

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM404979

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
EMERALD INTERMEDIATE, INC.		10/21/2016	Corporation: DELAWARE
EMERALD BIDCO, INC.		10/21/2016	Corporation: DELAWARE
PRESS GANEY HOLDINGS, INC.		10/21/2016	Corporation: DELAWARE
PRESS GANEY ASSOCIATES, INC.		10/21/2016	Corporation: INDIANA
ON THE SPOT SYSTEMS, INC.		10/21/2016	Corporation: DELAWARE
HEALTHCARE PERFORMANCE IMPROVEMENTS, LLC		10/21/2016	Limited Liability Company: VIRGINIA
AVATAR INTERNATIONAL LLC		10/21/2016	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Credit Suisse AG, Cayman Islands Branch, as Agent
Street Address:	11 Madison Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10010
Entity Type:	BANK: SWITZERLAND

PROPERTY NUMBERS Total: 87

Property Type	Number	Word Mark
Registration Number:	3356012	
Registration Number:	3470332	ACTIONPRO
Registration Number:	3989476	AVAILABLE GUEST TIME
Registration Number:	4470326	BEACON OF EXCELLENCE AWARD
Registration Number:	3277843	BEST IN CLASS
Registration Number:	3519932	NDNQI AWARD FOR OUTSTANDING NURSING QUAL
Registration Number:	4119863	BRAND POSITION ANALYSIS
Registration Number:	4116508	CARDIAC CATH LAB OPTIMIZER
Registration Number:	4252664	CLINICAL PERFORMER

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4153387	CLINICAL PERFORMER OPTIMIZER
Registration Number:	4470320	COMMITMENT TO EXCELLENCE AWARD
Registration Number:	4915424	COMPASSIONATE CONNECTED CARE
Registration Number:	4130025	COST REPORT SCHEDULES
Registration Number:	4116506	CUSTOM COST REPORTS
Registration Number:	3215070	DATA ADVANTAGE
Registration Number:	4116509	EMERGENCY DEPARTMENT OPTIMIZER
Registration Number:	4015412	EMPLOYEE ENGAGEMENT EMPORIUM
Registration Number:	4153331	EMPLOYEE PARTNER
Registration Number:	4220753	EMPLOYEE PARTNER OPTIMIZER
Registration Number:	2681835	FIRST PERSON
Registration Number:	4201164	FOCUS GROUP OPTIMIZER
Registration Number:	4116507	GOAL & BARRIER OPTIMIZER
Registration Number:	4470325	GUARDIAN OF EXCELLENCE AWARD
Registration Number:	3649579	HOT COMMENTS
Registration Number:	2957916	HR SOLUTIONS INTERNATIONAL
Registration Number:	4620824	IMPROVINGCARE
Registration Number:	2505910	INFOEDGE
Registration Number:	2570703	INFOTURN
Registration Number:	4661954	INSTITUTE FOR INNOVATION
Registration Number:	4862034	INSTITUTE FOR INNOVATION
Registration Number:	4795310	INTELLIGENT PATIENT SURVEYS
Registration Number:	4937166	LISTEN-LEARN-LEAD
Registration Number:	3653030	MAGNETIC CULTURE
Registration Number:	3924141	MAKE ENGAGEMENT HAPPEN
Registration Number:	3401607	NATIONAL DATABASE OF NURSING QUALITY IND
Registration Number:	2804641	NDNQI
Registration Number:	3637013	ONLINE ACTION PLANNING
Registration Number:	3989478	ON-SITE INSIGHTS
Registration Number:	4116510	OPERATING ROOM OPTIMIZER
Registration Number:	4153386	OPPORTUNITY ASSESSMENT OPTIMIZER
Registration Number:	4130026	OUTPATIENT REPORTS
Registration Number:	4173207	PATIENT EXPERIENCE OPTIMIZER
Registration Number:	4153388	PATIENTFLOW OPTIMIZER
Registration Number:	3730973	PERSONAL EMPLOYEE ENGAGEMENT REPORT (PEE
Registration Number:	4116511	PHYSICIAN PARTNER OPTIMIZER
Registration Number:	4153342	PHYSICIAN PARTNER
Registration Number:	4021466	PRESS GANEY

