

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EUSA Pharma (USA), Inc.		01/21/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Oxford Finance Corporation, as Administrative Agent
Street Address:	133 North Fairfax Street
City:	Alexandria
State/Country:	VIRGINIA
Postal Code:	22314
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	2487745	CAPHOSOL
Registration Number:	0712776	CYTOGEN
Registration Number:	1847218	CYTOGEN
Registration Number:	1516999	ONCO-RAD
Registration Number:	1473854	ONCO-SCINT
Registration Number:	2048135	PROSTASCINT
Registration Number:	2897509	QUADRAMET
Serial Number:	78410504	7E11
Serial Number:	78741660	CENTER OF READING EXCELLENCE
Serial Number:	78741661	CORE
Serial Number:	78410517	PROSTASCINT
Serial Number:	78741663	STAMP
Serial Number:	78741668	STROMAL TARGETED ABLATION OF MULTIPLE PATHWAYS
Serial Number:	78741688	TARGETING THE SITES AND STAGES OF CANCER PROGRESSION

TRADEMARK

900155891

REEL: 004158 FRAME: 0300

OP \$365.00 2487745

CORRESPONDENCE DATA

Fax Number: (866)826-5420
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3016380511
Email: ipresearchplus@comcast.net
Correspondent Name: IP Research Plus, Inc.
Address Line 1: 21 Tadcaster Circle
Address Line 2: Attn: Penelope J.A. Agodoa
Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	35479
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	03/01/2010

Total Attachments: 11
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is made as of January 21, 2010 by EUSA PHARMA (USA), INC., a Delaware corporation ("Grantor") in favor of OXFORD FINANCE CORPORATION ("Oxford") in its capacity as administrative agent ("Agent") for Lenders (as defined below).

RECITALS

A. Oxford and the other entities from time to time parties thereto (each individually a "Lender", and collectively the "Lenders") have agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Credit and Security Agreement by and among the Lenders, Agent, Grantor, EUSA Pharma Inc. ("Parent") and those Subsidiaries of Parent signatory thereto, dated January 21, 2010 (as the same may be amended, modified or supplemented from time to time, the "Credit Agreement"; capitalized terms used herein are used as defined in the Credit Agreement). The Lenders are willing to make the Loans to Grantor, but only upon the condition, among others, that Grantor shall grant to Agent, for the ratable benefit of the Lenders, a security interest in certain copyrights, trademarks and patents to secure the obligations of Grantor under the Credit Agreement.

B. Pursuant to the terms of the Credit Agreement, Grantor has granted to Agent, for the ratable benefit of the Lenders, a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Credit Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its obligations under the Credit Agreement, Grantor grants and pledges to Agent, for the ratable benefit of the Lenders, a security interest in all of Grantor's right, title and interest in, to and under its intellectual property (including without limitation those copyrights, patents, trademarks listed on Schedules A, B and C hereto) which constitutes Collateral, 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.

This security interest is granted in conjunction with the security interest granted to Agent under the Credit Agreement. The rights and remedies of Agent with respect to the security interest granted hereby are in addition to those set forth in the Credit Agreement, and those which are now or hereafter available to the Lenders and Agent as a matter of law or equity. Each right, power and remedy of the Lenders and Agent provided for herein or in the Credit Agreement, or now or hereafter existing at law or in equity shall be cumulative and concurrent and the exercise by the Lenders and Agent of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Credit Agreement, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including the Lenders and Agent, of any or all other rights, powers or remedies.

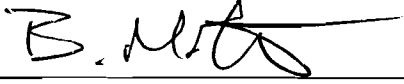
IN WITNESS WHEREOF, this Intellectual Property Security Agreement is duly executed as of the first date written above.

GRANTOR:

Address of Grantor:

EUSA PHARMA (USA), INC.

