FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
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RECORDATIC 3-17-03 TRAD
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11-20-2003

RE 11/20/03

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trade 102605423 ...ttached original documents or copy thereof.

2003 MAR 17 AM 9:32
FINANCE SECTION

1. Name of conveying party(ies):

Remec, Inc.
Remec Microwave, Inc.
3790 Via de la Valle
Del Mar, CA 92014

☐ Individuals(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
■ Corporation-State **California**
☐ Other _____

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

2. Name and address of receiving party(ies)

Name: **Silicon Valley Bank**
Internal Address:
Street Address: **3003 Tasman Drive**
City: **Santa Clara** State: **California** ZIP: **95054-1191**

☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
■ Corporation-State **California**
☐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) & address(es) attached? ☐ Yes ☐ No

3. Nature of conveyance:

☐ Assignment ☐ Merger
■ **Security Agreement** ☐ Change of Name
☐ Other ✓

Execution Date: 2/11/03

2003 MAR 17 P 1:28
TRADEMARK
RECEIVED
U.S. PATENT & TRADEMARK OFFICE

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

Spike (App. No. 76/129,533)

B. Trademark Registration No.(s)

Remec (Reg. No. 1,398,299) Excelair (Reg. No. 2,586,616

Additional numbers attached? ■ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Ms. Sharon R. Hayes
Name: **Buchalter, Nemer, Fields & Younger**

Internal Address:

Street Address: **601 South Figueroa Street, 24th Floor**

City: **Los Angeles** State: **California** ZIP: **90017**

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41) ..... $ 265.00

☐ Enclosed

☒ Authorized to be charged to deposit account

8. Deposit account number:

20-0052

(Attach duplicate copy of this page if paying by deposit account)

04/04/2003 GTON11 00000013 200052 76129533
01 FC:8521 40.00 CH
02 FC:8522 225.00 CH

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.

Christine E Wilson

Ms. Sharon Hayes — Name of Person Signing

Signature

March 13, 2003 — Date

Total number of pages including cover sheet, attachments, and document: ☐

Mark	Country	Class	Filing Date	App. No.	Reg. No. Reg. Date Renewal Date	Goods/Services
SECTORSHAPE	U.S.	9	4/19/2001	76/244,057		Wireless microwave communications antennas

SPIKE	U.S.	42	7/25/2000	76/095,818		Installation, product support and warranty services for wireless communication products
SPIKE and Design	U.S.	9	12/8/1999	75/866,737	2,431,246 2/27/2001 2/27/2011	Wireless communication equipment, namely base station sectored antennas, base station transceivers and power supplies, base station modems, subscriber antennas, subscriber transceivers, subscriber modems

Mark	Country	Class	Filing Date	App. No.	Reg. No. Reg. Date Renewal Date	Goods/Services
SPIKE BROADBAND SYSTEMS	U.S.	38	7/19/2000	76/092,879		Wireless communication equipment, namely, base station antennas, base station transceivers and power supplies, base station modems, subscriber antennas, subscriber transceivers and subscriber modems; computer software for use in facilitating two-way communication between base stations and subscriber stations; wireless and terrestrial communication services, namely, telephony services; providing multiple-user access to a global computer information network; and installation, product support and warranty services for wireless communication products

Mark	Country	Class	Filing Date	App. No.	Reg. No. Reg. Date Renewal Date	Goods/Services
SPIKE CONTINUUM	U.S.	9	1/11/2001	76/192,841		Wireless communication equipment, namely, base station antennas, base station transceivers and power supplies, base station modems, subscriber antennas, subscriber transceivers and subscriber modems; and computer software for use in facilitating two-way communication between base stations and subscribers
WIRELESS ACCESS CONCENTRATOR	U.S.	9	2/29/2000	75/931,672	2,420,334 1/9/2001 1/9/2011	Wireless communication equipment, namely, base station antennas, base station transceivers and power supplies, base station modems, subscriber station antennas, subscriber station transceivers and subscriber modems; and computer software for use in facilitating two-way communication between base stations and subscriber stations

Mark	Country	Class	Filing Date	App. No.	Reg. No. Reg. Date Renewal Date	Goods/Services
WIRELESS CONCENTRATOR	U.S.	9	12/9/1999	75/867,882	2,420,325 1/9/2001 1/9/2011	Wireless communication equipment, namely, base station antennas, base station transceivers and power supplies, base station modems, subscriber station antennas, subscriber station transceivers and subscriber modems; and computer software for use in facilitating two-way communication between base stations and subscriber stations

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement is entered into as of February 11, 2003 by and between SILICON VALLEY BANK ("Bank") and REMEC, INC., a California corporation, and REMEC MICROWAVE, INC., a California corporation (collectively, jointly and severally, "Grantor").

