

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
Atego Systems Limited		10/15/2012	private limited company: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	ESO INVESTCO I S.A.R.L		
Street Address:	57 Avenue J F Kennedy		
City:	Kirchberg		
State/Country:	LUXEMBOURG		
Postal Code:	L1855		
Entity Type:	private limited company: LUXEMBOURG		
Name:	KINGS ARMS YARD VCT PLC		
Street Address:	1 Kings Arms Yard		
City:	London		
State/Country:	UNITED KINGDOM		
Postal Code:	EC2R 7HF		
Entity Type:	public limited company: UNITED KINGDOM		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1868129	TESTMATE	
CORRESPONDENCE DATA			
Fax Number:	2127986915		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212 326 0831		
Email:	jalbrink@pryorcashman.com, mhug@pryorcashman.com		
Correspondent Name:	Teresa Lee		
Address Line 1:	7 Times Square, c/o Pryor Cashman LLP		

CH \$40.00 1868129

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 17405.00002

DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER: Muzamil Huq

Signature: /mhuq/

Date: 03/22/2013

Total Attachments: 6

source=CS_5_5_Security_Recordal_Agreement_1#page1.tif

source=CS_5_5_Security_Recordal_Agreement_1#page2.tif

source=CS_5_5_Security_Recordal_Agreement_1#page3.tif

source=CS_5_5_Security_Recordal_Agreement_1#page4.tif

source=CS_5_5_Security_Recordal_Agreement_1#page5.tif

source=CS_5_5_Security_Recordal_Agreement_1#page6.tif



Roxburgh Milkins

Security Recordal Agreement

- (1) Atego Systems Limited
- (2) ESO Investco I S.A.R.L.
- (3) Kings Arms Yard VCT PLC

Dated 15 October 2012

TRADEMARK

REEL: 004988 FRAME: 0297

THIS DEED is dated ~~15 October~~ 2012

PARTIES

- (1) **ATEGO SYSTEMS LIMITED** a company incorporated under the laws of England and Wales with registered number 03313467 having its registered office at 701 Eagle Tower, Montpellier Drive, Cheltenham, Gloucestershire, GL50 1TA (**Mortgagor**); and
- (2) **ESO INVESTCO I S.A.R.L.** a company incorporated under the laws of Luxembourg having its registered office at 57 Avenue J F Kennedy Kirchberg, L1855 Luxembourg (**First Lender**); and
- (3) **KINGS ARMS YARD VCT PLC** a company incorporated under the laws of England and Wales with registered number 3139019 having its registered office at 1 Kings Arms Yard, London EC2R 7HF (**Second Lender**).

BACKGROUND

By a guarantee and debenture agreement dated 6 July 2012 made between the Mortgagor and the First Lender and a guarantee and debenture agreement dated 6 July 2012 made between the Mortgagor and the Second Lender (the **Main Agreements**), the Mortgagor agreed, inter alia, to grant to the First Lender and Second Lender registerable security interests (**Security Interest**) over all intellectual property rights which belongs to the Mortgagor now or at any time during the Security Period (as defined in the Main Agreements), including the intellectual property set out in Schedule 1 (**Secured IP**).

AGREED TERMS

1. SECURITY

In pursuance of and for the consideration set out in the Main Agreements, the Mortgagor hereby confirms that it granted to the First Lender and Second Lender the Security Interests (as further defined in the Main Agreements) over the Secured IP, subject to the provisions of the Main Agreements.

2. GOVERNING LAW

- 2.1 This deed and any disputes or claims arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims) are governed by and construed in accordance with the law of England.
- 2.2 The parties irrevocably agree that the courts of England have exclusive jurisdiction to settle any dispute or claim that arises out of or in connection with this deed or its subject matter or formation (including non-contractual disputes or claims).

This deed has been entered into on the date stated at the beginning of it.

