

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM775950

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	First Amendment to IP Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
COMBANGIO, INC.		12/19/2022	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	OXFORD FINANCE LLC		
<b>Street Address:</b>	115 South Union Street		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Alexandria		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	22314		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	97282554	COMBANGIO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>Email:</b>	bethany.stokes@gtlaw.com		
<b>Correspondent Name:</b>	Bethany A. Stokes		
<b>Address Line 1:</b>	Greenberg Traurig, LLP		
<b>Address Line 2:</b>	One International Place, Suite 2000		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02110		
<b>ATTORNEY DOCKET NUMBER:</b>	138179.019300		
<b>NAME OF SUBMITTER:</b>	Bethany A. Stokes		
<b>SIGNATURE:</b>	/Bethany A. Stokes/		
<b>DATE SIGNED:</b>	12/22/2022		
<b>Total Attachments: 9</b>			
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## FIRST AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

This First Amendment to Intellectual Property Security (“**First Amendment**”) is entered into as of December 19, 2022 (“**First Amendment Date**”) by and among OXFORD FINANCE LLC, a Delaware limited liability company with an office located at 115 South Union Street, Suite 300, Alexandria, VA 22314 (“**Oxford**”) as collateral agent (in such capacity, “**Collateral Agent**”), the Lenders described in that certain Loan and Security Agreement, dated as of May 4, 2021 (as amended, modified or supplemented from time to time, the “**Loan Agreement**”) from time to time, including Oxford in its capacity as a Lender (each a “**Lender**” and collectively, the “**Lenders**), and COMBANGIO, INC., a Delaware corporation with an address located at 1440 O’Brien Drive, Suite D, Menlo Park, CA 94025 (“**Grantor**”). Collateral Agent, Grantor are sometimes referred to herein collectively as the “**Parties**,” and individually as a “**Party**.”

WHEREAS, the Parties and Kala Pharmaceuticals, Inc. have entered into the Loan Agreement pursuant to which Lenders have provided to Borrower certain loans in accordance with the terms thereof;

WHEREAS, in connection with the Loan Agreement, on November 15, 2021, the Parties entered into that certain Intellectual Property Security Agreement (“**IPSA**”) pursuant to which Grantor granted to Collateral Agent, for the ratable benefit of the Lenders, a security interest in the Intellectual Property Collateral;

WHEREAS, the IPSA was recorded with the Patent Division and Trademark Division of the United States Patent and Trademark Office on November 16, 2021, at Reel/Frame 058122/0256 and Reel/Frame 007495/0722, respectively, to evidence the security interest granted under the IPSA; and

WHEREAS, the Parties desire to amend certain provisions of the IPSA as provided herein and subject to the terms and conditions set forth herein.

NOW, THEREFORE, in consideration of the promises, covenants and agreements contained herein, and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Parties hereby agree as follows:

1. Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Loan Agreement.
2. Exhibit B of the IPSA is hereby amended and restated in its entirety as set forth in Exhibit A attached hereto.
3. Exhibit C of the IPSA is hereby amended and restated in its entirety as set forth in Exhibit B attached hereto.
4. To induce Collateral Agent and Lenders to enter into this First Amendment, Grantor hereby represents and warrants to Collateral Agent and Lenders as follows that set forth on Exhibit A and Exhibit B is a complete and current list of Grantor’s Patents and Trademarks, respectively, on the date hereof.
5. Except as expressly set forth herein, the IPSA shall continue in full force and effect without alteration or amendment. This First Amendment is, and shall be considered for all purposes, a Loan Document and this First Amendment together with the other Loan Documents represent the entire agreement about this subject matter and supersede prior negotiations or agreements.

6. This First Amendment shall be deemed effective as of the First Amendment Date upon the due execution and delivery to Collateral Agent of this First Amendment by each Party hereto.

7. This First Amendment may be executed in any number of counterparts, each of which shall be deemed an original, and all of which, taken together, shall constitute one and the same instrument.

8. This First Amendment and the rights and obligations of the parties hereto shall be governed by and construed in accordance with the laws of the State of New York.

*[Remainder of page left intentionally blank]*

IN WITNESS WHEREOF, the parties have caused this First Amendment to Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

**GRANTOR:**

COMBANGIO, INC.

Address of Grantor:

1440 O'Brien Drive  
Suite D  
Menlo Park, CA 94025  
Attn: Darius Kharabi

By Eric Trachtenberg  
Name: Eric Trachtenberg  
Title: Secretary

**COLLATERAL AGENT:**

OXFORD FINANCE LLC

Address of Collateral Agent:

115 South Union Street  
Suite 300  
Alexandria, VA 22314  
Attn: Legal Department

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

IN WITNESS WHEREOF, the parties have caused this First Amendment to Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

**GRANTOR:**

COMBANGIO, INC.

