

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM613603

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TALENT WORLDWIDE INC.		12/10/2020	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	WEBSTER BANK, NATIONAL ASSOCIATION		
Street Address:	500 Boylston Street, 24th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	5964583	TOPINTERVIEW	
Registration Number:	2197776	CAREERPERFECT	
Registration Number:	2251467	CAREERPERFECT	
Registration Number:	2899604	INTERVIEWSMART	
Registration Number:	4628567	TOPRESUME	
CORRESPONDENCE DATA			
Fax Number:			
<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:	2023704750		
Email:	ipteam@cogencyglobal.com		
Correspondent Name:	Jennifer Tindie		
Address Line 1:	1025 Vermont Ave NW, Suite 1130		
Address Line 2:	COGENCY GLOBAL INC.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	1301103		
NAME OF SUBMITTER:	Andrew Nash		
SIGNATURE:	/Andrew Nash/		
DATE SIGNED:	12/10/2020		

OP \$140.00 5964583

Total Attachments: 4

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NOTICE OF GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

December 10, 2020

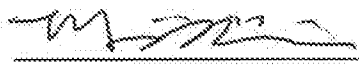
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, TALENT WORLDWIDE INC., a Delaware corporation (the “Grantor”), hereby grants to WEBSTER BANK, NATIONAL ASSOCIATION, as Administrative Agent, for the benefit of the Secured Parties (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the “Marks”) set forth on Schedule A attached hereto, (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same; provided, that, for the avoidance of doubt such grant shall not include any “intent to use” trademark application for which a statement of use or amendment to allege use has not been filed and accepted with the United States Patent and Trademark Office.

THIS GRANT is made to secure the prompt payment and performance of all the Obligations of the Grantor, as such term is defined in the Loan and Security Agreement entered into by, among others, the Grantor and the Grantee, dated as of the date hereof (as amended, modified, restated and/or supplemented from time to time, the “Loan Agreement”). The rights and remedies of the Grantee, with respect to the security interest granted herein are as set forth in the Loan Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provision of this Grant is deemed to conflict with the Loan Agreement, the provisions of the Loan Agreement shall govern.

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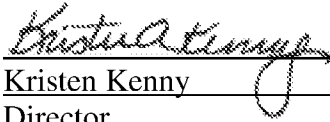
IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date above first written.

TALENT WORLDWIDE INC., as Grantor

By: 
Name: Michael Ricciardelli
Title: President

[Signature Page to Notice of Grant of Security Interest in United States Trademarks]

**WEBSTER BANK, NATIONAL
ASSOCIATION, as Administrative Agent,
as Grantee**

By: 
Name: Kristen Kenny
Title: Director

SCHEDULE A

Registered Trademarks

<u>Obligor</u>	<u>Jurisdiction</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Filing Date</u>	<u>Registered Owner</u>	<u>Mark</u>
Talent Worldwide Inc.	European Union	17565491	17-Apr-2018	06-Dec-2017	Talent Worldwide Inc.	TOPCV
Talent Worldwide Inc.	United Kingdom	3275760	13-Jul-2018	06-Dec-2017	Talent Worldwide Inc.	TOPCV
Talent Worldwide Inc.	United States	5964583	21-Jan-2020	08-Jun-2018	Talent Worldwide Inc.	TOPINTERVIEW
Talent Worldwide Inc.	United States	2197776	20-Oct-1998	25-Jul-1997	Talent Worldwide Inc.	CAREERPERFECT
Talent Worldwide Inc.	United States	2251467*	08-Jun-1999	05-May-1998	Talent Worldwide Inc.	CAREERPERFECT
Talent Worldwide Inc.	United States	2899604	02-Nov-2004	26-May-2003	Talent Worldwide Inc.	INTERVIEWSMART
Talent Worldwide Inc.	United States	4628567	28-Oct-2014	31-Mar-2014	Talent Worldwide Inc.	TOPRESUME

* Required maintenance filing not submitted by December 9, 2019 deadline. Registration will become cancelled in due course.

Pending Trademark Applications

<u>Obligor</u>	<u>Jurisdiction</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Applicant</u>	<u>Mark</u>
N/A	N/A	N/A	N/A	N/A	N/A