

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM414542

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Sinclair Pharmaceuticals Limited a/k/a Sinclair Pharmaceuticals, Ltd.		12/08/2016	Company: ENGLAND
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Alliance Pharmaceuticals, Ltd.		
<b>Street Address:</b>	Avonbridge House, Bath Road		
<b>City:</b>	Chippenham, Wiltshire		
<b>State/Country:</b>	ENGLAND		
<b>Postal Code:</b>	SN15 2BB		
<b>Entity Type:</b>	Company: ENGLAND		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3243643	ALOCLAIR	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3032924510		
<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>			
<b>Phone:</b>	3032911641		
<b>Email:</b>	karin.tupper@moyewhite.com		
<b>Correspondent Name:</b>	Karin Tupper		
<b>Address Line 1:</b>	1400 16th Street, 6th Floor		
<b>Address Line 4:</b>	Denver, COLORADO 80202		
<b>ATTORNEY DOCKET NUMBER:</b>	14168-1		
<b>NAME OF SUBMITTER:</b>	Karin Tupper		
<b>SIGNATURE:</b>	/Karin Tupper/		
<b>DATE SIGNED:</b>	02/01/2017		
<b>Total Attachments: 2</b>			
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment") is dated 8 December 2016, by Sinclair Pharmaceuticals Limited a/k/a Sinclair Pharmaceuticals, Ltd., a company incorporated in England with registered number 01007146 and whose registered office is at The Office Village Sandpiper Court, Chester Business Park, Chester, CH4 9QZ ("SINCLAIR"), in favor of Alliance Pharmaceuticals Ltd, a company incorporated in England with registered number 03250064 and whose registered office is at Avonbridge House, Bath Road, Chippenham Wiltshire, SN15 2BB ("ALLIANCE"), and shall be effective as of 17 December 2015.

WHEREAS SINCLAIR has previously assigned to ALLIANCE all of SINCLAIR's right, title and interest to the trademark (the "Mark") set forth in Exhibit A hereto, and all registrations and applications for registration related to the Mark, together with the goodwill associated therewith; and

WHEREAS, ALLIANCE now desires SINCLAIR to execute and deliver to ALLIANCE this confirming Trademark Assignment required to effect the assignment of the Mark and the registrations and applications therefor in the United States;

NOW THEREFORE, in consideration of the payment of \$10 and good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged:

1. SINCLAIR hereby sells, transfers, conveys, assigns, and sets over unto ALLIANCE, its successors and assigns, SINCLAIR's entire right, title and interest in and to the Mark, including, without limitation, all registrations and applications therefore and SINCLAIR's right to apply for and register the Mark in the United States of America, together with only that goodwill associated with and symbolized by the Mark, all common law and statutory rights related to the Mark, all rights of renewal and extension, and the right to recover for damages and profits for past infringements thereof by third persons, reserving nothing to SINCLAIR.

2. SINCLAIR represents and warrants that it has not previously made any transfer to any third person of any interest in the Mark or any application or registration related thereto.

3. SINCLAIR shall, upon request by ALLIANCE, execute, acknowledge and deliver such other documents as may be reasonably necessary to convey and assign to ALLIANCE all of SINCLAIR's right, title, and interest in and to the Mark and any applications and registrations therefore, and to perfect ALLIANCE's rights in the Mark and any applications and registrations therefore, consistent with this Trademark Assignment.

IN WITNESS WHEREOF, SINCLAIR has executed this Assignment.

Signed by )  
duly authorised for and )  
on behalf of )  
Sinclair Pharmaceuticals Limited )

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EXHIBIT A

<b>Country</b>	<b>Assignee Name</b>	<b>Assignor Name</b>	<b>Trade Mark</b>	<b>Application/ Registration No.</b>
US	Alliance Laboratories Limited	Sinclair Pharmaceuticals Limited	ALOCLAIR	3243643