

<b>PATENT ASSIGNMENT COVER SHEET</b>
--------------------------------------

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT7720403

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Execution Date
HELSINN HEALTHCARE SA	12/30/2022
HELSINN THERAPEUTICS (U.S.), INC.	12/30/2022
HELSINN BIREX PHARMACEUTICALS LIMITED	12/30/2022

**RECEIVING PARTY DATA**

<b>Name:</b>	HAMILTON SA LLC
<b>Street Address:</b>	C/O OBERLAND CAPITAL MANAGEMENT LLC, 1700 BROADWAY, 37TH FLOOR
<b>City:</b>	NEW YORK
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10019

**PROPERTY NUMBERS Total: 74**

Property Type	Number
Application Number:	11186311
Application Number:	11388268
Application Number:	11388270
Application Number:	13478361
Application Number:	13087012
Application Number:	13901288
Application Number:	13901437
Application Number:	13077462
Application Number:	13404165
Application Number:	13902132
Application Number:	14069885
Application Number:	13902299
Application Number:	14597489
Application Number:	13901830
Application Number:	14069927
Application Number:	14069970
Application Number:	14070981
Application Number:	14360991

PATENT

<b>Property Type</b>	<b>Number</b>
Application Number:	14539318
Application Number:	14793233
Application Number:	14855564
Application Number:	15190019
Application Number:	14640551
Application Number:	14839038
Application Number:	14150360
Application Number:	15135147
Application Number:	15194984
Application Number:	15368362
Application Number:	15003327
Application Number:	14865370
Application Number:	15135107
Application Number:	14927669
Application Number:	15135051
Application Number:	15282016
Application Number:	15874325
Application Number:	15918868
Application Number:	15590025
Application Number:	15963284
Application Number:	15663761
Application Number:	15464430
Application Number:	16383623
Application Number:	15889589
Application Number:	15611785
Application Number:	16259913
Application Number:	15923050
Application Number:	16751836
Application Number:	16767842
Application Number:	16817683
Application Number:	17688016
Application Number:	16228835
Application Number:	16275669
Application Number:	16863038
Application Number:	16896135
Application Number:	17119482
Application Number:	17075757
Application Number:	17185206

Property Type	Number
Application Number:	17634616
Application Number:	11165598
Application Number:	12831009
Application Number:	13864381
Application Number:	11908531
Application Number:	12401812
Application Number:	12549258
Application Number:	12687605
Application Number:	12948593
Application Number:	13735710
Application Number:	63212148
Application Number:	17838308
Application Number:	63245270
Application Number:	16982107
Application Number:	17986934
Application Number:	17699522
Application Number:	14153914
Application Number:	15804804

**CORRESPONDENCE DATA**

**Fax Number:**

*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.*

**Email:** jgu@cooley.com

**Correspondent Name:** JENNIFER GU C/O COOLEY LLP

**Address Line 1:** 3175 HANOVER STREET

**Address Line 4:** PALO ALTO, CALIFORNIA 94304

**ATTORNEY DOCKET NUMBER:** 324998-125

**NAME OF SUBMITTER:** JENNIFER GU

**SIGNATURE:** /Jennifer Gu/

**DATE SIGNED:** 12/30/2022

**Total Attachments: 11**

source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page1.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page2.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page3.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page4.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page5.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page6.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page7.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page8.tif

source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page9.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page10.tif  
source=Oberland\_Helsinn - Patent Security Agreement [Executed]#page11.tif

PATENT SECURITY AGREEMENT

This Patent Security Agreement is entered into as of December 30, 2022 (this “*Patent Security Agreement*”) by and between HAMILTON SA LLC, a Delaware limited liability company, as collateral agent for the Purchasers (as defined below) (in such capacity, “*Agent*”), HELSINN HEALTHCARE SA, a corporation (*Aktiengesellschaft*) incorporated and organized under the laws of Switzerland (“*Issuer*”), HELSINN THERAPEUTICS (U.S.), INC., a Delaware corporation (“*Helsinn Therapeutics*”), and HELSINN BIREX PHARMACEUTICALS LIMITED, a private limited company organized under the laws of Ireland (together with Issuer and Helsinn Therapeutics, each a “*Grantor*” and, collectively, the “*Grantors*”).

