

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM464624

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TURTLE BEACH CORPORATION		03/05/2018	Corporation: NEVADA
RECEIVING PARTY DATA			
Name:	CRYSTAL FINANCIAL LLC, as Agent		
Street Address:	Two International Place, 17th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4419218	HYPER SOUND	
Registration Number:	4194247	HYPER SONIC	
Registration Number:	2444637	HSS	
Registration Number:	5087507	HYPER SOUND CLEAR	
Registration Number:	5087557	HYPER FIT	
Serial Number:	86625684	HYPER SOUND CLEAR	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Phone:	6173417729		
Email:	katarzyna.gaysunas@morganlewis.com		
Correspondent Name:	Katarzyna Gaysunas		
Address Line 1:	1 Federal Street		
Address Line 2:	c/o Morgan, Lewis & Bockius LLP		
Address Line 4:	Boston, MASSACHUSETTS 02472		
NAME OF SUBMITTER:	Katarzyna Gaysunas		
SIGNATURE:	/Katarzyna Gaysunas/		
DATE SIGNED:	03/06/2018		

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Total Attachments: 11

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**AMENDED AND RESTATED MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

March 5, 2018


TURTLE BEACH CORPORATION, a Nevada corporation, formerly known as Parametric Sound Corporation, whose address is 11011 Via Frontera, Suite A, San Diego, CA 92127 (“Debtor”) hereby acknowledges that it has granted to **CRYSTAL FINANCIAL LLC**, as Agent (as defined in the Agreement referred to below) whose address is Two International Place, 17th Floor, Boston, MA, 02110 (the “Secured Party”), a security interest in and to all of the Debtor’s right, title and interest in and to all Intellectual Property (as defined in the Agreement referred to below) except for (i) any “intent to use” trademark or service mark applications for which a statement of use or amendment to allege use has not been filed and accepted by the United States Patent and Trademark Office (but only until such statement of use or amendment to allege use is filed and accepted by the United States Patent and Trademark Office) and (ii) any Excluded Asset (as defined in the Agreement referred to below), including, without limitation: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the “Trademarks”), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the “Patents”); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the “Copyrights”), to which such Trademarks, Patents and Copyrights are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Amended and Restated Term Loan, Guaranty and Security Agreement dated as of March 5, 2018 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Agreement,” terms used herein but otherwise not defined herein shall have the meanings ascribed to such terms in the Agreement) among Debtor, **VOYETRA TURTLE BEACH, INC.**, a Delaware corporation (“Voyetra”; and together with Debtor, individually “US Borrower,” and individually and collectively, jointly and severally, “US Borrowers”), **TURTLE BEACH EUROPE LIMITED**, a company limited by shares and incorporated in England and Wales with company number 03819186 (“Turtle Beach,” also referred to hereinafter as “UK Borrower”; and together with US Borrowers, individually “Borrower” and individually and collectively, “Borrowers”), **VTB HOLDINGS, INC.**, a Delaware corporation (“VTB”; and together with any other Person that becomes a US Guarantor after the Closing Date, individually “US Guarantor,” and individually and collectively, jointly and severally, “US Guarantors”; and together with US Borrowers, individually “UK Guarantor” and individually and collectively, jointly and severally, “UK Guarantors”; UK Guarantors and US Guarantors, individually a “Guarantor,” and individually and collectively, “Guarantors”); Crystal Financial SPV LLC and the other lenders party to the Agreement from time to time (collectively, “Lenders”), and Secured Party as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

[Signature Page Follows.]

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

**TURTLE BEACH CORPORATION (FORMERLY
KNOWN AS PARAMETRIC SOUND
CORPORATION)**, a Nevada corporation

By: 
Name: John T. Hanson
Title: Chief Financial Officer, Treasurer and
Secretary

[Turtle Beach – Signature Page to Memorandum and Notice of Security Interest in Intellectual Property]

EXHIBIT A
TRADEMARKS

Trademark	Owner	Registration No.	Registration Date	Source
HYPER SOUND	Turtle Beach Corporation	4,419,218	10/15/2013	USA
HYPER SOUND	Turtle Beach Corporation	TMA860,279	9/17/2013	Canada
HYPER SOUND	Turtle Beach Corporation	40-993383	9/5/2013	Republic of Korea
HYPER SOUND	Turtle Beach Corporation	11239629	12/14/2013	China
HYPER SONIC	Turtle Beach Corporation	4,194,247	8/21/2012	USA
HSS	Turtle Beach Corporation	2,444,637	4/17/2001	USA
HYPER SOUND CLEAR	Turtle Beach Corporation	5087507	11/22/2016	USA
HYPER FIT	Turtle Beach Corporation	5087557	11/22/2016	USA

