

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM437265

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CareerBuilder, LLC		07/31/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Credit Suisse AG, Cayman Islands Branch, as Collateral Agent		
Street Address:	Eleven Madison Avenue, 9th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	Bank: UNITED STATES		
PROPERTY NUMBERS Total: 25			
Property Type	Number	Word Mark	
Registration Number:	5071757	C CAREERBUILDER	
Registration Number:	5071758	C	
Registration Number:	2082443	CAREERBUILDER	
Registration Number:	2823227	CAREERBUILDER.COM	
Registration Number:	2862544	CAREERBUILDER.COM	
Registration Number:	3940560	CAREERMERCIAL	
Registration Number:	1636277	CAREERPATH	
Registration Number:	3801072	CAREERROOKIE	
Registration Number:	4229208	EMPOWERING EMPLOYMENT	
Registration Number:	4028008	GREAT PEOPLE KNOW GREAT PEOPLE	
Registration Number:	3901779	JOBSONTHEMENU.COM	
Registration Number:	3963374	MIRACLEWORKERS	
Registration Number:	4408406	MONEYBALL	
Registration Number:	4119338	MONK-E-MAIL	
Registration Number:	4039797	MONK-E-MAKER	
Registration Number:	3998451	PERSONIFIED	
Registration Number:	4517871	RESUMEHERO	
Registration Number:	4517872	RÉSUMÉHERO	
Serial Number:	86904006	RIGHTSKILL	
TRADEMARK			

OP \$640.00 5071757

Property Type	Number	Word Mark
Registration Number:	3037914	SOLOGIG
Registration Number:	3113804	SOLOGIG.COM
Registration Number:	4395832	SOLOGIG.COM
Registration Number:	5077488	TALENTSTREAM
Registration Number:	5213645	TALENTSTREAM RECRUIT
Serial Number:	87211230	TALENTSTREAM ENGAGE

CORRESPONDENCE DATA

Fax Number: 8009144240
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: 800-713-0755
Email: Michael.Violet@wolterskluwer.com
Correspondent Name: Michael Violet
Address Line 1: 4400 Easton Commons Way
Address Line 2: Suite 125
Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:	Elaine Carrera
SIGNATURE:	/Elaine Carrera/
DATE SIGNED:	07/31/2017

Total Attachments: 9
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page1.tif
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page2.tif
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page3.tif
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page4.tif
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page5.tif
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page6.tif
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page7.tif
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page8.tif
source=12. Notice of Grant of Security Interest in Trademarks (CareerBuilder, LLC)#page9.tif

Notice of Grant of Security Interest in Trademarks

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS, dated as of July 31, 2017 (this “Notice”), made by CareerBuilder, LLC, a Delaware limited liability company (the “Pledgor”), in favor of CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent (as defined below).

Reference is made to the Collateral Agreement (First Lien), dated as of July 31, 2017 (as amended, restated, supplemented or otherwise modified from time to time, the “Collateral Agreement”), among CareerBuilder, LLC (the “Borrower”), each subsidiary of the Borrower identified therein and Credit Suisse AG, Cayman Islands Branch, as collateral agent (together with its successors and assigns in such capacity, the “Collateral Agent”) for the Secured Parties (as defined therein). The parties hereto agree as follows:

SECTION 1. *Terms.* Capitalized terms used in this Notice and not otherwise defined herein have the meanings specified in the Collateral Agreement. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Notice.

SECTION 2. *Grant of Security Interest.* As security for the payment and performance, as applicable, in full of the Secured Obligations, the Pledgor pursuant to the Collateral Agreement did, and hereby does, assign and pledge to the Collateral Agent, its successors and permitted assigns, for the benefit of the Secured Parties, a continuing security interest in all of such Pledgor’s right, title and interest in, to and under any and all of the following assets now owned or at any time hereafter acquired by such Pledgor or in which such Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, but excluding any Excluded Property, the “Trademark Collateral”) all Trademarks, including those listed on Schedule I; provided, however, that the foregoing pledge, assignment and grant of security interest will not cover any “intent-to-use” applications for trademark or service mark registrations filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. §1051, unless and until an Amendment to Allege Use or a Statement of Use under Section 1(c) or 1(d) of the Lanham Act has been filed, to the extent, if any, that any assignment of an “intent-to-use” application prior to such filing would violate the Lanham Act.

SECTION 3. *Collateral Agreement.* The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. Each Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Collateral 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 Notice and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

SECTION 4. *Counterparts*. This Notice may be executed in two or more counterparts, each of which shall constitute an original but all of which when taken together shall constitute but one contract. Delivery of an executed counterpart to this Notice by facsimile or other electronic transmission shall be as effective as delivery of a manually signed original.

SECTION 5. *Governing Law*. THIS NOTICE AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS NOTICE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS NOTICE SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK, WITHOUT REGARD TO ANY PRINCIPLE OF CONFLICTS OF LAW THAT COULD REQUIRE THE APPLICATION OF ANY OTHER LAW.

