

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM377123

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aptiv Digital, Inc.		11/25/2014	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Rovi Guides, Inc.		
Street Address:	2830 De La Cruz Boulevard		
City:	Santa Clara		
State/Country:	CALIFORNIA		
Postal Code:	95050		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3796417	PASSTIME	
CORRESPONDENCE DATA			
Fax Number:	6172359493		
<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:	617-951-7170		
Email:	trademarks@ropesgray.com		
Correspondent Name:	Emilia F. Cannella, Ropes & Gray LLP		
Address Line 1:	Prudential Tower, 800 Boylston Street		
Address Line 4:	Boston, MASSACHUSETTS 02199		
ATTORNEY DOCKET NUMBER:	003596-0280		
NAME OF SUBMITTER:	Emilia F. Cannella		
SIGNATURE:	/Emilia F. Cannella/		
DATE SIGNED:	03/18/2016		
Total Attachments: 4			
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**TRADE MARK
ASSIGNMENT**

This ASSIGNMENT is made the 25 day of November 2014

BETWEEN

APTIV DIGITAL, INC. a Delaware corporation, having a principal place of business at 2830 De La Cruz Boulevard, Santa Clara, California 95050, USA ("the Assignor")

AND

ROVI GUIDES, INC. a Delaware corporation, having a principal place of business at 2830 De La Cruz Boulevard, Santa Clara, California 95050, USA ("the Assignee")

WHEREAS

- (a) the Assignor is the proprietor of the Trade Marks listed in the attached annex (hereafter "the Trade Marks")
- (b) the Assignor has agreed with the Assignor for the transfer of the Trade Marks to the Assignee on the terms set out in this agreement.

IT IS HEREBY AGREED AS FOLLOWS:

1. In the pursuance of the said agreement and in consideration of the sum of one pound (£1.00), (the receipt of which the Assignor acknowledges), the Assignor assigns to the Assignee the Trade Marks with full title guarantee together with any rights built up through use of the Trade Marks including the right to bring proceedings for passing off and together with any goodwill in the business built up by reference to the Trade Marks.

2. The Assignor confirms authorization for the Community Trade Mark representatives to execute the forms of application to record on the Community Trade Mark Register the change of proprietorship effected in this agreement.

3. This Assignment shall be governed by and construed in accordance with English law. The parties irrevocably agree that the Courts of England are to have exclusive jurisdiction to settle any dispute which may arise out of or in connection with this Assignment.

4. This Assignment does not create any right under the Contracts (Rights of Third Parties) Act 1999 which is enforceable by any person who is not a party to it.

For and on behalf of
 APTIV DIGITAL, INC.

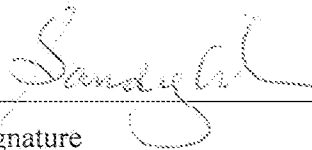
For and on behalf of
 ROVI GUIDES, INC.

Sandy Kalina, Director

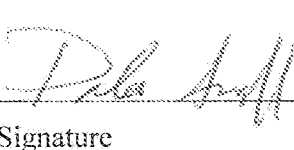
Pamela Sergeeff, Director

 Name

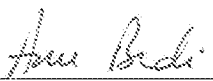
 Name



 Signature



 Signature



 Witness ANU BEDI



 Witness NICOLE LINN

11/25/14

 Date

11/25/14

 Date

CERTIFICATE OF ACKNOWLEDGMENT

State of California)

County of Santa Clara)

On November 25, 2014 before me, Tim Lane Percival, a notary public, personally appeared Pamela Sergeeff and Sandy Kalina, who proved to me on the basis of satisfactory evidence to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing is true and correct.

Witness my hand and official seal.

Signature _____ (Seal)



Schedule

Trademark	Application Number	Registration Number	Territory	International Class(es)
PASSTIME	77515939	3796417	U.S. Federal	9 41
APTIV DIGITAL	1289197	TMA739300	Canada	9
APTIV	1289202	TMA739299	Canada	9
iSUBSCRIBE	1248577	TMA710038	Canada	9
iSUB & DESIGN	1248578	TMA724533	Canada	9
iSUBSCRIBE & Design	1248579	TMA710073	Canada	9
WEBNOSTICS	2321006	2321006	United Kingdom	9 41
iSubscribe		845501	International Register	9
iSub		845503	International Register	9
iSubscribe		845504	international Register	9