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Connecticut Office:

300 George Street, Suite 301  
New Haven, CT 06511

Illinois Office:

300 Tri-State International, Suite 272  
Lincolnshire, IL 60069

January 20, 2014

06-30726-4  
03035971

U.S. NRC, Region 1  
Mail Control No. 582442  
2100 Renaissance Blvd, Suite 100  
King of Prussia, PA 19406  
Attn: Dennis Lawyer

Re: Notice of Change of Control

Dear Mr. Lawyer :

I am writing on behalf of Melinta Therapeutics, Inc. (f/k/a Rib-X Pharmaceuticals, Inc.) (the "Company") in response to your e-mail to Erin Duffy dated December 11, 2013. Set forth below are the Company's responses to the information you requested:

1. *A description of transaction that results in a change in indirect control. Please include the public release statement associated with the November 17, 2012, change. Please describe the current ownership of the company and what the ownership was before the change in November 2012.*

In November 2012, the Company consummated the first tranche of a \$67.5 million preferred stock financing led by Vatera Healthcare Partners LLC ("Vatera"). Immediately following the closing on November 15, 2012, Vatera acquired control of the Company at the Board and stockholder level. After the completion of the \$67.5 million financing, Vatera currently owns approximately 81% of the Company's outstanding shares (on an as-converted basis). Prior to the November 2012 financing, affiliates of Warburg Pincus controlled the Company at the Board and stockholder level, owning approximately 72% of the Company's then outstanding shares (on an as-converted basis). A copy of the press release announcing the November 2012 transaction is attached hereto as Exhibit A.

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2. *Describe changes in the organization that exercises control over the licensed program.*

As stated in response to Question #1, Vatera now controls the Board of Directors of the Company, with Vatera's designees occupying 4 out of 7 of the Company's board seats. Prior to the November 2012 financing, the Board was controlled by Warburg Pincus.

3. *Describe changes in place of use, including potentially affected adjacent areas, as required.*

No changes.

4. *Describe changes in facilities where licensed material is to be used or stored.*

No changes.

5. *Describe changes in equipment to be used in the licensed program.*

No changes.

6. *Submit relevant procedural changes.*

No changes.

7. *State that you have maintained your decommissioning and related records.*

Yes.

8. *Please provide an agreement by the transferee to abide by all constraints, license conditions, requirements, representations, and commitments identified in and attributed to the existing license or a description of the transferees' program to ensure compliance with the license and regulations.*

The Company's management has in place policies and procedures designed to ensure the Company's compliance with the applicable license and regulations. Vatera has acknowledged and agreed that, through its control of the Company's Board of Directors, it oversees such policies and procedures and regularly reviews and monitors the Company's compliance relating thereto.

9. *Does Vatera Healthcare Partners have control over a current NRC or Agreement State radioactive material license?*

Vatera has indicated that it does not have control over a current NRC or Agreement State radioactive material license.

If you have any questions, please do not hesitate to contact me.

Sincerely,

**Melinta Therapeutics, Inc. (f/k/a Rib-X Pharmaceuticals, Inc.)**

A handwritten signature in black ink, appearing to read 'Erin M. Duffy', with a large loop at the end.

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Name: Erin M. Duffy, Ph.D.  
Title: Chief Scientific Officer

**Please update your records:**  
Melinta Therapeutics  
300 George Street, Suite 301  
New Haven, CT 06511

## **Exhibit A**

### **Rib-X Pharmaceuticals Closes First Tranche in \$67.5 Million Financing**

—Financing to support Phase 3 clinical program for lead candidate delafloxacin—

November 29, 2012 07:00 AM Eastern Standard Time

NEW HAVEN, Conn.--(BUSINESS WIRE)--Rib-X Pharmaceuticals, Inc. today announced that it has closed the first tranche of a \$67.5 million Series 2 preferred stock financing. A second tranche is anticipated to close around the end of 2012. The round was led by new investor Vatera Healthcare Partners and included existing shareholders Warburg Pincus, ABS Ventures and Vox Equity Partners. The Company plans to use the proceeds to initiate the Phase 3 clinical program for delafloxacin for the treatment of acute bacterial skin and skin structure infections (ABSSSI). Delafloxacin is being developed as a first-line therapy for use initially in hospitals prior to the availability of a specific diagnosis.

