

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM467633

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mallinckrodt Pharma IP Trading DAC		03/16/2018	Company: IRELAND
RECEIVING PARTY DATA			
Name:	Baxter International Inc.		
Street Address:	One Baxter Parkway		
City:	Deerfield		
State/Country:	ILLINOIS		
Postal Code:	60015		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4905743	PREVELEAK	
Registration Number:	3432311	RECOTHROM	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	lisa_morani@baxter.com		
Correspondent Name:	Jeffrey C. Nichols		
Address Line 1:	One Baxter Parkway		
Address Line 4:	Deerfield, ILLINOIS 60015		
NAME OF SUBMITTER:	JEFFREY C. NICHOLS		
SIGNATURE:	/jeffrey c. nichols/		
DATE SIGNED:	03/29/2018		
Total Attachments: 15			
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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (this “Assignment”), including all schedules attached hereto, is effective as of March 16, 2018 by and among Mallinckrodt Pharma IP Trading DAC (the “Assignor”) and Baxter International, Inc., a Delaware corporation (the “Assignee”). Assignor and Assignee may be referred to in this Assignment each as a “Party” and collectively as the “Parties.”

WHEREAS, Mallinckrodt Manufacturing, LLC, Mallinckrodt Pharmaceuticals Ireland Limited, Therakos (UK) Limited, Mallinckrodt International Finance, S.A., Baxter Healthcare Corporation, a Delaware corporation and Assignee have entered into that certain Purchase and Sale Agreement, dated January 7, 2018 (the “Purchase Agreement”); and

WHEREAS, pursuant to the terms and subject to the conditions of Purchase Agreement, the Parties agreed that Assignor would transfer, or cause to be transferred, to Assignee the trademarks and applications and registrations therefor set forth on Schedule A attached hereto (collectively, the “Assigned Trademarks”); and

WHEREAS, Assignee is a successor to that portion of Assignor’s business to which the Assigned Trademarks pertain, which business is ongoing and existing.

NOW, THEREFORE, in consideration of the execution of the Purchase Agreement, the payment of the consideration stipulated in the Purchase Agreement, the mutual promises and covenants hereinafter set forth, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound thereby, the Parties agree as follows:

1. All capitalized terms not otherwise defined herein, as used in this Assignment, shall have the respective meanings ascribed to such terms in the Purchase Agreement.
2. Subject to the terms and conditions of the Purchase Agreement, Assignor hereby sell, assign, transfer and convey to Assignee, and Assignee hereby acquires, assumes and accepts from Assignor, all of Assignor’s right, title, and interest in, to and under the Assigned Trademarks, together with all goodwill associated therewith, free and clear of all Encumbrances, other than Permitted Encumbrances.
3. Assignee may record this Assignment with the United States Patent and Trademark Office and with comparable offices in other jurisdictions throughout the world, as well as with any other United States or foreign government office as may be necessary or appropriate. All costs associated with any such registrations or recordations shall be paid by Assignee.
4. This Assignment is subject to the Purchase Agreement and is subject to and with the benefit of the respective representations, warranties, covenants, terms, conditions and other provisions of the Purchase Agreement, which terms are incorporated herein by reference. Assignor and Assignee acknowledge and agree that the representations, warranties, covenants, agreements and indemnities contained in the Purchase Agreement shall not be superseded hereby but shall remain in full force and effect to the full extent provided therein. Without limiting the

foregoing, this Assignment is not intended in any way to supersede, limit, qualify or expand any provision of the Purchase Agreement.

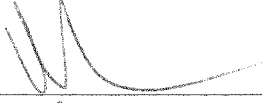
5. This Assignment, the rights and obligations of the parties under this Assignment and any claim or controversy directly or indirectly based upon or arising out of this Assignment, including all matters of construction, validity, and performance, shall be governed by, and construed in accordance with, the laws of the State of Delaware, United States of America, applicable to contracts to be carried out wholly within the State of Delaware, without reference to its conflict of laws principles that might apply the law of another jurisdiction.

6. This Assignment may be executed simultaneously in multiple counterparts, and in separate counterparts (including via facsimile or portable document (PDF)), each of which shall be deemed an original, but all of which taken together shall constitute one and the same instrument.

[Signatures on following page]

Assignor:

MALLINCKRODT PHARMA IP TRADING
DAC

By:  _____

Name: ALASANN FEMLOW

Title: DIRECTOR

[Signature Page to Trademark Assignment Agreement]

Assignee:

BAXTER INTERNATIONAL INC.