The Magdalen Centre
Oxford Science Park
Oxford
OX4 4GA
Attn: Zoe Evans, General Counsel
Facsimile: + 44 (0) 1865 784 253
E-Mail: zoe.evans@eusapharma.com

By: 

Name: BRYAN MORTON

Title: PRESIDENT

Signature Page to EUSA USA IP Security Agreement

TRADEMARK
REEL: 004158 FRAME: 0303

EXHIBIT A

Copyrights

None

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TRADEMARK
REEL: 004158 FRAME: 0304

EXHIBIT B

Patents

PSMA Patents and Pending Applications¹

Title	Assignee	Application No.	Filing Date	Patent No.	Issue Date	Expire Date
Monoclonal Antibodies to a New Antigenic Marker in Epithelial Prostatic Cells and serum of Prostatic Cancer Patients	Cytogen	US 08/307,544	16.9.94	US 5578484	26.11.96	16.9.14
Antigen Binding Peptides (Abtides) From Peptide Libraries	Eusa Pharma (Usa), Inc.	08/488,161	7 Jun 95	US 5885577	23 Mar 99	23 Mar 2016
Antigen Binding Peptides (Abtides) From Peptide Libraries	Eusa Pharma (Usa), Inc.	09/273,685	22 Mar 99	US 6015561	18 Jan 2000	
Monoclonal Antibodies to a New Antigenic Marker in Epithelial Prostatic Cells and serum of Prostatic Cancer Patients	Cytogen	US 07/202,869	3.6.88	US 5162504	10.11.92	28.10.10
Monoclonal Antibodies to a New Antigenic Marker in Epithelial Prostatic Cells and serum of Prostatic Cancer Patients	Cytogen	CA 601,797	5.6.89	CA 1339607	30.12.97	5.6.09
Methods of detecting prostate carcinoma using a monoclonal antibody to a new antigenic marker in epithelial prostatic cells	Cytogen	US 08/482,515	7.6.95	US 5763202	9.6.98	9.6.15

¹ Expired patents and abandoned applications have been excluded.

Title	Assignee	Application No.	Filing Date	Patent No.	Issue Date	Expire Date
alone or with a monoclonal antibody to an antigen of LNCaP cells						

A/73233156.2

Quadramet Patents and Pending Applications²

Title	Assignee	Application No.	Filing Date	Patent No.	Issue Date	Expire Date
Organic amine phosphonic acid complexes for the treatment of calcific tumors	Dow Chemical	07/050,263	14.5.87	US 4898724	6.2.90	28.3.2011
Process For the Preparation of Azamacrocyclic from Acyclic Aminophosphonate Ester Derivatives	Dow Chemical	08/065,963	6.5.93	US 5714604	3.2.98	3.2.15
	Dow Chemical	Argentina 332,902	24.7.95			
Radiopharmaceutical Formulations, their method of administration & Process of Preparation	Dow Chemical	Argentina 319,952	17.6.91			
	Dow Chemical	Chile 527/91	13.6.91			
	Dow Chemical	Mexico 9203064	19.6.92			
	Dow Chemical	Mexico 26280	17.6.91			
	Dow Chemical	Venezuela 800/91				
Radiopharmaceutical Formulations, their method of administration & Process of Preparation	Dow Chemical	Canada 2044812	17.6.91	Canada 2044812	31.12.02	17.6.11
Process for Purifying Aminoethylenephosphonic Acids	Dow Chemical	Canada 2020950	11.7.90	Canada 2020950	11.4.00	11.7.10
Process for the Preparation of Azamacrocyclic or Acyclic Aminophosphonate Ester Derivatives	Dow Chemical	Canada 2162170	4.5.94	Canada 2162170	15.3.05	4.5.14
Non-Alkaline Purification of Aminophosphonic Acids (Methods of manufacturing Quadramet)		BR 9407990				
Non-Alkaline Purification of Aminophosphonic Acids (Methods of manufacturing Quadramet)		BR 9175221				
Non-Alkaline Purification of Aminophosphonic Acids (Methods of manufacturing Quadramet)		DE 69430205				

² Expired patents and abandoned applications have been excluded.