RECITALS

A. The Purchasers have agreed to purchase notes (the “*Notes*”) from Issuer in the amounts and manner set forth in that certain Note Purchase Agreement by and among the several purchasers of Notes from time to time parties thereto (collectively, referred to as the “*Purchasers*”), each Grantor, Agent and the other Obligors party thereto, dated as of the date hereof (as the same may be amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “*Note Purchase Agreement*”; capitalized terms used herein are used as defined in the Note Purchase Agreement).

B. The Purchasers are willing to purchase Notes from Issuer, but only upon the condition, among others, that each Grantor shall grant to Agent a security interest in certain Patents to secure the obligations of Issuer and each Grantor under the Note Purchase Agreement and the other Note Documents.

C. Pursuant to the terms of the Note Purchase Agreement, each Grantor has granted to Agent a security interest in all of such Grantor’s right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, each Grantor agrees as follows:

AGREEMENT

To secure its obligations under the Note Purchase Agreement and the other Note Documents, each Grantor grants and pledges to Agent a security interest in all of such Grantor’s right, title and interest in, to and under its Patents (including without limitation those Patents listed on Exhibit A hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions, continuations, renewals, extensions and continuations-in-part thereof (collectively, the “*Patent Collateral*”).

This security interest is granted in conjunction with the security interest granted to Agent under the Note Purchase Agreement. The rights and remedies of Agent with respect to the security interest granted hereby are in addition to those set forth in the Note Purchase Agreement and the other Note Documents, and those which are now or hereafter available to Agent as a matter of law or equity. Each Grantor does hereby acknowledge and affirm that the rights and remedies of Agent with respect to the security interests in the Patent Collateral granted hereby are more fully set forth in the Note Purchase Agreement, the terms and conditions of which are incorporated by reference herein as if fully set forth herein. For the avoidance of doubt, in the event of any conflict between the terms and conditions hereof and thereof, the terms and conditions of the Note Purchase Agreement will control. Each right, power and remedy of Agent provided for herein or in the Note Purchase Agreement or any of the Note Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or

remedy provided for herein and the exercise by Agent of any one or more of the rights, powers or remedies provided for in this Patent Security Agreement, the Note Purchase Agreement or any of the other Note Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Agent, of any or all other rights, powers or remedies.

This Patent Security Agreement shall be governed by, and construed and enforced in accordance with, the laws of the State of New York, excluding conflict of laws principles that would cause the application of laws of any other jurisdiction.

This Patent Security Agreement may be executed in any number of counterparts and by different parties on separate counterparts, each of which, when executed and delivered, is an original, and all taken together, constitute one agreement.

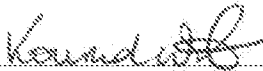
Sections 12.11 (*Swiss Limitations*) and 12.12 (*Limitations on Obligations of Irish Obligors*) of the Note Purchase Agreement are hereby incorporated by reference, mutatis mutandis.

[Remainder of page intentionally left blank]

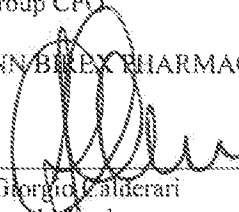
IN WITNESS WHEREOF, the parties have caused this Patent Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTORS:

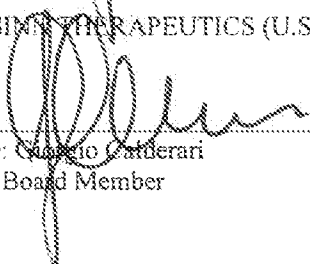
HELSINN HEALTHCARE SA

By:   
Name: Konrad Wilson  
Title: Group CFO

HELSINN BIREX PHARMACEUTICALS LIMITED

By:   
Name: Giorgio Calderari  
Title: Board Member

HELSINN THERAPEUTICS (U.S.), INC.

