

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM717958

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Innovative Surface Solutions LP		12/16/2021	Limited Partnership: CANADA
RECEIVING PARTY DATA			
Name:	HSBC Bank Canada		
Street Address:	70 York Street		
City:	Toronto		
State/Country:	CANADA		
Postal Code:	M5J 1S9		
Entity Type:	Chartered Bank: CANADA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3100811	MAGIC SALT	
Registration Number:	3568154	PROPATCH	
Registration Number:	2652090	MAGIC MINUS ZERO	
CORRESPONDENCE DATA			
Fax Number:	4168657380		
<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:	14168657697		
Email:	jkkim@torys.com		
Correspondent Name:	Torys LLP		
Address Line 1:	79 Wellington Street West		
Address Line 2:	30th Floor, Box 270, TD South Tower		
Address Line 4:	Toronto, CANADA M5K 1N2		
NAME OF SUBMITTER:	Julie Kim		
SIGNATURE:	/JULIE KIM/		
DATE SIGNED:	03/31/2022		
Total Attachments: 3			
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OP \$90.00 3100811

**CONFIRMATION OF SECURITY INTEREST IN
TRADE MARKS AND RELATED INTELLECTUAL PROPERTY**

THIS AGREEMENT executed as of the 16th day of December, 2021

RECITALS:

- (a) The credit agreement dated on the date hereof (the "**Credit Agreement**") between, inter alios, Innovative Surface Solutions LP and the other borrowers party thereto from time to time (collectively, the "**Borrowers**"), as borrowers, the Lenders (as such term is defined in the Credit Agreement) and HSBC Bank Canada, in its capacity as administrative agent for and on behalf of the Lenders (in such capacity, the "**Agent**");
- (b) The Agent and the Lenders are collectively referred to herein as the "**Secured Parties**";
- (c) Innovative Surface Solutions LP (the "**Debtor**"), a limited partnership formed pursuant to the laws of the Province of Ontario, is the owner of the trademarks and other intellectual property set forth in Exhibit "A", the registrations and applications for such trademarks and intellectual property identified therein and the underlying goodwill associated with such trademarks and intellectual property (collectively, the "**Intellectual Property**"); and
- (d) The Agent, a Canadian chartered bank with offices at 70 York Street, Toronto, Ontario, M5J 1S9, has entered into an agreement with the Debtor, as reflected by a separate document entitled "General Security and Pledge Agreement" dated on or about the date hereof (as the same may be amended, modified, supplemented, extended, renewed, restated or replaced from time to time, the "**Security Agreement**"), by which the Debtor granted to the Agent, for the benefit of the Secured Parties a security interest in certain property, including the Intellectual Property, in consideration of the provision of certain credit facilities to the Borrowers.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, and in accordance with the terms and obligations set forth in the Security Agreement, the Debtor hereby confirms the grant to the Agent, for the benefit of the Secured Parties, of a security interest in and to the Intellectual Property. This Confirmation shall be governed by the laws of the State of New York without giving effect to the conflicts of laws principles thereof.

[Remainder of page intentionally left blank; signature page follows.]

DATED as of the date and year first written above.

**INNOVATIVE SURFACE SOLUTIONS LP,
by its general partner,
INNOVATIVE SURFACE SOLUTIONS GP
INC.**

By: 

Name: Matthew Segal
Title: Director

By: _____
Name:
Title:

EXHIBIT "A"

Intellectual Property

Canadian Trademarks

Appln No.	Regn No.	Mark	Status	Owner¹
1338747	TMA705732	PROPATCH	Registered	Innovative Surface Solutions LP
1399108	TMA799720	WHITE LIGHTNING & DESIGN	Registered	Innovative Surface Solutions LP
1486447	TMA799722	MAGIC SALT	Registered	Innovative Surface Solutions LP
1486448	TMA799721	MAGIC MINUS ZERO	Registered	Innovative Surface Solutions LP
1501054	TMA806254	PROMELT ULTRA	Registered	Innovative Surface Solutions LP
1566801	TMA917821	PROMELT SLICER	Registered	Innovative Surface Solutions LP
1999828	n/a	PROMELT PLUS & Design	Pending	Innovative Surface Solutions LP
1999839	n/a	PROMELT PLUS 10 & DESIGN	Pending	Innovative Surface Solutions LP

U.S. Trademarks

Appln No.	Regn No.	Mark	Status	Owner
78661916	3100811	MAGIC SALT	Registered	Innovative Surface Solutions LP
77132162	3568154	PROPATCH	Registered	Innovative Surface Solutions LP
75295031	2652090	MAGIC MINUS ZERO	Registered	Innovative Surface Solutions LP

¹ Being acquired as part of the asset purchase. Registrations reflecting transfer of IP to this entity to be completed post-closing.