

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM320802

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Momentive Specialty Chemicals Inc.	FORMERLY Hexion Specialty Chemicals, Inc.	09/30/2014	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Wilmington Trust, National Association		
Street Address:	50 South Sixth Street, Suite 1290		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	National Association: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	86338797	HEXION	
Serial Number:	86386370	PANELSHIELD	
Serial Number:	86395843	EPOSIL	
CORRESPONDENCE DATA			
Fax Number:	8772455951		
<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:	2813253368		
Email:	lisa.jones@momentive.com		
Correspondent Name:	Momentive Specialty Chemicals Inc.		
Address Line 1:	12650 Directors Drive, Suite 100		
Address Line 2:	Attn: Lisa Kimes Jones		
Address Line 4:	Stafford, TEXAS 77477		
ATTORNEY DOCKET NUMBER:	WTNA 2014 3Q		
NAME OF SUBMITTER:	Lisa Kimes Jones		
SIGNATURE:	/Lisa Kimes Jones/		
DATE SIGNED:	10/22/2014		
Total Attachments: 5			

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TRADEMARK SECURITY AGREEMENT, dated as of September 30, 2014 (this "Agreement"), between MOMENTIVE SPECIALTY CHEMICALS INC. (formerly known as Hexion Specialty Chemicals, Inc.), a New Jersey corporation (the "Pledgor") and WILMINGTON TRUST, NATIONAL ASSOCIATION, (as successor by merger to Wilmington Trust FSB), as collateral agent (the "Collateral Agent") under the Security Agreement referred to below.

Reference is made to the Collateral Agreement dated as of January 29, 2010 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), among, the Pledgor, each subsidiary of the Pledgor listed therein and the Collateral Agent. The Pledgor and Wilmington Trust, National Association, (as successor by merger to Wilmington Trust FSB) have entered into the Indenture dated as of January 29, 2010, among Hexion Finance Escrow LLC and Hexion Escrow Corporation, as issuers, the Pledgor, the other subsidiaries of the Pledgor from time to time party thereto and Wilmington Trust, National Association, (as successor by merger to Wilmington Trust FSB), as trustee (as supplemented by the Supplemental Indenture, dated as of January 29, 2010, and the Second Supplemental Indenture, dated as of January 14, 2013, each, by and among Hexion U.S. Finance Corp. and Hexion Nova Scotia Finance, ULC, as issuers, the guarantors party thereto, and Wilmington Trust, National Association, (as successor by merger to Wilmington Trust FSB), as trustee and as further amended, restated, supplemented or otherwise modified from time to time), (the "Indenture").

The parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Security Agreement or, if not defined therein, in the Indenture. The rules of construction specified in Section 1.01(b) of the Security Agreement also apply to this Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, the Pledgor, pursuant to the Security Agreement, hereby grants to the Collateral Agent, its successors and assigns, for the ratable benefit of the Secured Parties, a security interest in all right, title and interest in or to any and all Trademarks now owned or at any time hereafter acquired by the Pledgor or in which the Pledgor now has or at any time in the future may acquire any right, title or interest, including those listed on Schedule I (collectively, the "Trademark Collateral"); provided, however, that the Trademark Collateral shall not include any intent-to-use United States trademark applications for which an amendment to alleged use or statement of use has not been filed under 15 U.S.C. §1051(c) or 15 U.S.C. §1051(d), respectively, or, if filed, has not been deemed in conformance with 15 U.S.C. §1051(a) or examined and accepted by the United States Patent and Trademark Office.

SECTION 3. Security Agreement. The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. The Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the

Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Security Agreement, the terms of the Security Agreement shall govern.

SECTION 4. Governing Law. This Agreement and the rights and obligations of the parties under this Agreement shall be construed in accordance with and governed by the laws of the State of New York.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

MOMENTIVE SPECIALTY CHEMICALS
INC. (formerly known as Hexion Specialty
Chemicals, Inc.)

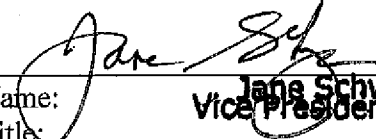
By:



Name: Lisa Kimes Jones

Title: Associate General Counsel, IP

WILMINGTON TRUST, NATIONAL
ASSOCIATION, (as successor by merger to
Wilmington Trust FSB), as
Collateral Agent,

By: 
Name: **Jane Schweiger**
Title: **Vice President**

Schedule I

US Trademark Applications filed in the name of Momentive Specialty Chemicals Inc. 3Q 2014:

Trademark	Application No.	Filing Date
HEXION	86338797	16-Jul-14
PANELSHIELD	86386370	05-Sep-14
EPOSIL	86395843	16-Sep-14