By: Wil Boren

Name: Wil Boren

Title: President, Advanced Surgery

[Signature Page to Trademark Assignment Agreement]

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Schedule A

Assigned Trademarks

Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
PREVELEAK	Brazil	908600216	11/14/2014	908600216	6/13/2017	[Google translation] Pharmaceutical preparations in the nature of compositions adapted for coating the surface of the tissue, arteries and veins that may serve as barriers, sealants, hemostatic agents, adhesives, fillers spaces, reconstructive supports or products for localized delivery of drugs; in Class 5.	Registered
PREVELEAK	Brazil	908600364	11/14/2014	908600364	6/13/2017	[Google translation] Medical devices, particularly, catheters and syringes compounds apparatus, spray bottles, pipes, nozzles, and spray nozzles for applying compositions to tissue, arteries and veins; in Class 10.	Registered
PREVELEAK	China	A0046278	11/10/2014	IR 1242184 (G1242184)	11/10/2014	05: Pharmaceutical preparations in the nature of compositions adapted to coat the surface of tissue, arteries, and veins where they may serve as barriers, sealants, haemostatic agents, adhesives, space fillers, reconstructive supports or drug delivery depots. 10: Medical devices, namely, catheters and apparatus composed of syringes, spray bottles, tubes, nozzles and spray	Registered

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
PREVELEAK	Community Trademark	A0046278	11/10/2014	IR 1242184	11/10/2014	tips for applying compositions to tissue, arteries and veins.	Registered
PREVELEAK	Japan	A0046278	11/10/2014	IR 1242184	11/10/2014	05: Pharmaceutical preparations in the nature of compositions adapted to coat the surface of tissue, arteries, and veins where they may serve as barriers, sealants, haemostatic agents, adhesives, space fillers, reconstructive supports or drug delivery depots. 10: Medical devices, namely, catheters and apparatus composed of syringes, spray bottles, tubes, nozzles and spray tips for applying compositions to tissue, arteries and veins.	Registered

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
PREVELEAK	Republic of Korea (South Korea)	A0046278	11/10/2014	IR 1242184	11/10/2014	05: Pharmaceutical preparations in the nature of compositions adapted to coat the surface of tissue, arteries, and veins where they may serve as barriers, sealants, haemostatic agents, adhesives, space fillers, reconstructive supports or drug delivery depots.	Registered
PREVELEAK	Russian Federation	A0046278	11/10/2014	IR 1242184	11/10/2014	05: Pharmaceutical preparations in the nature of compositions adapted to coat the surface of tissue, arteries, and veins where they may serve as barriers, sealants, haemostatic agents, adhesives, space fillers, reconstructive supports or drug delivery depots. 10: Medical devices, namely, catheters and apparatus composed of syringes, arteries and veins.	Registered

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
PREVELEAK	Singapore	A0046278	11/10/2014	IR 1242184 (40201506082W)	11/10/2014	05: Pharmaceutical preparations in the nature of compositions adapted to coat the surface of tissue, arteries, and veins where they may serve as barriers, sealants, haemostatic agents, adhesives, space fillers, reconstructive supports or drug delivery depots.	Registered
PREVELEAK	United States of America	86284087	5/16/2014	4905743	2/23/2016	05: Pharmaceutical preparations in the nature of compositions adapted to coat the surface of tissue, arteries, and veins where they may serve as barriers, sealants, haemostatic agents, adhesives, space fillers, reconstructive supports or drug delivery depots; 10: Medical devices, namely, catheters and apparatus composed of syringes, spray bottles, tubes, nozzles and spray	Registered

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
PREVELEAK	World Intellectual Property Organization	A0046278	11/10/2014	IR 1242184	11/10/2014	tips for applying compositions to tissue, arteries and veins;	Registered
RECOTHROM	Brazil	829973907	9/18/2008	829973907	9/12/2014	10: Medical devices, namely, catheters and apparatus composed of syringes, spray bottles, tubes, nozzles and spray tips for applying compositions to tissue, arteries and veins. Pharmaceutical preparations, namely, clotting agents, clotting preparations, and agents for converting and activating clotting polymers for use in the control of bleeding associated with a wide range of surgeries, trauma and burn injuries; pharmaceutical preparations for use in accelerating clotting time and arresting blood flow during medical procedures; pharmaceutical preparations for use as a topical hemostat to control surgical	Registered

