

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
A123 Systems, Inc.		08/16/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Wanxiang America Corporation
Street Address:	88 Airport Road
City:	Elgin
State/Country:	ILLINOIS
Postal Code:	60123
Entity Type:	CORPORATION: KENTUCKY

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	3368029	A123
Registration Number:	3368099	A123
Registration Number:	3448278	A123 RACING
Registration Number:	3368030	A123 SYSTEMS
Registration Number:	3680565	ENERLAND
Registration Number:	4020953	HYMOTION
Registration Number:	4020921	HYMOTION
Registration Number:	3368098	
Registration Number:	3905785	NANOPHOSPHATE
Registration Number:	3702159	POWER. SAFETY. LIFE.
Registration Number:	3955573	SGSS

CORRESPONDENCE DATA

Fax Number: 2149813400

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

900231322

TRADEMARK
REEL: 004844 FRAME: 0954

CH \$290.00 3368029

via US Mail.

Phone: 214-981-3483
Email: dclark@sidley.com
Correspondent Name: Dusan Clark, Esq.
Address Line 1: Sidley Austin LLP
Address Line 2: 717 N. Harwood St., Suite 3400
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	36363-10130
NAME OF SUBMITTER:	Dusan Clark
Signature:	/Dusan Clark/
Date:	08/17/2012

Total Attachments: 5

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**CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Confirmatory Grant") is made effective as of August 16, 2012 by and from A123 SYSTEMS, INC., a Delaware corporation (the "Grantor"), to and in favor of WANXIANG AMERICA CORPORATION, as Lender (as defined in the Loan Agreement referenced below) (the "Grantee").

WHEREAS, the Grantor and Grantee have entered into a Loan Agreement dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement").

WHEREAS, the Grantor and the Subsidiaries of the Grantor have entered into a Pledge and Security Agreement dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, the Grantor owns the trademarks as listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted under the Security Agreement to Grantee. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Security Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the performance and payment of all the Secured Obligations. Upon the payment in full of all Secured Obligations (other than contingent indemnification obligations), Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to the Grantor all reasonably requested instruments in writing confirming the release of the security interest in the Trademarks acquired under the Security Agreement and this Confirmatory Grant.

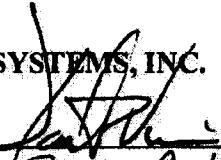
(b) The Grantor hereby grants to Grantee a security interest in (1) all of the Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds of such Trademarks, (3) the goodwill associated with such Trademarks and (4) all causes of action arising prior to or after the date hereof for infringement of such Trademarks or unfair competition regarding the same.

3) Counterparts. This Confirmatory Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) Governing Law. This Confirmatory Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.


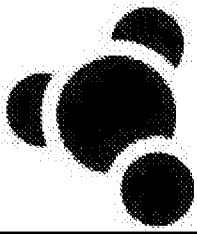
IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant effective as of the date first written above.

A123 SYSTEMS, INC.

By: 
Name: David P. Vieau
Title: President & CEO

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Exhibit A - SCHEDULE OF TRADEMARKS

<u>Mark</u>	<u>Regis. No.</u>	<u>Regis. Date</u>
A123	3368029	01/15/08
A123 and design 	3368099	01/15/08
A123 RACING	3448278	06/17/08
A123 SYSTEMS	3368030	01/15/08
ENERLAND	3680565	09/08/09
HYMOTION	4020953	09/06/11
HYMOTION	4020921	09/06/11
MISCELLANEOUS DESIGN (molecule logo) 	3368098	01/15/08
NANOPHOSPHATE	3905785	01/11/11
POWER.SAFETY.LIFE.	3702159	10/27/09
SGSS	3955573	05/03/11