

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM623215

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TABULA RASA HEALTHCARE GROUP, INC.		12/18/2020	Corporation: DELAWARE
TABULA RASA HEALTHCARE, INC.		12/18/2020	Corporation: DELAWARE
CK SOLUTIONS, LLC		12/18/2020	Limited Liability Company: DELAWARE
PERSONICA, LLC		12/18/2020	Limited Liability Company: DELAWARE
TRHC TPA, LLC		12/18/2020	Limited Liability Company: WISCONSIN
PERSONIFILRX, LLC		12/18/2020	Limited Liability Company: WISCONSIN

RECEIVING PARTY DATA

Name:	WESTERN ALLIANCE BANK
Street Address:	55 ALMADEN BOULEVARD
Internal Address:	SUITE 100
City:	SAN JOSE
State/Country:	CALIFORNIA
Postal Code:	95113
Entity Type:	Corporation: ARIZONA

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Serial Number:	87141379	WALLETRX
Registration Number:	4992509	MEDWISE ADVISOR
Registration Number:	4840589	TABULARASA HEALTHCARE
Registration Number:	4835975	C CAPSTONE PERFORMANCE SYSTEMS
Registration Number:	4835974	MEDLIANCE
Registration Number:	4835776	CAREVENTIONS
Registration Number:	4796862	MEDWISE ADVISOR
Registration Number:	4996915	EIRENERXCS
Registration Number:	4959787	CAREKINESIS

CH \$615.00 87141379

Property Type	Number	Word Mark
Registration Number:	4375002	NIARX
Registration Number:	4289151	EIRENERX
Registration Number:	4329446	MEDICATION RISK MITIGATION BY CAREKINESI
Registration Number:	3457042	JACK RUSSELL SOFTWARE
Serial Number:	86817983	COMPANIONRX
Serial Number:	86818047	RXCOMPANION
Serial Number:	86348351	SINFONÍA HEALTHCARE CORP
Serial Number:	86354142	SINFONÍA HEALTHCARE CORP
Serial Number:	86817932	SINFONÍARX
Serial Number:	86831704	SINFONÍARX
Serial Number:	86817958	SINFONÍARX MEDICATION MANAGEMENT
Serial Number:	86842307	SINFONÍARX MEDICATION MANAGEMENT RX
Registration Number:	3214993	MEDITURE
Registration Number:	4414787	TRUCHART
Serial Number:	78715682	TRUCHART LABCONNECT

CORRESPONDENCE DATA

Fax Number: 4048853900

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: 4048853868

Email: rusty.close@troutman.com

Correspondent Name: CHRISTOPHER CLOSE

Address Line 1: TROUTMAN PEPPER LLP

Address Line 2: 600 PEACHTREE STREET NE, SUITE 3000

Address Line 4: ATLANTA, GEORGIA 30308-2216

ATTORNEY DOCKET NUMBER:	248435.000007
NAME OF SUBMITTER:	Christopher C Close, Jr.
SIGNATURE:	/Christopher C. Close Jr./
DATE SIGNED:	01/29/2021

Total Attachments: 12

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT, dated as of December 18, 2020 (the "Agreement") between TABULA RASA HEALTHCARE GROUP, INC., a Delaware corporation, TABULA RASA HEALTHCARE, INC., a Delaware corporation, CK SOLUTIONS, LLC, a Delaware limited liability company, PERSONICA, LLC, a Delaware limited liability company, TRHC TPA, LLC, a Wisconsin limited liability company, and PERSONIFILRX, LLC, a Wisconsin limited liability company (each of the foregoing, a "Grantor", and collectively, "Grantors"), and WESTERN ALLIANCE BANK, an Arizona corporation ("Bank"), as administrative agent and collateral agent for the Lenders (in such capacities, the "Administrative Agent").

Reference is made to that certain Loan and Security Agreement, dated as of December 18, 2020, as amended from time to time between the Administrative Agent, the Lenders and Grantors (the "Loan Agreement"). Terms defined in the Loan Agreement have the same meaning when used in this Agreement.