SCHEDULE I
Secured IP

Copyright in each of the following software packages known as:

- Studio including ACS and TDK add-ins;
- Studio 7.0;
- Studio 7.1;
- Studio 7.2;
- Studio Uno 7.2;
- Studio 7.3;
- Studio 7.4;
- Workbench;
- RelyTrace
- RelyCheck;
- Rational Ada Developer Software, which includes:
 - Rational Ada Developer 4.2.x;
 - Rational Ada Developer Enterprise Edition 4.4.x;
 - Rational Ada Developer Enterprise Edition 4.2.x;
 - Rational Ada Developer Interface for AXI 4.4.x;
 - Rational Ada Developer Interface for AXI 4.2.x;
 - Rational Ada Embedded Developer 4.2.x;
 - Rational Ada Embedded Developer Enterprise Edition 4.4.x; and
 - Rational Ada Embedded Developer Enterprise Edition 4.2.x;
- EXITE;
- EXITE ACE;
- EXERPT;
- EXERPT READER;
- EXERPT EDITOR;
- EXERPT COMMANDER;
- TOOLNET;
- CLASSIC X-TOOLS;
- X32;
- X32plus;
- X32plus/UML;
- E32;
- DOKU32;
- X-TOOLS;
- X-PLORE;
- X-TRACT;
- X-FACT;

including the source code and all technical information and documentation associated with and required to modify and operate such software.

Registered Trademarks:

Country or territory	Mark	Application or registration number	Date of filing or registration	Class(es)
USA	TESTMATE	1868129	07/01/1994	IC 009, US 038
UK	ARTISAN	2137750	03 July 1997	9
UK	ARTISAN STUDIO	2398185	30 July 2005	9
GERMANY	EXITE	30,702,273	10/08/2008	42, 9, 38
GERMANY	Blue River	39643958	03/12/1996	9, 37, 41, 42
GERMANY	EXITE ACE	30,702,276	13/09/2007	42, 9, 38
GERMANY	EXERPT	30,702,505	02/05/2007	42, 9, 38
GERMANY	X-IN-THE-LOOP	30,702,527	23/04/2007	42, 9, 38
GERMANY	XIL	30,702,526	23/04/2007	42, 9, 38

Unregistered Trademarks:

- Real-Time Studio;
- Atego Workbench;
- Artisan Studio Uno;
- Artisan Studio ACS;
- Atego GSN Modeler;
- HighRely;
- DO-178 Industry Group;
- DO-254 Industry Group;
- DO-178 Blog;
- DO-254 Blog;
- RelyTrace;
- RelyCheck .


Domain Names:

Domain name	Registrar	Expiry date
DO-178SITE.COM	REGISTER.COM, INC.	2013-05-23
DO-254.INFO	REGISTER.COM, INC.	01-Apr-2013
DO-254A.INFO	REGISTER.COM, INC.	01-Apr-2013
DO-254A.ORG	REGISTER.COM, INC.	01-Apr-2013
DO-254SITE.COM	REGISTER.COM, INC.	2013-05-23
DO178.INFO	REGISTER.COM, INC.	18-Apr-2013
DO178.NET	REGISTER.COM, INC.	2013-04-05
DO178BLOG.COM	REGISTER.COM, INC.	2013-08-06

DO178CSITE.COM	REGISTER.COM, INC.	2013-05-23
DO178SITE.COM	REGISTER.COM, INC.	2013-05-23
DO254A.COM	REGISTER.COM, INC.	2013-03-31
DO254A.INFO	REGISTER.COM, INC.	01-Apr-2013
DO254A.NET	REGISTER.COM, INC.	2013-03-31
DO254A.ORG	REGISTER.COM, INC.	01-Apr-2013
DO254BLOG.COM	REGISTER.COM, INC.	2013-08-06
DO254SITE.COM	REGISTER.COM, INC.	2013-05-23
HIGHRELY.COM	REGISTER.COM, INC.	2013-04-11
RELYCHECK.COM	REGISTER.COM, INC.	2013-02-03
RELYTRACE.COM	REGISTER.COM, INC.	2013-10-07

The Mortgagor

Signed as a deed by
ATEGO SYSTEMS LIMITED
acting by a director in the presence of:

)
)
) 

Signature of Witness *L. Bell*
Full name *KAREN BELL*
Address *1101 EASTGATE AVE*
MONTELLIER DRIVE, CHELSEA, MA 02138
Occupation *ACCOUNTANT*

The First Lender
Signed for and on behalf of
ESO INVESTCO I S.A.R.L.

)
)
) 

The Second Lender
Signed for and on behalf of
KINGS ARMS YARD VCT PLC

)
) 