RECITALS

A. Bank has agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank and Grantor, dated as of even date herewith (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used herein are used as defined in the Loan Agreement). Bank is willing to make the Loans to Grantor, but only upon the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks, Patents, and Mask Works to secure the obligations of Grantor under the Loan Agreement.

B. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its obligations under the Loan Agreement, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its Intellectual Property Collateral (including without limitation those Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C, and D hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof.

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan

Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.

Notwithstanding anything above to the contrary, Bank hereby agrees that (a) Borrower may transfer, assign or license (whether on an exclusive basis or otherwise) to REMEC International, Inc. any or all rights to use or license Borrower's Intellectual Property outside the United States, and (b) such transfer and Intellectual Property so transferred, assigned or licensed will be free of the security interest of Bank in such Intellectual Property.

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

GRANTOR:

REMEC, INC.

By: _____

Title: EVP/CFO

REMEC MICROWAVE, INC.

By: _____

Title: Secretary

BANK:

SILICON VALLEY BANK

By: _____

Title: SENIOR VICE PRESIDENT

Address of Grantor:

3790 Via de la Valle
Del Mar, California 92014

Address of Bank:

3003 Tasman Drive
Santa Clara, CA 95054-1191

Attn: _____

EXHIBIT A

Copyrights

Description	Registration/ Application Number	Registration/ Application Date
Not applicable.		

EXHIBIT B

Patents

Description	Registration/ Application Number	Registration/ Application Date
See attached.		

General Patents	N/a	N/a	N/a	N/a
FEEDFORWARD AMPLIFIER LINEARIZATION ADAPTING OFF MODULATION	UNITED STATES	09/756,038		01/05/2001
INTELLIGENT MULTIPLEXERS IN AN ANTENNA LINE MANAGEMENT SYSTEM	UNITED STATES	60/277,120	8513	03/19/2001
INTELLIGENT MULTIPLEXERS IN AN ANTENNA LINE MANAGEMENT SYSTEM	UNITED STATES	10/085,340 PUBLICATION NO.: 2002-0132644 PUBLICATION DATE: 09/19/2002	8537	02/27/2002
BALANCED DISTORTION REDUCTION CIRCUIT	UNITED STATES	60/301,927		06/29/2001
BALANCED DISTORTION REDUCTION CIRCUIT	UNITED STATES	10/187,177	6733	06/28/2002
TRANSCEIVER ASSEMBLY	UNITED STATES	60/318,150		09/07/2001
TRANSCEIVER ASSEMBLY	UNITED STATES	10/237,544	9147	09/06/2002
DIELECTRIC RESONATOR	UNITED STATES	09/711,598	7918	11/13/2000

CAVITY RESONATOR FILTER STRUCTURE HAVING IMPROVED CAVITY ARRANGEMENT	UNITED STATES	08/821,246 (5,894,250)	N/A	03/20/1997 (04/13/1999)
RESONATING STRUCTURE PROVIDING NOTCH AND BANDPASS FILTERING	UNITED STATES	08/886,990 (5,969,584)	N/A	07/02/1997 (10/19/1999)
TEMPERATURE COMPENSATION STRUCTURE FOR RESONATOR CAVITY	UNITED STATES	08/878,495 (5,905,419)	N/A	06/18/1997 05/18/1999
COUPLING STRUCTURE FOR CAVITY RESONATORS	UNITED STATES	09/247,380 (6,232,851)		02/10/1999 (05/15/2001)
CIRCUIT ARRANGEMENT FOR REDUCING INTERMODULATION IN A BANDPASS FILTER SYSTEM	UNITED STATES	09/012,755 (6,072,824)		01/23/1998 (06/06/2000)
METHOD AND CIRCUIT ARRANGEMENT FOR REDUCING PASSBAND RIPPLE OF A BANDPASS FILTER	UNITED STATES	09/019,847 (5,977,835)		02/06/1998 11/02/1999
HIGH DYNAMIC RANGE AMPLIFICATION CIRCUIT	UNITED STATES	09/850,294 NOTICE OF PUBLICATION NO.: US-2002-0163382-A1 PUBLICATION	2208	05/07/2001

		DATE: 11/07/2002		
DYNAMIC RANGE EXTENSION FOR AN ELECTRONIC CIRCUIT	UNITED STATES	09/875,322	7513	06/06/2001
DUAL MODE RESONATOR	UNITED STATES	09/876,590	1353	06/07/2001
TUNABLE RESONATOR	UNITED STATES	09/922,542	9025	08/03/2001

Title	Date Filed	Serial #	Country
Apparatus for High-Performance Sectored Antenna System	11/03/97	08/963,039	U.S.
High-Performance Sectored Antenna System Using Low Profile Broadband Feed Devices	09/10/98	09/151,036	U.S.
Point-to-Multipoint Two-Way Broadband Wireless Communication System	04/06/99	09/287,144	U.S.
Methods for Determining an Optimum Sector Distribution within a Coverage Area of a Wireless Communication	04/06/99	09/287,142	U.S.
Hybrid Cable/Wireless Communication Systems and Methods	01/27/00	09/491,929	U.S.

