

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM523963

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
True Temper Sports, Inc.		05/16/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	SunTrust Bank, as Administrative Agent		
Street Address:	245 Peachtree Center Ave., NE, 17th Floor		
City:	Atlanta, GA 30303		
State/Country:	GEORGIA		
Postal Code:	30303		
Entity Type:	Banking Corporation: GEORGIA		
PROPERTY NUMBERS Total: 56			
Property Type	Number	Word Mark	
Registration Number:	4937309	ALLOYBLUE	
Registration Number:	4868391	AMT	
Registration Number:	1643717	BLACK GOLD	
Registration Number:	2978655	BLUE	
Registration Number:	4539486	BOOST	
Registration Number:	5587332	CATALYST	
Registration Number:	4132537	DG SPINNER	
Registration Number:	0562535	DYNALITE	
Registration Number:	1828401	DYNALITE GOLD	
Registration Number:	2133627	DYNAMIC	
Registration Number:	1298940	DYNAMIC GOLD	
Registration Number:	1676902	EI-7O	
Registration Number:	5347456	EVENFLOW	
Registration Number:	2955707	FLIGHTED	
Registration Number:	2320724	FM PRECISION	
Registration Number:	2373538	FM PRECISION GOLF	
Registration Number:	5162892	FREQUENCY	
Registration Number:	1558189	GOLD PLUS	
Registration Number:	1209860	GRAFALLOY	

OP \$1415.00 4937309

Property Type	Number	Word Mark
Registration Number:	3929011	GS85
Registration Number:	3703319	GS95
Registration Number:	4997909	HZRDUS
Registration Number:	5629534	HZRDUS SMOKE
Registration Number:	2303575	PRECISION
Registration Number:	4414973	PRECISION
Registration Number:	2928924	PROCUSTOM
Registration Number:	2722458	PROJECT X
Registration Number:	4793097	PROLAUNCH
Registration Number:	3343199	PROLITE
Registration Number:	2805138	PROLOGIC
Registration Number:	2936315	RELEASE
Registration Number:	2017291	RIFLE
Registration Number:	2313814	RIFLE FLIGHTED
Registration Number:	2734981	ROCKET
Registration Number:	2048292	SENSICORE
Registration Number:	4135586	SHAFTFIT
Registration Number:	4116040	SPEED COAT
Registration Number:	2793945	SPEED-STEP
Registration Number:	2508169	SPINNER WEDGE
Registration Number:	2885151	TOUR CONCEPT
Registration Number:	2613789	TRI GOLD
Registration Number:	5601287	TRUE
Registration Number:	5586260	TRUE
Registration Number:	0239511	TRUE TEMPER
Registration Number:	2210958	TRUE TEMPER
Registration Number:	3890266	TRUE TEMPER
Registration Number:	4785881	TRUE TEMPER
Registration Number:	0258244	TRUE TEMPER
Registration Number:	1897044	TRUE TEMPER
Registration Number:	1173464	TT LITE
Registration Number:	5651428	VSS
Registration Number:	4739343	XCORE
Registration Number:	5029463	XP
Registration Number:	4809415	ZIP TIP
Registration Number:	5004820	ZPALM
Registration Number:	4809416	ZT

CORRESPONDENCE DATA**Fax Number:** 4045725100

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.

Phone: 4045723428**Email:** tkirillova@kslaw.com**Correspondent Name:** Tatyana Kirillova, Paralegal**Address Line 1:** 1180 Peachtree Street, N.E.**Address Line 2:** King & Spalding LLP**Address Line 4:** Atlanta, GEORGIA 30309

NAME OF SUBMITTER:	Tatyana Kirillova
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SIGNATURE:	// Tatyana Kirillova //
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DATE SIGNED:	05/16/2019
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Total Attachments: 12

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Trademark Security Agreement

THIS TRADEMARK SECURITY AGREEMENT, dated as of May 16, 2019 (this “Security Agreement”), is made by the Person listed on the signature page hereof (the “Grantor”) in favor of SUNTRUST BANK, as administrative agent (in such capacity, together with its successors and permitted assigns, the “Administrative Agent”) for the Secured Parties (as defined in the Guaranty and Security Agreement referred to below).

