

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM429350

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
RITCHIE BROS. AUCTIONEERS (CANADA) LTD.		05/31/2017	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT		
<b>Street Address:</b>	101 N. TRYON STREET		
<b>Internal Address:</b>	MAIL CODE: NC1-001-05-45		
<b>City:</b>	CHARLOTTE		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28255-0001		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 10</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5014860	AUCTIONS BY GOV	
<b>Registration Number:</b>	4398432	RITCHIE BROS.	
<b>Registration Number:</b>	4381258	EQUIPMENTONE	
<b>Registration Number:</b>	4366671	RB	
<b>Registration Number:</b>	4366062	EQUIPMENTONE	
<b>Registration Number:</b>	3657973	RB	
<b>Registration Number:</b>	2452408	RITCHIE BROS. AUCTIONEERS	
<b>Registration Number:</b>	2356693	LET'S TALK AUCTION	
<b>Registration Number:</b>	2338492	RB	
<b>Serial Number:</b>	86091672	ORANGE BOOK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9192868199		
<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>	919 286-8000		
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com, sandraday@mvalaw.com		
<b>Correspondent Name:</b>	MOORE & VAN ALLEN PLLC		

OP \$265.00 5014860

**Address Line 1:** 3015 CARRINGTON MILL BOULEVARD  
**Address Line 2:** SUITE 400  
**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

**ATTORNEY DOCKET NUMBER:** 017625-5023

**NAME OF SUBMITTER:** John Slaughter

**SIGNATURE:** /john slaughter/

**DATE SIGNED:** 05/31/2017

**Total Attachments: 4**

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 31, 2017 (as the same may be amended, amended and restated, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in any and all right, title and interest of such Obligor in and to the trademarks and trademark applications shown below to the Administrative Agent for the benefit of the holders of the Secured Obligations:

U.S. REGISTERED TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

U.S. TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
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See Schedule 1 attached hereto

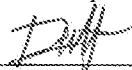
[signature page follows]

This Notice is given in conjunction with and pursuant to the Agreement, and the Obligors hereby acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the security interest in the trademarks and trademark applications set forth above are set forth in the Agreement. In the event that any provision of this Notice is deemed to conflict with the Agreement, the provisions of the Agreement shall govern.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

RITCHIE BROS. AUCTIONEERS (CANADA) LTD.,  
a Canadian corporation

By:  .....

Name: Darren Watt

Title: Secretary

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: Marc E. Wong  
Name: Marc E. Wong  
Title: Vice President

**Schedule 1**

**Ritchie Bros. Auctioneers (Canada) Ltd.  
(Canada Corporation)**

**U.S. Trademarks**

**Trademark Registrations**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
AUCTIONS BY GOV	5014860	08/02/16
RITCHIE BROS.	4398432	09/10/13
EQUIPMENTONE and Design	4381258	08/06/13
RB (Stylized)	4366671	07/16/13
EQUIPMENTONE	4366062	07/09/13
RB (Stylized)	3657973	07/21/09
RITCHIE BROS. AUCTIONEERS	2452408	05/22/01
LET'S TALK AUCTION	2356693	06/13/00
RB (Stylized)	2338492	04/04/00

**Trademark Application**

<b>Mark</b>	<b>Appl. No.</b>	<b>Filing Date</b>
ORANGE BOOK	86091672	10/15/13