

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM315161

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
5N Plus UK Limited		08/20/2014	Limited Company: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	HSBC Bank CANADA		
Street Address:	2001 McGill College		
Internal Address:	Suite 300		
City:	Montreal, Quebec		
State/Country:	CANADA		
Postal Code:	H3A 1G1		
Entity Type:	CHARTERED BANK: CANADA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2174266	MCP	
Registration Number:	2130012	MCP	
Registration Number:	2172273	MCP	
Registration Number:	2147121	MCP	
CORRESPONDENCE DATA			
Fax Number:	7136515246		
<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:	713-651-5567		
Email:	annie.aymond@nortonrosefulbright.com		
Correspondent Name:	FULBRIGHT & JAWORSKI LLP / ANNIE AYMOND		
Address Line 1:	1301 MCKINNEY STREET		
Address Line 4:	HOUSTON, TEXAS 77010		
ATTORNEY DOCKET NUMBER:	11407373-5N PLUS/HSBC		
NAME OF SUBMITTER:	Annie Aymond		
SIGNATURE:	/Annie Aymond/		
DATE SIGNED:	08/26/2014		
Total Attachments: 4			

OP \$115.00 2174266

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CONFIRMATORY SECURITY AGREEMENT

WHEREAS 5N Plus UK Limited (the **Grantor**), having its registered office at 1 – 4 Nielson Road, Finedon Road Industrial Estate, Wellingborough, Northamptonshire, UK, NN8 4PE is the registered owner of the United States trademarks and trademark applications listed in Schedule "A" hereto and may, in the future, become the registered owner of additional United States trademarks and trademark applications (collectively, the **Intellectual Property**);

WHEREAS HSBC BANK CANADA, in its capacity as collateral agent (in such capacity, the **Creditor**), having a place of business at 2001 McGill College, Suite 300, Montréal, Québec H3A 1G1, and the Grantor entered into a debenture on August 20, 2014 and a U.S. security agreement dated as of August 20, 2014 (collectively, the **Security Documents**), pursuant to which the Grantor granted to the Creditor a security interest in and to, among other things, the Intellectual Property;

WHEREAS the Grantor and the Creditor have perfected (rendered opposable) the Security Documents in the Intellectual Property in accordance with the English law and in accordance with the Uniform Commercial Code;

WHEREAS the Grantor and the Creditor are desirous of recording the Security Documents and the additional security created hereunder in the Intellectual Property with the United States Patent and Trademark Office;

NOW THEREFORE, the Grantor and the Creditor hereby confirm that the Grantor and the Creditor entered into the Security Documents, pursuant to which the Grantor granted to the Creditor a security interest in and to, among other things, the Intellectual Property.

AND, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby further grant to the Creditor a security interest in the Intellectual Property.

AND each party hereto does hereby further acknowledge and affirm that the rights and remedies of the Creditor with respect to the security interest in the Intellectual Property made and granted hereby are more fully set forth in the Security Documents, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

THE PARTIES FURTHER AGREE that the Grantor shall record this Confirmatory Security Agreement with the United States Patent and Trademark Office (together with a filing at the Office of Revenue in Washington, D.C.), with respect to the Intellectual Property.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have caused these presents to be executed as a sealed instrument on the twentieth (20) day of August, 2014.

5N PLUS UK LIMITED, as the Grantor

Per: _____

Name: JEAN MAJOR

Title: AUTHORIZED SIGNATORY

**HSBC BANK CANADA,
as the Creditor**

Per: _____

Name:

Title:

Per: _____

Name:

Title:

IN WITNESS WHEREOF, the parties hereto have caused these presents to be executed as a sealed instrument on the twentieth (20th) day of August, 2014.

5N PLUS UK LIMITED, as the Grantor

Per: _____

Name:

Title:

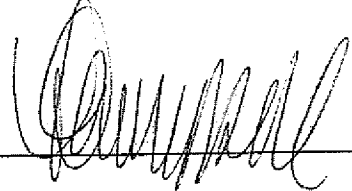
**HSBC BANK CANADA,
as the Creditor**

Per: 

Name:

Title:

PHILIP ALLEN
Associate Dealer

Per: 

Name:

Title:

Lyndsay Thompson
Assistant Vice President
Debt Finance Origination

SCHEDULE "A"

UNITED STATES TRADEMARKS

Owner	Registration No.	Mark	Registration Date
5N Plus UK Limited (formerly Mining & Chemical Products Limited)	2174266	MCP (in stylized form)	7-21-98
5N Plus UK Limited (formerly Mining & Chemical Products Limited)	2130012	MCP (in stylized form)	1-20-98
5N Plus UK Limited (formerly Mining & Chemical Products Limited)	2172273	MCP (in stylized form)	7-14-98
5N Plus UK Limited (formerly Mining & Chemical Products Limited)	2147121	MCP (in stylized form)	3-31-98

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