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
RECOTHROM	Canada	1364216	9/19/2007	TMA767382	5/19/2010	bleeding, for the treatment of bleeding complications, trauma and burn injuries, and to make alterations and enhancements in tissue repair; surgical preparations which are used locally or topically for hemostatic control in the form of liquid with a hemostatic effect.	Registered
						Pharmaceutical preparations, namely, clotting agents, clotting preparations, and agents for converting and activating clotting polymers for use in the control of bleeding associated with a wide range of surgeries, trauma and burn injuries; pharmaceutical preparations for use in accelerating clotting time and arresting blood flow during medical procedures; pharmaceutical preparations for use as a topical hemostat to control surgical bleeding, for the treatment of bleeding complications, trauma and burn injuries, and to make alterations and enhancements in tissue repair; surgical preparations which are used locally or topically for hemostatic control in the form of liquid with a hemostatic effect;	

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
RECOTHROM	Community Trademark	6309611	9/26/2007	6309611	9/11/2008	<p>01: Chemicals used in industry, science and photography, as well as in agriculture, horticulture and forestry; unprocessed artificial resins, unprocessed plastics; manures; fire extinguishing compositions; tempering and soldering preparations; chemical substances for preserving foodstuffs; tanning substances; adhesives used in industry.</p> <p>05: Pharmaceutical preparations, namely, clotting agents, clotting preparations, and agents for converting and activating clotting polymers for use in the control of bleeding associated with a wide range of surgeries, trauma and burn injuries; pharmaceutical preparations for use in accelerating clotting time and arresting blood flow during medical procedures and in treating blood disorders; pharmaceutical preparations for use as a topical hemostat to control surgical bleeding, for the treatment of bleeding complications, trauma and burn injuries, and to make alterations and enhancements in tissue repair; surgical preparations which are used locally or topically for hemostatic control in the form of gauze sheets, powder, foam,</p>	Registered

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
						liquid and fabrics with a hemostatic effect; bandages for dressings; bandages for skin wounds; surgical bandages; materials for dressings, namely, sterile sponge, foam, gauze, and bioabsorbable polymers. 10: Surgical, medical, dental and veterinary apparatus and instruments, artificial limbs, eyes and teeth; orthopedic articles; suture materials.	

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
RECOTHROM	Japan	2007-102646	10/2/2007	5154200	7/25/2008	Pharmaceutical preparations, namely, clotting agents, clotting preparations, and agents for converting and activating clotting polymers for use in the control of bleeding associated with a wide range of surgeries, trauma and burn injuries; pharmaceutical preparations for use in accelerating clotting time and arresting blood flow during medical procedures; pharmaceutical preparations for use as a topical hemostat to control surgical bleeding, for the treatment of bleeding complications, trauma and burn injuries,	Registered
RECOTHROM	Mexico	961190	9/12/2008	1133185	11/30/2009	Pharmaceutical preparations, namely, clotting agents, clotting preparations, and agents for converting and activating clotting polymers for use in the control of bleeding associated with a wide range of surgeries, trauma and burn injuries; pharmaceutical preparations for use in accelerating clotting time and arresting blood flow during medical procedures; pharmaceutical preparations for use as a topical hemostat to control surgical bleeding, for the treatment of bleeding complications, trauma and burn injuries,	Registered

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
RECOTHROM	United States of America	77146747	4/2/2007	3432311	5/20/2008	<p>and to make alterations and enhancements in tissue repair; surgical preparations which are used locally or topically for hemostatic control in the form of liquid with a hemostatic effect.</p> <p>Pharmaceutical preparations, namely, clotting agents, clotting preparations, and agents for converting and activating clotting polymers for use in the control of bleeding associated with a wide range of surgeries; trauma and burn injuries; pharmaceutical preparations for use in accelerating clotting time and arresting blood flow during medical procedures; pharmaceutical preparations for use as a topical hemostat to control surgical bleeding, for the treatment of bleeding complications, trauma and burn injuries, and to make alterations and enhancements in tissue repair; surgical preparations which are used locally or topically for hemostatic control in the form of liquid with a hemostatic effect; in Class 5.</p>	Registered

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Trademark	Country	App. No.	Filing Date	Reg. No.	Registration Date	Goods/Services	Status
RECOTHROM	World Intellectual Property Organization	A0013761	4/2/2007	IR 985427	9/10/2008	Pharmaceutical preparations, namely, clotting agents, clotting preparations, and agents for converting and activating clotting polymers for use in the control of bleeding associated with a wide range of surgeries, trauma and burn injuries; pharmaceutical preparations for use in accelerating clotting time and arresting blood flow during medical procedures; pharmaceutical preparations for use as a topical hemostat to control surgical bleeding, for the treatment of bleeding complications, trauma and burn injuries, and to make alterations and enhancements in tissue repair; surgical preparations which are used locally or topically for hemostatic control in the form of liquid with a hemostatic effect;	Registered

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RECORDED: 03/29/2018