Title	Assignee	Application No.	Filing Date	Patent No.	Issue Date	Expire Date
manufacturing Quadramet)						
Non-Alkaline Purification of Aminophosphonic Acids (Methods of manufacturing Quadramet)		EP0724576	15 Sep 94		20 Mar 02	15 Sep 2014
Non-Alkaline Purification of Aminophosphonic Acids (Methods of manufacturing Quadramet)		JP2894839				
Non-Alkaline Purification of Aminophosphonic Acids (Methods of manufacturing Quadramet)		PH31639				
Non-Alkaline Purification of Aminophosphonic Acids (Methods of manufacturing Quadramet)		US 08/145,591	04-Nov-1993	US 5495042	22-Feb-1996	

A/73233156.2

Other Patents & Pending Applications³

Title	Assignee	Application No.	Filing Date	Patent No.	Issue Date	Expire Date
Bifunctional Isothiocyanate Derived Thiocarbonyls as Ligands for Metal Binding	Cytogen	US 07/866,375	09-Apr-1992	US 5326856	05-Jul-1994	
Bifunctional Isothiocyanate Derived Thiocarbonyls as Ligands for Metal Binding	Cytogen	US 08/268,445	30-Jun-1994	US 5527885	18-Jun-1996	
Bifunctional Isothiocyanate Derived Thiocarbonyls as Ligands for Metal Binding	Cytogen	US 08/204,197	27-Jun-1994	US 5585468	17-Dec-1996	
Metal Binding Targeted Polypeptide Constructs	Cytogen	US 08/127,351	28-Sep-1993	US 5449761	12-Sep-1995	
Metal Binding Targeted Polypeptide Constructs	Cytogen	US 08/480,367	07-Jun-1995	US 5578288	26-Nov-1996	
Metal Binding Targeted Polypeptide Constructs	Cytogen	US 08/487,221	07-Jun-1995	US 5593656	14-Jan-1997	

³ Expired patents and abandoned applications have been excluded.

EXHIBIT C

Trademarks

	Mark	Territory	Number	Status	Registration date
*	Caphosol	United States	2487745	registered	11-Sep-01
*	7E11 and Design	United States	78410504		29-Apr-04
	Centre of Reading Excellence	Canada	1299503	Abandoned	27-Apr-06
	Centre of Reading Excellence	Mexico	946013	registered	28-Jul-06
*	Centre of Reading Excellence	United States	78741680	Abandoned	27-Oct-05
	CORE	Canada	1299506	Abandoned	27-Apr-06
	CORE	Mexico	943943	registered	24-Jul-06
	CORE	Mexico	971810	registered	12-Feb-07
*	CORE	United States	78741661	Abandoned	27-Oct-05
*	Cytogen	United States	712776		21-Mar-61
*	Cytogen and design	United States	1847218	registered	26-Jul-94
*	ONCO-RAD	United States	1516999	registered	20-Dec-88
	Oncoscint	Denmark	VR199901882	registered	07-Jun-99
	Oncoscint	Israel	74640	registered	23-May-93
	Oncoscint	Switzerland	378948	registered	30-Nov-90
*	Onco-Scint	United States	1472854	registered	26-Jan-88
	Oncotec	Switzerland	378949	registered	30-Nov-90
	Oncotec	Israel	74641	registered	01-Apr-96
	Prostascint	Australia	705096	Registered	22-May-97
	Prostascint	EU	25346	registered	28-Jan-98
	Prostascint	Mexico	627923	registered	11-Oct-99
	Prostascint	South Africa	963856	registered	11-Feb-99
	Prostascint	Switzerland	437554	registered	15-Apr-97
*	Prostascint	United States	2048135	registered	25-Mar-97
*	Prostascint	United States	78410517	published	29-Apr-04
	Quadramet	Canada	1228009	Pending	24-Aug-04
	Quadramet	Canada	TMA503233	registered	28-Oct-98
	Quadramet	Mexico	905618	registered	27-Oct-05
*	Quadramet	United States	2897509	registered	26-Oct-04
	STAMP	Canada	1299504	Abandoned	27-Apr-06
	STAMP	Mexico	938659	registered	16-Jun-06
	STAMP	Mexico	941498	registered	29-Jun-06
*	STAMP	United States	78741663	Abandoned	27-Oct-05
*	Stromal Targeted Ablation of Multiple Pathways	United States	78741668	pending	27-Oct-05
	Targeting the Sites and Stages of Cancer Progression	Canada	1299495	pending	27-Apr-06
*	Targeting the Sites and Stages of Cancer Progression	United States	78741688	published	27-Oct-05

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