By:   
Name: Giorgio Calderari  
Title: Board Member

AGENT:

HAMILTON SA LLC

By:   
Name: David Dubinsky  
Title: Authorized Signatory

[Signature Page to Patent Security Agreement]



**EXHIBIT A**

Patents

Official Title	Country	Application No	Filing Date	Publication No	Registration No	Ownership
Liquid pharmaceutical formulations of palonosetron	US	11/186311	07/21/2005	NONE	7947724	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	11/388268	05/24/2011	NONE	7947725	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	11/388270	06/14/2011	NONE	7960424	Helsinn Healthcare S.A.
Substituted 4-phenyl pyridines having anti-emetic effect	US	13/478361	05/23/2012	NONE	8426450	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	13/087012	08/27/2013	NONE	8518981	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	13/901288	05/23/2013	NONE	8598218	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	13/901437	05/23/2013	NONE	8598219	Helsinn Healthcare S.A.
Compositions and methods for treating centrally mediated nausea and vomiting	US	13/077462	03/31/2011	NONE	8623826	Helsinn Healthcare S.A.
Asymmetric ureas and medical uses thereof	US	13/404165	02/24/2012	NONE	8658797	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	13/902132	05/24/2013	NONE	8729094	Helsinn Healthcare S.A.
Compositions and methods for treating centrally mediated nausea and vomiting	US	14/069885	03/31/2011	NONE	8951969	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	13/902299	05/24/2013	NONE	9066980	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	14/597489	09/08/2015	NONE	9125905	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	13/901830	05/24/2013	NONE	9173942	Helsinn Healthcare S.A.
Compositions and methods for treating centrally mediated nausea and vomiting	US	14/069927	03/31/2011	NONE	9186357	Helsinn Healthcare S.A.

Official Title	Country	Application No	Filing Date	Publication No	Registration No	Ownership
Compositions and methods for treating centrally mediated nausea and vomiting	US	14/069970	03/31/2011	NONE	9271975	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	14/070981	11/04/2013	NONE	9308266	Helsinn Healthcare S.A.
4-(5-(2-(3,5-bis(trifluoromethyl)phenyl)-N,2-dimethylpropanamido)-4-(o-tolyl)pyridin-2-yl)-1-methyl-1-(phosphonoxy)methyl)piperazin-1-ium as a neurokinin receptor modulator	US	14/360991	11/28/2012	NONE	9403772	Helsinn Healthcare S.A.
Methods of producing anamorelin hydrochloride having controlled chloride content	US	14/539318	04/18/2013	NONE	9403867	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	14/793233	07/07/2015	NONE	9439854	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	14/855564	10/04/2016	NONE	9457020	Helsinn Healthcare S.A.
Liquid pharmaceutical formulations of palonosetron	US	15/190019	07/07/2015	NONE	9457021	Helsinn Healthcare S.A.
Asymmetric piperidylsubstituted ureas as medicines	US	14/640551	03/06/2015	NONE	9546157	Helsinn Healthcare S.A.
Medical treatments based on anamorelin	US	14/839038	08/28/2015	NONE	9675600	Helsinn Healthcare S.A.
Asymmetric ureas and medical uses thereof	US	14/150360	02/24/2012	NONE	9751836	Helsinn Healthcare S.A.
Methods of producing anamorelin hydrochloride having controlled chloride content	US	15/135147	04/18/2013	NONE	9872883	Helsinn Healthcare S.A.
Substituted piperaziniums for the treatment of emesis	US	15/194984	11/28/2012	NONE	9908907	Helsinn Healthcare S.A.
Substituted asymmetric ureas as modulators of ghrelin receptor activity	US	15/368362	03/06/2015	NONE	9926337	Helsinn Healthcare S.A.
Compositions and methods for treating centrally mediated nausea and vomiting	US	15/003327	03/31/2011	NONE	9943515	Helsinn Healthcare S.A.

