



To the Honorable Commissioner of Patents

hered original documents or copy hereof.

102293108

1. Name of conveying party(ies): 11-4-02
J. P. Morgan Chase & Co. NOV

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____

Additional name(s) of conveying party(ies) attached Yes No

2. Name and address of receiving party(ies):
Name: RiskMetrics Group, Inc.
Address: _____
44 Wall Street
New York, New York 10005

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & addresses attached?
 Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: October 11, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/567,401

B. Trademark Registration No.(s).
2,291,630 2,114,801 2,552,914
2,080,200 2,018,866

Additional Numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Patrick Boisson
Internal Address: Fross Zelnick Lehrman & Zissu, P.C.
Street Address: 866 United Nations Plaza
City: New York State: NY Zip: 10017

6. Total number of applications and and registration involved:.....6

7. Total fee (37 CFR 3.41) \$ 165.00
 Enclosed
 Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:
23-0825-0576900
(Attach duplicate copy of this page if paying by deposit account)

11/26/2002 LNUELLER 00000045 75567401
01 FC:0521 40.00 OP
02 FC:0522 125.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Patrick Boisson 10/30/2002
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: _____

TRADEMARK ASSIGNMENT

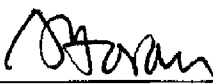
WHEREAS, J.P. Morgan Chase & Co., a Delaware corporation with its place of business at 270 Park Avenue, New York, New York 10010 ("Assignor"), has adopted and owns the following trademarks, for which Assignor owns rights, including the following Registrations and Applications on the Registers of the trademark offices of the following countries, for the goods and/or services identified therein ("the Marks"):

<u>Trademark</u>	<u>Country</u>	<u>Registration or Application No.</u>	<u>Registration Date or Application Filing Date</u>
Credit Manager	United States	Reg. No. 2,291,630	11/9/99
CreditMetrics	United States	Reg. No. 2,114,801	11/18/97
	Canada	Reg. No. TMA563,524	6/18/02
	European Union	App. No. 989,970	Registered 12/4/00
	Japan	App. No. 74825/2001	8/17/01
CorporateMetrics	United States	Reg. No. 2,552,914	3/26/02
DataMetrics	United States	App. No. 75/567401	10/9/98
	Canada	Reg. No. TMA563,526	6/18/02
	European Union	App. No. 990,184	Registered 12/4/00
FourFifteen	United States	Reg. No. 2,080,200	7/15/97
RiskMetrics	United States	Reg. No. 2,018,866	11/26/96
	European Union	App. No. 133,397	Registered 1/25/99
	United Kingdom	Reg. No. 2,028,046	7/24/95 and;

WHEREAS, RiskMetrics Group, Inc., a Delaware corporation with its principal place of business at 44 Wall Street, New York, New York 10005 ("Assignee"), is using the Marks as Assignor's licensee, with such use accruing to the benefit of Assignor, and desires to acquire the Marks and the above-referenced Registrations and Applications therefor;

NOW, THEREFORE, for good and valuable consideration , the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, worldwide, all right, title and interest in and to each of the Marks, together with the goodwill of the business symbolized by the Marks, and the Registrations and Applications thereof, and with all claims arising out of or relating to the use of ownership of the Marks.

J.P. MORGAN CHASE & CO.

By: 

Name: Anthony J. Horan

Title: Corporate Secretary

Dated effective as of: October 11, 2002