For good and valuable consideration, receipt of which is hereby acknowledged, each Grantor hereby covenants and agrees as follows:

To secure the Obligations under the Loan Agreement, each Grantor grants to the Administrative Agent on behalf of and for the ratable benefit of the Lenders a security interest in all right, title, and interest of Grantors in any of the following, whether now existing or hereafter acquired or created in any and all of the following property (collectively, the "Intellectual Property Collateral"):

(a) copyright rights, copyright applications, copyright registrations and like protections in each work or authorship and derivative work thereof, whether published or unpublished and whether or not the same also constitutes a trade secret, now or hereafter existing, created, acquired or held (collectively, the "Copyrights"), including the Copyrights described in Exhibit A;

(b) trademark and servicemark rights, whether registered or not, applications to register and registrations of the same and like protections, and the entire goodwill of the business of Grantors connected with and symbolized by such trademarks (collectively, the "Trademarks"), including the Trademarks described in Exhibit B;

(c) patents, patent applications and like protections including without limitation improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same (collectively, the "Patents"), including the Patents described in Exhibit C;

(d) mask work or similar rights available for the protection of semiconductor chips or other products (collectively, the "Mask Works");

(e) trade secrets, and any and all intellectual property rights in computer software and computer software products;

(f) design rights;

(g) claims for damages by way of past, present and future infringement of any of the rights included above, with the right, but not the obligation, to sue for and collect such damages for said use or infringement of the intellectual property rights identified above;

(h) licenses or other rights to use any of the Copyrights, Patents, Trademarks, or Mask Works, and all license fees and royalties arising from such use to the extent permitted by such license or rights;

(i) amendments, renewals and extensions of any of the Copyrights, Trademarks, Patents, or Mask Works; and

(j) proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing.

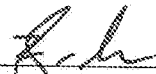
The rights and remedies of the Administrative Agent with respect to the security interests granted hereunder are in addition to those set forth in the Loan Agreement, and those which are now or hereafter available to the Administrative Agent as a matter of law or equity. Each right, power and remedy of the Administrative Agent provided for herein or in the Loan Agreement, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein, and the exercise by the Administrative Agent of any one or more of such rights, powers or remedies does not preclude the simultaneous or later exercise by the Administrative Agent of any other rights, powers or remedies.

[SIGNATURE PAGE FOLLOWS]

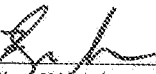
IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTORS:

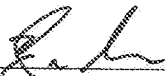
TABULA RASA HEALTHCARE GROUP, INC.

By: 
Name: Brian W. Adams
Title: Chief Financial Officer

TABULA RASA HEALTHCARE, INC.

By: 
Name: Brian W. Adams
Title: Chief Financial Officer

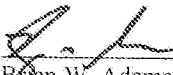
CK SOLUTIONS, LLC

By: 
Name: Brian W. Adams
Title: Chief Financial Officer

PERSONICA, LLC

By: 
Name: Brian W. Adams
Title: Chief Financial Officer

TRHC TPA, LLC

By: 
Name: Brian W. Adams
Title: Chief Financial Officer

ADMINISTRATIVE AGENT:

WESTERN ALLIANCE BANK, as Administrative Agent

By: _____

Name: _____

Title: _____

Address for Notices:

55 Almaden Boulevard, Suite 100
San Jose, California 95113
Attn: Note Department
Fax: (408) 282-1681

PERSONIFILRX, LLC

By: 

Name: Brian W. Adams

Title: Chief Financial Officer

Address for Notices:

228 Strawbridge Drive

Moorestown, NJ 08057

Attn: Brian Adams, CFO

Fax: (856) 273-0254

Email: badams@trhc.com

with a required copy (which shall not constitute notice)
to:

Morgan, Lewis & Bockius LLP

1701 Market St.

Philadelphia, PA 19103-2921

Attn: Kevin Shmelzer

Email: kevin.shmelzer@morganlewis.com

[Signature Page to Intellectual Property Security Agreement]

TRADEMARK
REEL: 007173 FRAME: 0731

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTORS:

TABULA RASA HEALTHCARE GROUP, INC.

By: _____
Name: Brian W. Adams
Title: Chief Financial Officer

TABULA RASA HEALTHCARE, INC.

