

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM596910

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Release of First Lien Trademark Security Interest		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Wilmington Savings Fund Society, FSB		08/27/2020	Federal Savings Bank: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MindLeaders, Inc.		
<b>Street Address:</b>	300 Innovative Way, Suite 201		
<b>Internal Address:</b>	c/o Skillsoft Corporation		
<b>City:</b>	Nashua		
<b>State/Country:</b>	NEW HAMPSHIRE		
<b>Postal Code:</b>	03062		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>Name:</b>	Skillsoft Limited		
<b>Street Address:</b>	Block 4, Belfield Office Park, Clonskeagh		
<b>Internal Address:</b>	c/o Skillsoft Ireland Limited		
<b>City:</b>	Dublin 4		
<b>State/Country:</b>	IRELAND		
<b>Postal Code:</b>	D04 V972		
<b>Entity Type:</b>	Private Limited Company: IRELAND		
<b>Name:</b>	Skillsoft Ireland Ltd.		
<b>Street Address:</b>	Block 4, Belfield Office Park, Clonskeagh		
<b>Internal Address:</b>	c/o Skillsoft Ireland Limited		
<b>City:</b>	Dublin 4		
<b>State/Country:</b>	IRELAND		
<b>Postal Code:</b>	D04 V972		
<b>Entity Type:</b>	Private Limited Company: IRELAND		
<b>Name:</b>	CyberShift, Inc.		
<b>Street Address:</b>	300 Innovative Way, Suite 201		
<b>Internal Address:</b>	c/o Skillsoft Corporation		
<b>City:</b>	Nashua		
<b>State/Country:</b>	NEW HAMPSHIRE		
<b>Postal Code:</b>	03062		
<b>Entity Type:</b>	Corporation: NEW YORK		

TRADEMARK

<b>Name:</b>	CyberShift Holdings, Inc.
<b>Street Address:</b>	300 Innovative Way, Suite 201
<b>Internal Address:</b>	c/o Skillsoft Corporation
<b>City:</b>	Nashua
<b>State/Country:</b>	NEW HAMPSHIRE
<b>Postal Code:</b>	03062
<b>Entity Type:</b>	Corporation: DELAWARE
<b>Name:</b>	Accero, Inc.
<b>Street Address:</b>	300 Innovative Way, Suite 201
<b>Internal Address:</b>	c/o Skillsoft Corporation
<b>City:</b>	Nashua
<b>State/Country:</b>	NEW HAMPSHIRE
<b>Postal Code:</b>	03062
<b>Entity Type:</b>	Corporation: DELAWARE
<b>Name:</b>	GeoLearning, Inc.
<b>Street Address:</b>	4600 Westown Parkway
<b>Internal Address:</b>	Regency West 6, Suite 301
<b>City:</b>	West Des Moines
<b>State/Country:</b>	IOWA
<b>Postal Code:</b>	50266
<b>Entity Type:</b>	Corporation: DELAWARE
<b>Name:</b>	SumTotal Systems LLC
<b>Street Address:</b>	300 Innovative Way, Suite 201
<b>Internal Address:</b>	c/o Skillsoft Corporation
<b>City:</b>	Nashua
<b>State/Country:</b>	NEW HAMPSHIRE
<b>Postal Code:</b>	03062
<b>Entity Type:</b>	Limited Liability Company: DELAWARE
<b>Name:</b>	Amber Holding Inc.
<b>Street Address:</b>	300 Innovative Way, Suite 201
<b>Internal Address:</b>	c/o Skillsoft Corporation
<b>City:</b>	Nashua
<b>State/Country:</b>	NEW HAMPSHIRE
<b>Postal Code:</b>	03062
<b>Entity Type:</b>	Corporation: DELAWARE

