

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM549107

<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>
Versapay Corporation		10/31/2019	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	National Bank of Canada		
<b>Street Address:</b>	130 King Street West,		
<b>Internal Address:</b>	Suite 3200		
<b>City:</b>	Toronto, ON		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	M5X 1J9		
<b>Entity Type:</b>	Chartered Bank: CANADA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87715563	A NEW STANDARD IN AR AUTOMATION	
<b>Registration Number:</b>	5181971	ARC	
<b>Registration Number:</b>	5225900	MAKE CUSTOMERS HAPPY. GET PAID FASTER	
<b>Serial Number:</b>	88550382	THE NEW STANDARD IN AR AUTOMATION	
<b>Registration Number:</b>	5083584	VERSAPAY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>	3128768000		
<b>Email:</b>	angelica.pogson@dentons.com		
<b>Correspondent Name:</b>	Dentons US LLP		
<b>Address Line 1:</b>	P.O. Box #061080		
<b>Address Line 2:</b>	Wacker Drive Station, Willis Tower		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60606		
<b>NAME OF SUBMITTER:</b>	Tiffany L. Schwartz		
<b>SIGNATURE:</b>	/tls/		
<b>DATE SIGNED:</b>	11/12/2019		

OP \$140.00 87715563

**Total Attachments: 5**

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## NOTICE OF INTELLECTUAL PROPERTY SECURITY INTEREST

This Notice of Intellectual Property Security Interest (this "**Notice**") is entered into and effective as of October 31, 2019, by and between Versapay Corporation (together with its successors and permitted assigns, the "**Grantor**"), and National Bank of Canada (together with its successors and assigns, the "**Grantee**") (collectively, the "**Parties**").

WHEREAS Grantor has granted to Grantee a security interest in, among other things, all right, title and interests of Grantor in and to Grantor's patents and trademarks referred to in Schedule "A" and Schedule "B" hereto, owned by Grantor (the "**Intellectual Property**"), pursuant to that certain General Security Agreement dated as of the date hereof (the "**Security Agreement**"); and,

WHEREAS the Parties desire to provide third parties with notice of the grant of security interest described in the preceding paragraph (the "**Security Interest**").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. Grantor hereby agrees that the Security Agreement extends to and creates a security interest in favor of Grantee in the Intellectual Property.

2. The Parties agree that this Notice may be recorded with the United States Patent and Trademark Office and such other authorities as Grantee desires to provide notice to third parties of the Security Interest granted under the Security Agreement. Notwithstanding the foregoing, nothing herein shall be deemed to supersede, nor shall anything herein be used for the purpose of interpreting, the Security Agreement, and this Notice is not intended to alter in any way the rights or obligations of the Parties set forth in the Security Agreement. For the avoidance of doubt, if the terms of this Notice conflict with the Security Agreement, the terms of the Security Agreement shall govern.

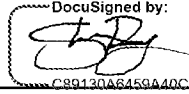
3. This Notice may be executed in counterparts, each of which shall constitute an original and all of which shall, when taken together, constitute one and the same agreement, notwithstanding that all parties may not have signed all counterparts of this Notice.

**Remainder of page intentionally blank.  
Signature page follows.**

IN WITNESS WHEREOF, the Parties have entered into this Notice by and through their duly authorized representatives.

**GRANTOR:**

**VERSAPAY CORPORATION**

DocuSigned by:  


By: \_\_\_\_\_  
Name: Shouvik Roy  
Title: CFO  
shouvik.roy@versapay.com

**GRANTEE:**

**NATIONAL BANK OF CANADA**

By: \_\_\_\_\_  
Name:  
Title:

IN WITNESS WHEREOF, the Parties have entered into this Notice by and through their duly authorized representatives.

**GRANTOR:**

**VERSAPAY CORPORATION**

By: \_\_\_\_\_  
Name:  
Title:

**GRANTEE:**

**NATIONAL BANK OF CANADA**

By: \_\_\_\_\_  
Name: *DAVID LOON*  
Title: *SE. DIRECTOR*

**SCHEDULE A**

Patents

Nil.

**SCHEDULE B**

**Trademarks**

**UNITED STATES**

<b>Mark</b>	<b>Status</b>	<b>Date First Use</b>	<b>App. Number</b>	<b>Reg. Number</b>	<b>Reg. Date</b>	<b>Reg. Countries</b>
<u>A NEW STANDARD IN AR AUTOMATION</u>	Published September 24, 2019	December 11, 2017	87715563			
<u>ARC</u>	Registered	June 20, 2014	86316188	5181971	April 11, 2017	
<u>MAKE CUSTOMERS HAPPY. GET PAID FASTER</u>	Registered	January 6, 2016	86867065	5225900	June 20, 2017	
<u>THE NEW STANDARD IN AR AUTOMATION</u>	Pending	July 30, 2019	88550382			
<u>VERSAPAY</u>	Registered	November 4, 2015	86809692	5083584	November 15, 2016	

**CANADA**

<b>Mark</b>	<b>Status</b>	<b>Date First Use</b>	<b>App. Number</b>	<b>Reg. Number</b>	<b>Reg. Date</b>	<b>Reg. Countries</b>
<u>A NEW STANDARD IN AR AUTOMATION</u>	Registered	December 8, 2017	1872034	TMA 1044395	July 24, 2019	
<u>ARC</u>	Registered	March 27, 2014	1670095	TMA 941026	June 15, 2016	
<u>CUSTOMER-CENTRIC AR</u>	Pending	August 26, 2019	1982140			
<u>EVERY SWIPE COUNTS</u>	Registered	September 21, 2010	1496695	TMA 802479	July 19, 2011	
<u>MAKE CUSTOMERS HAPPY. GET PAID FASTER</u>	Registered	September 18, 2015	1746640	TMA 956905	November 30, 2016	
<u>THE NEW STANDARD IN AR AUTOMATION</u>	Pending	July 25, 2019	1977533			
<u>VERSAPAY</u>	Registered	November 7, 2008	1417575	TMA 756338	January 4, 2010	