

**SUMMONS - CIVIL**

JD-CV-1 Rev. 4-16

C.G.S. §§ 51-346, 51-347, 51-349, 51-350, 52-45a, 52-48, 52-259, P.B. §§ 3-1 through 3-21, 8-1, 10-13

STATE OF CONNECTICUT  
**SUPERIOR COURT**

www.jud.ct.gov



See other side for instructions

- "X" if amount, legal interest or property in demand, not including interest and costs is less than \$2,500.
- "X" if amount, legal interest or property in demand, not including interest and costs is \$2,500 or more.
- "X" if claiming other relief in addition to or in lieu of money or damages.

TO: Any proper officer; BY AUTHORITY OF THE STATE OF CONNECTICUT, you are hereby commanded to make due and legal service of this Summons and attached Complaint.

Address of court clerk where writ and other papers shall be filed (Number, street, town and zip code) (C.G.S. §§ 51-346, 51-350)		Telephone number of clerk (with area code)	Return Date (Must be a Tuesday)
235 Church Street, New Haven, CT 06510		( 203 ) 503-6800	October 18, 2016 <small>Month Day Year</small>
<input checked="" type="checkbox"/> Judicial District	<input type="checkbox"/> G.A. Number:	At (Town in which writ is returnable) (C.G.S. §§ 51-346, 51-349)	Case type code (See list on page 2)
<input type="checkbox"/> Housing Session		New Haven	Major: C Minor: 90

**For the Plaintiff(s) please enter the appearance of:**

Name and address of attorney, law firm or plaintiff if self-represented (Number, street, town and zip code)	Juris number (to be entered by attorney only)
LeClairRyan, P.C./545 Long Wharf Drive, 9th Floor/New Haven, CT 06511	428872
Telephone number (with area code)	Signature of Plaintiff (If self-represented)
( 203 ) 672-3200	

The attorney or law firm appearing for the plaintiff, or the plaintiff if self-represented, agrees to accept papers (service) electronically in this case under Section 10-13 of the Connecticut Practice Book.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Email address for delivery of papers under Section 10-13 (if agreed to)
		michael.caldwell@leclairryan.com

Number of Plaintiffs: 2	Number of Defendants: 3	<input type="checkbox"/> Form JD-CV-2 attached for additional parties
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Parties	Name (Last, First, Middle Initial) and Address of Each party (Number; Street; P.O. Box; Town; State; Zip; Country, if not USA)	
First Plaintiff	Name: Third Party Plaintiff: Don Zhang Address: 5 Vaughn Dr., Suite 106/Princeton, NJ 08540	P-01
Additional Plaintiff	Name: Third Party Plaintiff: Beta Pharma, Inc. Address: 5 Vaughn Dr., Suite 106/Princeton, NJ 08540	P-02
First Defendant	Name: Third Party Defendant: Nanjing Allgen Pharma Co., Ltd. Address: 8 Yongfeng Street, Suite B-503/Baixia High-tech District/Nanjing 210014/People's Republic of China	D-01
Additional Defendant	Name: Address:	D-02
Additional Defendant	Name: Address:	D-03
Additional Defendant	Name: Address:	D-04

**Notice to Each Defendant**

1. **YOU ARE BEING SUED.** This paper is a Summons in a lawsuit. The complaint attached to these papers states the claims that each plaintiff is making against you in this lawsuit.
2. To be notified of further proceedings, you or your attorney must file a form called an "Appearance" with the clerk of the above-named Court at the above Court address on or before the second day after the above Return Date. The Return Date is not a hearing date. You do not have to come to court on the Return Date unless you receive a separate notice telling you to come to court.
3. If you or your attorney do not file a written "Appearance" form on time, a judgment may be entered against you by default. The "Appearance" form may be obtained at the Court address above or at [www.jud.ct.gov](http://www.jud.ct.gov) under "Court Forms."
4. If you believe that you have insurance that may cover the claim that is being made against you in this lawsuit, you should immediately contact your insurance representative. Other action you may have to take is described in the Connecticut Practice Book which may be found in a superior court law library or on-line at [www.jud.ct.gov](http://www.jud.ct.gov) under "Court Rules."
5. If you have questions about the Summons and Complaint, you should talk to an attorney quickly. **The Clerk of Court is not allowed to give advice on legal questions.**