[Signature Pages Follow]

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

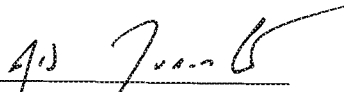
CAREERBUILDER, LLC

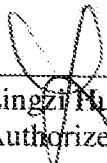
By: Kevin Knapp
Name: Kevin Knapp
Title: Chief Operating and Finance
Officer

[Signature Page to Notice of Grant of Security Interest in Trademarks (First Lien)]

TRADEMARK
REEL: 006118 FRAME: 0445

CREDIT SUISSE AG, CAYMAN
ISLANDS BRANCH,
as Collateral Agent,

By: 
Name: John Toronto
Title: Authorized Signatory

By: 
Name: Lingzi Huang
Title: Authorized Signatory

[Signature Page to Notice of Grant of Security Interest in Trademarks (First Lien)]

TRADEMARK
REEL: 006118 FRAME: 0446

Schedule I
to Notice of Grant of Security Interest (First Lien) in Trademarks

Trademarks Owned by CareerBuilder, LLC

U.S. Trademark Registrations

Trademark	Owner	Application Number	Application Date	Registration Number	Registration Date	Status	Class(es)
C CAREERBUILDER & Design	CareerBuilder, LLC	86887039	26-Jan-2016	5071757	01-Nov-2016	Registered	09 INT., 35 INT., 38 INT., 42 INT.
C (Logo)	CareerBuilder, LLC	86887041	26-Jan-2016	5071758	01-Nov-2016	Registered	09 INT., 35 INT., 38 INT., 42 INT.
CAREERBUILDER	CareerBuilder, LLC	75068256	27-Feb-1996	2082443	22-Jul-1997	Registered	42 INT.
CAREERBUILDER.COM	CareerBuilder, LLC	78190455	02-Dec-2002	2823227	16-Mar-2004	Registered	35 INT.
CAREERBUILDER.COM (stylized)	CareerBuilder, LLC	78190446	02-Dec-2002	2862544	13-Jul-2004	Registered	35 INT.
CAREERMERCIAL	CareerBuilder, LLC	85098758	03-Aug-2010	3940560	05-Apr-2011	Registered	35 INT.

Trademark	Owner	Application Number	Application Date	Registration Number	Registration Date	Status	Class(es)
CAREERPATH	CareerBuilder, LLC	74006208	30-Nov-1989	1636277	26-Feb-1991	Registered	35 INT.
CAREERROOKIE	CareerBuilder, LLC	77792326	29-Jul-2009	3801072	08-Jun-2010	Registered	35 INT.
EMPOWERING EMPLOYMENT	CareerBuilder, LLC	85534426	06-Feb-2012	4229208	23-Oct-2012	Registered	35 INT.
GREAT PEOPLE KNOW GREAT PEOPLE	CareerBuilder, LLC	85163320	28-Oct-2010	4028008	20-Sep-2011	Registered	35 INT., 42 INT.
JOBSONTHEMENU.COM	CareerBuilder, LLC	77869521	10-Nov-2009	3901779	04-Jan-2011	Registered	35 INT.
MIRACLEWORKERS	CareerBuilder, LLC	85011977	12-Apr-2010	3963374	17-May-2011	Registered	35 INT.
MONEYBALL	CareerBuilder, LLC	85719985	04-Sep-2012	4408406	24-Sep-2013	Registered	09 INT.
MONK-E-MAIL	CareerBuilder, LLC	85183166	23-Nov-2010	4119338	27-Mar-2012	Registered	35 INT., 38 INT.

Trademark	Owner	Application Number	Application Date	Registration Number	Registration Date	Status	Class(es)
MONK-E-MAKER	CareerBuilder, LLC	85197452	14-Dec-2010	4039797	11-Oct-2011	Registered	35 INT., 38 INT.
PERSONIFIED	CareerBuilder, LLC	77355623	19-Dec-2007	3998451	19-Jul-2011	Registered	35 INT.
RESUMEHERO	CareerBuilder, LLC	86110988	05-Nov-2013	4517871	22-Apr-2014	Registered	35 INT.
RESUMEHERO (& design)	CareerBuilder, LLC	86110996	05-Nov-2013	4517872	22-Apr-2014	Registered	35 INT.
RIGHTSKILL	CareerBuilder, LLC and Capella Education Company	86904006	10-Feb-2016	N/A	N/A	Published	35, 41 INT.
SOLOGIG	CareerBuilder, LLC	78506961	27-Oct-2004	3037914	03-Jan-2006	Registered	35 INT.
SOLOGIG.COM	CareerBuilder, LLC	78506966	27-Oct-2004	3113804	11-Jul-2006	Registered	35 INT.
SOLOGIG.COM (& design)	CareerBuilder, LLC	85832154	25-Jan-2013	4395832	03-Sep-2013	Registered	35 INT.

Trademark	Owner	Application Number	Application Date	Registration Number	Registration Date	Status	Class(es)
TALENTSTREAM	CareerBuilder, LLC	86959824	31-Mar-2016	5077488	08-Nov-2016	Registered	35 INT.
TALENTSTREAM RECRUIT	CareerBuilder, LLC	87211235	21-Oct-2016	5213645	30-May-2017	Registered	35 INT., 38 INT., 42 INT.

U.S. Trademark Applications

Trademark	Owner	Application Number	Application Date	Registration Number	Registration Date	Status	Class(es)
TALENTSTREAM ENGAGE	CareerBuilder, LLC	87211230	21-Oct-16	N/A	N/A	Pending	36 INT., 38 INT., 42 INT.