"We are entering an exciting phase as a company, as we continue to advance development of an urgently needed new antibiotic treatment option to patients," said Mark Leuchtenberger, Chief Executive Officer of Rib-X. "The continued support from our existing investors as well as the participation of new investor Vatera Healthcare Partners validates the potential of delafloxacin and our progress to date. We are very pleased to have the long term financial and strategic commitment that Vatera brings to their portfolio companies."

Mr. Leuchtenberger continued, "With this financing, we plan to initiate the Phase 3 program for delafloxacin, which performed successfully in Phase 2b against all endpoints, including the new objective endpoints issued by the FDA. Delafloxacin has consistently demonstrated its broad utility as a well-tolerated, broad spectrum antibiotic that effectively targets resistant pathogens. The recently granted QIDP designation from the FDA means delafloxacin will receive priority review and is eligible for fast-track status. Furthermore, if approved, this designation gives delafloxacin an additional five years of market exclusivity in the U.S."

"Vatera is pleased to support Rib-X and the development of delafloxacin, as there is a serious and growing need for new antibiotics that can address life-threatening drug resistant infections," commented Dr. Thomas Koestler, Executive Director of Vatera Holdings LLC. "We believe its broad spectrum activity and IV to oral potential give delafloxacin a strong market position and we look forward to working with the Rib-X management team to advance this important new antibiotic towards the market."

#### About Delafloxacin:

Delafloxacin is being developed for use as an effective and convenient first-line antibiotic initially in hospitals prior to the availability of a specific diagnosis. Delafloxacin has the potential to offer broad spectrum coverage as a monotherapy, including for methicillin-resistant *Staphylococcus aureus* (MRSA), with both intravenous (IV) and oral formulations. With the exception of Zyvox® (linezolid), all other currently approved treatments for MRSA offer only

IV delivery. In addition to strong Gram-positive potency, delafloxacin has shown excellent in vitro activity against susceptible Gram-negative bacteria. Rib-X recently presented data at ICAAC from a successful Phase 2b study in which delafloxacin met or exceeded primary and secondary efficacy endpoints evaluated in comparison to Zyvox, with and without aztreonam, and vancomycin, with and without aztreonam, including endpoints based on the new draft guidance from the US Food and Drug Administration (FDA) for ABSSSI.

Delafloxacin has been through four Phase 2 trials where it has shown promising results for the treatment of lung infections, including pneumonia and bronchitis, and skin infections. Rib-X is developing both IV and oral formulations of delafloxacin to enable patients who begin IV treatment in the hospital setting to transition to oral dosing for home-based care, offering the potential to increase patient convenience, lower the overall cost of treatment and reduce the length of hospital stays. These attributes, combined with delafloxacin's safety profile and reduced probability of resistance, demonstrate the potential of delafloxacin to become a new standard of care for first-line treatment of serious infections and thereby reduce the need to switch to second-line, narrow spectrum antibiotics.

#### About Vatera Healthcare Partners

Vatera Healthcare Partners LLC is a venture capital firm established by Michael Jaharis, founder of Kos Pharmaceuticals, Inc., a specialty pharmaceutical company sold to Abbott Laboratories in 2006 for \$4.2 billion, and of Key Pharmaceuticals, Inc., a specialty pharmaceutical company merged with Schering-Plough in 1986 for \$836 million. Vatera focuses on investing in biopharmaceutical firms and products with the goal of building and growing companies by leveraging the team's collective experience and expertise in the pharmaceutical industry and strong network of relationships within industry and academia.

#### About Rib-X:

Rib-X Pharmaceuticals, Inc. is a biopharmaceutical company developing new antibiotics to provide superior coverage, safety and convenience for the treatment of serious and life-threatening infections. The Company's proprietary drug discovery platform provides an atomic-level, three-dimensional understanding of interactions between drug candidates and their bacterial targets and enables design of antibiotics with enhanced characteristics. Rib-X has two antibiotic candidates in clinical development. Delafloxacin is an enhanced spectrum IV/oral antibiotic intended for use as first-line monotherapy primarily in hospitals and recently completed a Phase 2b clinical trial for the treatment of acute bacterial skin and skin structure infections. Radezolid is a next-generation IV/oral oxazolidinone designed to be a potent antibiotic with a safety profile permitting long-term treatment of resistant infections. The Company's pipeline also includes its preclinical RX-04 program, partnered with Sanofi, S.A., and other discovery stage anti-infective programs. For more information, please visit [www.rib-x.com](http://www.rib-x.com).