**PROPERTY NUMBERS Total: 87**

Property Type	Number	Word Mark
<b>Registration Number:</b>	2519339	VLAB

Property Type	Number	Word Mark
Registration Number:	3251459	BOOKS24X7
Registration Number:	2559834	ELEMENT K
Registration Number:	3013960	EXPRESS GUIDE
Registration Number:	3871298	INGENIUS
Registration Number:	3320857	LIVEEQUATIONS
Registration Number:	2598752	MINDLEADERS
Registration Number:	2560551	ROLEPLAY
Registration Number:	2566310	ROLEPLAY
Registration Number:	3553944	ROLEPLAY
Registration Number:	3553942	ROLEPLAY
Registration Number:	2580718	SEARCH & LEARN
Registration Number:	2514076	SEARCH & LEARN
Registration Number:	3265686	SKILLBLEND
Registration Number:	3051645	SKILLCHOICE
Registration Number:	2611913	SKILLPORT
Registration Number:	2457251	SKILLPORT
Registration Number:	2469531	SKILLSOFT
Registration Number:	2827570	SKILLSOFT
Registration Number:	2667976	SKILLSOFT
Registration Number:	3432549	SKILLSTUDIO
Registration Number:	3646016	THE SKILLSOFT LEARNING GROWTH MODEL
Registration Number:	2264695	VLAB
Serial Number:	86182656	FIVE @ 5:00
Serial Number:	86072221	QUICKTALK
Serial Number:	86072225	LEADERSHIP CHANNEL
Registration Number:	2140071	SKILLVIEW
Registration Number:	1802448	KNOWLEDGENET
Registration Number:	1814768	KNOWLEDGENET
Registration Number:	1768942	NETG
Registration Number:	2861291	QUICKSKILL 3 CBT
Registration Number:	2568223	
Registration Number:	2470153	QUICKSKILL
Registration Number:	1149783	PHOENIX
Registration Number:	1282199	CYBORG SYSTEMS
Registration Number:	1285189	CYBORG SYSTEMS
Registration Number:	1454972	THE SOLUTION SERIES
Registration Number:	1545236	PREFERENCE
Registration Number:	1581290	TOOLBOOK

Property Type	Number	Word Mark
Registration Number:	1631388	REGISTRAR
Registration Number:	1779539	ON TRACK FOR TRAINING
Registration Number:	1904208	THE SOLUTION SERIES/ST
Registration Number:	2189677	PATHLORE
Registration Number:	2081191	TRUTRACK
Registration Number:	2239714	CYBERSHIFT
Registration Number:	2250625	PATHLORE
Registration Number:	3494542	SOFTSCAPE
Registration Number:	3609266	PEOPLE MANAGEMENT
Registration Number:	3526817	CYBERSHIFT
Registration Number:	3488023	NECHO
Registration Number:	3507682	
Registration Number:	3488042	BOOMERANG
Registration Number:	3488043	NECHOBOOMERANG
Registration Number:	3507685	NECHOEXPENSE
Registration Number:	3693384	ACCERO
Registration Number:	3645695	DRIVING BUSINESS PERFORMANCE
Registration Number:	3621880	GEO MAESTRO
Registration Number:	3668736	GEO ON-DEMAND
Registration Number:	3660712	SOFTSCAPE TALENTNET
Registration Number:	3660714	TALENTNET
Registration Number:	3754430	CYBERSHIFT
Registration Number:	3855972	SMART & SAASY
Registration Number:	3935575	IMPULSE 3G
Registration Number:	3847511	GEOLEARNING OUTSMART. OUTMANEUVER. OUTPE
Registration Number:	2986031	ASPEN
Registration Number:	3110071	SUMTOTAL
Registration Number:	3969748	GEOLEARNING
Registration Number:	4493943	ELIXHR
Registration Number:	4504357	TALENT EXPANSION
Registration Number:	4500734	SUMTOTAL
Registration Number:	1899608	DATABOND
Registration Number:	2058213	SOFTSCAPE
Registration Number:	2114642	SOFTSCAPE WORKSPACE
Registration Number:	2064124	SOFTSCAPE QUICKFIND
Registration Number:	2182668	SOFTSCAPE DESKTOP LIBRARY
Registration Number:	2189695	SOFTSCAPE QUICKFIND
Registration Number:	2154170	SOFTSCAPE EXPLORER PLUS

Property Type	Number	Word Mark
Registration Number:	2181095	SOFTSCAPE POWERFOLDER
Registration Number:	3520979	TALENT RESOURCE PLANNING
Registration Number:	3296604	RESULTSONDEMAND
Registration Number:	4930316	THE LEARNING-CENTRIC TALENT EXPANSION SU
Registration Number:	4930644	LEARNING-CENTRIC TALENT EXPANSION
Registration Number:	5069301	COME JOIN US IN THE LEARNING AGE
Registration Number:	5069302	WELCOME TO THE LEARNING AGE
Registration Number:	5126833	WOMEN IN ACTION
Registration Number:	5397334	PERCIPIO
Registration Number:	5397335	PERCIPIO

