

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation, as Agent		11/21/2013	CORPORATION:
RECEIVING PARTY DATA			
Name:	Syndax Pharmaceuticals, Inc.		
Street Address:	11260 El Camino Real		
Internal Address:	Suite 220		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92130		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85124983	SYNDAX	
CORRESPONDENCE DATA			
Fax Number:	6172613175		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	617.261.3100		
Email:	philan.tinsley@klgates.com		
Correspondent Name:	K&L Gates LLP		
Address Line 1:	State Street Financial Center		
Address Line 2:	One Lincoln Street		
Address Line 4:	Boston, MASSACHUSETTS 02111		
ATTORNEY DOCKET NUMBER:	0524960.00139		
NAME OF SUBMITTER:	Phi Lan M. Tinsley		

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Signature:	/philan m. tinsley/
Date:	11/25/2013
Total Attachments: 9 source=IP Security Syndax Release#page1.tif source=IP Security Syndax Release#page2.tif source=IP Security Syndax Release#page3.tif source=IP Security Syndax Release#page4.tif source=IP Security Syndax Release#page5.tif source=IP Security Syndax Release#page6.tif source=IP Security Syndax Release#page7.tif source=IP Security Syndax Release#page8.tif source=IP Security Syndax Release#page9.tif	

**RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

This Release of Security Interest in Intellectual Property, dated as of November 21, 2013 (the “**IP Release**”), is made by **General Electric Capital Corporation**, as agent (“**Agent**”) for the Lenders in favor of **Syndax Pharmaceuticals, Inc.**, a Delaware corporation (the “**Grantor**”) as follows:

WHEREAS, pursuant to that certain Intellectual Property Security Agreement, dated as of March 8, 2013 (as the same may have been amended, modified, restated, replaced or supplemented from time to time, the “**IP Security Agreement**”; capitalized terms used herein are used as defined in the IP Security Agreement), recorded with the United States Patent and Trademark Office on March 13, 2013 at Reel/Frame No. 029979/0861 and at Reel/Frame No. 4980/0613, the Grantor granted Agent, on behalf of the Lenders, a security interest in and to all of its right, title and interest the Intellectual Property Collateral;

WHEREAS, the Grantor has requested that Agent release its security interest in and to certain patent and trademark assets as more particularly described on Schedule A attached hereto (the “**Released IP Collateral**”).

NOW, THEREFORE, Agent, without recourse, representation or warranty and at Grantor’s sole cost and expense, hereby releases all of its right, title and interest in and to the Released IP Collateral.

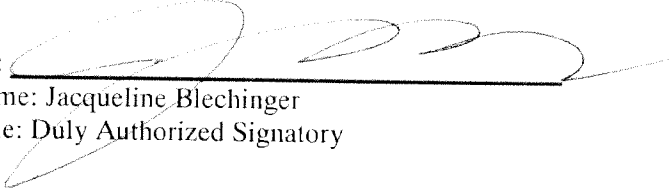
Agent authorizes and requests the Commissioner of Patents and Trademarks of the United States of America to note and record the existence of the release hereby given.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Agent has caused this IP Release to be duly executed and delivered by its duly authorized officer as of the date first written above.

AGENT:

**GENERAL ELECTRIC CAPITAL CORPORATION,
as Agent**

By: 
Name: Jacqueline Blechinger
Title: Duly Authorized Signatory

SCHEDULE A

(see attached)

Schedule 1 - Copyrights

None.

Schedule 2 - Trademarks			
Trademark	Jurisdiction	Registration No.	Date of Filing
SYNDAX	United States	85/124,983	09/08/2010

Schedule 3 - Patents

None.

Schedule 4 - US patent applications and rights			
Serial No. / WSGR ref.	Title	Status	Schedule
12/273,350 35611-728.201	Combinations of HDAC Inhibitors and Proteasome Inhibitors -U.S. - Utility	Pending	4
12/743,557 (US) 35611-733.831	Administration of an Inhibitor of HDAC - U.S. – National Phase	Pending	4
12/936,887 35611-742.831	Administration of an Inhibitor of HDAC, an Inhibitor of Her-2, and a Selective Estrogen Receptor Modulator -U.S. – National Phase	Pending	4

Schedule 5 - Patent Cooperation Treaty ("PCT") patent applications and rights			
Serial No. / WSGR ref.	Title	Status	Schedule
PCT/US07/84355 35611-737.601	Combination of ER+ Ligands and Histone Deacetylase Inhibitors for the Treatment of Cancer - U.S. - PCT	30-month done	5
PCT/US2012/053551 35611-762.601	Methods for the Treatment of Breast Cancer PCT – based on 35611-762.101-104	Pending Early National Phase filings completed in Eurasia, Ukraine and Georgia	5
PCT/US2012/039685 35611-770.601	Prodrugs of Azacitidine 5'-Phosphate PCT – based on 35611-758.103	Pending	5

Schedule 6 - Foreign patents and patent applications, and rights			
Serial No. / WSGR ref.	Title	Status	Schedule
2,725,390 35611-742.701	Administration of an Inhibitor of HDAC, an Inhibitor of Her-2, and a Selective Estrogen Receptor Modulator -Canada-	Pending	6