

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM664925

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Trademark Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Trading Technologies International, Inc.		07/16/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	ACF Finco I LP		
Street Address:	800 Corporate Pointe		
Internal Address:	3rd Floor		
City:	Culver City		
State/Country:	CALIFORNIA		
Postal Code:	90230		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	4369048	ADL	
Registration Number:	3034933	AUTOSPREADER	
Registration Number:	4960721	T	
Registration Number:	5750948	T	
Registration Number:	4960720	T TRADING TECHNOLOGIES	
Registration Number:	5291312	T TRADING TECHNOLOGIES	
Registration Number:	4970667	T TRADING TECHNOLOGIES	
Registration Number:	4970668	T TRADING TECHNOLOGIES	
Registration Number:	3044411	MD TRADER	
Registration Number:	3203413	NAVIGATOR	
Registration Number:	5291731	NEURENSIC	
Registration Number:	2783691	TRADING TECHNOLOGIES	
Registration Number:	5917987	TRADING TECHNOLOGIES	
Registration Number:	4886625	TT	
Registration Number:	5096393	TT CAMPUSCONNECT	
Registration Number:	3494005	TT CVD	
Registration Number:	3688638	X_RISK	
Registration Number:	3420343	X_STUDY	
TRADEMARK			

CH \$490.00 4369048

Property Type	Number	Word Mark
Registration Number:	2232001	X_TRADER

CORRESPONDENCE DATA

Fax Number: 2027393001

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: 2027395866

Email: felicia.gordon@morganlewis.com

Correspondent Name: Morgan, Lewis & Bockius LLP

Address Line 1: 1111 Pennsylvania Avenue, NW

Address Line 2: Attn: TMSU

Address Line 4: Washington, D.C. 20004

ATTORNEY DOCKET NUMBER:	003279.04.0093
NAME OF SUBMITTER:	Felicia D. Gordon
SIGNATURE:	/Felicia D. Gordon/
DATE SIGNED:	08/04/2021

Total Attachments: 16

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TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (this “Trademark Security Agreement”) is made this 16th day of July, 2021, by and among the Grantors listed on the signature pages hereof (collectively, jointly and severally, “Grantors” and each individually “Grantor”), and **ACF FINCO I LP**, a Delaware limited partnership, in its capacity as agent for each member of the Lender Group (in such capacity, together with its successors and assigns in such capacity, “Agent”).

WITNESSETH:

WHEREAS, pursuant to that certain Credit Agreement dated as of July 16, 2021 (as amended, restated, supplemented, or otherwise modified from time to time, the “Credit Agreement”) by and among by and among, *inter alia*, Administrative Borrower, the other Loan Parties party thereto, the lenders party thereto as “Lenders” (such Lenders, together with their respective successors and assigns in such capacity, each, individually, a “Lender” and, collectively, the “Lenders”), and Agent, the Lender Group has agreed to make certain financial accommodations available to Borrowers from time to time pursuant to the terms and conditions thereof;

WHEREAS, the members of the Lender Group are willing to make the financial accommodations to Borrowers as provided for in the Credit Agreement and the other Loan Documents, but only upon the condition, among others, that Grantors shall have executed and delivered to Agent, for the benefit of the Lender Group, that certain Guaranty and Security Agreement, dated as of July 16, 2021 (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the “Guaranty and Security Agreement”); and

WHEREAS, pursuant to the Guaranty and Security Agreement, Grantors are required to execute and deliver to Agent, for the benefit of the Lender Group, this Trademark Security Agreement.

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby agrees as follows:

1. DEFINED TERMS. All initially capitalized terms used but not otherwise defined herein have the meanings given to them in the Guaranty and Security Agreement or, if not defined therein, in the Credit Agreement, and this Trademark Security Agreement shall be subject to the rules of construction set forth in Section 1(b) of the Guaranty and Security Agreement, which rules of construction are incorporated herein by this reference, *mutatis mutandis*.

2. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Each Grantor hereby unconditionally grants, assigns, and pledges to Agent, for the benefit each member of the Lender Group, to secure the Secured Obligations, a continuing security interest (referred to in this Trademark Security Agreement as the “Security Interest”) in all of such Grantor’s right,

title and interest in and to the following, whether now owned or hereafter acquired or arising (collectively, the "Trademark Collateral"):

(a) all of its Trademarks and Trademark Intellectual Property Licenses to which it is a party including those referred to on Schedule I;

(b) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark Intellectual Property License; and

(c) all products and proceeds (as that term is defined in the Code) of the foregoing, including any claim by such Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or any Trademarks exclusively licensed under any Intellectual Property License, including the right to receive any damages, (ii) injury to the goodwill associated with any Trademark, or (iii) right to receive license fees, royalties, and other compensation under any Trademark Intellectual Property License.

3. SECURITY FOR SECURED OBLIGATIONS. This Trademark Security Agreement and the Security Interest created hereby secures the payment and performance of the Secured Obligations, whether now existing or arising hereafter. Without limiting the generality of the foregoing, this Trademark Security Agreement secures the payment of all amounts which constitute part of the Secured Obligations and would be owed by Grantors, or any of them, to Agent, the other members of the Lender Group or any of them, whether or not they are unenforceable or not allowable due to the existence of an Insolvency Proceeding involving any Grantor.

4. SECURITY AGREEMENT. The Security Interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interests granted to Agent, for the benefit of the Lender Group, pursuant to the Guaranty and Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of Agent with respect to the Security Interest in the Trademark Collateral made and granted hereby are more fully set forth in the Guaranty and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. To the extent there is any inconsistency between this Trademark Security Agreement and the Guaranty and Security Agreement, the Guaranty and Security Agreement shall control.

5. AUTHORIZATION TO SUPPLEMENT. If any Grantor shall obtain rights to any new trademarks, the provisions of this Trademark Security Agreement shall automatically apply thereto. Grantors shall give prompt notice in writing to Agent with respect to any such new trademarks or renewal or extension of any trademark registration. Without limiting Grantors' obligations under this Section, Grantors hereby authorize Agent unilaterally to modify this Trademark Security Agreement by amending Schedule I to include any such new trademark rights of each Grantor. Notwithstanding the foregoing, no failure to so modify this Trademark Security Agreement or amend Schedule I shall in any way affect, invalidate or detract from Agent's continuing security interest in all Collateral, whether or not listed on Schedule I.

6. COUNTERPARTS. This Trademark Security Agreement is a Loan Document. This Trademark Security Agreement may be executed in any number of counterparts and by

different parties on separate counterparts, each of which, when executed and delivered, shall be deemed to be an original, and all of which, when taken together, shall constitute but one and the same Trademark Security Agreement. Delivery of an executed counterpart of this Trademark Security Agreement by any electronic method of transmission shall be equally as effective as delivery of an original executed counterpart of this Trademark Security Agreement. Any party delivering an executed counterpart of this Trademark Security Agreement by any electronic method of transmission also shall deliver an original executed counterpart of this Trademark Security Agreement but the failure to deliver an original executed counterpart shall not affect the validity, enforceability, and binding effect of this Trademark Security Agreement.

7. CHOICE OF LAW AND VENUE, AND JURY TRIAL WAIVER. THE VALIDITY OF THIS TRADEMARK SECURITY AGREEMENT, THE CONSTRUCTION, INTERPRETATION, AND ENFORCEMENT HEREOF, THE RIGHTS OF THE PARTIES HERETO WITH RESPECT TO ALL MATTERS ARISING HEREUNDER OR RELATED HERETO, AND ANY CLAIMS, CONTROVERSIES OR DISPUTES ARISING HEREUNDER OR RELATED HERETO SHALL BE DETERMINED UNDER, GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK. THIS TRADEMARK SECURITY AGREEMENT SHALL BE SUBJECT TO THE PROVISIONS REGARDING VENUE, AND JURY TRIAL WAIVER SET FORTH IN SECTION 26 OF THE GUARANTY AND SECURITY AGREEMENT, AND SUCH PROVISIONS ARE INCORPORATED HEREIN BY THIS REFERENCE, *MUTATIS MUTANDIS*.

[signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Security Agreement to be executed and delivered as of the day and year first above written.

GRANTORS:

TRADING TECHNOLOGIES
INTERNATIONAL, INC.

By: 

Name: Farley R. Owens III

Title: President

ACCEPTED AND ACKNOWLEDGED BY:

AGENT:

ACF FINCO I LP

By: _____

Name: _____

Title: _____

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Security Agreement to be executed and delivered as of the day and year first above written.

GRANTORS:


TRADING TECHNOLOGIES
INTERNATIONAL, INC.

By: _____
Name: _____
Title: _____

ACCEPTED AND ACKNOWLEDGED BY:

AGENT:

ACF FINCO I LP

By:  _____
Name: Olen Sreenivas
Title: Authorized Signer

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

(see attached)

Wednesday, June 16, 2021

Country: United States of America

Trademark List by Country

Page: 80

Trademark

Class(es):

ADL I.C. 9, 42

Application
Number/DateRegistration
Number/DateStatus
Next Renewal

85/306104	4369048	Registered
27-Apr-2011	16-Jul-2013	16-Jul-2023

Goods: Trading system in the nature of a computer software platform for developing and structuring the risk management, trading, routing, pricing, reporting, administration, and processing of securities, commodities, futures, options, equity and debt instruments, insurance-related financial products, energy-related financial products, currencies and foreign exchange in I.C. 9

Application services provider featuring computer software for developing and structuring the risk management, trading, routing, pricing, reporting, administration, and processing of securities, commodities, futures, options, equity and debt instruments, insurance-related financial products, energy-related financial products, currencies and foreign exchange in I.C. 42

AUTOSPREADER

I.C. 9

78/472102	3034933	Registered
23-Aug-2004	27-Dec-2005	27-Dec-2025

Goods: Computer software and computer programs, namely, trading systems, for use in connection with the risk management, trading, routing, pricing, reporting and processing of securities, commodities, futures, options, equity and debt instruments, insurance related financial products, electricity related financial products, currencies, and foreign exchange

TRADEMARK

REEL: 007378 FRAME: 0594

Wednesday, June 16, 2021

Country: United States of America

Trademark List by Country

Page: 81

Trademark

Class(es):

Application
Number/Date

Registration
Number/Date

Status
Next Renewal

DIAMOND LOGO (B&W)

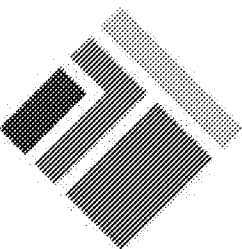
I.C. 9, 16, 42

86/218862
12-Mar-2014

4960721
17-May-2016

Registered
17-May-2026

Image Title: DIAMOND LOGO (B&W)



Goods: Integrated suite of computer software programs for use as management, buying and selling tools by professionals in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges in I.C. 9

First Use: 03/12/2014; First Use in Commerce: 03/12/2014

Computer software manuals in the field of financial trading in I.C. 16

First Use: 03/11/2015; First Use in Commerce: 03/12/2014

Providing computer consulting services relating to computer software for use in the field of financial management related to buying and selling of individual financial products by professionals in the fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges in I.C. 42

First Use: 03/12/2014; First Use in Commerce: 03/12/2014

DIAMOND LOGO (B&W)

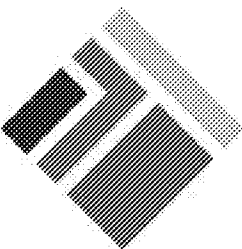
I.C. 42

88/141734
03-Oct-2018

5750948
14-May-2019

Registered
14-May-2029

Image Title: DIAMOND LOGO (B&W)