WHEREAS, LINCOLNSHIRE TT MIDCO, INC., a Delaware corporation (the “Holdings”), NEW TRUE TEMPER HOLDINGS CORPORATION, INC., a Delaware corporation (the “Borrower”), the several banks and other financial institutions and lenders from time to time party thereto (the “Lenders”) and SUNTRUST BANK, in its capacity as administrative agent for the Lenders (the “Administrative Agent”), as issuing bank (the “Issuing Bank”) and as swingline lender (the “Swingline Lender”) have entered into that certain Revolving Credit and Term Loan Agreement, dated as of May 16, 2019 (as amended, restated, supplemented, replaced, increased, refinanced or otherwise modified from time to time, the “Credit Agreement”);

WHEREAS, in connection with the Credit Agreement, Holdings and certain of its Subsidiaries, including the Grantor, have entered into the Guaranty and Security Agreement, dated as of May 16, 2019 (as amended, restated, supplemented or otherwise modified from time to time, the “Guaranty and Security Agreement”), in favor of the Administrative Agent for the benefit of the Secured Parties; and

WHEREAS, the Guaranty and Security Agreement requires the Grantor to execute and deliver this Security Agreement;

NOW, THEREFORE, in consideration of the premises and in order to ensure compliance with the Credit Agreement, the Grantor hereby agree as follows:

Section 1 Defined Terms. Capitalized terms used herein without definition are used as defined in the Guaranty and Security Agreement.

Section 2 Grant of Security Interest in Trademark Collateral. The Grantor, as collateral security for the prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations of the Grantor, hereby pledges, assigns and transfers to the Administrative Agent for the benefit of the Secured Parties, and grants to the Administrative Agent for the benefit of the Secured Parties, a security interest in, all of its right, title and interest in, to and under the following Collateral (the “Trademark Collateral”):

(i) all of its Trademarks and all Trademark Licenses providing for the grant by or to the Grantor of any right under any Trademark, including, without limitation, those referred to on Schedule I hereto;

(ii) all renewals and extensions of the foregoing;

(iii) all goodwill of the business connected with the use of, and symbolized by, each such Trademark; and

(iv) all income, royalties, proceeds and liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

Notwithstanding anything to the contrary herein, the Trademark Collateral shall not include, and no security interest shall be deemed granted in, any Trademark application filed on an "intent to use" basis until such time, if any, as a statement of use is filed and accepted by the United States Patent and Trademark Office.

Section 3 Guaranty and Security Agreement. The security interest granted pursuant to this Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Guaranty and Security Agreement, and the Grantor hereby acknowledges and agrees that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Guaranty and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event of any conflict or inconsistency between this Security Agreement and the Guaranty and Security Agreement (or any portion hereof or thereof), the terms of the Guaranty and Security Agreement shall prevail.

Section 4 Representation and Warranty. Schedule I correctly sets forth all U.S. federal applied for and registered Trademarks owned by the Grantor in its own name as of the date hereof.

Section 5 Grantor Remains Liable. The Grantor hereby agrees that, anything herein to the contrary notwithstanding, the Grantor shall assume full and complete responsibility for the prosecution, defense, enforcement or any other necessary or desirable actions in connection with its Trademarks and Trademark Licenses subject to a security interest hereunder.

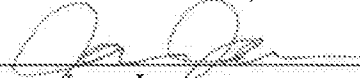
Section 6 Counterparts. This Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

Section 7 Governing Law. This Security Agreement and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

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IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

TRUE TEMPER SPORTS, INC.

By: 
Name: Jason Jenne
Title: Chief Financial Officer

[Signature Page to Trademark Security Agreement]

TRADEMARK
REEL: 006647 FRAME: 0651

Acknowledged and Agreed to as of the date hereof:

ADMINISTRATIVE AGENT:

