

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM401230

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
VITAL INSIGHTS INC.		09/28/2016	Corporation: ONTARIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	AVIDBANK		
<b>Street Address:</b>	50 WEST SAN FERNANDO STREET		
<b>Internal Address:</b>	SUITE 850		
<b>City:</b>	SAN JOSE		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	95113		
<b>Entity Type:</b>	Corporation: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4333572	VITAL INSIGHTS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8585506420		
<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>			
<b>Phone:</b>	858-550-6433		
<b>Email:</b>	jmfitzpatrick@cooley.com		
<b>Correspondent Name:</b>	JENNIFER FITZPATRICK		
<b>Address Line 1:</b>	C/O COOLEY LLP		
<b>Address Line 2:</b>	4401 EASTGATE MALL		
<b>Address Line 4:</b>	SAN DIEGO, CALIFORNIA 92121		
<b>ATTORNEY DOCKET NUMBER:</b>	308866-177 ENPRECIS		
<b>NAME OF SUBMITTER:</b>	JENNIFER FITZPATRICK		
<b>SIGNATURE:</b>	/JENNIFER FITZPATRICK/		
<b>DATE SIGNED:</b>	10/06/2016		
<b>Total Attachments: 5</b>			
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## INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of September 28, 2016 by and between AVIDBANK, a California corporation ("Bank"), and VITAL INSIGHTS INC. a company formed under the laws of Ontario, Canada ("Grantor").

### RECITALS

Bank has agreed to make certain advances of money and to extend certain financial accommodations to Grantor in the amounts and manner set forth in that certain Loan and Security Agreement by and among Bank, Grantor, Enprecis Group Holding Company, LLC, a Delaware limited liability company, and Enprecis, Inc., a Washington corporation (as amended from time to time, the "Loan Agreement") dated of even date herewith. Capitalized terms used herein have the meaning assigned in the Loan Agreement. Bank is willing to make the financial accommodations to Grantor, but only upon the condition, among others, that Grantor grants to Bank a security interest in all of Grantor's right title, and interest in, to and under all of the Collateral whether presently existing or hereafter acquired

NOW, THEREFORE, Grantor agrees as follows:

### AGREEMENT

To secure the performance of Grantor's obligations under the Loan Agreement, Grantor grants to Bank a security interest in all of Grantor's right, title and interest in Grantor's intellectual property (including without limitation those Copyrights, Patents and Trademarks listed on Exhibits A, B and C hereto), including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits). This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. Each right, power and remedy of Bank provided for herein or in the Loan Agreement shall not preclude the simultaneous or later exercise by Bank of any or all other rights, powers or remedies.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute the same instrument.

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IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed as of the first date written above.

Address of Grantor:

60 Courtneypark Drive W #3  
Mississauga, ON L5W 0B3  
Canada  
Attn: George Markou and Glen Davis

VITAL INSIGHTS INC.

By: 

Print Name: Michele S. Riley

Title: Secretary

With copies to:

Bregal Sagemount I, LP  
277 Park Avenue  
29<sup>th</sup> Floor, Suite B  
New York, NY 10172  
Attention: Michele S. Riley  
Email: mriley@bregal.com

and

DLA Piper LLP (US)  
One Atlantic Center, Suite 2800  
1201 West Peachtree Street  
Atlanta, GA 30309-3450  
Fax: (404) 682-7990  
Attention: Joseph B. Alexander, Jr., Esq.

Address of Bank:

50 West San Fernando Street, Suite 850  
San Jose, California 95113  
FAX: 408-200-7399  
Attn: Jon Krogstad

AVIDBANK

By: 

Print Name: JON KROGSTAD

Title: SVP

EXHIBIT A

Copyrights

Please Check Box if No Copyrights Exist

Title	Registration Number	Registration Date
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EXHIBIT B

Patents

Please Check Box if No Patents Exist

Title	Serial Number	Registration Number	Application Date	Registration Date	Status
Systems, methods and media for survey management	12/423,761	8,694,358	4/14/2009	4/8/2014	Issued
Systems, methods and media management for management of a survey response associated with a score	12/423,767	TBD	04/14/2009	TBD	Abandoned
Systems, methods and media for survey management	14/243,854	TBD	04/02/2014	TBD	Abandoned
Survey management systems and methods with natural language support	14/159,433	TBD	01/20/2014	TBD	Abandoned
Closed-loop distributed messaging system and method	14/035,825	TBD	09/24/2013	TBD	Abandoned
Closed-loop distributed messaging system and method	14/044,701	TBD	10/02/2013	TBD	Abandoned

## EXHIBIT C

## Trademarks

Please Check Box if No Trademarks Exist 

<u>Country</u>	<u>Mark</u>	<u>Serial Number</u>	<u>Reg. Number</u>	<u>Application Date</u>	<u>Reg. Date</u>	<u>Status</u>
US	VITAL INSIGHTS	85468883	4333572	11/9/2011	5/14/2013	Registered
EP	VITAL INSIGHTS	10659258	10659258	2/20/2012	10/3/2012	Registered
CA	FORESIGHT	1345600	TMA764999	4/30/2007	4/26/2010	Registered
CA	REAL- TIME ACTIONABLE INTELLIGENCE	1499902	TMA805769	10/15/2010	8/31/2011	Registered
CA	HINDSIGHT	1345601	TMA765000	4/30/2007	4/26/2010	Registered
CA	VITAL INSIGHTS	1546463	TMA834480	10/4/2011	10/17/2012	Registered
CA	VITAL INSIGHT GROUP	1341552	TMA715087	3/30/2007	5/23/2008	Registered