Official Title	Country	Application No	Filing Date	Publication No	Registration No	Ownership
Crystalline forms of an NK-1 antagonist	US	14/865370	09/25/2015	NONE	9951016	Helsinn Healthcare S.A.
Methods of producing anamorelin hydrochloride having controlled chloride content	US	15/135107	04/18/2013	NONE	9956261	Helsinn Healthcare S.A.
Crystal forms of anamorelin	US	14/927669	06/17/2013	NONE	9975921	Helsinn Healthcare S.A.
Methods of producing anamorelin hydrochloride having controlled chloride content	US	15/135051	04/18/2013	NONE	9981002	Helsinn Healthcare S.A.
Crystalline forms of fosnetupitant	US	15/282016	09/30/2016	NONE	10005803	Helsinn Healthcare S.A.
Substituted 4-Phenyl-Pyridines for the Treatment of NK-1 Receptor Related Diseases	US	15/874325	11/28/2012	NONE	10208073	Helsinn Healthcare S.A.
Crystalline forms of an NK-1 antagonist	US	15/918868	09/25/2015	NONE	10233154	Helsinn Healthcare S.A.
Medical treatments based on anamorelin	US	15/590025	08/28/2015	NONE	10278964	Helsinn Healthcare S.A.
Methods of producing anamorelin hydrochloride having controlled chloride content	US	15/963284	04/18/2013	NONE	10300105	Helsinn Healthcare S.A.
Asymmetric ureas and medical uses thereof	US	15/663761	02/24/2012	NONE	10407390	Helsinn Healthcare S.A.
Benzenesulfonyl-asymmetric ureas and medical uses thereof	US	15/464430	03/21/2017	NONE	10501479	Helsinn Healthcare S.A.
Methods of producing anamorelin hydrochloride having controlled chloride content	US	16/383623	04/18/2013	NONE	10576122	Helsinn Healthcare S.A.
Substituted asymmetric ureas as modulators of ghrelin receptor activity	US	15/889589	03/06/2015	NONE	10577384	Helsinn Healthcare S.A.
Physiologically balanced injectable formulations of fosnetupitant	US	15/611785	06/02/2017	NONE	10624911	Helsinn Healthcare S.A.
Crystalline forms of an NK-1 antagonist	US	16/259913	09/25/2015	NONE	10676440	Helsinn Healthcare S.A.
Compositions and methods for treating centrally mediated	US	15/923050	03/31/2011	NONE	10828297	Helsinn Healthcare S.A.

Official Title	Country	Application No	Filing Date	Publication No	Registration No	Ownership
nausea and vomiting						
Methods of producing anamorelin hydrochloride having controlled chloride content	US	16/751836	04/18/2013	NONE	10905737	Helsinn Healthcare S.A.
Fumarate salt of (R)-3-(1-(2,3-dichloro-4-(pyrazin-2-yl)phenyl)-2,2,2-trifluoroethyl)-1-methyl-1-(1-methylpiperidin-4-yl) urea, methods of preparation, and uses thereof	US	16/767842	12/07/2018	NONE	11299472	Helsinn Healthcare S.A.
PHYSIOLOGICALLY BALANCED INJECTABLE FORMULATIONS OF FOSNETUPITANT	US	16/817683	06/02/2017	20200206249	Pending	Helsinn Healthcare S.A.
Fumarate Salt of (R)-3-(1-(2,3-dichloro-4-(pyrazin-2-yl)phenyl)-2,2,2-trifluoroethyl)-1-methyl-1-(1-methylpiperidin-4-yl)urea, Methods of Preparation, and Uses Thereof	US	17/688016	03/07/2022	20220340541	Pending	Helsinn Healthcare S.A.
Substituted 4-Phenyl-Pyridines for the Treatment of NK-1 Receptor Related Diseases	US	16/228835	11/28/2012	NONE	10717721	Helsinn Healthcare S.A.
Medical treatments based on anamorelin	US	16/275669	08/28/2015	NONE	10894041	Helsinn Healthcare S.A.
Crystalline forms of an NK-1 antagonist	US	16/863038	09/25/2015	NONE	10961195	Helsinn Healthcare S.A.
Substitute 4-Phenyl-Pyridines for the Treatment of NK-1 Receptor Related Diseases	US	16/896135	11/28/2012	NONE	11312698	Helsinn Healthcare S.A.
MEDICAL TREATMENTS BASED ON ANAMORELIN	US	17/119482	08/28/2015	20210093627	Pending	Helsinn Healthcare S.A.
COMPOSITIONS AND METHODS FOR TREATING CENTRALLY MEDIATED NAUSEA AND VOMITING	US	17/075757	03/31/2011	20210100794	Pending	Helsinn Healthcare S.A.
CRYSTALLINE FORMS OF AN NK-1 ANTAGONIST	US	17/185206	09/25/2015	20210269401	Pending	Helsinn Healthcare S.A.