#### CORRESPONDENCE DATA

Fax Number: 9494754754

*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: 949-451-3800

Email: skann@gibsondunn.com

Correspondent Name: Stephanie Kann

Address Line 1: 3161 Michelson Drive

Address Line 2: Gibson, Dunn & Crutcher LLP

Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:	06330-00001
NAME OF SUBMITTER:	Stephanie Kann
SIGNATURE:	/stephanie kann/
DATE SIGNED:	09/10/2020

#### Total Attachments: 15

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**RELEASE OF FIRST LIEN TRADEMARK SECURITY INTEREST**

This RELEASE OF FIRST LIEN TRADEMARK SECURITY INTEREST (this “Release”) is made as of August 27, 2020, by WILMINGTON SAVINGS FUND SOCIETY, FSB, in its capacity as Collateral Agent under the Security Agreement referred to below (the “Agent”) for the benefit of MINDLEADERS, INC., SKILLSOFT LIMITED, SKILLSOFT IRELAND LTD., CYBERSHIFT, INC., CYBERSHIFT HOLDINGS, INC., ACCERO, INC., GEOLEARNING, INC., SUMTOTAL SYSTEMS LLC, and AMBER HOLDING INC., (each individually a “Grantor” and collectively the “Grantors”). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement (as defined below) or the Trademark Security Agreements (as defined below) as applicable.

**W I T N E S S E T H:**

WHEREAS, reference is made to (i) that certain FIRST LIEN SECURITY AGREEMENT, dated as of April 28, 2014 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) by and among BARCLAYS BANK PLC (the “Former Agent”), EVERGREEN SKILLS INTERMEDIATE LUX S.À R.L., a private limited liability company, incorporated under the laws of Luxembourg (“Holdings”), EVERGREEN SKILLS LUX S.À R.L., a private limited liability company, incorporated under the laws of Luxembourg (Parent Borrower), the other borrowers party thereto (together with the Parent Borrower, the “Borrowers”), and the subsidiaries party thereto; (ii) that certain FIRST LIEN GRANT OF SECURITY INTEREST IN TRADEMARK RIGHTS, dated as of April 29, 2014, made by MINDLEADERS, INC., SKILLSOFT IRELAND LIMITED and SKILLSOFT LIMITED in favor of the Former Agent and recorded at the United States Patent and Trademark Office (“USPTO”) on April 30, 2014 at Reel 5271 and Frame 0222; (iii) the FIRST LIEN GRANT OF SECURITY INTEREST IN TRADEMARK RIGHTS, dated September 30, 2014, made by AMBER HOLDING INC., SUMTOTAL SYSTEMS LLC, SOFTSCAPE SOFTWARE LLC, GEOLEARNING, INC., ACCERO, INC., CYBERSHIFT HOLDINGS, INC. and CYBERSHIFT, INC. in favor of the Former Agent recorded at the USPTO on October 2, 2014 at Reel 5373 and Frame 0406, (iv) that certain SUPPLEMENT NO. 1 TO THE FIRST LIEN GRANT OF SECURITY INTEREST IN TRADEMARK RIGHTS, dated March 20, 2019, by SKILLSOFT IRELAND LIMITED in favor of the Former Agent recorded at the USPTO on March 21, 2019 at Reel 6597 and Frame 0189 (each such agreement in (ii), (iii) and (iv) individually a “Trademark Security Agreement” and together, the “Trademark Security Agreements”); and (iv) that certain NOTICE OF AGENCY RESIGNATION AND ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT, dated as of July 14, 2020 (the “Assignment”) by the Former Agent and the Agent.