PENDING TRADEMARK APPLICATIONS

Trademark	Owner	Application No.	Application Date	Country
HYPER SOUND CLEAR	Turtle Beach Corporation	86/625,684	5/11/2015	USA

EXHIBIT B**PATENTS**

Patent	Owner	Registration No./ Publication No.	Registration Date	Country
DYNAMIC CARRIER SYSTEM FOR PARAMETRIC ARRAYS	Turtle Beach Corporation	4,249,615	9/3/2002	Japan
MODULATOR AMPLIFIER	Turtle Beach Corporation	4,301,956	1/21/2003	Japan
PARAMETRIC VIRTUAL SPEAKER AND SURROUND SOUND SYSTEM	Turtle Beach Corporation	6,577,738	6/10/2003	USA
MODULATOR PROCESSING FOR A PARAMETRIC LOUDSPEAKER SYSTEM	Turtle Beach Corporation	6,584,205	6/24/2003	USA
SIGNAL DERIVED BIAS SUPPLY FOR ELECTROSTATIC LOUDSPEAKERS	Turtle Beach Corporation	6,628,791	9/30/2003	USA
PARAMETRIC LOUDSPEAKER WITH IMPROVED PHASE CHARACTERISTICS	Turtle Beach Corporation	6,850,623	2/1/2005	USA
HORN ARRAY EMITTER	Turtle Beach Corporation	6,925,187	8/2/2005	USA
MODULATOR - AMPLIFIER	Turtle Beach Corporation	7,109,789	9/19/2006	USA
MODULATOR PROCESSING FOR A PARAMETRIC LOUDSPEAKER	Turtle Beach Corporation	7,162,042	1/9/2007	USA
PARAMETRIC VIRTUAL SPEAKER AND SURROUND SOUND SYSTEM	Turtle Beach Corporation	7,298,853	11/20/2007	USA
POWER AMPLIFICATION FOR PARAMETRIC LOUDSPEAKERS	Turtle Beach Corporation	7,319,763	1/15/2008	USA
PRE-ENCODED SIGNALS FOR PLAYBACK THROUGH A	Turtle Beach Corporation	7,343,017	3/11/2008	USA

PARAMETRIC LOUDSPEAKER SYSTEM				
METHOD OF ADJUSTING LINEAR PARAMETERS OF A PARAMETRIC ULTRASONIC SIGNAL TO REDUCE NON-LINEARITIES IN DECOUPLED AUDIO OUTPUT WAVES AND SYSTEM INCLUDING SAME	Turtle Beach Corporation	7,564,981	7/21/2009	USA
PARAMETRIC AUDIO SYSTEM FOR OPERATION IN A SATURATED AIR MEDIUM	Turtle Beach Corporation	7,596,229	9/29/2009	USA
MODULATOR PROCESSING SYSTEM FOR A PARAMETRIC SPEAKER SYSTEM	Turtle Beach Corporation	7,729,498	6/1/2010	USA
PARAMETRIC LOUDSPEAKER WITH IMPROVED PHASE CHARACTERISTICS	Turtle Beach Corporation	8,199,931	6/12/2012	USA
AUDIO DISTORTION CORRECTION FOR A PARAMETRIC REPRODUCTION SYSTEM (DYNAMIC DISTORTION REDUCTION)	Turtle Beach Corporation	8,275,137	9/25/2012	USA
PARAMETRIC TRANSDUCER SYSTEMS AND RELATED METHODS	Turtle Beach Corporation	8,391,514	3/5/2013	USA
IMPROVED PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	8,718,297	5/6/2014	USA
PARAMETRIC TRANSDUCER SYSTEMS AND RELATED METHODS	Turtle Beach Corporation	8,767,979	7/1/2014	USA
MAGNETOSTRICTIVE PARAMETRIC TRANSDUCER	Turtle Beach Corporation	9,402,135	7/26/2014	USA
VIDEO GAMING SYSTEM WITH ULTRASONIC SPEAKERS	Turtle Beach Corporation	8,903,104	12/2/2014	USA