Property Type	Number	Word Mark
Registration Number:	2228347	PRESS GANEY
Registration Number:	4300018	PRESS GANEY CLINICAL PERFORMANCE SUITE
Registration Number:	4248784	PRESS GANEY IMPROVEMENT PORTAL
Registration Number:	4248774	PRESS GANEY OPERATIONAL PERFORMANCE SUIT
Registration Number:	4150758	PRESS GANEY OUTCOMES DRIVEN. PERFORMANCE
Registration Number:	3772658	PRESS GANEY PARTNERS
Registration Number:	4220740	PRESS GANEY PARTNERSHIP PERFORMANCE SUIT
Registration Number:	4153384	PRESS GANEY PERFORMANCE CONSULTING SUITE
Registration Number:	4266633	PRESS GANEY PERFORMANCE SOLUTIONS
Registration Number:	4220748	PRESS GANEY SATISFACTION PERFORMANCE SUI
Registration Number:	4157127	PRESS GANEY STRATEGIC PLANNING & MARKETI
Registration Number:	4153372	PROVIDER PARTNER
Registration Number:	2125539	QI
Registration Number:	3329432	QI
Registration Number:	3329431	QUALITY INDICATOR PROJECT
Registration Number:	4270686	QUALITY PERFORMER
Registration Number:	4142418	ROE: RETURN ON ENGAGEMENT
Registration Number:	3635047	ROADMAP TO EMPLOYEE ENGAGEMENT
Registration Number:	4248773	SAFETY PERFORMER
Registration Number:	4303637	SECRET SHOPPER OPTIMIZER
Registration Number:	3126796	SOLUTIONS STARTER
Registration Number:	3439221	SOLUTIONS STARTERS
Registration Number:	3348013	SUCCESS STORY AWARD
Registration Number:	3348001	SUMMIT AWARD
Registration Number:	2856880	SWEET 16
Registration Number:	4153383	THE DAY OF THE WEEK REPORT
Registration Number:	4244543	THE EXECUTIVE ADVANTAGE REPORT
Registration Number:	4123286	THE FINANCIAL PROFILES REPORT
Registration Number:	4153371	THE HOSPITAL INDICATOR REPORT
Registration Number:	4184525	THE HOSPITAL PERFORMANCE REPORT
Registration Number:	4184524	THE HOSPITAL TREND REPORT
Registration Number:	4262736	THE TOP 20 REPORTS
Registration Number:	3243870	TURNING DATA INTO ACTION
Registration Number:	4153385	VALUE-BASED PURCHASING OPTIMIZER
Registration Number:	3491919	HPI
Registration Number:	4890332	NDNQI A PRESS GANEY SOLUTION
Registration Number:	3854154	SEC SAFETY EVENT CLASSIFICATION
Registration Number:	3854155	SGI SAFETY GOVERNANCE INDEX

Property Type	Number	Word Mark
Registration Number:	3854156	SSER SERIOUS SAFETY EVENT RATE
Registration Number:	4140513	ZERO EVENTS OF HARM

CORRESPONDENCE DATA

Fax Number: 8668265420

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.

Phone: 301-638-0511

Email: ipresearchplus@comcast.net

Correspondent Name: IP Research Plus, Inc.

