990	TMA 442175	26-May-1995
TM.0039.KR	VERELAN	South Korea	185382	14-Dec-1999	185322	14-Dec-1999
TM.0039.PH	VERELAN	Philippines	4-2008-012022	02-Oct-2008	4-2008-012022	16-Mar-2009
TM.0039.TW-1	VERELAN	Taiwan	1068652		1068651	01-Dec-2003
TM.0039.TW-2	VERELAN	Taiwan	97047657	15-Oct-2008	1367514	01-Jul-2009