

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM566048

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GENEPOC INC.		06/03/2019	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	GENEPOC CANADA INC.		
Street Address:	100-360 rue Franquet		
City:	Québec, Québec		
State/Country:	CANADA		
Postal Code:	G1P 4N3		
Entity Type:	Corporation: CANADA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	85645608	GENEPOC	
Serial Number:	88118093	PIE	
Serial Number:	87514391	REVOGENE	
CORRESPONDENCE DATA			
Fax Number:	5135796457		
<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:	5135796590		
Email:	mmusekamp@kmklaw.com		
Correspondent Name:	Mark Eric Musekamp		
Address Line 1:	1 E. 4th St., Ste. 1400		
Address Line 4:	Cincinnati, OHIO 45202		
ATTORNEY DOCKET NUMBER:	ME6945CG0208		
NAME OF SUBMITTER:	Mark E. Musekamp		
SIGNATURE:	/Mark E. Musekamp/		
DATE SIGNED:	03/09/2020		
Total Attachments: 16			
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**INTELLECTUAL PROPERTY CONFIRMATORY ASSIGNMENT
AGREEMENT**

THIS AGREEMENT is made effective on the 3rd day of June 2019 (the “**Effective Date**”)

AMONG: **GENEPOC INC.**, a corporation duly constituted under the Laws of Canada, having a place of business at 100-360 rue Franquet, Québec, Québec, G1P 4N3;

(the “**Assignor**”)

AND: **GENEPOC CANADA INC.**, a corporation duly constituted under the laws of British Columbia, having a place of business at 100-360 rue Franquet, Québec, Québec, G1P 4N3;

(the “**Assignee**”)

(Assignor and Assignee hereinafter collectively referred to as the “**Parties**”)

WHEREAS the Parties have concluded an Asset Transfer Agreement on the Effective Date (the “**Asset Transfer Agreement**”);

WHEREAS, pursuant to the Asset Transfer Agreement, the Assignor wishes to confirm the transfer to the Assignee of its rights in (1) the trade-marks listed in Schedule A attached hereto (the “**Trade-Marks**”), (2) the industrial design listed in Schedule B attached hereto (the “**Industrial Design**”), and (3) the patents listed in Schedule C attached (the “**Patents**”);

WHEREAS the Assignor has registered the Internet domain names listed in Schedule D attached hereto (the “**Domain Names**”) with different registrar organizations (the “**Registrars**”), and in connection with the entering into of the Asset Transfer Agreement, the Assignor wishes to confirm the transfer to the Assignee of its rights in the Domain Names;

NOW THEREFORE in consideration of the premises and the following mutual covenants and for good and valuable consideration described herein and in the Asset Transfer Agreement, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto agree as follows:

**ARTICLE 1
ASSIGNMENT OF INTELLECTUAL PROPERTY**

1.1 Assignment. For good and valuable consideration and subject to terms of the

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Asset Transfer Agreement, the Assignor hereby confirms that, as of the Effective Date, it has sold, assigned and transferred to the Assignee all of its rights, title and interest in and to the Trade-Marks, the Industrial Design, the Patents and the Domain Names in Canada, the United States and all other countries the same to be enjoyed by Assignee as fully and completely as by said Assignor had the assignment not been made, including its rights, title and interest in all goodwill related thereto, the right to secure all remedies provided by law arising out of any past infringement, all inventions and improvements that are the subject of the Patents, all divisions, continuations, renewals, reissues, re-examinations, continuations-in-part and extensions related thereto and all rights to claim priority based on the filing date of any applications that are part thereof. For clarity, where the rights, title and interests of the Assignor are partial, the assignment and transfer pertains only to the co-ownership interest of the Assignor.

1.2 Assistance and Collaboration. The Assignor agrees to execute, upon request from the Assignee, any instrument or document, required to (i) perfect the assignment and transfer contemplated herein, and (ii) defend and enforce the rights of the Assignee in the Trade-Marks, the Industrial Design or the Patents, at Assignee's cost and expense.

