

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM663715

| | | | |
|---|--|-----------------------|------------------------------|
| SUBMISSION TYPE: | RESUBMISSION | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| RESUBMIT DOCUMENT ID: | 900625284 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Data Republic Pty Ltd | | 07/28/2021 | Proprietary Limited Company: |
| RECEIVING PARTY DATA | | | |
| Name: | IXUP IP Pty Ltd | | |
| Street Address: | 5-7 Ross Street | | |
| Internal Address: | Level 3 | | |
| City: | Parramatta, NSW | | |
| State/Country: | AUSTRALIA | | |
| Postal Code: | 2150 | | |
| Entity Type: | Proprietary Limited Company: AUSTRALIA | | |
| PROPERTY NUMBERS Total: 6 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 87022215 | DATA REPUBLIC | |
| Serial Number: | 88753339 | D | |
| Serial Number: | 88753342 | D DATA REPUBLIC | |
| Serial Number: | 88753345 | SENATE | |
| Serial Number: | 88753347 | SENATE PLATFORM | |
| Serial Number: | 88753348 | SENATE MATCHING | |
| 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: | 7144248215 | | |
| Email: | RLHudson@sheppardmullin.com | | |
| Correspondent Name: | Carlo F. Van Den Bosch | | |
| Address Line 1: | 650 Town Center Drive | | |
| Address Line 4: | Costa Mesa, CALIFORNIA 92626 | | |
| ATTORNEY DOCKET NUMBER: | TBD | | |
| NAME OF SUBMITTER: | Carlo F. Van Den Bosch | | |

| | |
|--|------------|
| SIGNATURE: | /cfv/ |
| DATE SIGNED: | 07/30/2021 |
| Total Attachments: 15 source=Notice_From 07 26 21#page1.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page1.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page2.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page3.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page4.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page5.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page6.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page7.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page8.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page9.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page10.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page11.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page12.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page13.tif source=Rhea - DR Australia IP Assignment Deed_(280721)#page14.tif | |

IP Assignment Deed

Date 28 July 2021

Parties

- 1 IXUP IP Pty Ltd (ACN 606 610 977) of Level 3, 5-7 Ross Street, Parramatta, NSW 2150 (Assignee)
- 2 Data Republic Pty Ltd (In Liquidation) (ACN 602 442 044) of c/- McGrathNicol, Level 6, 171 Collins Street, MELBOURNE VIC 3000 (Assignor)

Recitals

- A The Assignor and Assignee are parties to the Sale of Assets Agreement dated 5 June 2021 (Sale Agreement).
- B In accordance with the Sale Agreement, the parties wish to enter into this Deed to record and effect the assignment of the Assigned IP from the Assignor to the Assignee.

Operative part

1 Definitions and interpretation

1.1 Definitions

The following definitions apply in this document, unless the context requires otherwise.

Assigned IP means the Trade Marks and Patents.

Effective Date means the date this document is executed by the last party.

Patents means the patents and patent applications owned by the Assignor, including those listed in the Schedule.

Schedule means the schedule attached to this document.

Trade Marks means the trade marks and trade mark applications owned by the Assignor, including those listed in the Schedule, and all goodwill associated with these trade marks and trade mark applications.

1.2 Interpretation

In this document:

- (a) headings and bold type are for convenience only and do not affect the interpretation of this document, and unless the context otherwise requires;
- (b) words importing the singular include the plural and vice versa;
- (c) other parts of speech and grammatical forms of a word or phrase defined in this document have a corresponding meaning;
- (d) no provision of this document will be construed adversely to a party solely on the ground that the party was responsible for the preparation of this document or that provision; and

- (e) unless otherwise stated, 'including' means 'including but not limited to' and 'include' and 'includes' have corresponding meanings.

2 Assignment

2.1 Assignment

With effect from the Effective Date, the Assignor assigns and transmits to the Assignee the Assignor's entire right, title and interest (both legal and beneficial and in common law) in and to the Assigned IP including, in the case of the Trade Marks, any associated goodwill symbolized thereby.

2.2 Right to Take Action

The assignment under clause 2.1 above includes the right to take any action that the Assignor has or may have against any person to recover damages, accounts of profit or other relief or remedies for any infringement or misuse of any of the Assigned IP, whether occurring before or after the date of this document.

2.3 Facilitation of Assignment

The Assignor and the Assignee must promptly take all steps reasonably required to have the assignment of each item of Assigned IP recorded on the applicable Trade Mark register and Patent register (as applicable) of each applicable jurisdiction.

3 Further assurances

The Assignor must execute all such further documents and do all such further acts as the Assignee may reasonably request to perfect the assignments contemplated by this document.