Address of Grantor:

1440 O'Brien Drive  
Suite D  
Menlo Park, CA 94025  
Attn: Darius Kharabi

By \_\_\_\_\_  
Name: Darius Kharabi  
Title: President and Chief Executive Officer

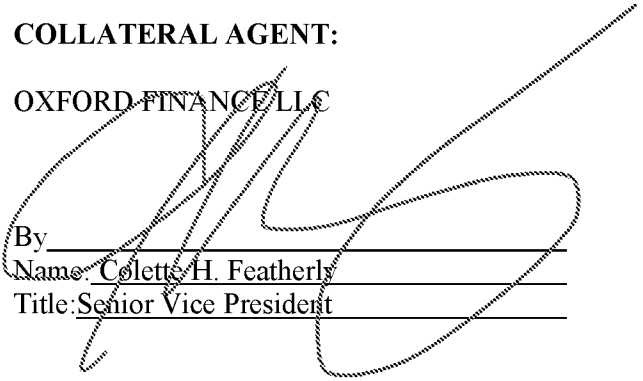
**COLLATERAL AGENT:**

OXFORD FINANCE LLC

Address of Collateral Agent:

115 South Union Street  
Suite 300  
Alexandria, VA 22314  
Attn: Legal Department

By \_\_\_\_\_  
Name: Colette H. Featherly  
Title: Senior Vice President



[Signature Page to First Amendment to IP Security Agreement]

EXHIBIT A

Patents

Mat. Track No.	Case Type	Application Status	App Number	Filing Date	Country	Exam. Authority / IAA	Patent Number	Inventor	Issue Date	Title of Invention	Applicant	Owner	Inventor	Assignment Information
121785-5001-US	ONB	Granted	16/785-463	7-Feb-20	United States	42-228/US	10,881,659	Spencer ALFORD	05-Jan-2021	PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 052839/0709 (16/785, 463)
121785-5001-US01	ONB	Granted	16/785-470	7-Feb-20	United States	42-228/US	10,758,571	Spencer ALFORD	01-Sep-2020	PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 052839/0709 (16/785, 470)
121785-5001-US03	CON	Granted	17/855-801	25-Feb-21	United States	42-228/US4	11,129,853	Spencer ALFORD	28-Sep-2021	PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 054139/0259 (17/185, 801)
121785-5001-AU	PCT	Pending	2020270892	3-Nov-21	Australia	42-228/AU		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-BR	PCT	Pending	08/11202102465-4	11-Oct-21	Brazil	42-228/BR		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-CA	PCT	Pending	3,136,614	8-Oct-21	Canada	42-228/CA		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-CL	PCT	Pending	202102655	12-Oct-21	Chile	42-228/CL		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-HK	PCT	Pending	6202057965.5	5-Aug-22	Hong Kong	42-228/HK		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-KR	PCT	Pending	10-2021-7036569	9-Nov-21	Korea, Republic of	42-228/KR		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-MX	PCT	Pending	MX/4/2021/012461	11-Oct-21	Mexico	42-228/MX		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-NZ	PCT	Pending	781898	3-Nov-21	New Zealand	42-228/NZ		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5005-WO	ONB	Pending	PCT/US22/21617	23-Mar-22	PCT	42-228/WO		Spencer ALFORD		COMPOSITIONS COMPRISING BRANCHED GPF-2 DERIVED PEPTIDES AND METHODS FOR USE IN OCULAR TREATMENT	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 061346/0417 (PCT/US22/21617)
121785-5006-AU	PCT	Pending	2021251785	8-Oct-22	Australia	42-228/AU		Spencer ALFORD		NOVELLIZED MESSENGYRAL STEM CELL DERIVED SECRETOME AND USES THEREOF	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 057284/0189 (PCT/US21/26059)
121785-5006-EP	PCT	Pending	217872702	3-Nov-22	Europe	42-228/EP		Spencer ALFORD		NOVELLIZED MESSENGYRAL STEM CELL DERIVED SECRETOME AND USES THEREOF	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 057284/0189 (PCT/US21/26059)
121785-5006-JP	PCT	Pending	2022561111	6-Oct-22	Japan	42-228/JP		Spencer ALFORD		NOVELLIZED MESSENGYRAL STEM CELL DERIVED SECRETOME AND USES THEREOF	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 057284/0189 (PCT/US21/26059)
121785-5006-KR	PCT	Pending	10-2022-7038878	7-Nov-22	Korea	42-228/KR		Spencer ALFORD		NOVELLIZED MESSENGYRAL STEM CELL DERIVED SECRETOME AND USES THEREOF	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 057284/0189 (PCT/US21/26059)
121785-5007-WO	ONB	Pending	PCT/US22/21618	23-Mar-22	PCT	42-228/WO		Spencer ALFORD		COMPOSITIONS COMPRISING C-MET AGONIST ANTIBODIES AND METHODS FOR USE IN OCULAR TREATMENT	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 061346/0613 (PCT/US22/21618)
121785-5008-FR01	PRO	Pending	69/235655	20-Aug-21	United States	42-228/FR02		Spencer ALFORD		PROCESSES FOR MAKING AND USING A CELLULAR FIBROBLAST COMPOSITION	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 and Reel/Frame: 061346/0242
121785-5008-WO	ONB	Pending	PCT/US22/26056	1-Jul-22	PCT	42-228/WO		Spencer ALFORD		PROCESSES FOR MAKING AND USING A CELLULAR FIBROBLAST COMPOSITION	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 061346/0147 and Reel/Frame: 061346/0242
121785-5008-US	ONB	Pending	17/856344	01-Jul-2022	United States	42-228/US		Spencer ALFORD		PROCESSES FOR MAKING AND USING A CELLULAR FIBROBLAST COMPOSITION	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 061346/0147 and Reel/Frame: 061346/0242
121785-5008-US01	CON	Pending	17/860394	08-Jul-2022	United States	42-228/US01		Spencer ALFORD		PROCESSES FOR MAKING AND USING A CELLULAR FIBROBLAST COMPOSITION	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 061346/0147 and Reel/Frame: 061346/0242
121785-5009-FR	PRO	Pending	63/404455	07-Sep-2022	United States	42-228/FR03		Spencer ALFORD		PREPARATION AND PURIFICATION METHODS FOR MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 061346/0783 and Reel/Frame: 061380/0489
121785-5010-FR	PRO	Pending	69/235743	08-Jul-2022	United States	42-228/FR04		Spencer ALFORD		METHODS AND ASSAYS FOR SECRETOME ACTIVITY ANALYSIS	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 061346/0909 (63/559, 743)
121785-5001-CN	PCT	Pending	2020800411515	9-Dec-21	China	42-228/CN		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-EP	PCT	Pending	20788534	9-Nov-21	Europe	42-228/EP		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)
121785-5001-HK01	PCT	Pending	2020800411515	29-Sep-22	Hong Kong	42-228/HK01		Spencer ALFORD		PROCESSES FOR MAKING AND USING A MESSENGYRAL STEM CELL DERIVED SECRETOME	121785 - Combangio, Inc.	Combangio, Inc.	Spencer ALFORD	Reel/Frame: 059039/0259 (PCT/US20/27093)