Address Line 1: 21 Tadcaster Circle

Address Line 2: attn: Penelope J.A. Agodoa

Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER: crs1-41455

NAME OF SUBMITTER: Penelope J.A. Agodoa

SIGNATURE: /pja/

DATE SIGNED: 11/08/2016

Total Attachments: 11
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SECOND LIEN TRADEMARK SECURITY AGREEMENT

SECOND LIEN TRADEMARK SECURITY AGREEMENT dated as of October 21, 2016 (this "Agreement"), by and among Emerald Intermediate, Inc. ("Holdings"), Emerald Bidco, Inc. ("Merger Sub", which on the Closing Date was merged (the "Target Merger") with and into Press Ganey Holdings, Inc. with Press Ganey Holdings, Inc. surviving the Target Merger as the "Borrower"), the Subsidiary Parties (as defined in the Security Agreement referred to below) from time to time party hereto (the foregoing, each a "Grantor") and Citibank, N.A. in its capacity as administrative agent and collateral agent (in such capacities, the "Administrative Agent").

WHEREAS, reference is made to (a) the Second Lien Credit Agreement dated as of October 21, 2016 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among Holdings, Merger Sub (which on the Closing Date, was merged with and into the Borrower), the lenders from time to time party thereto and the Administrative Agent, and (b) the Second Lien Pledge and Security Agreement dated as of October 21, 2016 (the "Security Agreement"), by and among the Borrower, Merger Sub, Holdings, the Subsidiary Parties from time to time party thereto and the Administrative Agent;

WHEREAS, the Lenders have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement; and

WHEREAS, each Grantor is willing to execute and deliver this Agreement in as consideration for such extensions of credit.

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is hereby acknowledged, 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 the Credit Agreement, as applicable.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Secured Obligations, each Grantor hereby grants to the Administrative Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest (the "Security Interest") in all of such Grantor's right, title and interest in, to and under any Trademarks now owned or at any time hereafter acquired by such Grantor, including those listed on Schedule I (the "Collateral").

SECTION 3. Security Agreement. The Security Interest granted to the Administrative Agent herein is granted in furtherance, and not in limitation, of the security interests granted to the Administrative Agent pursuant to the Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the 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.

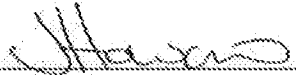
SECTION 4. Counterparts. This Agreement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original but all of which when taken together shall constitute a single contract. Delivery of an executed signature page to this Agreement by facsimile or other electronic transmission shall be effective as delivery of a manually signed counterpart of this Agreement.

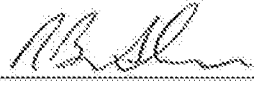
SECTION 5. CHOICE OF LAW. THIS SECURITY AGREEMENT AND ANY CLAIM, CONTROVERSY OR DISPUTE ARISING UNDER OR RELATED TO THIS SECURITY AGREEMENT, WHETHER IN TORT, CONTRACT (AT LAW OR IN EQUITY) OR OTHERWISE, SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW 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.


EMERALD INTERMEDIATE, INC.

By: 
Name: Jason Howard
Title: President

By: 
Name: Robert Bradburn
Title: Vice President and Secretary

EMERALD BIDCO, INC.

By: 
Name: Jason Howard
Title: President

By: 
Name: Robert Bradburn
Title: Vice President and Secretary

PRESS GANEY HOLDINGS, INC.,

By: _____
Name: Devin J. Anderson
Title: General Counsel and Corporate Secretary

PRESS GANEY ASSOCIATES, INC.

By: _____
Name: Devin J. Anderson
Title: General Counsel and Corporate Secretary

ON THE SPOT SYSTEMS, INC.

By: _____
Name: Devin J. Anderson
Title: General Counsel and Corporate Secretary

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

EMERALD INTERMEDIATE, INC.

By: _____
Name: Jason Howard
Title: President

EMERALD BIDCO, INC.

By: _____
Name: Jason Howard
Title: President

PRESS GANEY HOLDINGS, INC.,

By: _____
Name: Devin J. Anderson
Title: General Counsel and Corporate Secretary

PRESS GANEY ASSOCIATES, INC.

By: _____
Name: Devin J. Anderson
Title: General Counsel and Corporate Secretary

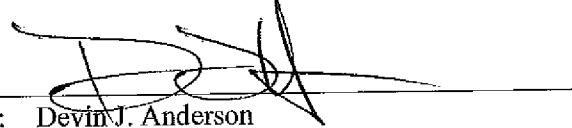
ON THE SPOT SYSTEMS, INC.

