

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM526704

| | |
|------------------------------|-------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------------------|----------|----------------|--|
| JPMORGAN CHASE BANK, N.A. | | 05/31/2019 | National Banking Association: UNITED STATES |

RECEIVING PARTY DATA

| | |
|--------------------------|-------------------------------------|
| Name: | GLAS USA LLC |
| Street Address: | 3 SECOND STREET |
| Internal Address: | SUITE 206 |
| City: | JERSEY CITY |
| State/Country: | NEW JERSEY |
| Postal Code: | 07311 |
| Entity Type: | Limited Liability Company: NEW YORK |
| Name: | GLAS AMERICAS LLC |
| Street Address: | 3 SECOND STREET |
| Internal Address: | SUITE 206 |
| City: | JERSEY CITY |
| State/Country: | NEW JERSEY |
| Postal Code: | 07311 |
| Entity Type: | Limited Liability Company: NEW YORK |

PROPERTY NUMBERS Total: 26

| Property Type | Number | Word Mark |
|-----------------------------|---------|-----------------------------|
| Registration Number: | 3428253 | CELLFIRE |
| Registration Number: | 3663095 | CELLFIRE |
| Registration Number: | 3663094 | CF |
| Registration Number: | 3663093 | CF |
| Registration Number: | 2413513 | WEB BUCKS |
| Registration Number: | 4938803 | BUYERGRAPHICS |
| Registration Number: | 4923410 | MY FAVORITE DEALS |
| Registration Number: | 3944313 | CATALINA |
| Registration Number: | 4253604 | CATALINA BUYERVISION |
| Registration Number: | 4191960 | CATALINA HEALTH |
| Registration Number: | 3003710 | CATALINA CATEGORY MARKETING |

TRADEMARK

| Property Type | Number | Word Mark |
|----------------------|---------|------------------------------|
| Registration Number: | 2802484 | CHECKOUT DIRECT |
| Registration Number: | 3971357 | CHECKOUT |
| Registration Number: | 3788228 | PIVOTAL POINT CONSUMER |
| Registration Number: | 2839579 | |
| Registration Number: | 2921959 | |
| Registration Number: | 3318883 | MAESTRO |
| Registration Number: | 2461395 | CATALINA MARKETING NETWORK |
| Registration Number: | 2606388 | CATALINA MARKETING |
| Registration Number: | 2161630 | CHECKOUT COUPON |
| Registration Number: | 2373242 | E-CENTIVES |
| Registration Number: | 2235203 | CHECKOUT RX |
| Registration Number: | 1981109 | PAY FOR PERFORMANCE |
| Registration Number: | 1630288 | CHECKOUT COUPON |
| Registration Number: | 1989427 | CHECKOUT PRIZES INSTANT GAME |
| Registration Number: | 1454173 | CHECKOUT COUPON |

CORRESPONDENCE DATA

Fax Number: 2165790212
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: 2165863939
Email: dpuljic@jonesday.com
Correspondent Name: Daniel Puljic / JONES DAY
Address Line 1: 901 Lakeside Avenue
Address Line 2: North Point
Address Line 4: Cleveland, OHIO 44114

| | |
|--------------------------------|-----------------|
| ATTORNEY DOCKET NUMBER: | 943772-600001 |
| NAME OF SUBMITTER: | DANIEL PULJIC |
| SIGNATURE: | /Daniel Puljic/ |
| DATE SIGNED: | 06/06/2019 |

Total Attachments: 5
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ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

This ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT (“Assignment”), dated as of May 31, 2019, is between JPMORGAN CHASE BANK, N.A. (as the current and resigning administrative agent and collateral agent, the “Resigning Agent”), GLAS USA LLC (as the successor administrative agent, together with its successors and assigns, the “Successor Administrative Agent”), and GLAS AMERICAS LLC (as the successor collateral agent, together with its successors and assigns, the “Successor Collateral Agent”, and together with the Successor Administrative Agent, the “Successor Agent”).

WHEREAS, CATALINA MARKETING CORPORATION (the “Grantor”) and Resigning Agent entered into that certain Trademark Security Agreement, dated as of February 15, 2019, and recorded in the United States Patent and Trademark Office on February 20, 2019 at Reel/Frame No. 6567/0682 (the “Trademark Security Agreement”), pursuant to which the Grantor granted security interest in the intellectual property indentified on Exhibit A hereto (the “Subject Trademarks”); and

WHEREAS, pursuant to that certain Notice of Appointment of Successor Administrative Agent and Collateral Agent and Acceptance Thereof, Resigning Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Trademark Security Agreement and to the Subject Trademarks, in each instance, in its capacity as administrative agent and collateral agent, as the case may be.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Resigning Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Trademark Security Agreement and the Subject Trademarks.

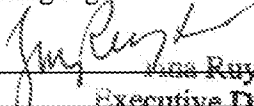
This Assignment may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Assignment by signing and delivering one or more counterparts.

This Assignment 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.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the date above first written.

