

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM427157

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Athyrium Opportunities II Acquisition LP		04/28/2017	Limited Partnership: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	Cipher Pharmaceuticals US LLC
<b>Street Address:</b>	171 Church Street
<b>Internal Address:</b>	Suite 140
<b>City:</b>	Charleston
<b>State/Country:</b>	SOUTH CAROLINA
<b>Postal Code:</b>	29401
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

## PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	4499848	NUVAIL
Registration Number:	3405929	INOVA
Registration Number:	3411992	EASY PAD
Registration Number:	3000494	UMECTA
Registration Number:	3572958	UMECTA PD
Registration Number:	4528952	INNOCUTIS, ADVANCING DERMATOLOGY
Registration Number:	4631633	INNOCUTIS
Registration Number:	4631636	INNOCUTIS

## CORRESPONDENCE DATA

Fax Number: 9199814300

*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.*

Phone: 919.981.4000

Email: ip@williamsmullen.com

Correspondent Name: Andrew R. Shores

Address Line 1: 8300 Greensboro Drive, Suite 1100

Address Line 2: Williams Mullen, c/o IP Docketing

Address Line 4: Tysons, VIRGINIA 22102

OP \$215.00 4499848

<b>NAME OF SUBMITTER:</b>	Andrew R. Shores
<b>SIGNATURE:</b>	/Andrew R. Shores/
<b>DATE SIGNED:</b>	05/11/2017
<b>Total Attachments: 4</b> source=Partial Release of Security_Cipher_04282017#page1.tif source=Partial Release of Security_Cipher_04282017#page2.tif source=Partial Release of Security_Cipher_04282017#page3.tif source=Partial Release of Security_Cipher_04282017#page4.tif	

**PARTIAL RELEASE OF SECURITY**

**TO:** EPI Health, LLC (“**EPI Health**”)

**AND TO:** EPI Group, LLC (“**EPI**” and together with EPI Health, collectively, the “**Buyers**”)

**AND TO:** Cipher Pharmaceuticals US LLC (“**Seller**”)

**AND TO:** Cipher Pharmaceuticals Inc. (“**Cipher**”)

**RE:** Securities Purchase Agreement dated as of April 13, 2015 (as amended pursuant to a first amendment dated September 30, 2015, a second amendment dated December 29, 2015, a third amendment dated March 31, 2016, a fourth amendment dated September 29, 2016, a fifth amendment dated December 30, 2016 and a sixth amendment dated March 31, 2017, the “**SPA**”) among, Cipher, as issuer, Seller and the other guarantors party thereto, as guarantors, Athyrium Opportunities II Acquisition LP and the other purchasers from time to time party thereto, as purchasers and Athyrium Opportunities II Acquisition LP as collateral agent (in such capacity, the “**Agent**”)

**AND RE:** Asset Purchase Agreement dated as of the date hereof among the Buyers, the Seller and Cipher (the “**APA**”)

**AND RE:** Agent’s partial release of security provided by Seller in favour of the Agent in connection with the SPA

**DATE:** April 28, 2017

---

The Agent has received and reviewed a copy of the APA.

The Agent hereby unconditionally and irrevocably releases and discharges all of its interest solely in the Purchased Assets (as defined in the APA), including, without limitation, the trademarks identified on Schedule 1 attached hereto (collectively, the “**Released Assets**”) under all security documents delivered by Seller in connection with the SPA and all such other agreements and instruments granted by Seller in respect of the Released Assets in favour of the Agent in connection with the SPA, and the security interests granted by all such security documents and other agreements and instruments are hereby automatically terminated and shall be of no further force and effect as of the date hereof solely with respect to and as against the Released Assets.

If required by the Buyers, the Agent hereby irrevocably authorizes and directs any of Seller, Cipher, the Buyers, or any agent, counsel or designee of such parties, to forthwith prepare, execute and file on behalf of the Agent (and at the expense of Buyers) financing change statements, termination statements or discharge statements evidencing the discharge of the

Agent's security interest against the Released Assets under any and all Uniform Commercial Code and other personal property security registrations against Seller.

The Agent hereby agrees to execute and deliver such further instruments and do and cause to be done such further acts as may be required in the reasonable opinion of the addressees (and at the expense of the applicable addressees) to effect the release and discharge against the Released Assets referred to herein.

This Partial Release of Security has been approved by all necessary action on the part of Agent and Buyers may conclusively rely hereon. This Partial Release of Security may be executed by original, electronic or facsimile signature. Such facsimile or electronic copy shall be deemed to have the same force and effect as an original executed Partial Release of Security.

This Partial Release of Security will be governed by and construed in accordance with the laws of the State of New York.

**[signature page follows]**

**DATED** as of the date first written above.

ATHYRIUM OPPORTUNITIES II ACQUISITION LP,  
a Delaware limited partnership, as Agent

By: Athyrium Opportunities Associates II LP, its general partner

By: Athyrium GP Holdings LLC, its general partner

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_



**Jeffrey A. Ferrell**  
**Authorized Signatory**

**SCHEDULE 1**

<b>Mark</b>	<b>Serial No. Filing Date</b>	<b>Reg. No. Reg. Date</b>	<b>Status</b>
EASY PAD	76663224 July 17, 2006	3405929 April 1, 2008	Registered
INNOCUTIS	86220148 March 13, 2014	4631633 November 4, 2014	Registered
INNOCUTIS 	86220202 March 13, 2014	4631636 November 4, 2014	Registered
INNOCUTIS, ADVANCING DERMATOLOGY 	86059523 September 9, 2013	4528952 May 13, 2014	Registered
INOVA	76663224 July 17, 2006	3405929 April 1, 2008	Registered
NUVAIL 	76711716 June 11, 2012	4499848 March 25, 2014	Registered
UMECTA - <i>Stylized mark</i> 	76609644 September 1, 2004	3000494 September 27, 2005	Registered
UMECTA PD - <i>Stylized mark</i> 	76663223 July 17, 2006	3572958 February 10, 2009	Registered

*Partial Release*