By: _____
Name: Brian W. Adams
Title: Chief Financial Officer

CK SOLUTIONS, LLC

By: _____
Name: Brian W. Adams
Title: Chief Financial Officer

PERSONICA, LLC

By: _____
Name: Brian W. Adams
Title: Chief Financial Officer

TRHCTPA, LLC

By: _____
Name: Brian W. Adams
Title: Chief Financial Officer

ADMINISTRATIVE AGENT:

WESTERN ALLIANCE BANK, as Administrative Agent

By:  _____

Name: Whitney Myberg

Title: Relationship Manager

Address for Notices:

55 Almaden Boulevard, Suite 100
San Jose, California 95113
Attn: Note Department
Fax: (408) 282-1681

[Signature Page to Intellectual Property Security Agreement]

EXHIBIT A

COPYRIGHTS

Please Check if No Copyrights Exist

<u>Owner</u>	<u>Type of Work:</u>	<u>Title:</u>	<u>Registration Number:</u>	<u>Filing Date:</u>
Tabula Rasa Healthcare Group, Inc.	Computer File	EireneRx	TX0007582098	08/17/2012
Tabula Rasa Healthcare Group, Inc. & Tabula Rasa Healthcare, Inc.	Text	EireneRx	TX0008055182	04/06/2015
	PACElogic software, Registration No. TXu001802460, U.S. Copyright Office			
	Mobile Workforce Manager software, Registration No. TXu001802464, U.S. Copyright Office			
	Enterprise Services software, Registration No. TXu001802462, U.S. Copyright Office			

1. All copyright rights related to Grantor’s flagship software product, TruChart, interface components, supporting utilities and documents to service its customers. The composition of the product includes the following:

- a. TruChart Application Modules:
 - i. Care Management
 - ii. Utilization Management
 - iii. Claims Adjudication
 - iv. Provider Network
 - v. Enrollments
 - vi. Schedule
 - vii. QI Events
 - viii. Revenue Management
 - ix. eReporting
 - x. General Administration
 - xi. Meditire Administration
 - xii. Homecare
- b. Interface Components


- i. TruChart Gateway
 - ii. Shared services (Fee Calc, information services, Collaboration)
 - iii. Agents
 - c. Utilities
 - i. Build Scripts
 - ii. Roll-up Scripts
- 2. All copyright rights in the website located at mediture.com, including all narrative text, videos, images, and all other content therein.
- 3. All copyright rights in the website located at eclusive.com, including all narrative text, videos, images, and all other content therein.
- 4. All copyright rights in the content of Grantor's Facebook account located at <https://www.facebook.com/Mediture-179590232123786/>, including all narrative text, videos, and images.
- 5. Greenway PrimeSUITE
- 6. Plexis Claims Manager
- 7. Microsoft Great Plains
- 8. Innermark Parallel
- 9. CASElogic software

EXHIBIT B

TRADEMARKS

Please Check if No Trademarks Exist

<u>Owner</u>	<u>Mark / Title:</u>	<u>U.S. Serial Number:</u>	<u>U.S. Registration Number:</u>	<u>Filing Date:</u>
Tabula Rasa Healthcare, Inc.	WALLETRX	87/141,379		08/17/2016
Tabula Rasa Healthcare, Inc.	MEDWISE ADVISOR (& design)		4,992,509	07/05/2016
Tabula Rasa Healthcare, Inc.	TABULARASA HEALTHCARE (& design)		4,840,589	10/27/2015
Tabula Rasa Healthcare, Inc.	C CAPSTONE PERFORMANCE SYSTEMS (& design)		4,835,975	10/20/2015
Tabula Rasa Healthcare, Inc.	MEDLIANCE (& design)		4,835,974	10/20/2015
Tabula Rasa Healthcare, Inc.	CAREVENTIONS (& design)		4,835,776	10/20/2015
Tabula Rasa Healthcare, Inc.	MEDWISE ADVISOR		4,796,862	08/18/2015
Tabula Rasa Healthcare Group, Inc.	EIRENERXCS		4,996,915	07/12/2016
Tabula Rasa Healthcare Group, Inc.	CAREKINESIS		4,959,787	05/17/2016
Tabula Rasa Healthcare Group, Inc.	NIARX		4,375,002	07/30/2013
Tabula Rasa Healthcare Group, Inc.	EIRENERX		4,289,151	02/12/2013
Tabula Rasa Healthcare Group, Inc.	MEDICATION RISK MITIGATION BY CAREKINESIS		4,329,446	04/30/2013
Tabula Rasa Healthcare Group, Inc.	JACK RUSSELL SOFTWARE COMPANY		3,457,042	07/01/2008
Tabula Rasa Healthcare Group, Inc.	COMPANIONRX (word mark)	86-817,983		