Signed (Sign and "X" proper box)	<input checked="" type="checkbox"/> Commissioner of the Superior Court <input type="checkbox"/> Assistant Clerk	Name of Person Signing at Left	Date signed
		Michael G. Caldwell	09/21/2016

If this Summons is signed by a Clerk: a. The signing has been done so that the Plaintiff(s) will not be denied access to the courts. b. It is the responsibility of the Plaintiff(s) to see that service is made in the manner provided by law. c. The Clerk is not permitted to give any legal advice in connection with any lawsuit. d. The Clerk signing this Summons at the request of the Plaintiff(s) is not responsible in any way for any errors or omissions in the Summons, any allegations contained in the Complaint, or the service of the Summons or Complaint.	<i>For Court Use Only</i>
	File Date

I certify I have read and understand the above:	Signed (Self-Represented Plaintiff)	Date	Docket Number

NO.: NNH-CV-14-6050848-S

ZHAOYIN WANG, Plaintiff,	:	SUPERIOR COURT
	:	
v.	:	J.D. OF NEW HAVEN
	:	AT NEW HAVEN
BETA PHARMA, INC., DON ZHANG AND ZHEJIANG BETA PHARMA CO., LTD., Defendants.	:	AUGUST 12, 2016

**THIRD PARTY COMPLAINT**

Defendants Beta Pharma, Inc. ("Beta Pharma") and Don Zhang ("Zhang") hereby file this Third Party Complaint against Nanjing Allgen Pharma ("Nanjing").

**ALLEGATIONS COMMON TO ALL COUNTS**

1. Beta Pharma, Inc. ("Beta Pharma") is a Delaware corporation with its principal place of business in Princeton, New Jersey.

2. Dr. Don Zhang, Ph.D. ("Zhang") is and was, at all times relevant to this action, president of Beta Pharma.

3. Zhaoyin Wang ("Wang") is a scientist who worked at Merck & Co. in Canada until the Fall of 2010.

4. Upon information and belief, Wang resides in either Canada or China.

5. Beta Pharma Canada, Inc. ("BPC") is a Canadian corporation focusing on drug development and discovery. BPC was incorporated in Canada in October 2010.

***The 80/20 Agreement***

6. In or about 2010, Beta Pharma and Wang entered into an oral agreement (the "Agreement") pursuant to which:

- a. Beta Pharma would provide funding to BPC, and would receive an 80% interest in the company, including an 80% interest in BPC's assets, profits, and intellectual property.
  - b. Wang would be BPC's President, would be in charge of its operations and research efforts, and would receive a 20% interest in the company.
7. Subsequently, Beta Pharma wired in excess of \$320,000 to BPC to be used in connection with BPC's research and development efforts.
8. BPC and Wang have developed intellectual property and filed patents.

***Wang Improperly Changes the Parties' Interests in BPC***

9. After the parties entered the oral 80/20 Agreement, Wang told Beta Pharma he had changed the parties' interests in BPC, such that Beta Pharma's interest in BPC had been reduced from 80% to 49%, and Wang's interest in the company had been increased from 20% to 51%.

10. Wang unilaterally changed the parties' ownership interests in BPC without Beta Pharma's consent for his own financial gain, and to Beta Pharma's financial detriment.

