

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM434645

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	04/27/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
IHS Global Canada Limited		07/11/2017	Corporation: CANADA
Diamondback Acquisition, Inc.		07/11/2017	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Sphera Solutions, Inc.
Street Address:	130 E. Randolph St., Suite 1900
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60601
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	3905156	ACE
Registration Number:	2460737	ATRION
Registration Number:	2170743	CHEMMATE
Registration Number:	2313540	
Registration Number:	0000400	
Registration Number:	3862571	ATRION

CORRESPONDENCE DATA

Fax Number:

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: 3123323033
 Email: trademarks@davismcgrath.com
 Correspondent Name: William T. McGrath
 Address Line 1: 125 S WACKER DR STE 1380
 Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER:	William T. McGrath
SIGNATURE:	/William T. McGrath/

OP \$165.00 3905156

DATE SIGNED:

07/11/2017

Total Attachments: 4

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CONFIRMATORY ASSIGNMENT OF TRADEMARKS

This Confirmatory Assignment of Trademarks is made as of July 11, 2017, by and between IHS Global Canada Limited., a corporation existing under the laws of the Province of Alberta, Canada (“Seller”) and Sphera Solutions, Inc., a Delaware corporation (“Company”).

Whereas, Seller and Diamondback Acquisition, Inc. (“Diamondback”) entered into that certain Asset Purchase Agreement dated April 27, 2016, (the “APA”) pursuant to which Seller conveyed to Diamondback all of its right, title and interest in and to its Operational Excellence and Operational Risk Management divisions, (“Business”);

Whereas, as part of Seller’s conveyance of all of its right, title and interest in and to the trademarks owned by Seller and affiliated with the Business, shown on Schedule A, and the goodwill of the business in connection therewith (the “Trademarks”);

Whereas, pursuant to Transfer Pricing Key Schedules dated June 3, 2016, Diamondback conveyed all right, title and interest in and to all intellectual property to OERM Software, Inc. (“OERM”);

Whereas, pursuant to the State of Delaware Certificate of Amendment of Certificate of Incorporation, dated June 21, 2016, OERM changed its name to Sphera Solutions, Inc.; and

Whereas, Seller and Sphera wish to clarify that Schedule A lists the transferred Trademarks in and to which all right, title and interest were effectively and irrevocably transferred from Seller to Diamondback, Seller and Sphera agree as follows:

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, the Parties agree as follows:

1. All capitalized terms not defined herein shall have the meaning set forth in the APA. To the extent of any conflict between the terms of this Confirmatory Assignment of Trademarks and the APA, the terms of the APA will prevail and control.
2. Seller hereby agrees and acknowledges that all of its right, title and interest in the Trademarks was transferred to Diamondback pursuant to the APA. Seller hereby agrees and acknowledges that Schedule A lists the transferred Trademarks. Seller further agrees and acknowledges that neither it, nor any of its affiliates, hold any right, title or interest in or to the Trademarks or any other intellectual property rights relating to the Business.
3. Seller agrees to execute such additional documents as Sphera reasonably requests to register and otherwise give full effect to the rights of Sphera under this Confirmatory Assignment of Trademarks in and to the Trademarks worldwide, including all documents necessary to record in the name of Sphera the assignment of the Trademarks with the United States Patent and Trademark Office and trademark offices in other jurisdictions.

[Signatures Follow]

In witness whereof, the parties have caused this Confirmatory Assignment of Trademarks to be executed by their duly authorized representatives as of the date written above.

IHS Global Canada Limited

By: [Signature]
Name: BLAINE PENNY
Title: VP - GLOBAL CUSTOMER SOLUTIONS

Diamondback Acquisition, Inc.

By: _____
Name:
Title:

Sphera Solutions, Inc.

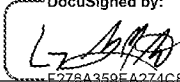
By: _____
Name:
Title:

In witness whereof, the parties have caused this Confirmatory Assignment of Trademarks to be executed by their duly authorized representatives as of the date written above.

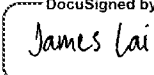
IHS Global Canada Limited

By: _____
Name:
Title:

Diamondback Acquisition, Inc.

DocuSigned by:

By: _____
Name: Geoff Miller
Title: senior Associate

Sphera Solutions, Inc.

DocuSigned by:

By: _____
Name: James Lai
Title: vice President - Legal

TRADEMARK SCHEDULE

Trademark	Country	Registration No.
ACE	United States	77/787,948
ATRION	United States	77/742,144
ATRION & design	United States	75/551,690
CHEMMATE	United States	75/155,052
Misc. design	United States	75/537,034
REGDBONLINE	United States	77/885,793