

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM397525

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SUPPLEMENT TO TRADEMARK SECURITY AGREEMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MEDIAMATH, INC.		08/31/2016	Corporation: DELAWARE
ADROIT DS, LLC		08/31/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	SILICON VALLEY BANK, AS ADMINISTRATIVE AGENT		
Street Address:	3003 TASMAN DRIVE		
Internal Address:	HF 150		
City:	SANTA CLARA		
State/Country:	CALIFORNIA		
Postal Code:	95054		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	3848919	CPX ADROIT	
Serial Number:	86659158	T1	
Serial Number:	86249098	CONNECTEDID	
Serial Number:	86787149	HELIX	
Serial Number:	86249104	MATHID	
Serial Number:	86518232	PERFORMANCE REIMAGINED. MARKETING REENGI	
Serial Number:	86444618	PROGRAMMATICFIRST	
Serial Number:	86628101	SHOPPER COOPERATIVE	
Serial Number:	86796622	STRENGTH IN NUMBERS	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	202-370-4790		
Email:	IPTEAM@NATIONALCORP.COM		
Correspondent Name:	PAUL TATE		
Address Line 1:	1025 VERMONT AVENUE, NW #1130		

OP \$240.00 3848919

Address Line 2: NATIONAL CORPORATE RESEARCH, LTD.
Address Line 4: WASHINGTON, D.C. 20005

ATTORNEY DOCKET NUMBER: F165239

NAME OF SUBMITTER: Andrew Nash

SIGNATURE: /Andrew Nash/

DATE SIGNED: 09/06/2016

Total Attachments: 3

source=Mediamath - Trademark Security Supplement (2014) 8-31-2016#page1.tif

source=Mediamath - Trademark Security Supplement (2014) 8-31-2016#page2.tif

source=Mediamath - Trademark Security Supplement (2014) 8-31-2016#page3.tif

SUPPLEMENT TO TRADEMARK SECURITY AGREEMENT

This Supplement to Trademark Security Agreement (this "*Supplement*") is made as of the 31st day of August, 2016, by MEDIAMATH, INC., a Delaware corporation, and ADROIT DS, LLC, a Delaware limited liability company (each and together, jointly and severally, the "*Grantor*"), in favor of Silicon Valley Bank, as administrative agent for certain secured parties (in such capacity, together with its successors and assigns in such capacity, the "*Administrative Agent*").

WHEREAS, the Grantor executed and delivered a Trademark Security Agreement dated April 21, 2014 (as amended and of record from time to time hereinafter, the "*Grant*") in favor of the Administrative Agent, pursuant to which the Grantor pledged, assigned and granted a security interest in certain Trademarks.

NOW, THEREFORE, in consideration of the mutual covenants herein contained and benefits to be derived herefrom, it is hereby agreed as follows:

1. Definitions. All capitalized terms herein and not otherwise defined shall have the same meaning herein as in the Grant.
2. Supplement to Schedule A. Schedule A to the Grant is hereby supplemented, but not replaced, by Schedule A-1 annexed hereto.
3. Miscellaneous:
 - a. Except as provided herein, all terms and conditions of the Grant remain in full force and effect.
 - b. This Supplement covers the entire understanding of the parties with respect to the matters set forth herein and supersedes all prior discussions and negotiations hereon.

[signature pages follow]

IN WITNESS WHEREOF, the undersigned has executed this Supplement as of the date first written above.

GRANTORS:

MEDIAMATH, INC.

By: [Signature]
Name: Jeffrey W. Davis
Title: Assistant Treasurer

ADROIT DS, LLC

By: [Signature]
Name: Jeffrey W. Davis
Title: Assistant Treasurer

Signature page to Supplemental Trademark Security Agreement

SCHEDULE A-1

Trademarks

Grantor	Country	Trademark	Registration Number	Registration Date
MediaMath, Inc.	USA	CPX ADROIT	3848919	9/14/2010

Trademark Applications

Grantor	Country	Trademark	Application Number	Application Date
MediaMath, Inc.	USA		86/659158	6/11/2015
MediaMath, Inc.	USA	CONNECTEDID	86/249098	4/10/2014
MediaMath, Inc.	USA	HELIX	86/787149	10/13/2015
MediaMath, Inc.	USA	MATHID	86/249104	4/10/2014
MediaMath, Inc.	USA	PERFORMANCE REIMAGINED. MARKETING REENGINEERED.	86/518232	1/29/2015
MediaMath, Inc.	USA	PROGRAMMATIC FIRST	86/444618	11/4/2014
MediaMath, Inc.	USA	SHOPPER COOPERATIVE	86/628101	5/13/2015
MediaMath, Inc.	USA	STRENGTH IN NUMBERS	86/796622	10/22/2015