

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM570279

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
POET HOLDING COMPANY, LLC		04/02/2020	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A., as Administrative Agent
Street Address:	10 SOUTH DEARBORN
City:	CHICAGO
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 46

Property Type	Number	Word Mark
Registration Number:	5992476	RIPPLE
Registration Number:	5915974	PROPELLET
Registration Number:	5309602	JIVE
Registration Number:	4811511	POET GRAIN
Registration Number:	4776187	HUMAN + NATURE
Registration Number:	4407385	VOILÁ
Registration Number:	4380491	FLEX30
Registration Number:	3955581	
Registration Number:	3799481	INGREENUITY
Registration Number:	3948572	LOAD TOAD
Registration Number:	3791863	POET
Registration Number:	3538487	VITAL
Registration Number:	3538488	VITAL
Registration Number:	3476057	DAKOTA GOLD
Registration Number:	3565564	
Registration Number:	3558587	
Registration Number:	3568073	○
Registration Number:	3568074	
Registration Number:	3528056	○

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3528057	O
Registration Number:	3528058	O
Registration Number:	3568075	O
Registration Number:	3568072	
Registration Number:	3612895	O
Registration Number:	3502231	POET
Registration Number:	3558032	POET
Registration Number:	3603001	POET
Registration Number:	3565063	POET
Registration Number:	3603003	POET
Registration Number:	3431939	POET
Registration Number:	3528015	POET
Registration Number:	3502233	POET
Registration Number:	3583789	POET
Registration Number:	3505795	POET
Registration Number:	3591746	POET
Registration Number:	3606411	POET
Registration Number:	3591747	POET
Registration Number:	3602982	POET
Registration Number:	3436774	POET
Registration Number:	3531513	POET
Registration Number:	3502198	POET
Registration Number:	3583775	POET
Registration Number:	1994116	DAKOTA GOLD
Serial Number:	88627290	PRO50
Serial Number:	88627297	STAG PARTY
Serial Number:	88830947	POET

CORRESPONDENCE DATA

Fax Number: 2149813400

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: 214-981-3483

Email: dclark@sidley.com

Correspondent Name: Dusan Clark, Esq.

Address Line 1: Sidley Austin LLP

Address Line 2: 2021 McKinney Ave., Suite 2000

Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER: 36084-30089

NAME OF SUBMITTER:	Dusan Clark
SIGNATURE:	/Dusan Clark/
DATE SIGNED:	04/02/2020
Total Attachments: 6 source=POET - 2020 PHC Confirmatory Grant of SI in Trademarks (POET Holding Company LLC) (Executed) 255787647_1#page1.tif source=POET - 2020 PHC Confirmatory Grant of SI in Trademarks (POET Holding Company LLC) (Executed) 255787647_1#page2.tif source=POET - 2020 PHC Confirmatory Grant of SI in Trademarks (POET Holding Company LLC) (Executed) 255787647_1#page3.tif source=POET - 2020 PHC Confirmatory Grant of SI in Trademarks (POET Holding Company LLC) (Executed) 255787647_1#page4.tif source=POET - 2020 PHC Confirmatory Grant of SI in Trademarks (POET Holding Company LLC) (Executed) 255787647_1#page5.tif source=POET - 2020 PHC Confirmatory Grant of SI in Trademarks (POET Holding Company LLC) (Executed) 255787647_1#page6.tif	

**CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (the “Confirmatory Grant”) is made effective as of April 2, 2020 by and from POET HOLDING COMPANY, LLC, a Delaware limited liability company (the “Grantor”), to and in favor of JPMORGAN CHASE BANK, N.A., (the “Grantee”) for itself and as Administrative Agent for the Secured Parties (as defined in the Credit Agreement referenced below).

WHEREAS, POET Investments, LLC, the other Loan Parties party thereto, the Lenders and the Grantee have entered into a Credit Agreement dated April 2, 2020 (as amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”).

WHEREAS, the Grantor, each of the subsidiaries of the Grantor from time to time party thereto, and the Grantee have entered into a Security Agreement dated April 2, 2020 (as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”).

WHEREAS, the Grantor owns the trademarks (the “Trademarks”) listed on Exhibit A attached hereto, which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted to Grantee under the Security Agreement. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any of the provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meanings given to them in the Credit Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of all the Secured Obligations. Upon the payment in full of all Secured Obligations (other than Unliquidated Obligations that have not yet arisen), Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to Grantor all reasonably requested instruments in writing or otherwise, releasing the security interest in the Trademarks acquired under this Confirmatory Grant.

(b) The Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds and products of the Trademarks, (3) the goodwill associated with such Trademarks, and (4) all causes of action arising prior to or after the date hereof for infringement of the Trademarks or unfair competition regarding the same.