WHEREAS, pursuant to the Trademark Security Agreements and the Assignment, the Grantors have granted to the Agent for the benefit of the Secured Parties a lien on and security interest in all of the right, title and interest of the Grantor in, to and under the Collateral (as defined in the Trademark Security Agreements), including the trademarks set forth on Schedule I hereto; and

WHEREAS, Grantors have requested that the Agent release, and the Agent is willing to release its lien on and security interest in, and any other right, title, and interest it may have in, to and under the Collateral, including, without limitation, the trademarks set forth on Schedule I hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

1. The Agent does hereby irrevocably terminate, release and discharge the entirety of any and all liens or security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the Security Agreement or Trademark Security Agreements to the Collateral, including, without limitation, the trademarks (including the trademark registrations and trademark applications) set forth on Schedule I hereto, the goodwill of the business symbolized by the trademarks and the applications and registrations thereof, and all proceeds thereof, and any right, title or interest of the Agent in such Collateral shall hereby terminate, cease and become void. The Agent hereby assigns, transfers and conveys any and all right, title or interest of the Agent in the Trademark Collateral to the Grantor.

2. The Agent, on behalf of itself and the Secured Parties, does hereby terminate and cancel the Trademark Security Agreements.

3. This Release shall not be deemed to release any liens or security interest upon any Collateral upon which Wilmington Savings Fund Society, FSB ("WSFS") was granted a lien or security interest in any other capacity, and shall only apply with respect to liens and security interest in the Collateral held by WSFS in its capacity as Agent under the Security Agreement.


4. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

5. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Release of First Lien  
Trademark Security Interest to be executed and delivered as of the date first written above.

**WILMINGTON SAVINGS FUND SOCIETY,  
FSB, as Agent**

By:   
Name: Raye D. Goldsborough  
Title: Assistant Vice President

[SIGNATURE PAGE TO RELEASE OF FIRST LIEN TRADEMARK SECURITY INTEREST]

**TRADEMARK  
REEL: 007055 FRAME: 0254**



**SCHEDULE I**

**to the Release of First Lien Trademark Security Interest**

**[ATTACHED]**

## SCHEDULE A


### U.S. Trademark Registrations and Applications

TRADEMARK	COUNTRY	STATUS	APP / REG #	REGISTRANT
(FACE) VLAB	US	Registered	2519339	Skillsoft Ireland Ltd
BOOKS24X7	Australia	Registered	1128173	Skillsoft Ireland Ltd
BOOKS24X7	Canada	Registered	TMA713687	Skillsoft Ireland Ltd
BOOKS24X7	EU	Registered	5243316	Skillsoft Ireland Ltd
BOOKS24X7	Hong Kong	Registered	301007496AA	Skillsoft Ireland Ltd
BOOKS24X7	Hong Kong	Registered	301007496AB	Skillsoft Ireland Ltd
BOOKS24X7	India	Registered	1631725	Skillsoft Ireland Ltd
BOOKS24X7	New Zealand	Pending	752706	Skillsoft Ireland Ltd
BOOKS24X7	South Africa	Registered	2010/09128	Skillsoft Ireland Ltd
BOOKS24X7	China	Registered	10659053	Skillsoft Ireland Ltd
BOOKS24X7	US	Registered	3251459	Skillsoft Ireland Ltd
E-LEARNING WITH A HUMAN TOUCH	Canada	Registered	TMA629,712	Skillsoft Ireland Ltd
E-LEARNING WITH A HUMAN TOUCH	Community Trademark	Registered	2561157	Skillsoft Ireland Ltd
ELEMENT K	Australia	Registered	845598	Skillsoft Ireland Ltd
ELEMENT K	Brazil	Registered	824.033.493	Skillsoft Ireland Ltd
ELEMENT K	Brazil	Registered	824.033.515	Skillsoft Ireland Ltd
ELEMENT K	Canada	Registered	TMA579,824	Skillsoft Ireland Ltd
ELEMENT K	China P.R.	Registered	1714196	Skillsoft Ireland Ltd
ELEMENT K	China P.R.	Registered	1745975	Skillsoft Ireland Ltd
ELEMENT K	China P.R.	Registered	1759667	Skillsoft Ireland Ltd
ELEMENT K	Community Trademark	Registered	179883	Skillsoft Ireland Ltd
ELEMENT K	India	Registered	945160	Skillsoft Ireland Ltd
ELEMENT K	India	Registered	945161	Skillsoft Ireland Ltd