Goods: Software as a service (SAAS) services featuring an integrated suite of computer software programs for use as management, buying and selling tools in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges

TRADEMARK

REEL: 007378 FRAME: 0595

Trademark

DIAMOND LOGO TRADING TECHNOLOGIES (b&w)

Class(es):

I.C. 9, 16, 42

Application
Number/DateRegistration
Number/DateStatus
Next Renewal

86/218693	4960720	Registered
12-Mar-2014	17-May-2016	17-May-2026

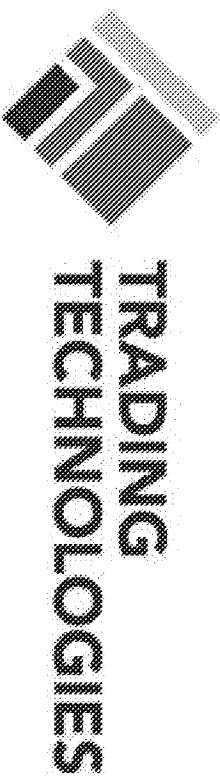
Image Title: DIAMOND LOGO TRADING TECHNOLOGIES

Goods: Integrated suite of computer software programs for use as

management, buying and selling tools by professionals in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges in I.C. 9

Computer software manuals in the field of financial trading in I.C. 16

Providing computer consulting services relating to computer software for use in the field of financial management related to buying and selling of individual financial products by professionals in the fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges in I.C. 42



DIAMOND LOGO TRADING TECHNOLOGIES (b&w)

I.C. 41, 42

86/218697	5291312	Registered
12-Mar-2014	19-Sep-2017	19-Sep-2027

Image Title: Diamond Logo Trading Technologies

Goods: Online, non-downloadable computer software manuals in the field of financial trading in I.C. 41

Software as a service (SAAS) services featuring an integrated suite of computer software programs for use as management, buying and selling tools by professionals in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges in I.C. 42

Country: United States of America

Trademark

DIAMOND LOGO TRADING TECHNOLOGIES (b&w)

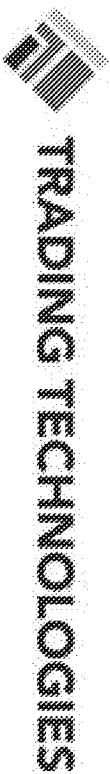
Class(es):

I.C. 42

Application
Number/DateRegistration
Number/DateStatus
Next Renewal

86/978873	4970667	Registered
12-Mar-2014	31-May-2016	31-May-2026

Image Title: DIAMOND LOGO TRADING TECHNOLOGIES

**Goods:** Providing computer consulting services relating to computer software for use in the field of financial management related to

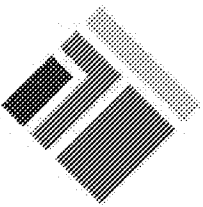
buying and selling of individual financial products by professionals in the fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges in I.C. 42

DIAMOND LOGO TRADING TECHNOLOGIES (b&w)

I.C. 42

86/978874	4970668	Registered
12-Mar-2014	31-May-2016	31-May-2026

Image Title: DIAMOND LOGO TRADING TECHNOLOGIES



TRADING TECHNOLOGIES

Goods: Providing computer consulting services relating to computer software for use in the field of financial management related to

buying and selling of individual financial products by professionals in the fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges in I.C. 42

Wednesday, June 16, 2021

Country: United States of America

Trademark List by Country

Page: 84

Trademark

MID TRADER

Class(es):

I.C. 9

Application
Number/Date

78/318410
24-Oct-2003

Registration
Number/Date

3044411
17-Jan-2006

Status
Next Renewal

Registered
17-Jan-2026

Goods: Integrated suite of computer software programs for use in trading,

routing, pricing, reporting and processing of securities,
commodities, futures, options, equity and debt instruments,
insurance related financial products, electricity related financial
products, currencies, and electronic and foreign exchanges and in
the field of risk management