***Wang Freezes Out Beta Pharma***

11. Despite Beta Pharma's ownership interest in BPC, Wang has failed to:
- a. Provide Beta Pharma with any profits, income, or other pecuniary gains earned by BPC;
  - b. Provide Beta Pharma with any interest in intellectual property developed by BPC;

- c. Keep Beta Pharma apprised of BPC's business, operations, and/or activities;
- d. Provide Beta Pharma with any documentation reflecting BPC's intellectual property, assets, and/or liabilities.

12. Wang has completely frozen Beta Pharma out of BPC's business operations and business ventures.

***Wang Improperly Transfers BPC Assets to a Chinese Company***

13. In 2012, Wang established Nanjing Allgen Pharma to focus on preclinical work of several oncology therapeutic targets.

14. Upon information and belief, Nanjing Allgen Pharma ("Nanjing") is a Chinese company.

15. Wang has taken BPC's intellectual property to China for use in connection with other business ventures, including Nanjing.

16. Wang transferred BPC's intellectual property to Nanjing without Beta Pharma or Zhang's knowledge, permission, or consent. Some of those improper transfers occurred in April and July 2014.

**COUNT ONE – CONVERSION**

1-16. Paragraphs 1-16 of the Allegations Common to all Counts are incorporated as Paragraphs 1-16 of Count One as if fully set forth herein.

17. As set forth more fully above, Nanjing has intentionally, and without authorization, assumed and exercised ownership and control over property belonging to Beta Pharma, to the exclusion of Beta Pharma, including (but not limited to) BPC's intellectual property.

18. Wang committed conversion when he intentionally, and without authorization, assumed and exercised ownership and control over property belonging to Beta Pharma, to the exclusion of Beta Pharma, including (but not limited to) BPC's intellectual property.

19. Nanjing aided and abetted Wang in committing conversion, for example, through the improper acquisition of BPC's intellectual property.

20. Beta Pharma has suffered damages because of Nanjing's wrongful conversion.

**COUNT TWO – STATUTORY THEFT (CONN. GEN. STAT. § 52-564)**

1-16. Paragraphs 1-16 of the Allegations Common to all Counts are incorporated as Paragraphs 1-16 of Count Two as if fully set forth herein.

17. As more fully described above, Nanjing, for its own benefit or for the benefit of third parties, intentionally and wrongfully converted, misappropriated and/or stole property of BPC, including (but not limited to) intellectual property.

18. Nanjing has also aided and abetted Wang in committing conversion, for example, through the improper acquisition of BPC's intellectual property.

19. Nanjing's conduct was intended to deprive Beta Pharma of its rights in the property and to appropriate the same to itself.

20. Nanjing's actions have resulted in substantial damages to Beta Pharma. In addition to other damages, Nanjing's conduct warrants an award of treble damages.

21. Nanjing is therefore liable to Beta Pharma under Conn. Gen. Stat. § 52-564.

**COUNT THREE – CONN. UNFAIR TRADE PRACTICES ACT (“CUTPA”) (CONN. GEN. STAT. § 42-110a et seq.)**

1-16. Paragraphs 1-16 of the Allegations Common to all Counts are incorporated as Paragraphs 1-16 of Count Three as if fully set forth herein.

17. At all times relevant, Nanjing was a “person” as defined in Connecticut General Statutes § 42-110a(3).

18. At all times relevant, Nanjing, individually and/or in concert with other individuals and/or entities, was engaged in trade or commerce as defined in Connecticut General Statutes § 42-110a(4).

19. By the foregoing described conduct, Nanjing, individually and/or in concert with other individuals and/or entities, has committed unfair and deceptive acts and practices in the conduct of trade or business in violation of Connecticut General Statutes § 42-110a and § 42-110b in that such actions, omissions, evasiveness and conduct were and are immoral, unethical, oppressive and unscrupulous.

20. Said conduct by Nanjing was and is intentional and willful.

21. Said conduct by Nanjing was and is carried out for the purpose of deceiving Beta Pharma.

22. Nanjing, individually and/or in concert with other individuals and/or entities, has engaged and continues to engage in conduct that is contrary to the honest practice in industrial and commercial matters. Said conduct was designed and taken intentionally to deceive Beta Pharma and deprive it of its property interests in BPC. Nanjing knew or should have known that said conduct would cause harm to the legitimate business interests of Beta Pharma.

