

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Talon Therapeutics, Inc.		08/30/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Bank of America, N.A., as Administrative Agent
Street Address:	135 S. LaSalle Street, IL4-135-05-41
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 5		
Property Type	Number	Word Mark
Registration Number:	3819826	ALOCREST
Registration Number:	3738284	BRAVEART
Registration Number:	2869431	MARQIBO
Registration Number:	3241020	
Registration Number:	3990291	OPTISOME

CORRESPONDENCE DATA	
Fax Number:	7044448857
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	7043432000
Email:	twitcher@mcguirewoods.com
Correspondent Name:	Terry L. Witcher, Paralegal
Address Line 1:	McGuireWoods LLP
Address Line 2:	201 North Tryon Street, Suite 3000
Address Line 4:	Charlotte, NORTH CAROLINA 28202

OP \$140.00 3819826

ATTORNEY DOCKET NUMBER:	4452178-0955
NAME OF SUBMITTER:	Terry L. Witcher, Paralegal
Signature:	/s/ Terry L. Witcher
Date:	09/23/2013
Total Attachments: 4 source=Talon Notice of Security Interest in Trademarks#page1.tif source=Talon Notice of Security Interest in Trademarks#page2.tif source=Talon Notice of Security Interest in Trademarks#page3.tif source=Talon Notice of Security Interest in Trademarks#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

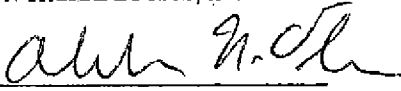
Ladies and Gentlemen:

Please be advised that pursuant to Section 6.15 of that certain Credit Agreement dated as of September 5, 2012 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") by and among Spectrum Pharmaceuticals, Inc., a Delaware corporation, as Borrower, the Guarantors party thereto, and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned (the "Grantor") has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

TALON THERAPEUTICS, INC.

By: 

Name: Abraham Oler

Title: Vice President and Secretary

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
Signature Page

TRADEMARK
REEL: 005116 FRAME: 0357

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 

Name: Roberto Salazar

Title: Vice President

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
Signature Page


TRADEMARK
REEL: 005116 FRAME: 0358

**SCHEDULE I
TRADEMARKS AND TRADEMARK APPLICATIONS**

Talon Therapeutics, Inc.

U.S. FEDERAL

TRADEMARK/SERVICE MARK REGISTRATIONS:

Trademark	Registration No.	Registration Date
ALOCREST	3,819,826	07/13/2010
BRAVEART	3,738,284	01/12/2010
MARQIBO	2,869,431	08/03/2004
MISC. DESIGN (1) (RAINDROPS) 	3,241,020	05/15/2007
OPTISOME	3,990,291	07/05/2011

TRADEMARK/SERVICE MARK APPLICATIONS:

Trademark	Serial No.	Filing Date
TALON THERAPEUTICS	85/115,681	08/25/2010