By: _____
Name: Devin J. Anderson
Title: Secretary

HEALTHCARE PERFORMANCE IMPROVEMENT,
LLC

By: _____
Name: Devin J. Anderson
Title: Secretary

AVATAR INTERNATIONAL LLC

By: 
Name: Devin J. Anderson
Title: Vice President and Secretary

CITIBANK, N.A.,
as Administrative Agent

By: 

Name: **Michael Tortora**
Title: **Director & Vice President**



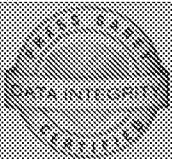
SCHEDULE I


TRADEMARKS

REGISTERED OWNER	REGISTRATION NUMBER AND DATE	TRADEMARK
Press Ganey Associates, Inc.	3,356,012 18-Dec-2007	(Device Only)
Avatar International, LLC	3,470,332 22-Jul-2008	ACTIONPRO
On the Spot Systems, Inc.	3,989,476 05-Jul-2011	AVAILABLE GUEST TIME
Avatar International, LLC	NA	AVATAR 20/20 SURVEY
Press Ganey Associates, Inc.	4,470,326 21-Jan-2014	BEACON OF EXCELLENCE AWARD
Avatar International, LLC	3,277,843 07-Aug-2007	BEST IN CLASS
Press Ganey Associates, Inc.	3,519,932 21-Oct-2008	NDNQI AWARD FOR OUTSTANDING NURSING QUALITY
Press Ganey Associates, Inc.	4,119,863 27-Mar-2012	BRAND POSITION ANALYSIS
Press Ganey Associates, Inc.	NA	C3 COMPASSIONATE CONNECTED CARE THE PATIENT CENTERED EXPERIENCE
Press Ganey Associates, Inc.	4,116,508 20-Mar-2012	CARDIAC CATH LAB OPTIMIZER
Press Ganey Associates, Inc.	4,252,664 04-Dec-2012	CLINICAL PERFORMER
Press Ganey Associates, Inc.	4,153,387 05-Jun-2012	CLINICAL PERFORMER OPTIMIZER
Press Ganey Associates, Inc.	4,470,320 21-Jan-2014	COMMITMENT TO EXCELLENCE AWARD
Press Ganey Associates, Inc.	4,915,424 08-Mar-2016	COMPASSIONATE CONNECTED CARE
Press Ganey Associates, Inc.	4,130,025 17-Apr-2012	COST REPORT SCHEDULES
Press Ganey Associates, Inc.	4,116,506 20-Mar-2012	CUSTOM COST REPORTS
Press Ganey Associates, Inc.	3,215,070 06-Mar-2007	DATA ADVANTAGE
Press Ganey Associates, Inc.	4,116,509 20-Mar-2012	EMERGENCY DEPARTMENT OPTIMIZER
Avatar International, LLC	4,015,412 23-Aug-2011	EMPLOYEE ENGAGEMENT EMPORIUM
Press Ganey Associates, Inc.	4,153,331 05-Jun-2012	EMPLOYEE PARTNER
Press Ganey Associates, Inc.	4,220,753 09-Oct-2012	EMPLOYEE PARTNER OPTIMIZER
Press Ganey Associates, Inc.	2681835	FIRST PERSON