ARTICLE 2 GENERAL PROVISIONS

2.1 Further Assurances. Each of the parties hereto agrees to execute and deliver such further and other documents and instruments and perform and cause to be performed such further and other commercially reasonable acts and things as may be necessary or desirable in order to give full effect to this Agreement and every part thereof, including all acts, deeds and agreements as may be necessary or desirable for the purpose of registering or filing notice of the terms of this Agreement.

2.2 Governing Law and Jurisdiction. This Agreement shall be governed by and construed in accordance with the laws of the Province of Quebec and the laws of Canada applicable therein and the Parties hereby attorn to the exclusive jurisdiction of the courts of the judicial district of Montréal, Québec.

2.3 Time of Essence. Time will be the essence of this Agreement in all respects.


2.4 Counterparts. This Agreement may be executed in separate counterparts, each of which is deemed to be an original and all of which taken together constitute one agreement.

2.5 Language. The present agreement has been drafted in the English language at the request of the parties. *Les parties ont demandé que la présente entente soit rédigée en anglais.*

(Signatures on next page. Remainder of page intentionally left blank.)

IN WITNESS WHEREOF this Agreement has been executed by the Parties hereto on
the date hereof.

GENEPOC INC.

By: 
Name: Patrice Allibert
Title: President

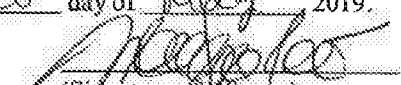
GENEPOC CANADA INC.

By: _____
Name: _____
Title: _____

STATEMENT OF WITNESS

I, Marie-Josée Rivé, whose full post office
(Name of Witness)
address is 360 Franquet Street, Quebec, G1P4N3
(Address of Witness)
state and declare that I was personally present and did see Patrice Allibert
who is personally known to me to be an authorized signing officer of the Assignor
named in the above assignment, duly execute the same on the date set forth above.

DECLARED at Quebec, this 28 day of May, 2019.


(Signature of Witness)

[Signature Page - Confirmatory IP Assignment Agreement]

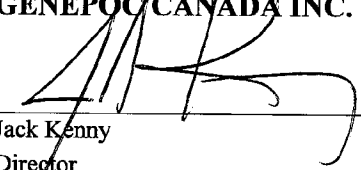
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IN WITNESS WHEREOF this Agreement has been executed by the Parties hereto on the date hereof.

GENEPOC INC.

By: _____
Name: _____
Title: _____

GENEPOC/CANADA INC.

By: 
Name: Jack Kenny
Title: Director

STATEMENT OF WITNESS

I, _____, whose full post office
(Name of Witness)
address is _____
(Address of Witness)

state and declare that I was personally present and did see _____,
who is personally known to me to be an authorized signing officer of the **Assignor**
named in the above assignment, duly execute the same on the date set forth above.

DECLARED at _____, this _____ day of _____, 2019.

(Signature of Witness)

SCHEDULE A

TRADEMARKS

TRADE-MARK	COUNTRY	APPLICATION NUMBER / REGISTRATION NUMBER	DATE OF APPLICATION / DATE OF REGISTRATION/ Renewal Date	GOODS / SERVICES	STATUS
GENEPOC	EUIPO	010936755 / 010936755	November 21, 2012 June 4, 2022	<p><u>Class 05</u>: Biological sample collection devices, namely swabs; nucleic acid-based reagents.</p> <p><u>Class 10</u>: Fully automated nucleic acid-based reading and analysis medical instrument for rapid diagnostic of infections and diseases at point-of-care for personalized healthcare; disposable microfluidic centripetal devices for analysis of biological samples</p>	Registered
GENEPOC	Canada	1,575,396 LMC1006411	October 10, 2018 October 10, 2033	<p><u>Goods</u>:</p> <p>(1) Fully automated nucleic acid-based reading and analysis medical instrument for rapid diagnostic of infections and diseases at point-of-care for personalized healthcare.</p> <p>(2) Disposable microfluidic centripetal devices for analysis of biological samples.</p> <p>(3) Biological sample collection devices, namely swabs.</p> <p>(4) Nucleic acid-based reagents.</p>	Registered
GENEPOC	United States	85/645,608 5688411	June 7, 2012 March 5, 2019	<p><u>Class 05</u>: nucleic acid based reagents for medical and veterinary purposes.</p> <p><u>Class 09</u>: biological sample collection devices, namely, swabs for use in clinical and industrial diagnostic testing; Laboratory instrument, namely, disposable microfluidic centripetal devices for the analysis of biological samples.</p> <p><u>Class 10</u>: medical apparatus and instrument for diagnostic use, namely fully automated nucleic acid based reading and analysis medical instrument for rapid diagnosis of infections and diseases at point of care for personalized healthcare.</p>	Registered
GENEPOC	Japan	2012056185 / 5585119	May 24, 2013 May 24, 2023	<p><u>Class 5</u>: nucleic acid-based reagents for medical and veterinary purposes</p> <p><u>Class 9</u>: biological sample collection devices; Disposable microfluidic storage containers for use with fluid centripetal devices used as apparatus for analyzing biological samples for laboratory use; Laboratory apparatus and instruments</p> <p><u>Class 10</u>: Apparatus and instruments for automatically reading and analyzing nucleic acid for rapid diagnosis of infectious diseases and epidemic; Diagnostic apparatus and instruments</p>	Registered