ELEMENT K	Mexico	Registered	742351	Skillsoft Ireland Ltd
ELEMENT K	Mexico	Registered	742350	Skillsoft Ireland Ltd
ELEMENT K	Mexico	Registered	744505	Skillsoft Ireland Ltd
ELEMENT K	South Africa	Registered	2000/15823	Skillsoft Ireland Ltd
ELEMENT K	South Africa	Registered	2000/15824	Skillsoft Ireland Ltd
ELEMENT K	South Africa	Registered	2000/15825	Skillsoft Ireland Ltd
ELEMENT K	South Africa	Registered	2000/15823	Skillsoft Ireland Ltd
ELEMENT K	US	Registered	2559834	Skillsoft Ireland Ltd
ELEMENTESSENTIALSFRANCAIS	France	Registered	73472789	Skillsoft Ireland Ltd
EXPRESS GUIDE	Australia	Registered	981105	Skillsoft Limited
EXPRESS GUIDE	Canada	Registered	TMA678354	Skillsoft Limited
EXPRESS GUIDE	India	Registered	1665743	Skillsoft Limited
EXPRESS GUIDE	Switzerland	Registered	518863	Skillsoft Limited
EXPRESS GUIDE	US	Registered	3013960	Skillsoft Limited
INGENIUS	Australia	Registered	1316491	Skillsoft Ireland Ltd
INGENIUS	Canada	Registered	TMA817340	Skillsoft Ireland Ltd
INGENIUS	China	Registered	10659052	Skillsoft Ireland Ltd
INGENIUS	European Community	Registered	8503385	Skillsoft Ireland Ltd
INGENIUS	Hong Kong	Registered	301410597	Skillsoft Ireland Ltd
INGENIUS	New Zealand	Registered	811340	Skillsoft Ireland Ltd
INGENIUS	US	Registered	3871298	Skillsoft Ireland Ltd
LIVEEQUATIONS	US	Registered	3320857	Skillsoft Limited
MINDLEADERS	US	Registered	2,598,752	Mindleaders Inc.
ROLEPLAY	US	Registered	2560551	Skillsoft Ireland Ltd
ROLEPLAY	US	Registered	2566310	Skillsoft Ireland Ltd
ROLEPLAY	US	Registered	3553944	Skillsoft Ireland Ltd
ROLEPLAY	US	Registered	3553942	Skillsoft Ireland Ltd

SEARCH & LEARN	US	Registered	2,580,718	Skillsoft Ireland Ltd
SEARCH & LEARN	US	Registered	2514076	Skillsoft Ireland Ltd
SEARCH-AND-LEARN	India	Pending	1621581	Skillsoft Ireland Ltd
SKILLBLEND	US	Registered	3265686	Skillsoft Limited
SKILLCHOICE	Australia	Registered	1006538	Skillsoft Limited
SKILLCHOICE	Canada	Registered	TMA637998	Skillsoft Limited
SKILLCHOICE	European Union	Registered	3884004	Skillsoft Limited
SKILLCHOICE	India	Pending	1621579	Skillsoft Ireland Ltd
SKILLCHOICE	Norway	Registered	227494	Skillsoft Limited
SKILLCHOICE	Switzerland	Registered	527371	Skillsoft Limited
SKILLCHOICE	US	Registered	3051645	Skillsoft Limited
SKILLPORT	Australia	Registered	876488	Skillsoft Ireland Ltd
SKILLPORT	Canada	Registered	TMA813181	Skillsoft Ireland Ltd
SKILLPORT	China	Registered	10659050	Skillsoft Ireland Ltd
SKILLPORT	China	Registered	10659051	Skillsoft Ireland Ltd
SKILLPORT	European Union	Registered	2107092	Skillsoft Ireland Ltd
SKILLPORT	India	Registered	1621580	Skillsoft Ireland Ltd
SKILLPORT	US	Registered	2611913	Skillsoft Ireland Ltd
SKILLPORT	US	Registered	2457251	Skillsoft Ireland Ltd
SKILLSOFT	Australia	Registered	876548	Skillsoft Ireland Ltd
SKILLSOFT	Benelux	Registered	694025	Skillsoft Corporation
SKILLSOFT	European Union	Registered	2107027	Skillsoft Limited
SKILLSOFT	India	Pending	1621578	Skillsoft Ireland Ltd
SKILLSOFT	US	Registered	2469531	Skillsoft Ireland Ltd
SKILLSOFT	US	Registered	2827570	Skillsoft Ireland Ltd
SKILLSOFT	US	Registered	2667976	Skillsoft Ireland Ltd
SKILLSOFT	Canada	Registered	TMA775803	Skillsoft Ireland Ltd