JPMORGAN CHASE BANK, N.A.,
as Resigning Agent

By: 
Name: James Ruyter
Title: Executive Director

GLAS USA LLC,
as Successor Administrative Agent

By: _____
Name: _____
Title: _____

GLAS AMERICAS LLC,
as Successor Collateral Agent

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be duly executed as of the date above first written.

JPMORGAN CHASE BANK, N.A.,
as Resigning Agent

By: _____
Name: _____
Title: _____

GLAS USA LLC,
as Successor Administrative Agent



By:  _____
Name: ADAM BERMAN
Title: VICE PRESIDENT

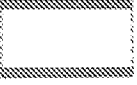



GLAS AMERICAS LLC,
as Successor Collateral Agent

By:  _____
Name: ADAM BERMAN
Title: VICE PRESIDENT

Exhibit A

TRADEMARK REGISTRATIONS AND USE APPLICATIONS

| MARK | APPLN NO. | FILED | REGN NO. | REGN DATE | OWNER | STATUS |
|---|------------------|--------------|-----------------|------------------|--------------------------------|---------------|
| CELLFIRE | 78704651 | 8/31/05 | 3428253 | 5/13/08 | Catalina Marketing Corporation | Registered |
| CELLFIRE | 77620982 | 11/24/08 | 3663095 | 8/4/09 | Catalina Marketing Corporation | Registered |
| CF  | 77620947 | 11/24/08 | 3663094 | 8/4/09 | Catalina Marketing Corporation | Registered |
| CF  | 77620943 | 11/24/08 | 3663093 | 8/4/09 | Catalina Marketing Corporation | Registered |
| WEB BUCKS | 75591519 | 11/18/98 | 2413513 | 12/19/00 | Catalina Marketing Corporation | Registered |
| BUYERGRAPHICS | 86780386 | 10/7/15 | 4938803 | 4/12/16 | Catalina Marketing Corporation | Registered |
| MY FAVORITE DEALS | 86287069 | 5/10/14 | 4923410 | 3/22/16 | Catalina Marketing Corporation | Registered |
| CATALINA | 85125505 | 9/8/10 | 3944313 | 4/12/11 | Catalina Marketing Corporation | Registered |
| CATALINA BUYERVISION | 85598965 | 4/16/12 | 4253604 | 12/4/12 | Catalina Marketing Corporation | Registered |
| CATALINA HEALTH | 85438254 | 10/3/11 | 4191960 | 8/14/12 | Catalina Marketing Corporation | Registered |
| CATALINA CATEGORY MARKETING | 78357603 | 1/26/04 | 3003710 | 10/4/05 | Catalina Marketing Corporation | Registered |
| CHECKOUT DIRECT | 78214312 | 2/13/13 | 2802484 | 1/6/04 | Catalina Marketing Corporation | Registered |
| CHECKOUT | 77871401 | 11/12/09 | 3971357 | 5/31/11 | Catalina Marketing Corporation | Registered |
| PIVOTAL POINT CONSUMER | 77627629 | 12/5/08 | 3788228 | 5/11/10 | Catalina Marketing | Registered |

| MARK | APPLN NO. | FILED | REGN NO. | REGN DATE | OWNER | STATUS |
|---|-----------|---------|----------|-----------|--------------------------------|------------|
| | | | | | Corporation | |
| Rectangular Shaped Coupon Design  | 76451090 | 9/13/02 | 2839579 | 5/11/04 | Catalina Marketing Corporation | Registered |
| Rectangular Shaped Coupon Design  | 76450846 | 9/13/02 | 2921959 | 2/1/05 | Catalina Marketing Corporation | Registered |
| MAESTRO | 76177316 | 12/7/00 | 3318883 | 10/23/07 | Catalina Marketing Corporation | Cancelled |
| CATALINA MARKETING NETWORK | 75943162 | 3/14/00 | 2461395 | 6/19/01 | Catalina Marketing Corporation | Registered |
| CATALINA MARKETING | 75837816 | 11/2/99 | 2606388 | 8/13/02 | Catalina Marketing Corporation | Registered |
| CHECKOUT COUPON  | 75240913 | 2/11/97 | 2161630 | 6/2/98 | Catalina Marketing Corporation | Registered |
| E-CENTIVES | 75306695 | 6/10/97 | 2373242 | 8/1/00 | Catalina Marketing Corporation | Registered |
| CHECKOUT RX | 75305451 | 6/9/97 | 2235203 | 3/23/99 | Catalina Marketing Corporation | Registered |
| PAY FOR PERFORMANCE | 74700921 | 7/14/95 | 1981109 | 6/18/96 | Catalina Marketing Corporation | Cancelled |
| CHECKOUT COUPON | 74038597 | 3/15/90 | 1630288 | 1/1/91 | Catalina Marketing Corporation | Registered |
| CHECKOUT PRIZES INSTANT GAME  | 74506091 | 3/28/94 | 1989427 | 7/30/96 | Catalina Marketing Corporation | Cancelled |
| CHECKOUT COUPON | 73602641 | 6/2/86 | 1454173 | 8/25/87 | Catalina Marketing Corporation | Registered |