4 General

4.1 Duty

- (a) As between the parties, Assignee is liable for and must pay all taxes and stamp or other duties, other than income, company or capital gains tax, on or relating to this document, any document executed under it or any dutiable transaction evidenced or effected by it (**Duty**) to the extent that any Duty is payable.
- (b) If any Duty on or relating to this document is payable and an Assignor pays such Duty, any document executed under it or any dutiable transaction evidenced or effected by it, Assignee must pay that amount to that Assignor on demand.

4.2 Amendment

This document may be amended only by written agreement of all parties to it.

4.3 Counterparts

- (a) This document may be executed in any number of counterparts, and by the parties in separate counterparts, but is not effective until each party has executed at least one counterpart.
- (b) Each counterpart of this document constitutes an original of this document but the counterparts together constitute one and the same instrument.

4.4 Severability

If any provision of this document is held by a court to be unlawful, invalid, unenforceable or in conflict with any rule or law, statute, ordinance or regulation, it is to be severed so that the validity and enforceability of the remaining provisions are not affected.

4.5 Entire Agreement

This document contains the full understanding of the parties to this document with respect to the subject matter of this document and supersedes any prior negotiation, arrangement, understanding or agreement with respect to the subject matter of any term of this document.

4.6 Governing Law and Jurisdiction

- (a) The laws of New South Wales govern this document.
- (b) Each party irrevocably submits to the non-exclusive jurisdiction of the courts of New South Wales and applicable appellate courts.
- (c) Each party irrevocably waives any objection to the venue of any legal process on the basis that the process has been brought in an inconvenient forum.

4.7 Costs

Each party will bear its own costs in relation to the negotiation, preparation, execution and performance of this document and any further document required.

Execution

Executed as a deed

Executed by Data Republic Pty Ltd (In Liquidation) (ACN 602 442 044) by being executed by its joint and several liquidator, Robert Smith, in the presence of:



Witness signature



Liquidator signature

LISA CLINGAN

Witness full name
(BLOCK LETTERS)

ROBERT SMITH, JOINT AND SEVERAL LIQUIDATOR

Liquidator full name and title
(BLOCK LETTERS)

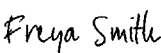
Executed by IXUP IP Pty Ltd (ACN 606 610 977) in accordance with section 127 of the *Corporations Act 2001* (Cth) by:

DocuSigned by:


25B0D3F152914CF...
Director signature

marcus gracey

Director full name
(BLOCK LETTERS)

DocuSigned by:


A08A7854CBE14B6...
Director/Secretary signature

Freya Smith


Director/Secretary full name
(BLOCK LETTERS)

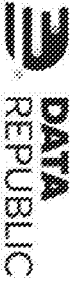
Schedule

1 Trade Marks

| Territory | Application/Registration Number | Mark | Owner | Filing date | Class + Goods and Services | Status |
|-----------|---------------------------------|---------------|-----------------------|----------------|--|------------|
| Australia | 1767685 | DATA REPUBLIC | Data Republic Pty Ltd | 28 April 2016 | <p>Class 35: Computer data processing; data handling; data management; data transcription; data preparation and processing; data retrieval; data verification; data search in computer files or others; updating and maintenance of data in computer databases; word processing and computer file management services; data matching services; data exchange services; business negotiations in relation to data services; data cleansing services (correcting or removing inaccurate or incomplete data from databases); all the foregoing relating to a business to business data sharing platform</p> <p>Class 42: Platform as a Service (PaaS); computer software development; design of computer software; data mining services; data storage (other than physical storage); electronic data storage; hosting of software as a service (SaaS); software as a service (SaaS); data conversion of computer programs and data (not physical conversion); electronic data storage; data encryption services; data security services; all the foregoing relating to a business to business data sharing platform</p> | Registered |
| Singapore | 40201820550 U | DATA REPUBLIC | Data Republic Pty Ltd | 9 October 2018 | <p>Class 35: Collection of data; data compilation for others; compilation of business data; compilation of mathematical data; compilation of statistical data; computer data processing; consultancy relating to data processing; business data analysis; data handling; data management; data management advice and consultancy; data</p> | Registered |