SKILLSOFT	UK	Registered	2218586	Skillsoft UK Limited
SKILLSOFT (STYLIZED AND IN KATAKANA)	Japan	Registered	4693576	Skillsoft Limited
SKILLSOFT (STYLIZED)	China	Registered	6843373	Skillsoft Limited
SKILLSOFT EXPRESS GUIDE	European Union	Registered	4474904	Skillsoft Limited
SKILLSOFT IN CHINESE CHARACTERS	China	Registered	6917461	Skillsoft Limited
SKILLSOFT IN CHINESE CHARACTERS	China	Registered	6917462	Skillsoft Limited
SKILLSOFT IN CHINESE CHARACTERS	China	Registered	6917463	Skillsoft Limited
SKILLSTUDIO	US	Registered	3432549	Skillsoft Limited
THE SKILLSOFT LEARNING GROWTH MODEL	US	Registered	3646016	Skillsoft Limited
VLAB	US	Registered	2264695	Skillsoft Ireland Ltd
VLAB LOGO	Community Trademark	Registered	1815943	Skillsoft Ireland Ltd
FIVE@5:00	US	Pending	86/182,656	Skillsoft Ireland Ltd
SKILLPORT	Hong Kong	Registered	302741913	Skillsoft Ireland Ltd
QUICKTALK	US	Pending	86/072,221	Skillsoft Ireland Ltd
LEADERSHIP CHANNEL	US	Pending	86/072,225	Skillsoft Ireland Ltd
SKILLSOFT	Hong Kong	Pending	302742309	Skillsoft Ireland Ltd
SKILLPORT IN CHINESE CHARACTERS	China	Pending	13209915	Skillsoft Limited
SKILLPORT IN CHINESE CHARACTERS	China	Pending	13209916	Skillsoft Limited
SKILLVIEW	US	Registered	2140071	Skillsoft Ireland Ltd
KNOWLEDGENET	US	Registered	1802448	Skillsoft Ireland Ltd
KNOWLEDGENET	US	Registered	1814768	Skillsoft Ireland Ltd
NETG	US	Registered	1768942	Skillsoft Ireland Ltd
QUICKSKILL 3 CBT	US	Registered	2861291	Skillsoft Ireland Ltd

	US	Registered	2568223	Skillsoft Ireland Ltd
QUICKSKILL	US	Registered	2470153	Skillsoft Ireland Ltd

# SCHEDULE A

## U.S. Trademark Registrations and Applications<sup>1</sup>

Trademark / Image	Database	Application Number	Application Date	Registration Number	Registration Date	Status	Registrant
PHOENIX	U.S. Federal	73207444	3/15/1979	1149783	3/31/1981	RENEWED (REGISTERED)	SUMTOTAL SYSTEMS LLC
CYBORG SYSTEMS	U.S. Federal	73303091	4/15/1981	1282199	6/19/1984	RENEWED (REGISTERED)	ACCERO, INC.
CYBORG SYSTEMS	U.S. Federal	73314618	6/15/1981	1285189	7/10/1984	RENEWED (REGISTERED)	ACCERO, INC.
THE SOLUTION SERIES	U.S. Federal	73606849	6/30/1986	1454972	9/1/1987	RENEWED (REGISTERED)	ACCERO, INC.
PREFERENCE	U.S. Federal	73759135	10/24/1988	1545236	6/27/1989	RENEWED (REGISTERED)	SUMTOTAL SYSTEMS LLC
TOOLBOOK	U.S. Federal	73809874	6/27/1989	1581290	2/6/1990	RENEWED (REGISTERED)	SUMTOTAL SYSTEMS LLC
REGISTRAR	U.S. Federal	73833039	10/23/1989	1631388	1/15/1991	RENEWED	SUMTOTAL SYSTEMS LLC
ON TRACK FOR TRAINING	U.S. Federal	74201543	8/28/1991	1779539	6/29/1993	RENEWED (REGISTERED)	SUMTOTAL SYSTEMS LLC
THE SOLUTION SERIES/ST	U.S. Federal	74503870	3/18/1994	1904208	7/11/1995	RENEWED (REGISTERED)	ACCERO, INC.