3) Counterparts. This Confirmatory Grant 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.

4) Governing Law. This Confirmatory Grant 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.

IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant of Security Interest in United States Trademarks effective as of the date first written above.

POET HOLDING COMPANY, LLC

By: 




Name: Jeff Bron

Title: Chairman

Signature Page for Grant of
Security Interest in United States Trademarks

TRADEMARK
REEL: 006907 FRAME: 0530

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS
Exhibit A - SCHEDULE OF TRADEMARKS

Mark	App. No./ App. Date	Reg. No./ Reg. Date	Status
PRO50	88627290 23-SEP-2019		Pending
STAG PARTY	88627297 23-SEP-2019		Pending
RIPPLE	88317081 26-FEB-2019	5992476 18-FEB-2020	Registered
PROPELLET	88046476 20-JUL-2018	5915974 19-NOV-2019	Registered
JIVE	87285862 30-DEC-2016	5309602 17-OCT-2017	Registered
POET GRAIN	86482078 16-DEC-2014	4811511 15-SEP-2015	Registered
HUMAN + NATURE	86451003 11-NOV-2014	4776187 21-JUL-2015	Registered
VOILÁ	85140734 29-SEP-2010	4407385 24-SEP-2013	Registered
FLEX30	85049767 27-MAY-2010	4380491 06-AUG-2013	Registered
Design Only 	77907312 07-JAN-2010	3955581 03-MAY-2011	Registered
INGREENUITY	77868530 09-NOV-2009	3799481 08-JUN-2010	Registered
LOAD TOAD	77814540 27-AUG-2009	3948572 19-APR-2011	Registered
POET	77463514 01-MAY-2008	3791863 25-MAY-2010	Registered
VITAL	77411793 03-MAR-2008	3538487 25-NOV-2008	Registered
VITAL	77411840 03-MAR-2008	3538488 25-NOV-2008	Registered
DAKOTA GOLD	77355066 18-DEC-2007	3476057 29-JUL-2008	Registered
Design Only 	77290698 27-SEP-2007	3565564 20-JAN-2009	Registered
Design Only 	77289870 26-SEP-2007	3558587 06-JAN-2009	Registered









Mark	App. No./ App. Date	Reg. No./ Reg. Date	Status
○ 	77052048 28-NOV-2006	3568073 27-JAN-2009	Registered
Design Only 	77052137 28-NOV-2006	3568074 27-JAN-2009	Registered
○ 	77052197 28-NOV-2006	3528056 04-NOV-2008	Registered
○ 	77052291 28-NOV-2006	3528057 04-NOV-2008	Registered
○ 	77052349 28-NOV-2006	3528058 04-NOV-2008	Registered
○ 	77052388 28-NOV-2006	3568075 27-JAN-2009	Registered
Design Only 	77051811 28-NOV-2006	3568072 27-JAN-2009	Registered
○ 	77051846 28-NOV-2006	3612895 28-APR-2009	Registered
POET	77037271 06-NOV-2006	3502231 16-SEP-2008	Registered
POET	77037361 06-NOV-2006	3558032 06-JAN-2009	Registered
POET	77037387 06-NOV-2006	3603001 07-APR-2009	Registered
POET	77037701 06-NOV-2006	3565063 20-JAN-2009	Registered
POET	77037764 06-NOV-2006	3603003 07-APR-2009	Registered
POET	77037822 06-NOV-2006	3431939 20-MAY-2008	Registered
POET	77037868 06-NOV-2006	3528015 04-NOV-2008	Registered
POET	77037933 06-NOV-2006	3502233 16-SEP-2008	Registered
POET	77037968 06-NOV-2006	3583789 03-MAR-2009	Registered
POET	77023565 18-OCT-2006	3505795 23-SEP-2008	Registered
POET	77023677 18-OCT-2006	3591746 17-MAR-2009	Registered
POET	77023807	3606411	Registered

Exhibit A

TRADEMARK
REEL: 006907 FRAME: 0532

Mark	App. No./ App. Date	Reg. No./ Reg. Date	Status
	18-OCT-2006	14-APR-2009	
POET	77023864 18-OCT-2006	3591747 17-MAR-2009	Registered
POET	77023916 18-OCT-2006	3602982 07-APR-2009	Registered
POET	77024314 18-OCT-2006	3436774 27-MAY-2008	Registered
POET	77024330 18-OCT-2006	3531513 11-NOV-2008	Registered
POET	77024440 18-OCT-2006	3502198 16-SEP-2008	Registered
POET	77024451 18-OCT-2006	3583775 03-MAR-2009	Registered
DAKOTA GOLD	74590036 24-OCT-1994	1994116 13-AUG-1996	Registered
POET	88/830,947 3/11/2020		

Exhibit A