Pub. No.	Class Type	Application Status	App Number	Filing Date	Country	Exam. Information / Mark	Priority Number	Inventor	Issue Date	Title of Invention	Applicant	Owner	Inventor	Assignment Information
121785-5001-IN	PCT	Published	202117051036	8-Nov-21	India	44-028794		SPENCER ALFORD		PROCESSES FOR MAKING AND USING A MESSENCYHVAL STEM CELL DERIVED SECRETOME	121785 - Combaringo, Inc.	Combaringo, Inc.	SPENCER ALFORD	Reel/Frame: 059092/0259 [PCT/US20/27093]
121785-5001-JP	PCT	Published	2021560632	11-Oct-21	Japan	44-028794		SPENCER ALFORD		PROCESSES FOR MAKING AND USING A MESSENCYHVAL STEM CELL DERIVED SECRETOME	121785 - Combaringo, Inc.	Combaringo, Inc.	SPENCER ALFORD	Reel/Frame: 059092/0259 [PCT/US20/27093]
121785-5001-WO	OND	Published	PCT/US20/27093	7-Apr-20	PCT	44-028794		SPENCER ALFORD		PROCESSES FOR MAKING AND USING A MESSENCYHVAL STEM CELL DERIVED SECRETOME	121785 - Combaringo, Inc.	Combaringo, Inc.	SPENCER ALFORD	Reel/Frame: 059092/0259 [PCT/US20/27093]
121785-5001-US2	OND	Published	16/842696	7-Apr-20	United States	44-028794		SPENCER ALFORD		PROCESSES FOR MAKING AND USING A MESSENCYHVAL STEM CELL DERIVED SECRETOME	121785 - Combaringo, Inc.	Combaringo, Inc.	SPENCER ALFORD	Reel/Frame: 056193/0258 [16/842,696]
121785-5006-WO	OND	Published	PCT/US21/26559	6-Apr-21	PCT	44-030000		SPENCER ALFORD		NOPELIZED MESSENCYHVAL STEM CELL DERIVED SECRETOME AND USES THEREOF	121785 - Combaringo, Inc.	Combaringo, Inc.	SPENCER ALFORD	Reel/Frame: 057284/0189 [PCT/US21/26559]
121785-5006-US	OND	Published	17/224088	6-Apr-21	United States	44-030000		SPENCER ALFORD		NOPELIZED MESSENCYHVAL STEM CELL DERIVED SECRETOME AND USES THEREOF	121785 - Combaringo, Inc.	Combaringo, Inc.	SPENCER ALFORD	Reel/Frame: 057284/0189 [17/224,088]

EXHIBIT B

Trademarks

COMBANGIO TRADEMARK SCHEDULE  
12-7-22

Trademark	Country	Application No.	International Class	Filing Date	Registration Date	Status
COMBANGIO	US	97282554	5	02-24-2022		Pending
COMBANGIO	Europe	018016897	5	01-30-2019	06-13-2019	Registered