SUNTRUST BANK, as Administrative Agent

By: V. N. Desai

Name: Vinay Desai

Title: Director


[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

TRADEMARK
REEL: 006647 FRAME: 0652



SCHEDULE I


Trademarks

I. REGISTERED TRADEMARKS

Mark Owner	Application No. Filing Date	Registration No. Registration Date	Status
Canada			
XCORE True Temper Sports, Inc.	1571713 04/03/2012	TMA898519 03/11/2015	Registered
ZPALM True Temper Sports, Inc.	1743669 08/27/2015	TMA959596 01/09/2017	Registered
AMP ¹ Cobra Golf Incorporated	1521881 04/01/2011	TMA847994 04/09/2013	Allow to Lapse
AMT True Temper Sports, Inc.	1739916 07/31/2015	TMA985011 11/16/2017	Registered
ATTACK LITE True Temper Sports, Inc.	1227048 08/09/2004	TMA693867 08/10/2007	Registered
BLACK GOLD True Temper Sports, Inc.	688135 08/21/1991	TMA418504 10/22/1993	Registered
 BLUE & Design True Temper Sports, Inc.	1191357 09/19/2003	TMA673874 09/29/2006	Registered
COUNTERPOINT True Temper Sports, Inc.	0791153 08/25/1995	TMA490492 02/25/1998	Registered
DYNALITE True Temper Sports, Inc.	0814942 09/13/1952	UCA50379	Registered
DYNALITE GOLD True Temper Sports, Inc.	732815 07/13/1993	TMA438394 01/27/1995	Registered
DYNAMIC True Temper Sports, Inc.	210635 03/09/1951	UCA43338	Registered
DYNAMIC GOLD True Temper Sports, Inc.	489213 07/05/1982	TMA289976 04/19/1984	Registered
EVENFLOW	1824146	TMA1002552	

¹ Marks with Registrant Cobra Golf Incorporated are currently owned by True Temper Sports, Inc. but will be allowed to lapse. Marks with FM Precision Golf Corp. and FM Precision Golf Manufacturing Corp. are IP acquired pursuant to acquisitions and currently owned by True Temper Sports, Inc.

	Mark Owner	Application No. Filing Date	Registration No. Registration Date	Status
	True Temper Sports, Inc.	02/23/2017	08/10/2018	Registered
	GRAFALLOY	1245682	TMA707759	
	True Temper Sports, Inc.	02/02/2005	02/19/2008	Registered
	HZRDUS	1760669	TMA966423	
	True Temper Sports, Inc.	12/21/2015	03/22/2017	Registered
	M80	1262597	TMA720266	
	True Temper Sports, Inc.	06/15/2005	08/05/2008	Registered
	NANOFUSE	1307473	TMA742081	
	True Temper Sports, Inc.	06/29/2006	06/17/2009	Registered
	PRECISION SELECT SERIES	734602	TMA480293	
	FM Precision Golf Corp.	08/09/1993	08/13/1997	Registered
	PRO FIT (Stylized)	381891	210372	
	True Temper Sports, Inc.	10/31/1975		Registered
	PROJECT X	1128358	TMA590240	
	True Temper Sports, Inc.	01/16/2002	09/18/2003	Registered
	PROLAUNCH	1683539	TMA960117	
	True Temper Sports, Inc.	07/02/2014	01/13/2017	Registered
	RELEASE	1229105	TMA6631501	
	True Temper Sports, Inc.	08/30/2004	10/26/2005	Registered
	RIFLE	1491230	TMA819699	
	True Temper Sports, Inc.	08/05/2010	03/12/2012	Registered
	RIFLE AIRLITE	1154307	TMA649967	
	True Temper Sports, Inc.	09/30/2002	10/06/2005	Registered
	SENSICORE	789505	TMA478633	
	True Temper Sports, Inc.	08/08/1995	07/17/1997	Registered
	SHAFTFIT	1567095	TMA854044	
	True Temper Sports, Inc.	03/05/2012	06/26/2013	Registered
	TRUE TEMPER	745373	TMA441035	
	True Temper Sports, Inc.	01/18/1994	03/24/1995	Registered
	TRUE TEMPER (Stylized) (Version 2)	741521	TMA439902	
	True Temper Sports, Inc.	11/17/1993	02/24/1995	Registered
	TRUELITE	785279	TMA490584	
	True Temper Sports, Inc.	06/15/1995	02/26/1998	Registered
	TT & Design	814920	TMA137619	