<sup>1</sup> There are certain title gaps in connection with the Softscape trademarks listed on this schedule as being owned by Softscape Software LLC which the Company is currently working on but which may not be remediable.


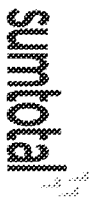
Trademark / Image	Database	Application Number	Application Date	Registration Number	Registration Date	Status	Registrant
PATHLORE	U.S. Federal	75079012	1/26/1996	2189677	9/15/1998	RENEWED (REGISTERED)	SUMTOTAL SYSTEMS LLC
TRUTRACK	U.S. Federal	75104650	5/15/1996	2081191	7/22/1997	RENEWED (REGISTERED)	CYBERSHIFT HOLDINGS, INC.
CYBERSHIFT	U.S. Federal	75344496	8/21/1997	2239714	4/13/1999	RENEWED (REGISTERED)	CYBERSHIFT, INC.
PATHLORE	U.S. Federal	75977394	1/26/1996	2250625	6/1/1999	RENEWED (REGISTERED)	SUMTOTAL SYSTEMS LLC
SOFTSCAPE 	U.S. Federal	77049970	11/22/2006	3494542	9/2/2008	REGISTERED	SOFTSCAPE SOFTWARE, LLC
PEOPLE MANAGEMENT	U.S. Federal	77121913	3/5/2007	3609266	4/21/2009	REGISTERED	SOFTSCAPE SOFTWARE, LLC
CYBERSHIFT	U.S. Federal	77369632	1/11/2008	3526817	11/4/2008	REGISTERED	CYBERSHIFT HOLDINGS, INC.
NECHO	U.S. Federal	77369759	1/11/2008	3488023	8/19/2008	REGISTERED	CYBERSHIFT HOLDINGS, INC.
Design Only 	U.S. Federal	77370595	1/14/2008	3507682	9/30/2008	REGISTERED	CYBERSHIFT HOLDINGS, INC.
BOOMERANG	U.S. Federal	77370641	1/14/2008	3488042	8/19/2008	REGISTERED	CYBERSHIFT HOLDINGS, INC.



Trademark / Image	Database	Application Number	Application Date	Registration Number	Registration Date	Status	Registrant
NECHOBOMERANG	U.S. Federal	77370682	1/14/2008	3488043	8/19/2008	REGISTERED	CYBERSHIFT HOLDINGS, INC.
NECHOEXPENSE	U.S. Federal	77370714	1/14/2008	3507685	9/30/2008	REGISTERED	CYBERSHIFT HOLDINGS, INC.
ACCERO	U.S. Federal	77373119	1/16/2008	3693384	10/6/2009	REGISTERED	ACCERO, INC.
DRIVING BUSINESS PERFORMANCE	U.S. Federal	77449644	4/16/2008	3645695	6/30/2009	REGISTERED	SOFTSCAPE SOFTWARE, LLC
GEO MAESTRO	U.S. Federal	77462720	5/1/2008	3621880	5/19/2009	REGISTERED	GEOLEARNING, INC.
GEO ON-DEMAND	U.S. Federal	77603338	10/29/2008	3668736	8/18/2009	REGISTERED	GEOLEARNING, INC.
SOFTSCAPE TALENTNET	U.S. Federal	77654130	1/22/2009	3660712	7/28/2009	REGISTERED	SOFTSCAPE SOFTWARE, LLC
TALENTNET	U.S. Federal	77654164	1/22/2009	3660714	7/28/2009	REGISTERED	SOFTSCAPE SOFTWARE, LLC
CYBERSHIFT	U.S. Federal	77786339	7/21/2009	3754430	3/2/2010	REGISTERED	CYBERSHIFT HOLDINGS, INC.
							
SMART & SAASY	U.S. Federal	77893712	12/15/2009	3855972	10/5/2010	REGISTERED	CYBERSHIFT HOLDINGS, INC.