REGISTERED OWNER	REGISTRATION NUMBER AND DATE	TRADEMARK
	28-Jan-2003	
Press Ganey Associates, Inc.	4,201,164 04-Sep-2012	FOCUS GROUP OPTIMIZER
Press Ganey Associates, Inc.	4,116,507 20-Mar-2012	GOAL & BARRIER OPTIMIZER
Press Ganey Associates, Inc.	4,470,325 21-Jan-2014	GUARDIAN OF EXCELLENCE AWARD
Press Ganey Associates, Inc.	3,649,579 07-Jul-2009	HOT COMMENTS
Avatar International, LLC	2,957,916 31-May-2005	HR SOLUTIONS INTERNATIONAL
Avatar International, LLC	4,620,824 14-Oct-2014	IMPROVINGCARE
Press Ganey Associates, Inc.	2,505,910 13-Nov-2001	INFOEDGE
Press Ganey Associates, Inc.	2,570,703 21-May-2002	INFOTURN
Press Ganey Associates, Inc.	4,661,954 30-Dec-2014	INSTITUTE FOR INNOVATION
Press Ganey Associates, Inc.	4,862,034 01-Dec-2015	INSTITUTE FOR INNOVATION
Avatar International, LLC	4,795,310 18-Aug-2015	INTELLIGENT PATIENT SURVEYS
Press Ganey Associates, Inc.	4,937,166 12-Apr-2016	LISTEN-LEARN-LEAD
Avatar International, LLC	3,653,030 14-Jul-2009	MAGNETIC CULTURE
Avatar International, LLC	3,924,141 22-Feb-2011	MAKE ENGAGEMENT HAPPEN
Press Ganey Associates, Inc.	3,401,607 25-Mar-2008	NATIONAL DATABASE OF NURSING QUALITY INDICATORS
Press Ganey Associates, Inc.	2,804,641 13-Jan-2004	NDNQI Logo
Press Ganey Associates, Inc.	3,637,013 09-Jun-2009	ONLINE ACTION PLANNING
On the Spot Systems, Inc.	3,989,478 05-Jul-2011	ON-SITE INSIGHTS
Press Ganey Associates, Inc.	4,116,510 20-Mar-2012	OPERATING ROOM OPTIMIZER
Press Ganey Associates, Inc.	4,153,386 05-Jun-2012	OPPORTUNITY ASSESSMENT OPTIMIZER
Press Ganey Associates, Inc.	4,130,026 17-Apr-2012	OUTPATIENT REPORTS
Press Ganey Associates, Inc.	4,173,207 10-Jul-2012	PATIENT EXPERIENCE OPTIMIZER
Press Ganey Associates, Inc.	4,153,388 05-Jun-2012	PATIENTFLOW OPTIMIZER
Avatar International, LLC	3,730,973 29-Dec-2009	PERSONAL EMPLOYEE ENGAGEMENT REPORT (PEER)
Press Ganey Associates, Inc.	4,116,511 20-Mar-2012	PHYSICIAN PARTNER OPTIMIZER

REGISTERED OWNER	REGISTRATION NUMBER AND DATE	TRADEMARK
Press Ganey Associates, Inc.	4,153,342 20-Mar-2012	PHYSICIAN PARTNER
Press Ganey Associates, Inc.	NA	PINNACLE OF EXCELLENCE AWARD
Press Ganey Associates, Inc.	4,021,466 06-Sep-2011	PRESS GANEY
Press Ganey Associates, Inc.	2,228,347 02-Mar-1999	PRESS GANEY
Press Ganey Associates, Inc.	4,300,018 12-Mar-2013	PRESS GANEY CLINICAL PERFORMANCE SUITE
Press Ganey Associates, Inc.	4,248,784 27-Nov-2012	PRESS GANEY IMPROVEMENT PORTAL
Press Ganey Associates, Inc.	4,248,774 27-Nov-2012	PRESS GANEY OPERATIONAL PERFORMANCE SUITE
Press Ganey Associates, Inc.	4,150,758 29-May-2012	PRESS GANEY OUTCOMES DRIVEN. PERFORMANCE STRONG
Press Ganey Associates, Inc.	3,772,658 06-Apr-2010	PRESS GANEY PARTNERS
Press Ganey Associates, Inc.	4,220,740 09-Oct-2012	PRESS GANEY PARTNERSHIP PERFORMANCE SUITE
Press Ganey Associates, Inc.	4,153,384 05-Jun-2012	PRESS GANEY PERFORMANCE CONSULTING SUITE
Press Ganey Associates, Inc.	4,266,633 01-Jan-2013	PRESS GANEY PERFORMANCE SOLUTIONS
Press Ganey Associates, Inc.	4,220,748 09-Oct-2012	PRESS GANEY SATISFACTION PERFORMANCE SUITE
Press Ganey Associates, Inc.	4,157,127 12-Jun-2012	PRESS GANEY STRATEGIC PLANNING & MARKETING PERFORMANCE SUITE
Press Ganey Associates, Inc.	4,153,372 05-Jun-2012	PROVIDER PARTNER
Press Ganey Associates, Inc.	2,125,539 30-Dec-1997	QI
Press Ganey Associates, Inc.	3,329,432 06-Nov-2007	QI
Press Ganey Associates, Inc.	3,329,431 06-Nov-2007	QUALITY INDICATOR PROJECT
Press Ganey Associates, Inc.	4,270,686 08-Jan-2013	QUALITY PERFORMER
Avatar International, LLC	4,142,418 15-May-2012	RETURN ON ENGAGEMENT
Avatar International, LLC	3,635,047 09-Jun-2009	ROADMAP TO EMPLOYEE ENGAGEMENT
Press Ganey Associates, Inc.	4,248,773 27-Nov-2012	SAFETY PERFORMER

