

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM311333

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The KEYW Corporation		07/21/2014	CORPORATION: MARYLAND
RECEIVING PARTY DATA			
Name:	Royal Bank of Canada, as Administrative Agent		
Street Address:	20 King Street West, 4th Floor		
City:	Toronto		
State/Country:	CANADA		
Postal Code:	M5H 1C4		
Entity Type:	Bank: CANADA		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Registration Number:	3986467	EGIMBAL	
Registration Number:	4066831	FLIGHT LANDATA	
Registration Number:	3595598	RSIGNIA	
Registration Number:	4098734	JOINT FORCES SENSOR	
Registration Number:	4101836	PACKET JET	
Registration Number:	3941733	CYBER WARRIOR	
Registration Number:	3784769	CYWARFIUS	
Registration Number:	3849729	CYBERSCOPE	
Registration Number:	3725282	CYWARFIUS	
Registration Number:	3789947	CYWARFIUS PROBE	
Serial Number:	86217707	PARROT LABS	
Serial Number:	85953907	HAWKEYE	
Serial Number:	85951518	AEROPTIC	
Serial Number:	86245408		
CORRESPONDENCE DATA			
Fax Number:	2123037064		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212.318.6824		
Email:	christinedionne@paulhastings.com		
TRADEMARK			

CH \$365.00 3986467

Correspondent Name: Christine Dionne c/o Paul Hastings LLP
Address Line 1: 75 East 55th Street
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 78436.00063(KEYW)

NAME OF SUBMITTER: Christine Dionne

SIGNATURE: /Christine Dionne/

DATE SIGNED: 07/21/2014

Total Attachments: 3

source=KEYW - Trademark Notice_Executed (KEYW)#page1.tif

source=KEYW - Trademark Notice_Executed (KEYW)#page2.tif

source=KEYW - Trademark Notice_Executed (KEYW)#page3.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of July 21, 2014 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Royal Bank of Canada, as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

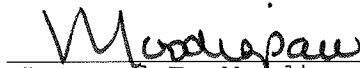
Very truly yours,

THE KEYW CORPORATION,
as an Obligor

By:

Name:

Title:


Leonard E. Moodispaw
Chief Executive Officer

Acknowledged and Accepted:

ROYAL BANK OF CANADA, as Administrative Agent

By: 

Name: Ann Hurley

Title: Manager, Agency

Schedule 1

THE KEYW CORPORATION
(Maryland Corporation)

U.S. Trademarks

Issued Trademarks

Description	Registration No.
EGIMBAL	3986467
FLIGHT LANDATA and Design	4066831
RSIGNIA	3595598
JOINT FORCES SENSOR	4098734
Packet Jet	4101836
Cyber Warrior	3941733
Cywarfius	3784769
Cyberscope	3849729
CyWarfius	3725282
CyWarfius Probe	3789947

Pending Applications

Description	Appl. No.
Parrot Labs and corresponding service mark	86217707
Hawkeye and corresponding service mark	85953907
Aeroptic	85951518
[image]	86245408