

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM452512

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Acerus Pharmaceuticals SRL		11/08/2017	Corporation: BARBADOS
RECEIVING PARTY DATA			
Name:	Acerus Biopharma Inc.		
Street Address:	2486 Dunwin Drive		
City:	Mississauga, Ontario		
State/Country:	CANADA		
Postal Code:	L5L1J9		
Entity Type:	Corporation: CANADA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	86084664	NATESTO	
Serial Number:	86743050	TEFINA	
Serial Number:	86497842	TRI AIR DEPOSITION SYSTEM	
CORRESPONDENCE DATA			
Fax Number:	2123099560		
<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>			
Phone:	212.801.2168		
Email:	NYTrademarks@gtlaw.com		
Correspondent Name:	Masahiro Noda		
Address Line 1:	200 Park Avenue, 38th Fl.		
Address Line 2:	Greenberg Traurig, LLP		
Address Line 4:	New York, NEW YORK 10166		
NAME OF SUBMITTER:	Masahiro Noda		
SIGNATURE:	/MASAHIRO NODA/		
DATE SIGNED:	11/29/2017		
Total Attachments: 7			
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6 Number of directors is/are: Fixed number OR minimum and maximum 1 10
 Nombre d'administrateurs Nombre fixe OU minimum et maximum

7. The director(s) is/are: / Administrateur(s) First name, middle names and sur- name Prénom, autres prénoms et nom de famille	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal	Resident Canadian State 'Yes' or 'No' Résident canadien Oui/Non
Luc Mainville	2486 Dunwin Drive Mississauga, Ontario, Canada L5L 1J9	Yes
Philippe Savard	2486 Dunwin Drive Mississauga, Ontario, Canada L5L 1J9	Yes

8. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
 Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.
 None.

9. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of common shares (hereinafter called the "Common Shares").

10. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:
Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

The rights of the holders of the Common Shares include the rights:

- (a) to vote at all meetings of shareholders;
- (b) to receive dividends as and when declared by the directors; and
- (c) to receive the remaining property of the Corporation upon dissolution.

11. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

Securities of the Corporation, other than non-convertible debt securities, shall not be transferred without:

(a) the consent of either:

(i) the directors evidenced by a resolution passed or signed by them and recorded in the books of the Corporation; or

(ii) the holders of a majority in number of the outstanding voting shares of the Corporation, or

(b) where the securities are not shares, the restrictions on transfer contained in the applicable security holders' agreement, having been complied with.

12 Other provisions, (if any)
Autres dispositions s'il y a lieu :

The Corporation shall be entitled to a lien on a share registered in the name of a shareholder or his legal representative for a debt of that shareholder to the Corporation.

13. The corporation has complied with subsection 180(3) of the *Business Corporations Act*.
La société s'est conformée au paragraphe 180(3) de la *Loi sur les sociétés par actions*.

14. The continuation of the corporation under the laws of the Province of Ontario has been properly authorized under the laws of the jurisdiction in which the corporation was incorporated/amaigamated or previously continued on
Le maintien de la société en vertu des lois de la province de l'Ontario a été dûment autorisé en vertu des lois de l'autorité législative sous le régime de laquelle la société a été constituée ou fusionnée ou antérieurement maintenue le

2017/10/20

Year, Month, Day
année, mois, jour

15. The corporation is to be continued under the *Business Corporations Act* to the same extent as if it had been incorporated thereunder.
Le maintien de la société en vertu de la *Loi sur les sociétés par actions* a le même effet que si la société avait été constituée en vertu de cette loi.

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

ACERUS PHARMACEUTICALS SRL

Name of Corporation / Dénomination sociale de la société

By / Par

Signature / Signature

Liza A. Harridyal-Sodha

Print name of signatory / Nom du signataire en lettres moulées

Secretary

Description of Office / Fonction

These articles **must** be signed by a director or officer of the corporation (e.g. president, secretary)
Ces statuts doivent être signés par un administrateur ou un dirigeant de la société (p. ex. : président, secrétaire).