

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM498594

|   |  |                       |                    |
|---|--|-----------------------|--------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT   |                       |                    |
| <b>NATURE OF CONVEYANCE:</b>  | TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS - Release of Reel 4820-Frame 0778 |                       |                    |
| <b>CONVEYING PARTY DATA</b>   |  |                       |                    |
| <b>Name</b>   | <b>Formerly</b>  | <b>Execution Date</b> | <b>Entity Type</b> |
| UBS AG, Stamford Branch   |  | 11/14/2018            | Bank: SWITZERLAND  |
| <b>RECEIVING PARTY DATA</b>   |  |                       |                    |
| <b>Name:</b>  | Jobete Music Co., Inc.   |                       |                    |
| <b>Street Address:</b>  | 75 Ninth Avenue  |                       |                    |
| <b>Internal Address:</b>  | 4th Floor  |                       |                    |
| <b>City:</b>  | New York   |                       |                    |
| <b>State/Country:</b>   | NEW YORK   |                       |                    |
| <b>Postal Code:</b>   | 10011  |                       |                    |
| <b>Entity Type:</b>   | Corporation: MICHIGAN  |                       |                    |
| <b>PROPERTY NUMBERS Total: 2</b>  |  |                       |                    |
| <b>Property Type</b>  | <b>Number</b>  | <b>Word Mark</b>      |                    |
| <b>Registration Number:</b>   | 1170137  | JOBETE                |                    |
| <b>Registration Number:</b>   | 1610536  | J JOBETE              |                    |
| <b>CORRESPONDENCE DATA</b>  |  |                       |                    |
| <b>Fax Number:</b>  | 2123108007   |                       |                    |
| <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>   | 212.310.8000   |                       |                    |
| <b>Email:</b>   | juan.arias@weil.com  |                       |                    |
| <b>Correspondent Name:</b>  | Catherine Kim  |                       |                    |
| <b>Address Line 1:</b>  | Weil, Gotshal & Manges LLP   |                       |                    |
| <b>Address Line 2:</b>  | 767 Fifth Avenue   |                       |                    |
| <b>Address Line 4:</b>  | New York, NEW YORK 10153   |                       |                    |
| <b>ATTORNEY DOCKET NUMBER:</b>  | Catherine Kim-60776.0003   |                       |                    |
| <b>NAME OF SUBMITTER:</b>   | Catherine Kim  |                       |                    |
| <b>SIGNATURE:</b>   | /Catherine Kim/  |                       |                    |
| <b>DATE SIGNED:</b>   | 11/16/2018   |                       |                    |
| <b>Total Attachments: 6</b>   |  |                       |                    |
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**TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**

This TERMINATION AND RELEASE (this “Release”), dated and effective as of November 14, 2018, is made by UBS AG, Stamford Branch, in its capacity as Administrative Agent (as defined in the Credit Agreement referred to below) in favor of each of the entities listed on Schedule 1 hereto as a “Grantor” (collectively, the “Grantors”).

WHEREAS, MTL Publishing LLC, a Delaware limited liability company (the “Company”), EMI Music Publishing Group North America Holdings Inc. (“EMIGNAH”, and together with the Company, the “Borrowers”), the other Grantors, the Lenders party thereto and the Administrative Agent entered into an Amended and Restated Credit Agreement, dated as of August 20, 2015 (as amended, restated, supplemented or otherwise modified from time to time prior to the date hereof, the “Credit Agreement”);

WHEREAS, in connection with a Credit Agreement, and as a condition precedent to the extensions of credit thereunder and under the other Loan Documents, each Grantor party thereto entered into: (i) that certain Security Agreement, dated as of June 29, 2012 (the “2012 General Security Agreement”) with, *inter alios*, the Administrative Agent; (ii) that certain Trademark Security Agreement, dated as of June 29, 2012 (the “2012 Trademark Security Agreement”), in favor of the Administrative Agent; (iii) that certain Security Agreement or that certain Debenture, dated October 22, 2015 (the “2015 General Security Agreements”) with, *inter alios*, the Administrative Agent; and/or (iv) that certain Trademark Security Agreement, dated as of October 22, 2015 (the “2015 Trademark Security Agreement”, and together with the 2012 Trademark Security Agreement, the “Trademark Security Agreements”; and the Trademark Security Agreements, together with the 2012 General Security Agreement and the 2015 General Security Agreements, collectively, the “Security Agreements”);

WHEREAS, pursuant to the Security Agreements, the Grantors have assigned and granted to the Administrative Agent, on behalf of and for the ratable benefit of the Secured Parties, a security interest in all of their respective right, title and interest in, to and under all Trademarks, including the Trademarks registrations, together with all goodwill related thereto, set forth on Schedule A attached hereto (collectively, the “Trademark Collateral”);