PARAMETRIC TRANSDUCERS AND RELATED METHODS	Turtle Beach Corporation	8,903,116	12/2/2014	USA
HEARING ENHANCEMENT SYSTEM AND METHODS	Turtle Beach Corporation	8,929,575	1/6/2015	USA
LOW PROFILE PARAMETRIC TRANSDUCERS AND RELATED METHODS	Turtle Beach Corporation	8,934,650	1/13/2015	USA
PARAMETRIC TRANSDUCERS AND RELATED METHODS	Turtle Beach Corporation	8,958,580	2/17/2015	USA
TRANSPARENT PARAMETRIC EMITTER	Turtle Beach Corporation	8,976,997	3/10/2015	USA
SUBSTANTIALLY PLANATE PARAMETRIC EMITTER AND ASSOCIATED METHODS	Turtle Beach Corporation	8,983,098	3/17/2015	USA
SELF-BIAS EMITTER CIRCUIT	Turtle Beach Corporation	8,988,911	3/24/2015	USA
PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	9,002,043	4/7/2015	USA
PARAMETRIC SIGNAL PROCESSING SYSTEMS AND METHODS	Turtle Beach Corporation	9,002,032	4/7/2015	USA
AMPLIFICATION SYSTEM, CARRIER TRACKING SYSTEMS AND RELATED METHODS FOR USE IN PARAMETRIC SOUND SYSTEMS	Turtle Beach Corporation	9,036,831	5/19/2015	USA
PARAMETRIC TRANSDUCER INCLUDING VISUAL INDICIA AND RELATED METHODS	Turtle Beach Corporation	9,113,260	8/18/2015	USA
PARAMETRIC TRANSDUCER WITH GRAPHENE CONDUCTIVE SURFACE	Turtle Beach Corporation	9,232,317	1/5/2016	USA
TRANSPARENT PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	9,258,651	2/9/2016	USA

MULTI-DIMENSIONAL PARAMETRIC AUDIO SYSTEM AND METHOD	Turtle Beach Corporation	9,271,102	2/23/2016	USA
TUNABLE INDUCTIVE DEVICE FOR PARAMETRIC AUDIO SYSTEMS AND RELATED METHODS	Turtle Beach Corporation	9,277,317	3/1/2016	USA
PERSONAL AUDIO SYSTEM AND METHOD	Turtle Beach Corporation	9,319,802	4/19/2016	USA
TRANSPARENT PARAMETRIC EMITTER	Turtle Beach Corporation	9,351,083	5/24/2016	USA
DISTANCE-BASED AUDIO PROCESSING FOR PARAMETRIC SPEAKER SYSTEM	Turtle Beach Corporation	9,363,597	6/7/2016	USA
PARAMETRIC EMITTER SYSTEM WITH NOISE CANCELATION	Turtle Beach Corporation	9,368,098	6/14/2016	USA
ERROR CORRECTION FOR ULTRASONIC AUDIO SYSTEMS	Turtle Beach Corporation	9,432,785	6/16/2016	USA
DYNAMIC LOCATION DETERMINATION FOR A DIRECTIONALLY CONTROLLABLE PARAMETRIC EMITTER	Turtle Beach Corporation	9,510,089	11/29/2016	USA
PARAMETRIC TRANSDUCER WITH ADAPTIVE CARRIER AMPLITUDE	Turtle Beach Corporation	9,596,529	3/14/2017	USA
PARAMETRIC IN-EAR IMPEDANCE MATCHING DEVICE	Turtle Beach Corporation	9,635,466	4/25/2017	USA
PARAMETRIC TRANSDUCER MICROPHONE SYSTEM	Turtle Beach Corporation	9,654,229	5/16/2017	USA
TRANSPARENT PARAMETRIC EMITTER	Turtle Beach Corporation	9,661,423	5/23/2017	USA
ELECTROSTATIC PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	9,667,173	5/30/2017	USA

