

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM353157

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Macquarie US Trading LLC		08/28/2015	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Kadmon Corporation, LLC		
<b>Street Address:</b>	400 MADISON AVENUE		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10017		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4296020	KADMON	
<b>Registration Number:</b>	4296019	KADMON	
<b>Serial Number:</b>	85912441	RIBADAY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2128721002		
<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>			
<b>Phone:</b>	212-872-1019		
<b>Email:</b>	jjamesson@akingump.com, kkoehler@akingump.com		
<b>Correspondent Name:</b>	Jared R. Jamesson		
<b>Address Line 1:</b>	One Bryant Park		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>NAME OF SUBMITTER:</b>	Kwan Koehler		
<b>SIGNATURE:</b>	/Kwan Koehler/		
<b>DATE SIGNED:</b>	08/28/2015		
<b>Total Attachments: 3</b>			
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source=Trademark Release - Kadmon Corp (Non-Convertible)#page3.tif			

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**TERMINATION AND RELEASE  
OF  
SECURITY INTEREST IN TRADEMARKS**

**THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of August 28, 2015, by **Macquarie US Trading LLC**, in its capacity as administrative agent (the "Administrative Agent") in connection with (i) that certain Amended And Restated Trademark Security Agreement, dated as of June 17, 2013 (the "Recorded Trademark Agreement" and (ii) that certain Second Amended And Restated Trademark Security Agreement, dated as of November 26, 2014, which amended and restated the Recorded Trademark Agreement (the "Existing Trademark Agreement" and, together with the Recorded Trademark Agreement, the "Trademark Agreements"), each by Kadmon Corporation, LLC (the "Grantor") in favor of the Administrative Agent.

**WHEREAS**, pursuant to the terms of the Trademark Agreements, the Grantor granted to the Administrative Agent a security interest in the intellectual property identified on Exhibit A attached hereto (the "Trademarks");

**WHEREAS**, the Administrative Agent has agreed to terminate and release its security interest in the Trademarks as herein provided;


**WHEREAS**, the Recorded Trademark Agreement was recorded in the United States Patent and Trademark Office at Reel/Frame 5055/0631 on June 25, 2013;

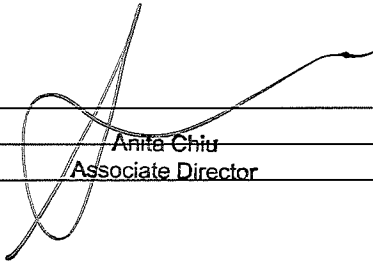
**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby terminates, releases and discharges, without recourse, representation or warranty, all of the Administrative Agent's security interest in the Trademarks of the Grantor, including, without limitation, the trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

The Administrative Agent hereby acknowledges that this document may be filed along with any other necessary documentation with the United States Patent and Trademark Office, to evidence the termination and release granted herein. The Administrative Agent hereby agrees to deliver any further releases or termination statements as may be reasonably necessary to effect the termination and release contemplated hereby, at the Grantor's expense.

*[Remainder of page left intentionally blank]*

Macquarie US Trading LLC, as Administrative Agent

By:   
Name: Joshua Karlin  
Title: Authorized Signatory


By:   
Name: Anita Chiu  
Title: Associate Director

*SIGNATURE PAGE TO TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS*

**TRADEMARK**  
**REEL: 005611 FRAME: 0740**

Termination and Release of Security Interest in Trademarks

**TRADEMARKS**

Record	Mark/Serial/App./Reg. No.	Status/Key Dates	Goods/Services	Owner
US Federal	KADMON and Design  SN:85-148670 RN:4,296,020	Registered February 26, 2013  Class 5 First Use: August 28, 2012 Filed: October 8, 2010	<b>Class 5:</b> Pharmaceuticals for use in the fields of oncology, immunology and viruses	Kadmon Corporation, LLC (Delaware Limited Liability Company) 400 Madison Avenue New York, New York 10017
US Federal	KADMON SN:85-148651 RN:4,296,019	Registered February 26, 2013  Class 5 First Use: August 28, 2012 Filed: October 8, 2010	<b>Class 5:</b> Pharmaceuticals for use in the fields of oncology, immunology and viruses	Kadmon Corporation, LLC (Delaware Limited Liability Company) 400 Madison Avenue New York, New York 10017
US Federal	RIBADAY SN:85-912441	Pending  Filed: April 23, 2013	<b>Class 5:</b> Pharmaceutical preparations	Kadmon Corporation, LLC (Delaware Limited Liability Company) 450 East 29th Street New York, New York 10016