

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM523722

<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>
Tricentis Americas, Inc.		05/13/2019	Corporation: DELAWARE
Tricentis GmbH		05/13/2019	Gesellschaft Mit Beschränkter Haftung (GmbH): AUSTRIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PNC Bank, National Association		
<b>Street Address:</b>	500 First Avenue		
<b>Internal Address:</b>	Commercial Loan Service Center/DCC		
<b>City:</b>	Pittsburgh		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	15219		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4730281	QASYMPHONY	
<b>Registration Number:</b>	5017796	QTEST	
<b>Registration Number:</b>	4256452	QTRACE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2158325619		
<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>	2155695619		
<b>Email:</b>	pecsenye@blankrome.com		
<b>Correspondent Name:</b>	Timothy D. Pecsénye		
<b>Address Line 1:</b>	One Logan Square		
<b>Address Line 2:</b>	8th Floor		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103		
<b>ATTORNEY DOCKET NUMBER:</b>	074658-19039		
<b>NAME OF SUBMITTER:</b>	Timothy D. Pecsénye		
<b>SIGNATURE:</b>	/Timothy D. Pecsénye/		
<b>DATE SIGNED:</b>	05/15/2019		

OP \$90.00 4730281

**Total Attachments: 6**

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**SECURITY AGREEMENT**

**(TRADEMARKS)**

May 13, 2019

WHEREAS, TRICENTIS AMERICAS, INC., a Delaware corporation (“Tricentis Americas”) and TRICENTIS GMBH, a company organized under the laws of Austria (“GmbH”) and, together with Tricentis Americas, collectively the “Grantors” and individually the “Grantor”), have adopted, used and are using the trademarks listed opposite each Grantor’s name on the annexed Schedule 1, annexed hereto as part hereof, which trademarks are registered in the United States Patent and Trademark Office (the “Trademarks”);

WHEREAS, each Grantor is obligated to PNC BANK, NATIONAL ASSOCIATION, as agent for the below-defined Lenders (“Grantee”), and the other Secured Parties, as defined in the Revolving Credit, Term Loan and Security Agreement, dated as of the date hereof (the “Credit Agreement”), by and among Tricentis Americas, TRICENTIS USA CORP., a Delaware corporation (“Tricentis USA”), TRICENTIS APAC PTY. LTD. ACN 143 271131, an Australian company (“Tricentis APAC”) and such other Persons as may hereafter become Borrowers thereunder (collectively, the “Borrowers” and each individually a “Borrower”), GmbH, TRICENTIS OPERATIONS HOLDINGS, INC., a Delaware corporation (“Holdings”) and such other Persons as may hereafter become Guarantors thereunder (collectively, the “Guarantors” and each individually a “Guarantor”), the Persons which are now or which hereafter become a lender thereunder (collectively, the “Lenders” and each individually a “Lender”) and Grantee for the payment and performance of the Obligations (as defined in the Credit Agreement); and

WHEREAS, pursuant to the Credit Agreement, each Grantor has granted to Grantee a security interest in all right, title and interest of such Grantor in and to its general intangibles, including, without limitation, the Trademarks (the “Collateral”), to secure the payment, performance and observance of the Obligations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each Grantor does hereby further grant to Grantee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the security interest in the Collateral made and granted hereby are more fully set forth in the Credit Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Grantee’s address is PNC Bank, National Association, 100 Pine Street, Suite 1500, San Francisco, CA 94111 Attention: Relationship Manager.


THIS AGREEMENT AND ALL MATTERS RELATING HERETO OR ARISING HEREFROM (WHETHER ARISING UNDER CONTRACT LAW, TORT LAW OR OTHERWISE) SHALL, IN ACCORDANCE WITH SECTION 5-1401 OF THE GENERAL

OBLIGATIONS LAW OF THE STATE OF NEW YORK, BE GOVERNED BY AND  
CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK.