Tabula Healthcare Inc.	Rasa Group,	RXCOMPANION (word mark)	86-818,047		
Tabula Healthcare Group	Rasa Group	SINFONÍA HEALTHCARE CORP (word mark)	86-348,351	4,711,387	
Tabula Healthcare Group	Rasa Group	SINFONÍA HEALTHCARE CORP (stylized logo)	86-354,142	4,722,742	
Tabula Healthcare Inc.	Rasa Group,	SINFONIARX (word mark)	86-817,932	5,034,982	
Tabula Healthcare Inc.	Rasa Group,	SINFONÍARX (stylized logo)	86-831,704	5,035,062	
Tabula Healthcare Inc.	Rasa Group,	SINFONIARX MEDICATION MANAGEMENT (word mark)	86-817,958	5,034,983	
Tabula Healthcare Inc.	Rasa Group,	SINFONÍARX MEDICATION MANAGEMENT (stylized logo)	86-842,307	5,035,151	
Tabula Rasa Healthcare Group, Inc.		Mediture Service Mark	78710921	Reg. No. 3214993	September 12, 2005
Tabula Rasa Healthcare Group, Inc.		TruChart Service	85869815	Reg. No. 4414787	March 7, 2013
Tabula Rasa Healthcare Group, Inc.		TruChart LabConnect App (Abandoned)	78715682		September 19, 2005
		COGNIFY			
		PACEPERFECT			
		PACELOGIC			
		PACEPROVEN			
		CASELOGIC			
		ENTERPRISE SERVICES			
					

	SYNCHRO-SCRIPT	86/118,122		Nov 13, 2013
	PHARMAPHONETICS	77/376,317		Jan 21, 2008
	#BEYONDTHEFILL	87/327,169		Feb. 7, 2017
	FETCH.	87/321,864		Feb. 2, 2017
	AMILLIONMORE	85/684,484		July 23, 2012
PERSONIFILRX, LLC	PERSONIFILRX (& design)		5,099,785 (12/13/2016)	
PERSONIFILRX, LLC	PERSONIFIL		5,099,699 (12/13/2016)	
PHARMASTAR LLC	PHARMASTAR PBM (& design)		5,117,955 (01/10/2017)	
PHARMASTAR LLC	PHARMASTAR		5,103,931 (12/20/2016)	
PHARMASTAR LLC	TIME 2 HUMAN		4,576,152 (07/29/2014)	
PHARMASTAR LLC	TIME TO HUMAN		4,158,525 (06/12/2012)	

Grantor owns Common law trademark rights in:

- TRUCHART LIFE,
- TRUCHART MLTC
- TRUCHART MMP
- ECLUSIVE
- MEDITURE UNIVERSITY

• **Mediture**
○

- PATIENT ENGAGEMENT CENTER
- PHARMACYGROWTH
- STARWELLNESS
- PRESCRIBEMEDICARE
- VACCINECOMPLETE
- PHARMACYREACH
- CARECONNECT
- LINKWELLNESS
- PRESCRIBECARE

- VRXASSIST
- PCARERX
- DAILYCARE
- PRESCRIBECARE MSO
- PRESCRIBE WELLNESS INTERNATIONAL
- PW PHARMACY
- BEYONDTHEFILL FOUNDATION

EXHIBIT C

PATENTS

Please Check if No Patents Exist

<u>Owner:</u>	<u>Title:</u>	<u>Patent Number:</u>	<u>Application Serial Number:</u>	<u>Issue/Filed Date:</u>
Tabula Rasa Healthcare Group, Inc.	Medication Management System and Method	8,392,220	13/291223	March 5, 2013
Tabula Rasa Healthcare Group, Inc.	Medication Risk Mitigation System and Method		14/579283	December 22, 2014
Tabula Rasa Healthcare, Inc.*	Medication Risk Mitigation Matrix System and Method		15/008555	January 18, 2016
Tabula Rasa Healthcare, Inc.*	Long QT-JT: Index & Score Method		62/338704	May 19, 2017
	ADVERTISING A PHARMACEUTICAL PRODUCT TO A THIRD PARTY		11/564,286	Nov 28, 2006

*Identified by Borrower; no information publicly available