

900461291 08/07/2018

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM484983

|                                   |                                     |  |                    |
|-----------------------------------|-------------------------------------|--|--------------------|
| <b>SUBMISSION TYPE:</b>           | NEW ASSIGNMENT                      |  |                    |
| <b>NATURE OF CONVEYANCE:</b>      | SECURITY INTEREST                   |  |                    |
| <b>CONVEYING PARTY DATA</b>       |                                     |  |                    |
| <b>Name</b>                       | <b>Formerly</b>                     | <b>Execution Date</b>                    | <b>Entity Type</b> |
| Sizmek Technologies, Inc.         |                                     | 08/06/2018                               | Corporation:       |
| Rocket Fuel Inc.                  |                                     | 08/06/2018                               | Corporation:       |
| <b>RECEIVING PARTY DATA</b>       |                                     |  |                    |
| <b>Name:</b>                      | Cerberus Business Finance, LLC      |  |                    |
| <b>Street Address:</b>            | 875 Third Avenue                    |  |                    |
| <b>City:</b>                      | New York                            |  |                    |
| <b>State/Country:</b>             | NEW YORK                            |  |                    |
| <b>Postal Code:</b>               | 10022                               |  |                    |
| <b>Entity Type:</b>               | Limited Liability Company: DELAWARE |  |                    |
| <b>PROPERTY NUMBERS Total: 33</b> |                                     |  |                    |
| <b>Property Type</b>              | <b>Number</b>                       | <b>Word Mark</b>                         |                    |
| Registration Number:              | 2232558                             | ENLIVEN                                  |                    |
| Registration Number:              | 2357310                             | SUPERSTITIAL                             |                    |
| Registration Number:              | 2371539                             | UNICAST                                  |                    |
| Registration Number:              | 3010428                             | VIDEOSTITIAL                             |                    |
| Registration Number:              | 4082612                             | PEER39                                   |                    |
| Registration Number:              | 4295840                             | EYEBLASTER                               |                    |
| Registration Number:              | 4402365                             | PAGE LEVEL INTELLIGENCE                  |                    |
| Registration Number:              | 4778053                             | SIZMEK                                   |                    |
| Registration Number:              | 4787181                             | MDX                                      |                    |
| Registration Number:              | 5073983                             | MARKETING THAT LEARNS                    |                    |
| Registration Number:              | 5110180                             | ROCKET FUEL                              |                    |
| Registration Number:              | 4334659                             | MOMENTS OF INFLUENCE                     |                    |
| Registration Number:              | 4236217                             | AUDIENCE ACCELERATOR                     |                    |
| Registration Number:              | 4042162                             | ROCKET FUEL CONNECT                      |                    |
| Registration Number:              | 4034976                             | CAMPAIGNS RUN BETTER ON ROCKET FUEL      |                    |
| Registration Number:              | 3997440                             | WE'RE BRINGING ROCKET SCIENCE TO DIGITAL |                    |
| Registration Number:              | 3993878                             | ROCKETFUEL                               |                    |
| Registration Number:              | 4001908                             | TRUELIFT                                 |                    |

OP \$840.00 2232558

| Property Type        | Number  | Word Mark                |
|----------------------|---------|--------------------------|
| Registration Number: | 3993064 | SOCIAL BOOSTER           |
| Registration Number: | 3993067 | AUDIENCE BOOSTER         |
| Registration Number: | 3993069 | RETARGETING BOOSTER      |
| Registration Number: | 3993070 | SEARCH BOOSTER           |
| Registration Number: | 3985363 | INSIGHTS BOOSTER         |
| Registration Number: | 3993071 | VIDEO BOOSTER            |
| Registration Number: | 3993073 | MOBILE BOOSTER           |
| Registration Number: | 3993075 | HOLIDAY SHOPPING BOOSTER |
| Registration Number: | 3993076 | AUTO BOOSTER             |
| Registration Number: | 3993088 | FASHION BOOSTER          |
| Registration Number: | 3993090 | HOTEL CASINO BOOSTER     |
| Registration Number: | 3952676 | DIRECT RESPONSE BOOSTER  |
| Registration Number: | 3952678 | DR BOOSTER               |
| Registration Number: | 3648573 | ROCKET FUEL              |
| Registration Number: | 4344067 | ADVERTISING THAT LEARNS  |

#### CORRESPONDENCE DATA

Fax Number: 3104074090

*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.*

Email: rsmith@ktbslaw.com

Correspondent Name: Robert Smith

Address Line 1: 1999 Avenue of the Stars, 39th Floor

Address Line 4: Los Angeles, CALIFORNIA 90049

|                    |              |
|--------------------|--------------|
| NAME OF SUBMITTER: | Robert Smith |
|--------------------|--------------|

|            |       |
|------------|-------|
| SIGNATURE: | /rjs/ |
|------------|-------|

|              |            |
|--------------|------------|
| DATE SIGNED: | 08/07/2018 |
|--------------|------------|

#### Total Attachments: 4

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ASSIGNMENT FOR SECURITY - - TRADEMARKS

August 6, 2018

WHEREAS, Sizmek Technologies, Inc., a Delaware corporation, and Rocket Fuel Inc., a Delaware corporation (collectively, the “Assignor”) has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the “Trademarks”), which for the avoidance of doubt shall not include any intent-to-use United States trademark applications for which an amendment to allege use or statement of use has not been filed under 15 U.S.C. § 1051(c) or 15 U.S.C. § 1051(d), respectively, or if filed, has not been deemed in conformance with 15 U.S.C. § 1051(a) or examined and accepted, respectively, by the United States Patent and Trademark Office;

WHEREAS, the Assignor has entered into a Pledge and Security Agreement (Third Lien), dated August 6, 2018 (together with all exhibits and schedules thereto, as amended, restated, supplemented, modified or otherwise changed from time to time, the “Security Agreement”), in favor of Cerberus Business Finance, LLC, as the Collateral Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the “Assignee”); and

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Secured Parties (as defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the “Trademark Collateral”), to secure the payment, performance and observance of the Secured Obligations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Assignee and the Secured Parties a continuing security interest in the Trademark Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Trademark 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. To the extent there is any conflict between the provisions of this Assignment for Security and the Security Agreement, the Security Agreement shall control.