23. Nanjing has also aided and abetted Wang in violating CUTPA, for example,

through the improper acquisition of BPC's intellectual property.

24. As a result of the foregoing prohibited conduct by Nanjing, Nanjing has violated CUTPA.

25. As a result of the foregoing prohibited conduct by Nanjing, Beta Pharma suffered and continues to suffer injury and ascertainable loss of money and property proximately caused by such prohibited acts.

26. If Nanjing is not enjoined from committing further unfair acts and/or practices violative of CUTPA, Beta Pharma will continue to suffer irreparable harm to its legitimate property interest in BPC, as well as its business including its good will, reputation and name, for which there is no adequate remedy at law.

27. By virtue of the foregoing, Beta Pharma is entitled to punitive damages pursuant to Connecticut General Statutes § 41-110g(a).

28. A copy of this Complaint has been mailed to the Attorney General of the State of Connecticut and the Commissioner of Consumer Protection pursuant to Connecticut General Statutes § 42-110g(c).

#### **COUNT FOUR – TORTIOUS INTERFERENCE WITH BUSINESS RELATIONS**

1-16. Paragraphs 1-16 of the Allegations Common to all Counts are incorporated as Paragraphs 1-16 of Count Four as if fully set forth herein.

17. Nanjing intentionally and tortiously interfered with the business relationships or expectancies of Beta Pharma with Wang and others in that: Beta Pharma had a business relationship with Wang (i.e., BPC); and Nanjing intentionally and improperly interfered with that relationship by, inter alia, obtaining BPC's intellectual property.

18. Wang aided and abetted Nanjing in committing those wrongful acts.

19. As a result of Nanjing's tortious interference with Beta Pharma's business relationships or expectancies of which Nanjing knew or should have known, Beta Pharma has suffered actual losses, including loss of benefits of its business relationship, and direct and consequential damages in an amount to be determined at trial, which includes, but is not limited to, attorney's fees, costs, and expenses associated with the litigation.

#### **COUNT FIVE – UNFAIR COMPETITION**

1-16. Paragraphs 1-16 of the Allegations Common to all Counts are incorporated as Paragraphs 1-16 of Count Five as if fully set forth herein.

17. Nanjing has competed, and continues to actively and directly compete, against Beta Pharma by unfair and wrongful means that include, among other things, using BPC's assets and intellectual property to Beta Pharma's exclusion.

18. Nanjing's conduct was, and still is, willful, wanton and malicious, and committed with reckless and callous disregard for the rights of Beta Pharma and with the intent of crippling Beta Pharma's businesses.

19. Wang aided and abetted Nanjing in committing those wrongful acts.

20. As a result, Beta Pharma suffered, and continues to suffer, substantial damages.

#### **COUNT SIX – CIVIL CONSPIRACY**

1-16. Paragraphs 1-16 of the Allegations Common to all Counts are incorporated as Paragraphs 1-16 of Count Six as if fully set forth herein.

17. Wang and Nanjing combined to do the unlawful acts described in Counts One through Five above.

18. Nanjing acted pursuant to the scheme and in furtherance of its object when it engaged in the acts described in Counts One through Five above.

19. Nanjing's acts pursuant to the scheme and in furtherance of its object resulted in damage to Beta Pharma, including, but not limited to, substantial money damages.

### **REQUEST FOR RELIEF**

Defendants request that the Court grant them the following relief on their Third Party Complaint:

1. An order requiring Nanjing to account for and to pay over to Beta Pharma as money damages any and all gains and/or profit Nanjing has acquired by reason of Wang's or Nanjing's wrongful conduct.