WHEREAS, (i) the 2012 Trademark Security Agreement was recorded with the United States Patent and Trademark Office at Reel 4820, Frame 0758, and at Reel 4820, Frame 0778, in each case, on July 13, 2012 and (ii) the 2015 Trademark Security Agreement was recorded with the United States Patent and Trademark Office at Reel 5670, Frame 0987 and at Reel 5660, Frame 0847, in each case, on November 04, 2015; and

WHEREAS, as of the date hereof, the Liens created by the Security Agreements in the Trademark Collateral have been released and terminated, and the Grantors have requested that the Administrative Agent enter into this Release in order to evidence and record the release and reassignment to the Grantors of any and all right, title and interest the Administrative Agent and the other Secured Parties may have in the Trademark Collateral pursuant to the Security Agreements.

NOW, THEREFORE, for valuable consideration and pursuant to the terms and conditions set forth in the Credit Agreement and Security Agreements, the Administrative Agent on behalf of itself and the other Secured Parties hereby agrees as follows:

Capitalized terms used but not otherwise defined herein shall be defined as set forth in the Security Agreements (whether defined directly therein or by reference to another document).

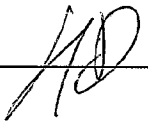
The Administrative Agent, on behalf of itself and the other Secured Parties, hereby terminates, cancels and releases its security interest in, and Lien on, the Trademark Collateral, and hereby reassigns and retransfers to the applicable Grantors, without any representation, warranty, or recourse whatsoever, any and all right, title and interest that it may have in, to and under the Trademark Collateral, effective as of the date set forth above.

This Release shall be construed in accordance with and governed by the law of the State of New York.

[Signature Page Follows.]

ADMINISTRATIVE AGENT:

UBS AG, STAMFORD BRANCH

By:   
Name: Housseem Daly  
Title: Associate Director  
Banking Products Services, **US**

By:   
Name: Darlene Arias  
Title: Director

[Signature Page to Trademark Release]

**SCHEDULE 1**


**GRANTORS**

1. EMI Music Publishing Limited
2. EMI Entertainment World Inc.
3. Jobete Music Co., Inc.

**SCHEDULE A**  
**TRADEMARKS**

[Attached.]

**Grantor: EMI Music Publishing Limited**

| <u>MARK</u>   | <u>SERIAL NO.</u> | <u>FILING DATE</u> | <u>REG. NO.</u> | <u>REG. DATE</u> |
|---|-------------------|--------------------|-----------------|------------------|
|  | 79053932          | 03/27/2008         | 03623172        | 05/19/2009       |

**Reel 4820, Frame 0758**

**Grantor: EMI Entertainment World Inc.**

|   |   |                       |                       |                     |
|---|---|-----------------------|-----------------------|---------------------|
| 1 | Serial #: <u>75034529</u><br>Mark:                        | Filing Dt: 12/19/1995 | Reg #: <u>2120367</u> | Reg. Dt: 12/09/1997 |
| 2 | Serial #: <u>76213856</u><br>Mark: THE JUKEBOX COLLECTION | Filing Dt: 02/21/2001 | Reg #: <u>2596323</u> | Reg. Dt: 07/16/2002 |
| 3 | Serial #: <u>76241412</u><br>Mark: THE MUSIC SPA          | Filing Dt: 04/16/2001 | Reg #: <u>2778283</u> | Reg. Dt: 10/28/2003 |

**Reel 4820, Frame 0778**

**Grantor: Jobete Music Co., Inc.**

|   |   |                       |                       |                     |
|---|---|-----------------------|-----------------------|---------------------|
| 1 | Serial #: <u>73224933</u><br>Mark: JOBETE   | Filing Dt: 07/26/1979 | Reg #: <u>1170137</u> | Reg. Dt: 09/22/1981 |
| 2 | Serial #: <u>73759542</u><br>Mark: J JOBETE | Filing Dt: 10/24/1988 | Reg #: <u>1610536</u> | Reg. Dt: 08/21/1990 |

**Reel 5670, Frame 0987**

**Grantor: EMI Entertainment World Inc.**

|   |   |                       |                       |                     |
|---|---|-----------------------|-----------------------|---------------------|
| 1 | Serial #: <u>77358555</u><br>Mark: WHERE SONGS LIVE | Filing Dt: 12/21/2007 | Reg #: <u>4211930</u> | Reg. Dt: 09/25/2012 |
|---|---|-----------------------|-----------------------|---------------------|

**Reel 5660, Frame 0847**

**Grantor: EMI Music Publishing Limited**

|   |  |                       |                       |                     |
|---|--|-----------------------|-----------------------|---------------------|
| 1 | Serial #: <u>77054000</u><br>Mark: LYRIC | Filing Dt: 11/30/2006 | Reg #: <u>3866220</u> | Reg. Dt: 10/26/2010 |
|---|--|-----------------------|-----------------------|---------------------|