NAVIGATOR

I.C. 9

78/493016
01-Oct-2004

3203413
30-Jan-2007

Registered
30-Jan-2027

Goods: Computer software for use in connection with managing investor

transaction, real time order entry, routing, processing, and charting
of trades for securities, commodities, futures, options, equity and
debt instruments, insurance and related financial products,
electricity related financial products, currencies, and electronic
and foreign exchanges, and not in the field of comprehensive
financial reporting for investors, portfolio tracking or investment
advisory services

TRADEMARK

REEL: 007378 FRAME: 0598

Wednesday, June 16, 2021

Country: United States of America

Trademark List by Country

Page: 85

Trademark
NEURENSIC

Class(es):

I.C. 9, 35, 36, 42, 45

Application Number/Date	Registration Number/Date	Status Next Renewal
86/83951/8	5291731	Registered
04-Dec-2015	19-Sep-2017	19-Sep-2027

Goods: Computer software for detecting, monitoring, and analyzing

information in the field of financial services and securities and commodities trading; computer software for detecting, monitoring, and analyzing compliance and regulatory risks in the field of financial services and securities and commodities trading; computer software for detecting, monitoring, analyzing, and preventing fraudulent activity, non-compliance, and regulatory violations in the field of financial services and securities and commodities trading; computer software for providing information related to compliance and regulations in the field of financial services and securities and commodities trading; computer software for optimizing business operations in the field of financial services and securities and commodities trading in I.C. 9

First Use: Oct. 15, 2015; Use in Commerce: Jun. 01, 2016

Consulting services for optimizing business operations in the field of finance and securities and commodities trading in I.C. 35

First Use: Oct. 15, 2015; Use in Commerce: Jun. 01, 2016

Consulting services in the field of finance and securities and commodities trading in I.C. 36

First Use: Oct. 1, 2015; Use in Commerce: Jun. 01, 2016

Design and development of computer systems and computer software for detecting, monitoring, and analyzing information in the field of financial services and securities and commodities trading; design and development of computer systems and computer software for detecting, monitoring, and analyzing compliance and regulatory risks in the field of financial services and securities and commodities trading; design and development of computer systems and computer software for detecting, monitoring, analyzing, and preventing fraudulent activity, non-compliance, and regulatory violations in the field of financial services and securities and commodities trading; design and development of computer systems and computer software for providing information related to compliance and regulations in the

TRADEMARK

REEL: 007378 FRAME: 0599

Trademark List by Country

Trademark

Class(es):

Application Number/Date	Registration Number/Date	Status Next Renewal
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field of financial services and securities and commodities trading; design and development of computer systems and computer software for optimizing business operations in the field of financial services and securities and commodities trading, in I.C. 42

First Use: Oct. 15, 2015; Use in Commerce: Jun. 01, 2016

Surveillance services, namely, detecting, monitoring, analyzing, and preventing fraudulent activity, non-compliance, and regulatory violations in the field of finance and securities and commodities trading; consulting services, namely, detecting, monitoring, and analyzing compliance and regulatory risks in the field of finance and securities and commodities trading; consulting services, namely, detecting, monitoring, analyzing, and preventing fraudulent activity, non-compliance, and regulatory violations in the field of finance and securities and commodities trading; consulting services, namely, providing information related to compliance and regulations in the field of finance and securities and commodities trading in I.C. 45

First Use: Oct. 15, 2015; Use in Commerce: Jun. 01, 2016

TRADING TECHNOLOGIES

I.C. 9, 42

76/361425	2783691	Registered
22-Jan-2002	18-Nov-2003	18-Nov-2023

Goods: Providing computer consulting services in the field of financial management related to buying and selling of individual financial products by professionals in the fields of securities, commodities, futures, options, equity and debt instruments, currencies and foreign exchanges in I.C. 9

