

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM592089

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
KEY TRONIC CORPORATION		08/14/2020	Corporation: WASHINGTON
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., AS AGENT		
Street Address:	121 SW MORRISON STREET		
Internal Address:	17TH FLOOR; OR1-129-17-01		
City:	PORTLAND		
State/Country:	OREGON		
Postal Code:	97204		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	73395331	KEYTRONIC	
CORRESPONDENCE DATA			
Fax Number:	7044448847		
<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>			
Phone:	213-457-9854		
Email:	ksaltrick@mcguirewoods.com		
Correspondent Name:	McGuireWoods LLP		
Address Line 1:	355 S. Grand Avenue, Suite 4200		
Address Line 2:	Attention: Y. Lee, Esq.		
Address Line 4:	Los Angeles, CALIFORNIA 90071-3103		
NAME OF SUBMITTER:	YOOJIN LEE, ESQ.		
SIGNATURE:	/S/ YOOJIN LEE		
DATE SIGNED:	08/14/2020		
Total Attachments: 4			
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OP \$40.00 73395331

**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

August 14, 2020

KEY TRONIC CORPORATION, a Washington corporation (“Debtor”) hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, a national banking association (“Agent”), as Agent under the Loan Agreement referred to below, whose address is Bank of America, N.A., 121 SW Morrison Street, Floor 17, Portland, Oregon, 97204, a security interest in and to all of Debtor’s right, title and interest in and to the trademarks and trademark registrations which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by the Debtor (the “Trademarks”), together with the goodwill and assets of the business, as set forth in the Loan Documents (as defined below).

The terms and conditions of the aforementioned security interest are contained in that certain (a) Loan, Guaranty and Security Agreement dated as of the date hereof by and among the Debtor, certain of its Subsidiaries party thereto, the Lenders party thereto as Agent (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Loan Agreement”; and together with the other documents executed in connection therewith, collectively, the “Loan Documents”), each for the benefit of Agent, as security for the Obligations (as defined in the Loan Agreement) as set forth in the applicable Loan Documents. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Agent may have in any other collateral described in the Loan Documents or otherwise.

The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property and all claims shall be governed by the law of the State of New York, without giving effect to any conflict of law principles except federal laws relating to national banks and Sections 14.14, 14.15 and 14.16 of the Loan Agreement are hereby incorporated by reference. Debtor hereby authorizes the filing of this Memorandum and Notice of Security Interest in Intellectual Property with the United States Patent and Trademark Office.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

DEBTOR:

KEY TRONIC CORPORATION,
a Washington corporation

By: *Brett R. Larsen*
Name: Brett R. Larsen
Title: Executive Vice President of
Administration, CFO and Treasurer

BANK OF AMERICA, NA.,
as Agent and Lender

By: *Brett German*

Name: Brett German

Title: Senior Vice President

MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY
(KEY TRONIC CORPORATION)
SIGNATURE PAGE

TRADEMARK
REEL: 007022 FRAME: 0677

EXHIBIT A
TRADEMARKS

<u>Debtor</u>	<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Federal Registration No.</u>	<u>Registration Date</u>
Key Tronic Corporation	KEYTRONIC	73395331	9/30/1982	1258416	11/22/1983

Exhibit A