Wireless Communication Methods and Systems Using Multiple Sectored Cells	04/10/00	09/546,060	U.S.
Wireless Communication Methods and Systems using Multiple Overlapping Sectored Cells	12/15/00	09/737,511	U.S.
Dynamic Adaptive Modulation Negotiation for Point-to-Point Terrestrial Links	07/28/99	09/362,043	U.S.
Direct Conversion Up-Converter for Broadband Wireless Access Equipment	03/08/00	09/521,466	U.S.
Methods and Apparatus for Automatically Detecting a Channel in a Communication System	01/25/02	10/057,740	U.S.
Wireless Communication Methods and Systems Using Multiple Adjacent Sectored Cells	05/10/01	09/852,511	U.S.
Scalable Sector Wide Area Networks in Wireless Communication System	06/08/01	09/877,242	U.S.
Dynamic Adaptive Modulation Negotiation for Point-to-Point Terrestrial Links	09/28/01	09/967,479	U.S.

Country	Title	Serial #	Date Filed
US	Gate Feed Structure for Reduced Size Field Effect Transistors	10/158,265	5/29/02
US	Small Aspect Ratio Mimic Power Amplifier Layout	09/900,562	7/6/01
US	Small Area Cascode FET Structure Operating at mm-Wave Frequencies	09/906,312	7/16/01
US	1-100 GHz Microstrip Filter	10/090,100	2/28/02
US	Duty-Cycle Adjustable Clock Generator with Low Reverse Bias and Zero DC Level	10/035,388	12/28/01

Borrower holds only a one half interest in the following patent:

Country	Title	Serial #	Date Filed
US	Group Delay Equalizer Integrated with a Wideband Distributed Amplifier Monolithic Microwave Integrated Circuit	10/061,716 Anritsu Company (joint owner)	1/31/02

EXHIBIT C

Trademarks

Description	Registration/ Application Number	Registration/ Application Date
See attached.		

Mark	Country	Class	Filing Date	App. No.	Reg. No. Reg. Date Renewal Date	Goods/Services
EXCELAIR	U.S.	9	4/19/2001	76/244,056	2,586,616 6/25/02 6/25/12	Wireless communications microwave transport equipment, namely, broadband wireless transceivers, broadband wireless customer premise antennas, broadband wireless receiver antennas, broadband wireless transmitter antennas, broadband wireless transceiver antennas
REMEC	U.S.	9	2/13/1985	73/522,065	1,398,299 6/24/1986 6/24/2006	Radio frequency and microwave components and supercomponents, namely, filters, equalized filters and equalizers, contiguous and non-contiguous multiplexers, switched filters and integrated switched modules, frequency multipliers and structural components
SECTORSHAPE	U.S.	9	4/19/2001	76/244,057		Wireless microwave communications antennas

Mark	Country	Class	Filing Date	App. No.	Reg. No. Reg. Date Renewal Date	Goods/Services
SPIKE	U.S.	9	9/18/2000	76/129,533		Wireless communication equipment, namely, base station antennas, base station transceivers and power supplies, base station modems, subscriber antennas, subscriber transceivers and subscriber modems; and computer software for use in facilitating two-way communication between base stations
SPIKE	U.S.	42	7/25/2000	76/095,818		Installation, product support and warranty services for wireless communication products
SPIKE and Design	U.S.	9	12/8/1999	75/866,737	2,431,246 2/27/2001 2/27/2011	Wireless communication equipment, namely base station sectored antennas, base station transceivers and power supplies, base station modems, subscriber antennas, subscriber transceivers, subscriber modems

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SPIKE CONTINUUM	U.S.	9	1/11/2001	76/192,841		Wireless communication equipment, namely, base station antennas, base station transceivers and power supplies, base station modems, subscriber antennas, subscriber transceivers and subscriber modems; and computer software for use in facilitating two-way communication between base stations and subscribers
WIRELESS ACCESS CONCENTRATOR	U.S.	9	2/29/2000	75/931,672	2,420,334 1/9/2001 1/9/2011	Wireless communication equipment, namely, base station antennas, base station transceivers and power supplies, base station modems, subscriber station antennas, subscriber station transceivers and subscriber modems; and computer software for use in facilitating two-way communication between base stations and subscriber stations

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EXHIBIT D

Mask Works

Description	Registration/ Application Number	Registration/ Application Date

Not applicable.