

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM404839

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sage Automotive Interiors, Inc.		11/08/2016	Corporation: SOUTH CAROLINA
RECEIVING PARTY DATA			
Name:	UBS AG, Stamford Branch		
Street Address:	600 Washington Boulevard		
City:	Stamford		
State/Country:	CONNECTICUT		
Postal Code:	06901		
Entity Type:	Banking Corporation: SWITZERLAND		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Registration Number:	3874538	SAGE AUTOMOTIVE INTERIORS	
Registration Number:	3858094	SAGE AUTOMOTIVE INTERIORS	
Registration Number:	2641092	FXC	
Registration Number:	2750289	FXC	
Registration Number:	2286372	MFLEX	
Registration Number:	3277697	NO STAINS. NO SMELLS. NO WORRIES.	
Registration Number:	2104460	PREFERRED SUEDE	
Registration Number:	3030479	YES ESSENTIALS	
Registration Number:	3989726	YES ESSENTIALS	
Registration Number:	4765244	YES ESSENTIALS	
Serial Number:	87192471	SAGE GLOBAL AUTOMOTIVE	
Serial Number:	86879321	DINAMICA	
Registration Number:	4917345	SAGE ECHELON	
Registration Number:	4953815	EPIC	
Registration Number:	4925163	SAGE ECHELON	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

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using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 2028357500
Email: dcip@milbank.com
Correspondent Name: Javier J. Ramos
Address Line 1: 1850 K St. NW, Suite 1100
Address Line 2: Milbank, Tweed, Hadley & McCloy LLP
Address Line 4: Washington, D.C. 20006

ATTORNEY DOCKET NUMBER:	27181.11001
NAME OF SUBMITTER:	Javier J. Ramos
SIGNATURE:	/Javier J. Ramos/
DATE SIGNED:	11/08/2016

Total Attachments: 4

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GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

November 8, 2016

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Sage Automotive Interiors, Inc., a South Carolina corporation (the “Grantor”), hereby grants to UBS AG, STAMFORD BRANCH, with offices at 600 Washington Boulevard, Stamford, Connecticut 06901 (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (except any intent-to-use applications for trademark registrations for which a statement of use has not yet been filed) set forth on Schedule A attached hereto (the “Marks”), (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, (iv) all income, fees, royalties, damages, claims and payments now or hereafter due and/or payable thereunder and with respect thereto including, without limitation, damages and payments for past, present or future infringements thereof, (v) any and all rights corresponding thereto throughout the world, and (vi) any and all rights to sue for past, present or future infringements thereof.

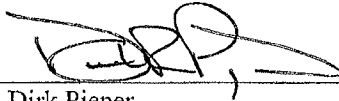
THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement by, among Grantor, Grantee, Sage Automotive Holdings, Inc., a Delaware corporation, as Holdings and a Guarantor, and the other Guarantors parties thereto, dated as of the date hereof (as amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Signature Pages Follow]

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

GRANTOR:

SAGE AUTOMOTIVE INTERIORS, INC.

By: 
Name: Dirk Pieper
Title: Chief Executive Officer


[Signature Page to Trademark Security Agreement]

TRADEMARK
REEL: 005917 FRAME: 0573

GRANTEE:

UBS AG, STAMFORD BRANCH

By: 
Name: Houssem Daly
Title: Associate Director

By: 
Name: Kenneth Chin
Title: Director

[Signature Page to Trademark Security Agreement] *

TRADEMARK
REEL: 005917 FRAME: 0574

SCHEDULE A

MARK	COUNTRY	APP. NO.	APP. DATE	REG. NO.	REG. DATE
Sage Automotive Interiors	US	77/791,975	7/29/2009	3,874,538	11/9/2010
Sage Automotive Interiors (and Design)	US	77/833,819	9/24/2009	3,858,094	10/5/2010
FXC	US	78/058,969	4/18/2001	2,641,092	10/22/2002
FXC (and Design)	US	78/114,552	3/13/2002	2,750,289	8/12/2003
Mflex	US	75/383,246	11/3/1997	2,286,372	10/12/1999
No stains, no smells, no worries	US	78/779,526	12/22/2005	3,277,697	08/07/2007
Preferred Suede	US	75/181,518	10/15/1996	2,104,460	10/7/1997
Yes Essentials	US	78/390,038	3/24/2004	3,030,479	12/13/2005
Yes Essentials (and Design)	US	85/188,228	12/1/2010	3,989,726	7/5/2011
Yes Essentials	US	86/115,554	11/11/2013	4,765,244	06/30/2015
Sage Global Automotive	US	87/192471	10/04/2016		
Dinamica	US	86/879321	01/19/2016		
Sage Echelon	US	85/501267	01/12/2015	4,917,345	03/15/2016
Epic	US	86/501055	01/12/2015	4,953,815	05/10/2016
Sage Echelon	US	86/501019	01/12/2015	4,925,163	01/12/2016