Integrated suite of computer software programs for use as management, buying and selling tools by professionals in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and foreign exchanges in I.C. 42

Wednesday, June 16, 2021

Country: United States of America

Trademark List by Country

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Trademark

Class(es):

Application
Number/Date

Registration
Number/Date

Status
Next Renewal

TRADING TECHNOLOGIES

I.C. 42

88/141748
03-Oct-2018

5917987
26-Nov-2019

Registered
26-Nov-2029

Goods: Software as a service (SAAS) services featuring an integrated suite of computer software programs for use as management, buying and selling tools in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges

TT

I.C. 9, 16, 42

86/380430
28-Aug-2014

4886625
12-Jan-2016

Registered
12-Jan-2026

Goods: Integrated suite of computer software programs for use as management, buying and selling tools by professionals in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and foreign exchanges in I.C. 9

Computer software manuals in the field of financial trading in I.C. 16

Computer software consulting services in the field of financial management related to buying and selling of individual financial products by professionals in the fields of securities, commodities, futures, options, equity and debt instruments, currencies and electronic and foreign exchanges (date of first use 06/1994); software as a service (SAAS) services featuring software for use as management, buying and selling tools by professionals in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and foreign exchanges, in I.C. 42

TRADEMARK

REEL: 007378 FRAME: 0601

Wednesday, June 16, 2021

Country: United States of America

Trademark List by Country

Page: 88

Trademark

Class(es):

TT CAMPUSCONNECT

I.C. 41

Application
Number/Date

Registration
Number/Date

Status
Next Renewal

86/653,298
05-Jun-2015

5096393
06-Dec-2016

Registered
06-Dec-2026

Goods: Educational services, namely, arranging and conducting classes,

seminars, workshops, webinars, presentations, tutoring, and mentoring in the field of computer software programs for use as management, buying and selling tools by professionals in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and foreign exchanges; providing online non-downloadable videos in the field of teaching, mentoring and tutoring pertaining to buying and selling tools by professionals in the financial fields of securities, commodities, futures, options, equity and debt instruments, currencies and foreign exchanges

TT CVD

I.C. 9

78/834194
10-Mar-2006

3494005
26-Aug-2008

Registered
26-Aug-2028

Goods: Computer software for use in connection with the risk

management, trading, routing, pricing, reporting and processing of securities, commodities, futures, options, equity and debt instruments, insurance related financial products, electricity related financial products, currencies, and electronic and foreign exchanges

X_RISK

I.C. 9

77/663227
04-Feb-2009

3688638
29-Sep-2009

Registered
29-Sep-2029

Goods: Computer software and computer programs, namely, computer

software and programs for use in connection with the risk management, trading, routing, pricing, reporting, and processing of securities, commodities, futures, options, equity and debt instruments, insurance-related financial products, energy-related financial products, currencies, and foreign exchange

TRADEMARK

REEL: 007378 FRAME: 0602

Wednesday, June 16, 2021

Country: United States of America

Trademark List by Country

Page: 89

Trademark

X_STUDY

Class(es):

I.C. 9

Application
Number/Date

78/834199
10-Mar-2006

Registration
Number/Date

3420343
29-Apr-2008

Status
Next Renewal

Registered
29-Apr-2028

Goods: Computer software for use in connection with the risk

management, trading, routing, pricing, reporting and processing of securities, commodities, futures, options, equity and debt instruments, insurance related financial products, electricity related financial products, currencies, and electronic and foreign exchanges

X_TRADER

I.C. 9

75/411818
29-Dec-1997

2232001
16-Mar-1999

Registered
16-Mar-2029

Goods: Computer software and computer programs, namely trading

systems, for use in connection with the risk management, trading, routing, pricing, reporting and processing of securities, commodities, futures, options, equity and debt instruments, insurance related financial products, electricity related financial products, currencies, and foreign exchange

TRADEMARK

REEL: 007378 FRAME: 0603

RECORDED: 08/04/2021