REGISTERED OWNER	REGISTRATION NUMBER AND DATE	TRADEMARK
Press Ganey Associates, Inc.	4,303,637 19-Mar-2013	SECRET SHOPPER OPTIMIZER
Press Ganey Associates, Inc.	3,126,796 08-Aug-2006	SOLUTIONS STARTER
Press Ganey Associates, Inc.	3,439,221 03-Jun-2008	SOLUTIONS STARTERS
Press Ganey Associates, Inc.	3,348,013 04-Dec-2007	SUCCESS STORY AWARD
Press Ganey Associates, Inc.	3,348,001 04-Dec-2007	SUMMIT AWARD
Avatar International, LLC	2,856,880 22-Jun-2004	SWEET 16
Press Ganey Associates, Inc.	4,153,383 05-Jun-2012	THE DAY OF THE WEEK REPORT
Press Ganey Associates, Inc.	4,244,543 20-Nov-2012	THE EXECUTIVE ADVANTAGE REPORT
Press Ganey Associates, Inc.	4,123,286 03-Apr-2012	THE FINANCIAL PROFILES REPORT
Press Ganey Associates, Inc.	4,153,371 05-Jun-2012	THE HOSPITAL INDICATOR REPORT
Press Ganey Associates, Inc.	4,184,525 31-Jul-2012	THE HOSPITAL PERFORMANCE REPORT
Press Ganey Associates, Inc.	4,184,524 31-Jul-2012	THE HOSPITAL TREND REPORT
Press Ganey Associates, Inc.	4,262,736 18-Dec-2012	THE TOP 20 REPORTS
Avatar International, LLC	3,243,870 22-May-2007	TURNING DATA INTO ACTION
Press Ganey Associates, Inc.	4,153,385 05-Jun-2012	VALUE BASED PURCHASING OPTIMIZER
Healthcare Performance Improvement, LLC	3,491,919 26-Aug-2008	HPI and Triple Circle Design 
Press Ganey Associates, Inc.	4,890,332 19-Jan-2016	NDNQI A Press Ganey Solution and Design 
Press Ganey Associates, Inc.	NA	PRESS GANEY DATA INTEGRITY CERTIFIED & DESIGN 
Healthcare Performance Improvement, LLC	3,854,154 28-Sep-2010	SEC Safety Event Classification and Design

REGISTERED OWNER	REGISTRATION NUMBER AND DATE	TRADEMARK
		
Healthcare Performance Improvement, LLC	3,854,155 28-Sep-2010	SGI SAFETY GOVERNANCE INDEX 
Healthcare Performance Improvement, LLC	3,854,156 28-Sep-2010	SSER Serious Safety Event Rate and Design 
Healthcare Performance Improvement, LLC	4,140,513 08-May-2012	Zero Events of Harm (Stylized) 

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