

Focal Point Pharmaceuticals, Inc.
40 South Main Street, Suite 2300
Memphis, TN 38103

May 1, 2015

Memphis Biomed Ventures Tennessee I, LLC
Attention: Gary Stevenson
17 West Pontotoc, Suite 200
Memphis, TN 38103

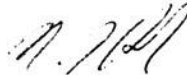
Re: Investment in Focal Point Pharmaceuticals, Inc.

Dear Gary:

Pursuant to the Investor Common Stock B Purchase Agreement entered into as of March 2, 2015, by and among Focal Point Pharmaceuticals, Inc., a Delaware corporation and Memphis Biomed Ventures Tennessee I, LLC ("MB Ventures"), MB Ventures purchased 45,000 shares of Investor Common Stock B in Focal Point Pharmaceuticals, Inc. for \$180,000 on March 2, 2015.

We look forward to the relationship between the company and MB Ventures and thank you for your support.

Sincerely,



Raymond Hage, Jr.
Focal Point Pharmaceuticals, Inc.