2. An order requiring the return to counsel for Beta Pharma of all BPC business information, and all copies thereof, that are within Nanjing's possession, custody or control.

3. Compensatory damages.

4. Treble damages pursuant to General Statutes § 52-564.

5. Punitive damages pursuant General Statutes § 42-110g(a) and/or Connecticut common law.

6. Attorney's fees pursuant to General Statutes § 42-110g(d), and/or Connecticut common law.

7. Prejudgment interest and costs incurred by Beta Pharma in the prosecution of this action.
8. Such other and further relief as the Court shall deem appropriate.

DEFENDANTS BETA PHARMA, INC., AND  
DON ZHANG,

By: /s/

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**OFFICER'S RETURN**

STATE OF CONNECTICUT

ss: New Haven, September 22, 2016

COUNTY OF NEW HAVEN

Then and there by virtue hereof, I served the within named third party defendant foreign corporation, **NANJING ALLGEN PHARMA CO., LTD.**, by depositing at the Post Office, a letter, registered mail, return receipt requested addressed to the Secretary at its principal office, pursuant to Section 33-929 of the Connecticut General Statutes;

**Nanjing Allgen Pharma Co., Ltd.  
c/o The Secretary  
8 Yongfeng Street, Suite B-503  
Baixia High-Tech District  
Nanjing 210014  
People's Republic of China**

Receiving therefore the Post Office receipt hereto annexed. Said letter contained a true and attested copy of the original Writ, Summons, Third-Party Complaint, and Statement of Amount in Demand with my endorsement thereon.

And afterwards, on September 27, 2016, in the Town of New Haven, I served the within named third party defendant foreign corporation, **NANJING ALLGEN PHARMA CO., LTD.**, by depositing at the United Parcel Service, a letter world wide saver, receipt requested addressed to the Secretary at its principal office, pursuant to Section 33-929 of the Connecticut General Statutes;

**Nanjing Allgen Pharma Co., Ltd.  
c/o The Secretary  
8 Yongfeng Street, Suite B-503  
Baixia High-Tech District  
Nanjing 210014  
People's Republic of China**

Page (2)

Receiving therefore the United Parcel Service receipt hereto annexed. Said letter contained a true and attested copy of the original Writ, Summons, Third-Party Complaint, and Statement of Amount in Demand with my endorsement thereon.

The within and foregoing is the original Writ, Summons, Third-Party Complaint, and Statement of Amount Demand with my doings hereon endorsed.

ATTEST:  


ROBERT S. MILLER  
STATE MARSHAL  
NEW HAVEN COUNTY

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Service Fee	\$ 80.00
Copies	24.00
Endorsements	1.20
Travel	24.00
U.S. Postage	21.26
UPS Fee	64.01
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TRACKING NUMBER: 1ZAG916A0438692342  
 SHIPMENT ID: MMRNKN45ER27R  
 SHIP REF 1: UPS/JR  
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C/O THE SECRETARY  
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(203) 772-4445

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LEGAL DOCUMENTS

SHIPMENT CHARGES:

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SERVICE OPTIONS	0.00
FUEL SURCHARGE	2.31
CMS PROCESSING FEE	0.20

**TOTAL \$64.01**

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 Appr Code: (S) Sale

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	Handling Charge	\$13.40	Return Receipt
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	Received by	\$0.00	
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Full Value \$0.00 09/22/2016			
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To Be Completed By Customer (Please Print) All Entries Must Be In Ballpoint or Typed	FROM	Robert S Miller 32 Elm Street New Haven, CT USA 06510	
	TO	Nanjing Allgen Pharma Co, Ltd c/o The Secretary 8 Yongfeng Street, Suite B-503 Baixia High-Tech District Nanjing 210014 People's Republic of China	
PS Form 3806, May 2007 (7530-02-000-9001)		Copy 1 - Customer Retention on Reverse	
For domestic delivery information, visit our website at <a href="http://www.usps.com">www.usps.com</a>			