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Trademark / Image	Database	Application Number	Application Date	Registration Number	Registration Date	Status	Registrant
IMPULSE 3G	U.S. Federal	77919774	1/25/2010	3935575	3/22/2011	REGISTERED	CYBERSHIFT HOLDINGS, INC.
GEO LEARNING OUTSMART. OUTMANEUVER. OUTPERFORM	U.S. Federal	77926977	2/3/2010	3847511	9/14/2010	REGISTERED	GEOLEARNING, INC.
							
ASPEN	U.S. Federal	78075704	7/25/2001	2986031	8/16/2005	REGISTERED	SUMTOTAL SYSTEMS LLC
SUMTOTAL	U.S. Federal	78351840	1/14/2004	3110071	6/27/2006	REGISTERED	SUMTOTAL SYSTEMS LLC
GEOLEARNING	U.S. Federal	85134655	9/21/2010	3969748	5/31/2011	REGISTERED	GEOLEARNING, INC.
ELIXHR	U.S. Federal	85921284	5/2/2013	4493943	3/11/2014	REGISTERED	SUMTOTAL SYSTEMS LLC
TALENT EXPANSION	U.S. Federal	85921327	5/2/2013	4504357	4/1/2014	REGISTERED	SUMTOTAL SYSTEMS, LLC
SUMTOTAL	U.S. Federal	85921523	5/2/2013	4500734	3/25/2014	REGISTERED	SUMTOTAL SYSTEMS, LLC
							

Trademark / Image	Database	Application Number	Application Date	Registration Number	Registration Date	Status	Registrant
DATABOND	U.S. Federal	74270784	4/30/1992	1899608	6/13/1995	RENEWED (REGISTERED)	SUMTOTAL SYSTEMS LLC
SOFTSCAPE	U.S. Federal	74709271	8/1/1995	2058213	4/29/1997	RENEWED (REGISTERED)	SOFTSCAPE SOFTWARE, LLC
SOFTSCAPE WORKSPACE	U.S. Federal	75050330	1/30/1996	2114642	11/18/1997	RENEWED (REGISTERED)	SOFTSCAPE SOFTWARE, LLC
SOFTSCAPE QUICKFIND	U.S. Federal	75050548	1/30/1996	2064124	5/20/1997	RENEWED (REGISTERED)	SOFTSCAPE SOFTWARE, LLC
SOFTSCAPE DESKTOP LIBRARY	U.S. Federal	75050549	1/30/1996	2182668	8/18/1998	RENEWED (REGISTERED)	SOFTSCAPE SOFTWARE, LLC
SOFTSCAPE QUICKFIND	U.S. Federal	75097523	5/2/1996	2189695	9/15/1998	RENEWED (REGISTERED)	SOFTSCAPE SOFTWARE, LLC
SOFTSCAPE EXPLORER PLUS	U.S. Federal	75097832	5/2/1996	2154170	4/28/1998	RENEWED (REGISTERED)	SOFTSCAPE SOFTWARE, LLC
SOFTSCAPE POWERFOLDER	U.S. Federal	75097833	5/2/1996	2181095	8/11/1998	RENEWED (REGISTERED)	SOFTSCAPE SOFTWARE, LLC
TALENT RESOURCE PLANNING	U.S. Federal	76400743	4/24/2002	3520979	10/21/2008	REGISTERED	SOFTSCAPE SOFTWARE, LLC
RESULTSONDEMAND	U.S. Federal	77061676	12/1/2006	3296604	9/25/2007	REGISTERED	SUMTOTAL SYSTEMS LLC

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RECORDED: 10/02/2014

## SCHEDULE A

### U.S. Trademark Registrations and Applications

TRADEMARK	COUNTRY	STATUS	APP / REG #	REGISTRANT
THE LEARNING-CENTRIC TALENT EXPANSION SUITE	US	Registered	4930316	Skillsoft Ireland Ltd
LEARNING-CENTRIC TALENT EXPANSION	US	Registered	4930644	Skillsoft Ireland Ltd
COME JOIN US IN THE LEARNING AGE	US	Registered	5069301	Skillsoft Ireland Ltd
WELCOME TO THE LEARNING AGE	US	Registered	5069302	Skillsoft Ireland Ltd
WOMEN IN ACTION	US	Registered	5126833	Skillsoft Ireland Ltd
PERCIPIO	US	Registered	5397334	Skillsoft Ireland Ltd
PERCIPIO	US	Registered	5397335	Skillsoft Ireland Ltd