

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM511663

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>SEQUENCE:</b>	2		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Noke, Inc.		02/21/2019	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	UBS AG, STAMFORD BRANCH, as Collateral Agent		
<b>Street Address:</b>	600 Washington Boulevard		
<b>City:</b>	Stamford		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06901		
<b>Entity Type:</b>	Aktiengesellschaft (Ag): SWITZERLAND		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5209898	NOKE	
<b>Serial Number:</b>	88185700	SMART LOTO	
<b>Serial Number:</b>	88185698	SMART LOTO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2028357586		
<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>	202-835-7500		
<b>Email:</b>	dcip@milbank.com		
<b>Correspondent Name:</b>	Javier J. Ramos		
<b>Address Line 1:</b>	1850 K Street, NW, Suite 1100		
<b>Address Line 2:</b>	Milbank, LLP		
<b>Address Line 4:</b>	Washington, D.C. 20006		
<b>ATTORNEY DOCKET NUMBER:</b>	27181.13700		
<b>NAME OF SUBMITTER:</b>	Javier J. Ramos		
<b>SIGNATURE:</b>	/Javier J. Ramos/		
<b>DATE SIGNED:</b>	02/26/2019		
<b>Total Attachments: 5</b>			

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**GRANT OF SECOND LIEN SECURITY INTEREST IN UNITED STATES TRADEMARKS****February 21, 2019**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, NOKE, INC., a Delaware corporation (the “Grantor”), hereby grants to UBS AG, STAMFORD BRANCH, with offices at 600 Washington Boulevard, Stamford, Connecticut 06901 (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (except any intent-to-use applications for trademark registrations for which a statement of use has not yet been filed) set forth on Schedule A attached hereto (the “Marks”), (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, (iv) all income, fees, royalties, damages, claims and payments now or hereafter due and/or payable thereunder and with respect thereto including, without limitation, damages and payments for past, present or future infringements thereof, (v) any and all rights corresponding thereto throughout the world, and (vi) any and all rights to sue for past, present or future infringements thereof.


THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Second Lien Security Agreement by and among the Grantor, the Grantee, JANUS INTERMEDIATE, LLC, a Delaware limited liability company, as Guarantor, and the other Grantors (as such term is defined therein) party thereto, dated as of February 12, 2018 (as supplemented by the Joinder Agreement to the Second Lien Security Agreement, dated as of February 21, 2019, executed by the Grantor, and as further amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Signature Pages Follow]

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

GRANTOR:

**NOKE, INC.,**  
a Delaware corporation


By:   
Name: David Curtis  
Title: President

*[Signature Page to Second Lien Trademark Security Agreement]*

**TRADEMARK**  
**REEL: 006574 FRAME: 0453**

GRANTEE:

**UBS AG, STAMFORD BRANCH**

By:   
Name Darlene Arias  
Title: Director

By:   
Name Housseem Daly  
Title: Associate Director

*[Signature Page to Second Lien Trademark Security Agreement]*

SCHEDULE A

<u>Registered Owner/Applicant</u>	<u>Mark</u>	<u>Country</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Noke, Inc.	NOKE	US	86628282	05-13- 2015	5209898	05-23- 2017
Noke, Inc.	SMART LOTO	US	88185700	11/7/2018		
Noke, Inc.	SMART LOTO	US	88185698	11/7/2018		