TRANSPARENT PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	9,769,573	9/19/2017	USA
ADAPTIVE EQUALIZATION FOR AN ULTRASONIC AUDIO SYSTEM	Turtle Beach Corporation	9,780,753	10/3/2017	USA
PARAMETRIC IN-EAR IMPEDANCE MATCHING DEVICE	Turtle Beach Corporation	9,794,694	10/17/2017	USA
ULTRASONIC EMITTER SYSTEM WITH AN INTEGRATED EMITTER AND AMPLIFIER	Turtle Beach Corporation	US20150104045A 1	4/16/2015	USA
DIRECTIONALLY CONTROLLABLE PARAMETRIC EMITTER	Turtle Beach Corporation	US20150110286A 1	4/23/2015	USA
SELF-BIAS EMITTER CIRCUIT	Turtle Beach Corporation	US20150201276A 1	7/16/2015	USA
ULTRASONIC INTRUSION DETERRENCE APPARATUS AND METHODS	Turtle Beach Corporation	201502030450A1	8/20/2015	USA
PARAMETRIC TRANSDUCER HEADPHONES	Turtle Beach Corporation	US20160057525A 1	2/25/2016	USA
PARAMETRIC TRANSDUCER HEADPHONES	Turtle Beach Corporation	US20160057529A 1	2/25/2016	USA
TUNABLE INDUCTIVE DEVICE FOR PARAMETRIC AUDIO SYSTEMS AND RELATED METHODS	Turtle Beach Corporation	20160225518A1	8/4/2016	USA

ULTRASONIC FILTER FOR MICROPHONE	Turtle Beach Corporation	20160234587A1	8/11/2016	USA
TINNITUS TREATMENT SYSTEMS AND METHOD	Turtle Beach Corporation	20170171677A1	6/15/2017	USA
CLIPPING DISTORTION MITIGATION SYSTEMS AND METHODS	Turtle Beach Corporation	20170272034A1	9/21/2017	USA
SELF-BIAS EMITTER CIRCUIT	Turtle Beach Corporation	US9332344B2	5/3/2016	USA

PENDING PATENT APPLICATIONS

Patent	Owner	Application No. / Publication No.	Application Date	Country
IMPROVED PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	2.0148E+12	2/20/2014	China (People's Republic)
IMPROVED PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	14708432.1	2/20/2014	Europe
PARAMETRIC TRANSDUCER HEADPHONES	Turtle Beach Corporation	14/464,178	8/20/2014	USA
TUNABLE INDUCTIVE DEVICE FOR PARAMETRIC AUDIO SYSTEMS AND RELATED METHODS	Turtle Beach Corporation	2.0148E+12	9/24/2014	China (People's Republic)
TUNABLE INDUCTIVE DEVICE FOR PARAMETRIC AUDIO SYSTEMS AND RELATED METHODS	Turtle Beach Corporation	14796567.7	9/24/2014	Europe

TRANSPARENT PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	2.0148E+12	10/15/2014	China (People's Republic)
TRANSPARENT PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	14792950.9	10/15/2014	Europe
IMPROVED PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	2.0148E+12	10/28/2014	China (People's Republic)
IMPROVED PARAMETRIC TRANSDUCER AND RELATED METHODS	Turtle Beach Corporation	14796971.1	10/28/2014	Europe
PARAMETRIC TRANSDUCER HEADPHONES	Turtle Beach Corporation	14/545,351	4/27/2015	USA
ERROR CORRECTION FOR ULTRASONIC AUDIO SYSTEMS	Turtle Beach Corporation	2.0158E+11	11/23/2015	China (People's Republic)
ERROR CORRECTION FOR ULTRASONIC AUDIO SYSTEMS	Turtle Beach Corporation	15805371	11/23/2015	Europe
ERROR CORRECTION FOR ULTRASONIC AUDIO SYSTEMS	Turtle Beach Corporation	2017-531308	11/23/2015	Japan
TRANSPARENT PARAMETRIC EMITTER	Turtle Beach Corporation	2.0168E+11	1/21/2016	China (People's Republic)
TRANSPARENT PARAMETRIC EMITTER	Turtle Beach Corporation	16703027.9	1/21/2016	Europe
CLIPPING DISTORTION MITIGATION SYSTEMS AND METHODS	Turtle Beach Corporation	15/071,042	3/15/2016	USA
TRANSPARENT TOUCHSCREEN PARAMETRIC EMITTER	Turtle Beach Corporation	PCT/US2018/013 032	1/9/2018	PCT
TRANSPARENT TOUCHSCREEN PARAMETRIC EMITTER	Turtle Beach Corporation	15/866,428	1/9/2018	USA

EXHIBIT C
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None.