	Mark Owner	Application No. Filing Date	Registration No. Registration Date	Status
	True Temper Sports, Inc.	06/28/1963	10/09/1964	Registered
	TT LITE	418532	TMA239427	
	True Temper Sports, Inc.	12/02/1977	01/25/1980	Registered
	TT-LITE	745038	TMA441028	
	True Temper Sports, Inc.	01/12/1994	03/24/1995	Registered

United States of America

	ALLOYBLUE	86/237207	4937309	
	True Temper Sports, Inc.	03/31/2014	04/12/2016	Registered
	AMT	86/553678	4868391	
	True Temper Sports, Inc.	03/04/2015	12/08/2015	Registered
	BLACK GOLD	74/029645	1643717	
	True Temper Sports, Inc.	02/16/1990	05/07/1991	Registered
	BLUE & Design	78/232941	2978655	
	True Temper Sports, Inc.	04/02/2003	07/26/2005	Registered
	BOOST	85/863329	4539486	
	True Temper Sports, Inc.	02/28/2013	05/27/2014	Registered
	CATALYST	87/496932	5587332	
	True Temper Sports, Inc.	06/20/2017	10/16/2018	Registered
	DG SPINNER	85/088495	4132537	
	True Temper Sports, Inc.	07/20/2010	04/24/2012	Registered
	DYNALITE	71/602579	0562535	
	True Temper Sports, Inc.	08/22/1950	08/05/1952	Registered
	DYNALITE GOLD	74/412991	1828401	
	True Temper Sports, Inc.	07/12/1993	03/29/1994	Registered
	DYNAMIC	74/611032	2133627	
	True Temper Sports, Inc.	12/14/1994	02/03/1998	Registered
	DYNAMIC GOLD	73/372476	1298940	

	Mark Owner	Application No. Filing Date	Registration No. Registration Date	Status
	True Temper Sports, Inc.	06/30/1982	10/02/1984	Registered
EI-70	EI-70 (Stylized)	74/142303	1676902	
	True Temper Sports, Inc.	02/25/1991	02/25/1992	Registered
	EVENFLOW	87/171969	5347456	
	True Temper Sports, Inc.	09/15/2016	11/28/2017	Registered
	FLIGHTED	78/273761	2955707	
	True Temper Sports, Inc.	07/14/2003	05/24/2005	Registered
	FM PRECISION	75/549708	2320724	
	True Temper Sports, Inc.	09/08/1998	02/22/2000	Registered
	FM PRECISION GOLF	75/470802	2373538	
	True Temper Sports, Inc.	04/20/1998	08/01/2000	Registered
FREQUENCY	FREQUENCY	87043210	5162892	Registered
	True Temper Sports, Inc.	05/19/2016	03/14/2017	
	GOLD PLUS	73/758788	1558189	
	True Temper Sports, Inc.	10/20/1988	09/26/1989	Registered
	GRAFALLOY	73/219907	1209860	
	True Temper Sports, Inc.	06/18/1979	09/21/1982	Registered
	GS85	77/623118	3929011	
	True Temper Sports, Inc.	11/28/2008	03/08/2011	Registered
	GS95	77/623121	3703319	
	True Temper Sports, Inc.	11/28/2008	10/27/2009	Registered
	HZRDUS	86/830555	4997909	
	True Temper Sports, Inc.	11/24/2015	07/12/2016	Registered
	HZRDUS SMOKE	87/827133	5629534	
	True Temper Sports, Inc.	03/09/2018	12/11/2018	Registered
	PRECISION	75/461295	2303575	