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TRADE-MARK	COUNTRY	APPLICATION NUMBER / REGISTRATION NUMBER	DATE OF APPLICATION / DATE OF REGISTRATION/ Renewal Date	GOODS / SERVICES	STATUS
GENEPOC	China	11186420	December 7, 2013 December 6, 2023	<u>Class 10</u> : Medical apparatus and instruments, namely fully automated nucleic acid-based reading and analysis medical instrument for rapid diagnostic of infections and diseases at point-of-care for personalized healthcare; biological sample collection devices (medical apparatus and instruments), namely swabs; apparatus for use in medical analysis	Registered
GENEPOC	Australia	1522198	October 23, 2012 October 23, 2022	<u>Class 5</u> : Nucleic acid-based reagents <u>Class 10</u> : Fully automated nucleic acid-based reading and analysis medical instrument for rapid diagnostic of infections and diseases at point-of-care for personalised healthcare; disposable microfluidic centripetal devices for analysis of biological samples; biological sample collection devices, namely swabs	Registered
GENEPOC	Switzerland	572142012 / 640460	June 12, 2012 June 12, 2022	<u>Class 5</u> : Réactifs à base d'acide nucléique à buts médicaux <u>Class 10</u> : Instruments de lecture et d'analyse médicales basées sur l'acide nucléique, entièrement automatisés, utilisés pour le diagnostic rapide d'infections et de maladies sur les lieux d'intervention pour une assistance médicale personnalisée; dispositifs jetables centripètes microfluidiques utilisés pour l'analyse d'échantillons biologiques; dispositifs de prélèvement d'échantillons biologiques, à savoir, écouvillons.	Registered
GENEPOC	Mexico	1817021 - Class 5 / 1735984 1817038 - Class 9 / 1735991 1817036 - Class 10 / 1735989	November 4, 2016 November 4, 2026 November 4, 2016 November 4, 2026 November 4, 2016 November 4, 2026	Class 5: Reactivos con una base de ácidos nucleicos para uso médico y veterinario. Class 9: Instrumentos de laboratorio, a saber, dispositivos centripetos de microfluidos desechables para el análisis de muestras biológicas; Instrumentos y aparatos de laboratorio. Class 10: Aparatos e instrumentos médicos para su uso en diagnósticos,, a saber, instrumentos médicos de analisis y lectura con una base de ácidos nucleicos y totalmente automaizados para el diagnostico rapido de infecciones y enfermedades en un punto de atencion para un cuidado medico personalizado	Registered
GENEPOC	Chile	1228409 / 1252960	June 30, 2017 June 30, 2017	<u>Class 5</u> : Incl. reactivos basados en ácidos nucleicos con fines médicos y veterinarios <u>Class 9</u> : Instrumentos de laboratorio, a saber, dispositivos centripetos microfluidicos desechables para el análisis de muestras biológicas; que no sean	Registered

