

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM312646

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Carbon Black, LLC		07/31/2014	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bit9, Inc.		
Street Address:	266 Second Avenue		
City:	Waltham		
State/Country:	MASSACHUSETTS		
Postal Code:	02453		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4292070	CARBON BLACK	
CORRESPONDENCE DATA			
Fax Number:	6175231231		
<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:	6175701000		
Email:	tadmin@goodwinprocter.com		
Correspondent Name:	Ryan E. Thomas		
Address Line 1:	Goodwin Procter LLP		
Address Line 2:	Exchange Place, 53 State Street		
Address Line 4:	Boston, MASSACHUSETTS 02109		
ATTORNEY DOCKET NUMBER:	BIT-605 (125212-206235)		
NAME OF SUBMITTER:	Ryan E. Thomas		
SIGNATURE:	/RET/		
DATE SIGNED:	08/01/2014		
Total Attachments: 1			
source=Carbon Black--Bit9 Trademark Assignment (EXECUTED)#page1.tif			

OP \$40.00 4292070

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment (this "Assignment") is made effective this 31st day of July, 2014 ("Effective Date"), by and between Carbon Black, LLC, a limited liability company organized and existing under the laws of Delaware, and having a usual place of business at 266 Second Avenue, Waltham, Massachusetts 02453 ("Assignor") and Bit9, Inc., a corporation organized and existing under the laws of Delaware, and having a usual place of business at 266 Second Avenue, Waltham, Massachusetts 02453 ("Assignee").

WHEREAS, Assignor holds all right, title and interest in and to the trademark CARBON BLACK (the "Trademark"), as used in connection with software for use in operational and security monitoring and alerting, cyber defense and cyber-security of computer systems, internet, networks, applications, and electronic data and communications; intrusion detection software, all set forth in United States trademark registration number 4,292,070, registered 19 February 2013;

WHEREAS, Assignor is a wholly-owned subsidiary of Assignee.

WHEREAS, Assignor now wishes to assign the Trademark to Assignee, and Assignee is desirous of acquiring the Trademark from Assignor, together with the goodwill of the business symbolized thereby.

NOW, THEREFORE, in consideration of the foregoing premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged,

Assignor does hereby sell, assign, convey and transfer unto Assignee and its successors, assigns, and legal representatives, Assignor's right, title, and interest in and to the Trademark, together with the goodwill of the business symbolized thereby and appurtenant thereto, and any applications or registrations therefor and, all claims for damages for reason of past infringement of the Trademark, as well as the right to sue for and collect the same for its own use and enjoyment.

Assignor does hereby authorize the Director of the United States Patent & Trademark Office, and the empowered officials of all other governments whose duty it is to record trademark registrations, applications and title thereto, to record the Trademark, and title thereto, as the property of Assignee, its successors, assigns, or legal representatives in accordance with the terms of this instrument.

Assignee and Assignor also agree that multiple copies of this Assignment may be executed, each of which shall be deemed an original, and each of which shall be valid and binding upon Assignee and Assignor.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed as a sealed instrument by their duly authorized representatives as of the date first written above.

Assignor:

CARBON BLACK, LLC

By: _____

Name: Gordon Pothier
Title: Chief Financial Officer & Treasurer

Assignee:

BIT9, INC.

By: _____

Name: Gordon Pothier
Title: Chief Financial Officer & Treasurer