Mark Owner	Application No. Filing Date	Registration No. Registration Date	Status
True Temper Sports, Inc.	04/03/1998	12/28/1999	Registered
PRECISION True Temper Sports, Inc.	85/937894 05/21/2013	4414973 10/08/2013	Registered
PROCUSTOM True Temper Sports, Inc.	78/373174 02/24/2004	2928924 03/01/2005	Registered
PROJECT X True Temper Sports, Inc.	76/335745 11/09/2001	2722458 06/03/2003	Registered
PROLAUNCH True Temper Sports, Inc.	86/323979 06/30/2014	4793097 08/18/2015	Registered
PROLITE True Temper Sports, Inc.	77/125688 03/08/2007	3343199 11/27/2007	Registered
PROLOGIC True Temper Sports, Inc.	75/652742 10/14/1998	2805138 01/13/2004	Registered
RELEASE True Temper Sports, Inc.	78/382155 03/11/2004	2936315 03/29/2005	Registered
RIFLE True Temper Sports, Inc.	74/727822 09/12/1995	2017291 11/19/1996	Registered
RIFLE FLIGHTED True Temper Sports, Inc.	75/577936 10/26/1998	2313814 02/01/2000	Registered
ROCKET True Temper Sports, Inc.	75/169919 09/23/1996	2734981 07/08/2003	Registered
SENSICORE True Temper Sports, Inc.	74/712041 08/07/1995	2048292 03/25/1997	Registered
SHAFTFIT True Temper Sports, Inc.	85/455162 10/25/2011	4135586 05/01/2012	Registered
SPEED COAT	85/214183	4116040	

Mark Owner	Application No. Filing Date	Registration No. Registration Date	Status
True Temper Sports, Inc.	01/10/2011	03/20/2012	Registered
SPEED-STEP True Temper Sports, Inc.	76/427665 07/05/2002	2793945 12/16/2003	Registered
SPINNER WEDGE True Temper Sports, Inc.	76/087704 07/13/2000	2508169 11/13/2001	Registered
TOUR CONCEPT True Temper Sports, Inc.	78/192902 12/10/2002	2885151 09/14/2004	Registered
TRI-GOLD True Temper Sports, Inc.	75/897862 01/18/2000	2613789 09/03/2002	Registered
 TRUE True Sports, Inc.	87/868984 04/09/2018	5601287 11/06/2018	Registered
 TRUE True Temper Sports, Inc.	87/868901 04/09/2018	5586260 10/16/2018	Registered
TRUE TEMPER True Temper Sports, Inc.	71/218590 08/10/1925	0239511 03/06/1928	Registered
TRUE TEMPER True Temper Sports, Inc.	75/381755 10/30/1997	2210958 12/15/1998	Registered
TRUE TEMPER True Temper Sports, Inc.	85/034378 05/10/2010	3890266 12/14/2010	Registered
TRUE TEMPER True Temper Sports, Inc.	86/498634 01/08/2015	4785881 08/04/2015	Registered
TRUE TEMPER (Stylized) (Version 1)  True Temper Sports, Inc.	71/279522 02/18/1929	0258244 07/02/1929	Registered
 TRUE TEMPER (Stylized) (Version 2) True Temper Sports, Inc.	74/412189 07/12/1993	1897044 05/30/1995	Registered
TT LITE True Temper Sports, Inc.	73/286059 11/17/1980	1173464 10/13/1981	Registered

	Mark Owner	Application No. Filing Date	Registration No. Registration Date	Status
	VSS & Design True Temper Sports, Inc.	87/827258 03/09/2018	5651428 01/08/2019	Registered
	XCORE True Temper Sports, Inc.	85437515 10/03/2011	4739343 05/19/2015	Registered
	XP True Temper Sports, Inc.	86/093036 10/16/2013	5029463 08/30/2016	Registered
	ZIP TIP True Temper Sports, Inc.	86/177932 01/28/2014	4809415 09/08/2015	Registered
	ZPALM True Temper Sports, Inc.	86680941 07/01/2015	5004820 07/19/2016	Registered
	ZT True Temper Sports, Inc.	86/177937 01/28/2014	4809416 09/08/2015	Registered

II. TRADEMARK APPLICATIONS

Mark Owner	Application No. Filing Date	Status
Canada		
AURA True Temper Sports, Inc.	1905053 06/19/2018	Pending
CATALYST True Temper Sports, Inc.	1868338 11/16/2017	Pending
FREQUENCY True Temper Sports, Inc.	1804814 10/14/2016	Pending
HZRDUS SMOKE True Temper Sports, Inc.	1914806 08/14/2018	Pending
SHIFT True Temper Sports, Inc.	1909162 07/12/2018	Pending
TRUE (Stylized) True Temper Sports, Inc.	1915082 08/15/2018	Pending
VOLATILE True Temper Sports, Inc.	1790562 07/08/2016	Pending
VSS & Design True Temper Sports, Inc.	1911115 07/24/2018	Pending