Official Title	Country	Application No	Filing Date	Publication No	Registration No	Ownership
METHODS OF MANUFACTURING ANAMORELIN TABLETS HAVING IMPROVED STABILITY	US	17/634616	08/28/2020	20220323430	Pending	Helsinn Healthcare S.A.
CRYSTAL FORMS OF (3R)-1-(2-METHYLALANYL-DTRYPTOPHYL)-3-(PHENYL METHYL)-3-PIPERIDINECARBOXYLIC ACID 1,2,2-TRIMETHYLHYDRAZIDE	US	11/165598	06/22/2005	20070004638	7825138	Helsinn Healthcare S.A.
CRYSTAL FORMS OF (3R)-1-(2-METHYLALANYL-DTRYPTOPHYL)-3-(PHENYL METHYL)-3-PIPERIDINECARBOXYLIC ACID 1,2,2-TRIMETHYLHYDRAZIDE	US	12/831009	07/06/2010	20110003996	8466173	Helsinn Healthcare S.A.
Substituted 4-Phenyl-Pyridines for the Treatment of NK-1 Receptor Related Diseases	US	13/864381	05/23/2012	20130231315	8895586	Helsinn Healthcare S.A.
STABILIZED COMPOSITIONS OF VOLATILE ALKYLATING AGENTS AND METHODS OF USING THEREOF	US	11/908531	03/14/2006	20080194699	8450375	HEL SINN BIREX PHARMACEUTICALS LIMITED
STABILIZED COMPOSITIONS OF ALKYLATING AGENTS AND METHODS OF	US	12/401812	03/11/2009	20100029783	8501817	HEL SINN BIREX PHARMACEUTICALS LIMITED

Official Title	Country	Application No	Filing Date	Publication No	Registration No	Ownership
USING SAME						
STABILIZED COMPOSITIONS OF VOLATILE ALKYLATING AGENTS AND METHODS OF USING THEREOF	US	12/549258	03/07/2006	20100041767	7838564	HELSINN BIREX PHARMACEUTICALS LIMITED
STABILIZED COMPOSITIONS OF ALKYLATING AGENTS AND METHODS OF USING SAME	US	12/687605	01/14/2010	20100152300	8501818	HELSINN BIREX PHARMACEUTICALS LIMITED
STABILIZED COMPOSITIONS OF VOLATILE ALKYLATING AGENTS AND METHODS OF USING THEREOF	US	12/948593	11/17/2010	20110065803	8501819	HELSINN BIREX PHARMACEUTICALS LIMITED
STABILIZED COMPOSITIONS OF VOLATILE ALKYLATING AGENTS AND METHODS OF USING THEREOF	US	13/735710	03/14/2006	20130310461	8664278	HELSINN BIREX PHARMACEUTICALS LIMITED
Use of Anamorelin to treat Cancer-Related Fatigue	US	63/212148	06/18/2021	NONE	Pending	Helsinn Healthcare S.A.
Use of Anamorelin to treat Cancer-Related Fatigue	US	17/838308	06/13/2022	NONE	Pending	Helsinn Healthcare S.A.
Methods of Determining and Providing Clinically Meaningful Improvements on Patient Outcomes in Anorexia/Cachexia Patients	US	63/245270	09/17/2021	NONE	Pending	Helsinn Healthcare S.A.

Official Title	Country	Application No	Filing Date	Publication No	Registration No	Ownership
New Centrally-Active Ghrelin Agonist and Medical Uses Thereof	US	16/982107	03/14/2019	NONE	Pending	Helsinn Healthcare S.A.
Physiologically Balanced Injectable Formulation of Fosnetupitant	US	17/986,934	11/15/2022	NONE	Pending	Helsinn Healthcare S.A.
Substitutes 4-Phenyl-Pyridines for the Treatment of NK-1 Receptor Related Diseases	US	17/699522	03/21/2022	NONE	Pending	Helsinn Healthcare S.A.
Stabilized Compositions of Volatile Alkylating Agents & Method of Using Thereof	US	14/153914	01/13/2014	NONE	9382191	Helsinn Healthcare S.A.
Methods for Treating Skin Disorders with a Topical Composition of bis-(2-Chloroethy) Methylamine	US	15/804804	11/06/22017	NONE	Pending	Helsinn Birex Pharmaceuticals Ltd.