| Territory | Application/Registration Number | Mark | Owner | Filing date | Class + Goods and Services | Status |
|--------------------------|---------------------------------|---------------|-----------------------|--|---|------------|
| United States of America | 87022215 | DATA REPUBLIC | Data Republic Pty Ltd | 2 May 2016 [Priority Date: 28 April 2016] | <p>transcription; data preparation and processing; data retrieval; computerised data verification; data search in computer files for others; market studies; marketing research; updating and maintenance of data in computer databases; business research; business information; advisory services for business management; business management and organisation consultancy; word processing and computer file management services; business evaluation services; preparation of business reports; preparation of reports for marketing; market research; market research data collection services; market research data retrieval services; interpretation of market research data; business analysis services; collection of information relating to market research; market analysis services; market reporting services; business data matching services; business data exchange services; business negotiations in relation to data services; updating and maintenance of data in computer databases, namely, data cleansing services in the nature of correcting or removing inaccurate or incomplete data from databases.</p> <p>Class 42: Platform as a service (PaaS); computer software development; design of computer software; data mining; computerised data storage; electronic data storage; hosting of software as a service (SaaS); software as a service (SaaS); computer database design consultancy services; computer software consultancy; data conversion of computer programs and data, not physical conversion; hosting computer sites (web sites); preparation of reports relating to computer programs; hosting of databases; server hosting; web portal services (designing or hosting); data encryption services; data security services [firewalls].</p> <p>Class 35: Computer data processing; data transcription; data preparation and processing, namely, data processing services; word processing and computer file management services; data exchange services, namely, compiling business data; business negotiation and conclusion of commercial transactions for third parties in relation to</p> | Registered |

| Territory | Application/Registration Number | Mark | Owner | Filing date | Class + Goods and Services | Status |
|--------------------------|---------------------------------|---|-----------------------|----------------|---|---------|
| United States of America | 88753339 |  | Data Republic Pty Ltd | 9 January 2020 | <p>Class 42: Platform as a service (PaaS) featuring computer software platforms for collection and systemization of information into computer databases; compiling business and mathematical data; computer data processing, for computer data analysis, data management, data transcription, market research; computer software development; design of computer software; data mining services; electronic data storage other than physical storage; electronic data storage; software as a service (SaaS) services, namely, hosting software for use by others for collection and systemization of information into computer databases; compiling business and mathematical data; computer data processing, for computer data analysis, data management, data transcription, market research; software as a service (SaaS) featuring software for collection and systemization of information into computer databases; compiling business and mathematical data; computer data processing, for computer data analysis, data management, data transcription, market research; computer database consultancy services, namely, web design consulting; data conversion of computer programs and data; hosting computer web sites of others; data encryption services; data security services, namely, data encryption services; all the foregoing relating to a business to business data sharing platform.</p> <p>Class 35: Computer data processing services; data transcription; data preparation and processing, namely, data processing services; word processing and computer file management services; compiling business data; business negotiation and conclusion of commercial transactions for third parties in relation to data services; data cleansing services in the nature of correcting or removing inaccurate</p> | Pending |

| Territory | Application/Registration Number | Mark | Owner | Filing date | Class + Goods and Services | Status |
|--------------------------|---------------------------------|---|-----------------------|----------------|---|---------|
| United States of America | 88753342 |  | Data Republic Pty Ltd | 9 January 2020 | <p>Class 42: Platform as a Service (PaaS) featuring computer software platforms for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; computer software development; design of computer software; data mining services; electronic data storage other than physical storage; electronic data storage; software as a service (SaaS) services, namely, hosting software for use by others for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; software as a service (SaaS) featuring software for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; computer database design consultancy services; web design consulting; data conversion of computer programs and data, other than physical conversion; hosting computer web sites of others; data encryption services; data security services, namely, data encryption services</p> <p>Class 35: Computer data processing services; data transcription; data preparation and processing, namely, data processing services; word processing and computer file management services; compiling business data; business negotiation and conclusion of commercial transactions for third parties in relation to data services; data cleansing services in the nature of correcting or removing inaccurate or incomplete data from databases, namely, updating of data in computer databases</p> | Pending |

| Territory | Application/Registration Number | Mark | Owner | Filing date | Class + Goods and Services | Status |
|--------------------------|---------------------------------|--------|-----------------------|----------------|---|---------|
| United States of America | 88753345 | SENATE | Data Republic Pty Ltd | 9 January 2020 | <p>Class 42: Platform as a Service (PaaS) featuring computer software platforms for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, for computer data analysis, data management, data design of computer software; data mining services; electronic data storage other than physical storage; electronic data storage; software as a service (SaaS) services, namely, hosting software for use by others for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; computer database design consultancy services; web design consulting; data conversion of computer programs and data, other than physical conversion; hosting computer web sites of others; data encryption services; data security services, namely, data encryption services</p> <p>Class 35: Computer data processing services; data transcription; data preparation and processing, namely, data processing services; word processing and computer file management services; compiling business data; business negotiation and conclusion of commercial transactions for third parties in relation to data services; data cleansing services in the nature of correcting or removing inaccurate or incomplete data from databases, namely, updating of data in computer databases</p> <p>Class 42: Platform as a Service (PaaS) featuring computer software platforms for collection and systemization of information into computer databases, compiling business and mathematical data, computer data</p> | Pending |

