

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		05/13/2013	National Banking Association:

RECEIVING PARTY DATA

Name:	Knight Capital Group Inc.
Street Address:	545 Washington Boulevard, 3rd Floor
City:	Jersey City
State/Country:	NEW JERSEY
Postal Code:	07310
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	3024668	EARNING YOUR TRUST WITH EVERY TRADE
Registration Number:	3220924	EXECUTION MANAGEMENT SYSTEM
Registration Number:	3238037	KNIGHT GLOBAL
Registration Number:	3302204	KNIGHT
Registration Number:	3302294	KNIGHT THE SCIENCE OF TRADING THE STANDA
Registration Number:	3316331	KNIGHT MATCH
Registration Number:	3332616	KNIGHT DIRECT
Registration Number:	3420180	EMS
Registration Number:	3427652	KNIGHT TECHNICAL ALERT
Registration Number:	3525360	KNIGHT BONDPOINT
Registration Number:	3593799	KNIGHT LINK
Registration Number:	3655970	THE SCIENCE OF TRADING. THE STANDARD OF
Registration Number:	3706318	KNIGHT TRANSITION MANAGEMENT
Serial Number:	85162269	FIND OUT WHAT KNIGHT CAN DO FOR YOU

CH \$465.00 3024668

Serial Number:	85162294	KNIGHT CLEARING & EXECUTION SERVICES
Serial Number:	85162319	KNIGHT CAPITAL AMERICAS
Serial Number:	85162848	KNIGHT EXECUTION & CLEARING SERVICES
Serial Number:	85294354	BONDSCOPE

**CORRESPONDENCE DATA**

Fax Number: 2124464900  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 2124464800  
Email: hayley.smith@kirkland.com  
Correspondent Name: Hayley Smith, Sr. Legal Assistant  
Address Line 1: Kirkland & Ellis LLP  
Address Line 2: 601 Lexington Avenue  
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	24181-10 (HS)
NAME OF SUBMITTER:	Hayley Smith
Signature:	//Hayley Smith//
Date:	05/15/2013

Total Attachments: 4  
source=Knight Capital Group Inc. TM Release (Execution Version)#page1.tif  
source=Knight Capital Group Inc. TM Release (Execution Version)#page2.tif  
source=Knight Capital Group Inc. TM Release (Execution Version)#page3.tif  
source=Knight Capital Group Inc. TM Release (Execution Version)#page4.tif

**TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**

**THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this "Termination and Release") is made as of May 13, 2013 in favor of Knight Capital Group, Inc., a Delaware corporation ("Grantor") by JPMorgan Chase Bank, N.A., a national banking association, as administrative agent (the "Administrative Agent") for the Lenders. Capitalized terms not defined herein shall have the meanings ascribed to such terms in the Credit Agreement or Guaranty and Collateral Agreement (as defined below).

**WHEREAS**, pursuant to that certain Credit Agreement between Grantor, the Administrative Agent, the Lenders and the other parties thereto, dated June 29, 2011 (as amended, restated, supplemented or otherwise modified prior to the date hereof, the "Credit Agreement"), the Lenders severally agreed to make Loans and other extensions of credit to Grantor upon the terms and subject to the conditions set forth therein;

**WHEREAS**, in connection with the Credit Agreement, Grantor and the Administrative Agent entered into that certain Guaranty and Collateral Agreement between Grantor, the Administrative Agent and the other parties thereto, dated June 29, 2011 (as amended, restated, supplemented or otherwise modified prior to the date hereof, the "Guaranty and Collateral Agreement"), pursuant to which Grantor granted to the Administrative Agent a security interest in all of its right, title and interest in, to and under certain intellectual property and, in connection therewith, entered into that certain Grant of Security Interest in Trademark Rights, dated June 29, 2011 (the "Grant of Security Interest in Trademark Rights") for the purpose of recording such security interest with respect to the Collateral of Grantor (as defined in the Grant of Security Interest in Trademark Rights), which included those trademark registrations and applications set forth on Schedule A hereto, with the United States Patent and Trademark Office;

**WHEREAS**, the Grant of Security Interest in Trademark Rights was recorded with the United States Patent and Trademark Office on July 1, 2011, at Reel 4574, Frame 0756; and

**WHEREAS**, the Administrative Agent now desires to terminate, cancel and release the entirety of its security interest in the Collateral.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and without representation, recourse or warranty of any kind, the Administrative Agent hereby, on behalf of itself and the Lenders (i) terminates the Grant of Security Interest in Trademark Rights, (ii) terminates, cancels and releases any and all security interests it has against the Collateral, and (iii) re-assigns to Grantor any right, title and interest it may have in, to and under the Collateral.

The Administrative Agent shall, at Grantor's sole cost and expense, take all further actions, and provide to Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), as may be

reasonably necessary to effect the termination, cancellation and release of the Collateral pursuant to this Termination and Release.

This Termination and Release shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

\* \* \* \* \*

**IN WITNESS WHEREOF**, the Administrative Agent has caused this Termination and Release to be executed by its duly authorized representative as of the date first set forth above.

JPMORGAN CHASE BANK, N.A.,  
as Administrative Agent

By: TKL Poz

Name: **Thomas I. Poz**  
**Executive Director**

Title: \_\_\_\_\_

[Knight Term Loan - Termination and Release of KCG Trademark Security Interest]

**SCHEDULE A**

**U.S. Trademark Registrations and Applications**

<u>Trademark</u>	<u>Registration or Serial Number</u>
BONDSCOPE	85/294,354
EARNING YOUR TRUST WITH EVERY TRADE	3,024,668
FINDING OUT WHAT KNIGHT CAN DO FOR YOU	85/162,269
KNIGHT AND DESIGN	3,302,204
KNIGHT BONDPOINT	3,525,360
KNIGHT CAPITAL AMERICAS	85/162,319
KNIGHT CLEARING & EXECUTION SERVICES	85/162,294
KNIGHT DIRECT	3,332,616
KNIGHT EXECUTION & CLEARING SERVICES	85/162,848
KNIGHT GLOBAL	3,238,037
KNIGHT LINK	3,593,799
KNIGHT TECHNICAL ALERT	3,427,652
KNIGHT THE SCIENCE OF TRADING THE STANDARD OF TRUST AND DESIGN	3,302,294
KNIGHT TRANSITION MANAGEMENT	3,706,318
KNIGHT MATCH	3,316,331
THE SCIENCE OF TRADING. THE STANDARD OF TRUST.	3,655,970
EXECUTION MANAGEMENT SYSTEM	3,220,924
EMS	3,420,180