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TRADE-MARK	COUNTRY	APPLICATION NUMBER / REGISTRATION NUMBER	DATE OF APPLICATION / DATE OF REGISTRATION/ Renewal Date	GOODS / SERVICES	STATUS
				para uso médico <u>Class 10:</u> Incl. aparatos médicos e instrumentos para uso diagnóstico, a saber, instrumentos totalmente automatizados de lectura y análisis basados en ácidos nucleicos, instrumentos médicos para el diagnóstico rápido de infecciones y enfermedades en el punto de atención para una atención sanitaria personalizada	
GENEPOC	Argentina	3553056 – Class 5 3553057 – Class 9 3553058 – Class 10	October 20, 2016 October 20, 2016 October 20, 2016	Reactivos a base de ácidos nucleicos para uso médico y veterinario. Instrumentos de laboratorio, a saber, dispositivos centripetos de microfluidos desechables para el análisis de muestras biológicas; Aparatos e instrumentos de laboratorio. Aparatos e instrumentos médicos para uso diagnóstico , a saber instrumentos médicos de lectura y análisis completamente automatizados a base de ácidos nucleicos para diagnósticos rápidos de infecciones y enfermedades en el centro de atención para medicina personalizada.	Further to the new oppositions proceedings in Argentina, Gador had to again voluntarily withdraw its application further to the opposition launched by Genepoc Inc. Our agents filed a response to the Office Action and we are awaiting the issuance of the approval notice. This may take up to 10 months (January 4, 2019). March 18, 2019: no change Opposition filed on October 28, 2016 to trademark application no. 3463904 for GENEPOC filed by Gador SA filed in connection with “nucleic acid based reagents for medical and veterinary purposes. Gador SA has had until March 28, 2018 to withdraw its application.

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TRADE-MARK	COUNTRY	APPLICATION NUMBER / REGISTRATION NUMBER	DATE OF APPLICATION / DATE OF REGISTRATION/ Renewal Date	GOODS / SERVICES	STATUS
					After this date the application will be abandoned by the Trademarks Office. The application has not yet been abandoned by the Argentina Office. Awaiting news from the Argentina trademark office within eight to ten months.
GENEPOC	Brazil	911884769 --- Class 5 911884785 --- Class 9 911884807 - Class 10	October 23, 2018 to October 23, 2028 October 23, 2018 to October 23, 2028 October 23, 2018 to October 23, 2028	Fabricação e comercialização de reagentes de base ácido-nucleica para uso médico e veterinário; de instrumentos de laboratório, especificamente, centrífugas de microfluidos descartáveis para a análise de amostras biológicas, dentre outros aparatos e instrumentos laboratoriais; aparatos e instrumentos médicos para uso diagnóstico, especificamente, equipamentos totalmente automatizados para a leitura e análise de substâncias de base ácido-nucleica, e instrumentos médicos para diagnóstico rápido de infecções e doenças nos postos de atendimento saúde personalizado.	Registered
REVOGEN E	Canada	1816772	October 22, 2018 October 22, 2033	<u>Class 1</u> : Polymerase chain reaction (PCR) kits; <u>Class 9</u> : Biological testing apparatus namely, biological sample testing devices for clinical laboratory, laboratory research and point-of-care uses; disposable microfluidic cartridges for use with biological sample testing devices for analyzing biological samples for clinical laboratory, laboratory research and point-of-care uses; biological sample testing devices hardware, firmware and software used for the processing, collection, organization, integration and communication of biological sample data in the performance of analysis and testing of biological samples for laboratory and point-of-care uses. <u>Class 10</u> : (3) Medical diagnostic apparatus and instruments namely, biological sample testing devices for diagnosis and testing of infectious diseases, genetic diseases and epidemic information and computer hardware and software used for the processing, collection, organization, integration and	Registered