| Territory | Application/Registration Number | Mark | Owner | Filing date | Class + Goods and Services | Status |
|--------------------------|---------------------------------|-----------------|-----------------------|----------------|--|---------|
| United States of America | 88753347 | SENATE PLATFORM | Data Republic Pty Ltd | 9 January 2020 | <p>processing, for computer data analysis, data management, data transcription, market research; computer software development; design of computer software; data mining services; electronic data storage other than physical storage; electronic data storage; software as a service (SaaS) services, namely, hosting software for use by others for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; software as a service (SaaS) featuring software for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; computer database design consultancy services, web design consulting; data conversion of computer programs and data, other than physical conversion; hosting computer web sites of others; data encryption services; data security services, namely, data encryption services</p> <p>Class 35: Computer data processing services; data transcription; data preparation and processing, namely, data processing services; word processing and computer file management services; compiling business data; business negotiation and conclusion of commercial transactions for third parties in relation to data services; data cleansing services in the nature of correcting or removing inaccurate or incomplete data from databases, namely, updating of data in computer databases</p> <p>Class 42 Platform as a Service (PaaS) featuring computer software platforms for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; computer software development; design of computer software; data mining services; electronic data storage other than physical storage; electronic data storage; software</p> | Pending |

| Territory | Application/Registration Number | Mark | Owner | Filing date | Class + Goods and Services | Status |
|--------------------------|---------------------------------|-----------------|-----------------------|----------------|--|---------|
| United States of America | 88753348 | SENATE MATCHING | Data Republic Pty Ltd | 9 January 2020 | <p>Class 35: Computer data processing services; data transcription; data preparation and processing, namely, data processing services; word processing and computer file management services; compiling business data; business negotiation and conclusion of commercial transactions for third parties in relation to data services; data cleansing services in the nature of correcting or removing inaccurate or incomplete data from databases, namely, updating of data in computer databases</p> <p>Class 42: Platform as a Service (PaaS) featuring computer software platforms for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; computer software development; design of computer software; data mining services; electronic data storage other than physical storage; electronic data storage; software as a service (SaaS) services, namely, hosting software for use by others for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data</p> | Pending |

| Territory | Application/ Registration Number | Mark | Owner | Filing date | Class + Goods and Services | Status |
|-----------|--|------|-------|-------------|--|--------|
| | | | | | transcription, market research; software as a service (SaaS) featuring software for collection and systemization of information into computer databases, compiling business and mathematical data, computer data processing, for computer data analysis, data management, data transcription, market research; computer database design consultancy services; web design consulting; data conversion of computer programs and data, other than physical conversion; hosting computer web sites of others; data encryption services; data security services, namely, data encryption services | |

2 Patents

| No | Territory | Application Number | Title | Applicant | Inventor(s) | Date of Filing | Status |
|----|--------------------------|--------------------|---|-----------------------|---|------------------|--------------------------|
| 1 | Australia | 2018220072 | Systems and methods to control data access and usage | Data Republic Pty Ltd | Peterson, Matthew | 22 August 2018 | Filed |
| 2 | United States of America | 15/685,305 | Systems and methods to control data access and usage | Data Republic Pty Ltd | Peterson, Matthew | 24 August 2017 | Granted as US 10,909,255 |
| 3 | United States of America | 15/078,804 | Systems and methods to protect sensitive information in data exchange and aggregation | Data Republic Pty Ltd | Peterson, Matthew; Delard De Rigoulieres Mantelli, Juan Luis; Gilligan, Daniel; James, Cant, Simon Neville; Mccarney, Paul Milton | 23 March 2016 | Under examination |
| 4 | United States of America | 16/154,610 | System and method to protect sensitive information via distributed trust | Data Republic Pty Ltd | Clavien, Peter, Ryan; Gilligan, Daniel; James, Mccarney, Paul; Milton, Austin; Daniel Kevin | 8 October 2018 | Granted as US 10,903,980 |
| 5 | United States of America | 17/096,811 | System and method to protect sensitive | Data Republic Pty Ltd | Clavien, Peter, Ryan; Gilligan, Daniel | 12 November 2020 | Filed |

| No | Territory | Application Number | Title | Applicant | Inventor(s) | Date of Filing | Status |
|----|--------------------------|--------------------|--|-----------------------|--|-----------------|-------------------|
| | | | Information distributed trust via | | James; Mccarney, Paul Milton; Austin, Daniel Kevin | | |
| 6 | United States of America | 17160881 | Systems and Methods to Control Data Access and Usage | Data Republic Piv Ltd | Ryan Matthew Peterson | 28 January 2021 | Filed |
| 7 | United States of America | 15/419,834 | Distributed data system | Data Republic Piv Ltd | Clavien, Julia; Peterson, Ryan Matthew; Gilligan, Daniel James | 30 Jan 2017 | Under examination |