*[The remainder of this page is intentionally left blank.]*

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first written above.

SIZMEK TECHNOLOGIES, INC.

By: \_\_\_\_\_

Name: Mark Grether

Title: President

ROCKET FUEL INC.

By: \_\_\_\_\_

Name: Mark Grether

Title: President

[Signature Page to Assignment for Security – Trademark (Third Lien)]

TRADEMARK  
REEL: 006415 FRAME: 0004

**SCHEDULE A TO ASSIGNMENT FOR SECURITY**

| <b>Mark</b>  | <b>Reg. Number</b> | <b>Reg. Date</b> | <b>Owner</b>              |
|--|--------------------|------------------|---------------------------|
| ENLIVEN  | 2,232,558          | 3/16/1999        | Sizmek Technologies, Inc. |
| SUPERSTITIAL   | 2,357,310          | 6/13/2000        | Sizmek Technologies, Inc. |
| UNICAST  | 2,371,539          | 7/25/2000        | Sizmek Technologies, Inc. |
| VIDEOSTITIAL   | 3,010,428          | 11/1/2005        | Sizmek Technologies, Inc. |
| PEER39   | 4,082,612          | 1/10/2012        | Sizmek Technologies, Inc. |
| EYEBLASTER   | 4,295,840          | 2/13/2013        | Sizmek Technologies Ltd.  |
| PAGE LEVEL INTELLIGENCE                              | 4,402,365          | 9/17/2013        | Sizmek Technologies, Inc. |
| Sizmek   | 4,778,053          | 7/21/2015        | Sizmek Technologies, Inc. |
| MDX  | 4,787,181          | 8/4/2015         | Sizmek Technologies, Inc. |
| MARKETING THAT LEARNS                                | 5073983            | 11/1/2016        | Rocket Fuel Inc.          |
| ROCKET FUEL  | 5110180            | 12/27/2016       | Rocket Fuel Inc.          |
| MOMENTS OF INFLUENCE                                 | 4334659            | 5/14/2013        | Rocket Fuel Inc.          |
| ADVERTISING THAT LEARNS                              | 4344067            | 5/28/2013        | Rocket Fuel Inc.          |
| AUDIENCE ACCELERATOR                                 | 4236217            | 11/6/2012        | Rocket Fuel Inc.          |
| ROCKET FUEL CONNECT                                  | 4042162            | 10/18/2011       | Rocket Fuel Inc.          |
| CAMPAIGNS RUN BETTER ON ROCKET FUEL.                 | 4034976            | 10/4/2011        | Rocket Fuel Inc.          |
| WE'RE BRINGING ROCKET SCIENCE TO DIGITAL ADVERTISING | 3997440            | 7/19/2011        | Rocket Fuel Inc.          |
| ROCKETFUEL   | 3993878            | 7/12/2011        | Rocket Fuel Inc.          |
| TRUELIFT   | 4001908            | 7/26/2011        | Rocket Fuel Inc.          |
| SOCIAL BOOSTER                                       | 3993064            | 7/12/2011        | Rocket Fuel Inc.          |
| AUDIENCE BOOSTER                                     | 3993067            | 7/12/2011        | Rocket Fuel Inc.          |
| RETARGETING BOOSTER                                  | 3993069            | 7/12/2011        | Rocket Fuel Inc.          |
| SEARCH BOOSTER                                       | 3993070            | 7/12/2011        | Rocket Fuel Inc.          |
| INSIGHTS BOOSTER                                     | 3985363            | 6/28/2011        | Rocket Fuel Inc.          |
| VIDEO BOOSTER  | 3993071            | 7/12/2011        | Rocket Fuel Inc.          |

| Mark                     | Reg. Number | Reg. Date | Owner            |
|--------------------------|-------------|-----------|------------------|
| MOBILE BOOSTER           | 3993073     | 7/12/2011 | Rocket Fuel Inc. |
| HOLIDAY SHOPPING BOOSTER | 3993075     | 7/12/2011 | Rocket Fuel Inc. |
| AUTO BOOSTER             | 3993076     | 7/12/2011 | Rocket Fuel Inc. |
| FASHION BOOSTER          | 3993088     | 7/12/2011 | Rocket Fuel Inc. |
| HOTEL CASINO BOOSTER     | 3993090     | 7/12/2011 | Rocket Fuel Inc. |
| DIRECT RESPONSE BOOSTER  | 3952676     | 4/26/2011 | Rocket Fuel Inc. |
| DR BOOSTER               | 3952678     | 4/26/2011 | Rocket Fuel Inc. |
| ROCKET FUEL              | 3648573     | 6/30/2009 | Rocket Fuel Inc. |