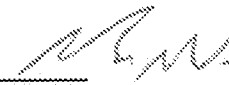
[signature page follows]

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

**TRICENTIS AMERICAS, INC.,**  
a Delaware limited liability company

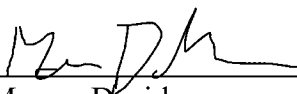
By:   
Name: Michael Vandiver  
Title: Treasure and Chief Financial Officer

**TRICENTIS GMBH,**  
a company organized under the laws of Austria

By:    
Name: Nathalie Huetter  
Title: Authorized Signatory  
*MICHAEL VANDIVER*  
*CH*

ACCEPTED AND  
ACKNOWLEDGED BY:

**PNC BANK, NATIONAL ASSOCIATION,**  
as Agent

By:   
Name: Marcus Davidsson  
Title: Vice President

**SCHEDULE I TO SECURITY AGREEMENT**  
**TRADEMARKS**




<b><u>MARK</u></b>	<b><u>RECORD OWNER</u></b>	<b><u>COUNTRY</u></b>	<b><u>FILED</u></b>	<b><u>APP #</u></b>	<b><u>REG DATE</u></b>	<b><u>REG #</u></b>	<b><u>STATUS</u></b>	<b><u>CLASS</u></b>
QASYMPHONY <sup>1</sup>	QASymphony, Inc.	U.S.	03/26/2014	86233418	05/05/2015	4730281	Registered	International Class: 042 U.S. Classes: 100, 101
QTEST <sup>2</sup>	QASymphony LLC	U.S.	01/04/2016	86364835	08/09/2016	5017796	Registered	International Class: 042 U.S. Classes: 100, 101
QTRAGE <sup>3</sup>	QASymphony, Inc.	U.S.	12/20/2011	85499463	12/11/2012	4256452	Registered	International Class: 009 U.S. Classes: 021, 023, 026, 036, 038
TOSCA TESTSUITE	Tricentis GmbH	U.S.	12/02/2015	79180122	12/27/2016	5167039	Registered	International Class: 009 U.S. Classes: 021, 023, 026, 036, 038
<b>TRICENTIS</b>	Tricentis GmbH	U.S.	02/01/2010	79081669	01/11/2011	3903276	Registered	International Class: 042 U.S. Classes: 100, 101
<b>TRICENTIS</b>	Tricentis GmbH	U.S.	12/02/2015	79181505	06/06/2017	5215653	Registered	International Class: 042, 009 U.S. Classes: 100, 101, 021, 023, 026, 036, 038
<b>Tricentis</b>	Tricentis GmbH	U.S.	02/01/2017	79210512	11/21/2017	5337716	Registered	International Class: 042, 009 U.S. Classes: 100, 101, 021, 023, 026, 036, 038
<b>TRICENTIS</b>	Tricentis GmbH	U.S.	02/01/2017	79206744	11/21/2017	5337697	Registered	International Class: 042, 009 U.S. Classes: 100, 101, 021, 023, 026, 036, 038
TRICENTIS TOSCA	Tricentis GmbH	U.S.	09/04/2017	79219223	09/11/2018	5557866	Registered	International Class: 042, 009 U.S. Classes: 100, 101, 021, 023, 026, 036, 038

<sup>1</sup> NTD: We filed name change forms with the USPTO to update the record owner of this mark to Tricentis Americas, Inc. on 5/9/2019.

<sup>2</sup> NTD: We filed name change forms with the USPTO to update the record owner of this mark to Tricentis Americas, Inc. on 5/9/2019.

<sup>3</sup> NTD: We filed name change forms with the USPTO to update the record owner of this mark to Tricentis Americas, Inc. on 5/9/2019.

Security Agreement (Trademarks)

	Tricentis GmbH	U.S.	02/01/2017	79213370	09/04/2018	5552697	Registered	International Class: 042, 009 U.S. Classes: 100, 101, 021, 023, 026, 036, 038
	Tricentis GmbH	U.S.	02/01/2017	79213369	09/04/2018	5552696	Registered	International Class: 042, 009 U.S. Classes: 100, 101, 021, 023, 026, 036, 038
	Tricentis GmbH	U.S.	02/01/2017	79213368	07/31/2018	5526777	Registered	International Class: 042, 009 U.S. Classes: 100, 101, 021, 023, 026, 036, 038
<b>TRICENTIS</b>	Tricentis GmbH	U.S.	02/01/2017	79210514	11/21/2017	5337719	Registered	International Class: 042, 009 U.S. Classes: 100, 101, 021, 023, 026, 036, 038

**TRADEMARK**  
**REEL: 006646 FRAME: 0237**

Security Agreement (Trademarks)

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**RECORDED: 05/15/2019**