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TRADE-MARK	COUNTRY	APPLICATION NUMBER / REGISTRATION NUMBER	DATE OF APPLICATION / DATE OF REGISTRATION/ Renewal Date	GOODS / SERVICES	STATUS
				communication of biological data for diagnosis and testing of infectious diseases, genetic diseases and epidemic information; medical diagnostic testing apparatus and instruments for processing, reading and analyzing nucleic acids for diagnosis and testing of infectious diseases, genetic diseases and epidemic information.	
REVOGEN E	United States	87/514,391	July 3, 2017	<p><u>Class 1</u>: Reagent kits comprising generic DNA circle, DNA primers, polymerase and buffers for use in biotechnology fields</p> <p><u>Class 9</u>: Laboratory apparatus and instruments, namely, biological sample processing devices for scientific use, disposable microfluidic devices for use with centripetal devices used as apparatus for analyzing biological samples for laboratory and point-of-care uses; hardware, firmware and computer software used for the processing, collection, organization, analysis, integration and communication of scientific data</p> <p><u>Class 10</u>: Medical diagnostic apparatus and instruments namely, apparatus and instruments for processing, reading and analyzing nucleic acids for diagnosis and testing of infectious diseases, genetic diseases and epidemic information, biological sample preparation device for medical diagnostic uses</p>	Update on April 11, 2019, The application has been published for opposition (30 days) on April 9, 2019.
REVOGEN E	EUIPO	016942849	October 26, 2017	<p><u>Class 9</u>: Biological sample processing devices; disposable microfluidic devices for use with centripetal devices used as apparatus for analyzing biological samples for laboratory and point-of-care uses; laboratory apparatus and instruments; polymerase chain reaction (PCR) kits; hardware, firmware and computer software used for the processing, collection, organization, analysis, integration and communication of scientific data</p> <p><u>Class 10</u>: Diagnostic apparatus and instruments; apparatus and instruments for processing, reading and analyzing nucleic acids for diagnosis and testing of infectious diseases, genetic diseases and epidemic information</p>	Registered.
PIE	Canada	1,918,347	September 5, 2018	<p><u>Class 5</u>: (1) Medical diagnostic reagents and assays for human and animal diagnostic testing and detection of infectious diseases, genetic diseases and disorders, oncological diseases and disorders, and epidemic information.</p> <p><u>Class 10</u>: (2) Medical diagnostic testing devices for processing, reading and analyzing nucleic acids for human and animal diagnosis and testing of infectious diseases, genetic diseases and disorders,</p>	Pending. Waiting for examination.

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TRADE-MARK	COUNTRY	APPLICATION NUMBER / REGISTRATION NUMBER	DATE OF APPLICATION / DATE OF REGISTRATION/ Renewal Date	GOODS / SERVICES	STATUS
				oncological diseases and disorders, and epidemic information.	
PIE	United States	88/118,093	September 21, 2018	<p><u>Class 5</u>: Medical diagnostic reagents and assays for human and animal diagnostic testing and detection of infectious diseases, genetic diseases and disorders, oncological diseases and disorders, and epidemic information.</p> <p><u>Class 10</u>: Medical diagnostic testing devices for processing, reading and analyzing nucleic acids for human and animal diagnosis and testing of infectious diseases, genetic diseases and disorders, oncological diseases and disorders, and epidemic information.</p>	<p>Pending. Waiting for examination.</p> <p>Update on March 20, 2019: Since the US application is based on the priority date of the Canadian application, it is accurate that the prosecution of the US application is suspended while the Canadian application remains pending. However, the examination did not identify any registration or prior pending application that would bar registration of the mark. We expect the examination of the Canadian application to occur later around the summer of 2019. However, as the application was filed on a dual basis of intent to use in the US and the Canadian registration to issue from the priority application, it would be possible to rely only on the intent to use basis in the US if this would become necessary or helpful.</p>
PIE	EUIPO	017958626	January 18,	<u>Class 5</u> : Medical diagnostic reagents and assays for	Registered

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TRADE-MARK	COUNTRY	APPLICATION NUMBER / REGISTRATION NUMBER	DATE OF APPLICATION / DATE OF REGISTRATION / Renewal Date	GOODS / SERVICES	STATUS
			2019 to September 17, 2028	<p>human and animal diagnostic testing and detection of infectious diseases, genetic diseases and disorders, oncological diseases and disorders, and epidemic information.</p> <p><u>Class 10</u>: Medical diagnostic testing devices for processing, reading and analyzing nucleic acids for human and animal diagnosis and testing of infectious diseases, genetic diseases and disorders, oncological diseases and disorders, and epidemic information.</p>	

