

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM299161

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ALVOGEN INC.		03/24/2014	CORPORATION: DELAWARE
ALMATICA PHARMA INC.		03/24/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	HSBC BANK USA, NATIONAL ASSOCIATION		
Street Address:	452 FIFTH AVENUE		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	843999	MACRODANTIN	
Registration Number:	1246810	MACRODANTIN	
Registration Number:	1239148	MACRODANTIN	
Registration Number:	1252117		
Registration Number:	1262183		
Registration Number:	1387999	TODAY	
Registration Number:	1492883	MACROBID	
Registration Number:	3307734	TODAY	
Registration Number:	3418798	TODAY	
Registration Number:	3121336	TODAY	
Registration Number:	3398167	TODAY	
Registration Number:	3325626	TODAY	
Registration Number:	1955461	NAPRELAN	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	202-370-4750		
Email:	ipteam@nationalcorp.com		
TRADEMARK			

OP \$340.00 843999

Correspondent Name: Thomas Fahey
Address Line 1: 1025 Vermont Ave NW, Suite 1130
Address Line 2: National Corporate Research, Ltd.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER: F149038

NAME OF SUBMITTER: ANDREW NASH

SIGNATURE: /ANDREW NASH/

DATE SIGNED: 03/25/2014

Total Attachments: 5

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, each of Alvogen Inc., a Delaware corporation ("Alvogen"), and Almatica Pharma Inc., a Delaware corporation ("Almatica", and together with Alvogen, each, a "Grantor", and collectively, the "Grantors"), hereby grants to HSBC Bank USA, National Association, as agent (the "Grantee"), a continuing security interest in: (i) all of such Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications set forth on Schedule A attached hereto (the "Trademarks"), (ii) all of such Grantor's right, title and interest in, to and under to the United States patent, patent registrations and patent applications set forth on Schedule B attached hereto (the "Patents", and collectively with the Trademarks, the "Marks"), (iii) all proceeds and products of the Marks, (iv) the goodwill of the businesses with which the Marks are associated and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT (this "Grant") is made to secure the satisfactory performance and payment of all the Obligations of the Grantors, as such term is defined in the Financing Agreement by and among the Grantors, the other borrowers party thereto, the Grantee, and certain other parties thereto, dated as of March 24, 2014 (as amended, modified, restated and/or supplemented from time to time, the "Financing Agreement"). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Financing Agreement, all terms and provisions of which are incorporated herein by reference.

Reference is made to the Lien Subordination and Intercreditor Agreement dated as of May 23, 2013, among Morgan Stanley Senior Funding, Inc., as Term Loan Administrative Agent, Morgan Stanley Senior Funding, Inc., as Term Loan Collateral Agent for the Term Loan

Secured Parties, the ABL Collateral Agent(s) for the applicable ABL Secured Parties referred to therein, Alvogen Pharma, and the subsidiaries of Alvogen Pharma named therein (the “Intercreditor Agreement”; capitalized terms used in this paragraph and not defined shall have the meaning assigned to them in the Intercreditor Agreement). Notwithstanding any other provision contained herein, this Grant, the Liens created hereby and the rights, remedies, duties and obligations provided for herein are subject in all respects to the provisions of the Intercreditor Agreement and, to the extent provided therein, the applicable Senior Security Documents. In the event of any conflict or inconsistency between the provisions of this Agreement and the Intercreditor Agreement, the provisions of the Intercreditor Agreement shall control.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 24th day of
March, 2014.

ALVOGEN, INC.

By: Kevin Bain
Name: KEVIN M. BAIN
Title: CFO

ALMATICA PHARMA INC.

By: Kevin Bain
Name: KEVIN M. BAIN
Title: CFO

Schedule A
(Trademarks)

Schedule of U.S .Federal Trademarks / Applications

No.	Word Mark	Application Number	Registration Number
1.	MACRODANTIN	72280521	843999
2.	MACRODANTIN	73341386	1246810
3.	MACRODANTIN	73341387	1239148
4.	(DESIGN)	73341388	1252117
5.	(DESIGN)	73345583	1262183
6.	TODAY	73552216	1387999
7.	MACROBID	73692944	1492883
8.	TODAY	76537776	3307734
9.	TODAY	76537778	3418798
10.	TODAY	76978100	3121336
11.	TODAY	77232969	3398167
12.	TODAY	78361802	3352626
13.	NAPRELAN	73659443	1955461

Schedule B
(Patents)

Schedule of U.S. Federal Patents / Applications

No.	Patent	Patent Number
1.	Apparatus and methods for reducing capsule elongation	8,371,092