SCHEDULE B

INDUSTRIAL DESIGN

Title	Canada	United States	Europe	Other Countries	Assignee Name	Inventor Names
OWNED IN FULL						
Instrument (US) Molecular Diagnostic Instrument (CA) Instrument (Closed with disk) (EP)	149825 Issued and DIV: 156129 Issued	D714458 Issued and DIV: D734865 Issued	002187716-0001 Issued 002187716-0002 Issued 002187716-0003 Issued	N/A	GenePOC Inc.	Chapdelaine, Sébastien Béliveau, Thomas-Éric Mainville, Patrick Gaucher, François Dallaire, Antoine Bergeron, Michel G.

CO-OWNED WITH LAVAL UNIVERSITY - INDUSTRIAL DESIGNS

Title	Canada	United States	Europe	Other Countries	Assignee Name	Inventor Names
*CO-OWNED						
Fluidic Centripetal Device [D. PIE]	168122 Issued	D799715 Issued	003078005-0001 Issued	N/A	GenePOC Inc. Université Laval	Chapdelaine, Sébastien Peytavi, Régis Béliveau, Thomas-Éric Gaucher, François Mainville, Patrick
Fluidic Centripetal Circuit [D. PIE] (CA & US) FLUIDIC CENTRIPETAL DEVICE FOR TESTING BIOLOGICAL MATERIAL (JP)	168123 Issued	29/544,486 - abandoned	003078500-0001 Issued	Japan - Issued 1569263	GenePOC Inc. Université Laval	Peytavi, Régis Chapdelaine, Sébastien

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Title	Canada	United States	Europe	Other Countries	Assignee Name	Inventor Names
Fluidic Centripetal Circuit and Device [D. PIE] Fluidic Centripetal Circuit (BR, CN & IN))	N/A	N/A	N/A	Brazil - pending BR 30 2016 001699 2 China - Issued ZL 201630136347.9 India - pending 282779	GenePOC Inc. Université Laval	Peytavi, Régis Chapdelaine, Sébastien Béliveau, Thomas-Éric Gaucher, François Mainville, Patrick



SCHEDULE C

PATENTS

CO-OWNED WITH LAVAL UNIVERSITY

Title	Canada	United States	Europe	Other Countries	Assignee Names	Inventor Names
CO-OWNED (An exclusive worldwide license covers patents owned in part by Laval University)						
Fluidic Centripetal Device [PIE]	2,827,614 Allowed Issue fee due: May 14, 2019	9,562,262 Issued and CON (published) US2017/056878): 15/260,565	2684022 Issued & Validated in: France Italy Belgium United Kingdom Spain Germany Sweden Switzerland DIV (published): 17187723.6	Brazil - Published BR11 2013 022889 0 China – Issued CN103403521 Published: ZL2012800112 62.7 India - Pending 1818/MUMNP/2013 Japan - Issued 6105644 CON Related in Japan: JP2014-507669 PCT Pub. No.Expired WO 2012/120463	Université Laval GenePOC Inc.	Peytavi, Régis Chapdelaine, Sébastien
Optical Interrogation Device [OPTIC]	2,862,766 Issued	10,101,274 Issued:	Published: 13860485.5 Issued: 2929308 PCT Pub No- WO 2014/087380A1	Brazil - Published BR1120150131 66-2 China - Issued CN105008878 Published: ZL2013800638 26.6 India - Published 1502/MUMNP/2015 Japan - Allowed App Serial No.	Université Laval GenePOC Inc.	Lemieux, Hugo Chapdelaine, Sébastien Béliveau-Viel, David Gravel, Jean-François

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Title	Canada	United States	Europe	Other Countries	Assignee Names	Inventor Names
				2015-546140 (Published 2016-502670A) Registration fee paid on March 19, 2019 (Awaiting Patent) PCT Pub. No. WO 2014/087380		

SCHEDULE D

DOMAIN NAMES

[REDACTED]