

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM737571

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ESP Promo Incorporated		05/31/2022	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	HSBC Bank Canada		
<b>Street Address:</b>	16 York Street		
<b>Internal Address:</b>	Suite 600		
<b>City:</b>	Toronto		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	M5J 0E6		
<b>Entity Type:</b>	Chartered Bank: CANADA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	6115718	CASTIEL	
<b>Registration Number:</b>	5917534	MI PEN COMPANY	
<b>Registration Number:</b>	5917535	MI PEN COMPANY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6137839690		
<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>			
<b>Phone:</b>	6137839644		
<b>Email:</b>	anna.clark@dentons.com		
<b>Correspondent Name:</b>	Anna Clark		
<b>Address Line 1:</b>	99 Bank Street		
<b>Address Line 2:</b>	Suite 1420		
<b>Address Line 4:</b>	Ottawa, CANADA K1P 1H4		
<b>NAME OF SUBMITTER:</b>	Anna Clark		
<b>SIGNATURE:</b>	/Anna Clark/		
<b>DATE SIGNED:</b>	06/28/2022		
<b>Total Attachments: 8</b>			
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**CONFIRMATION OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

**WHEREAS** ESP Promo Incorporated (the "**Debtor**") is the owner of the intellectual property set forth in Schedule A hereto, the registrations and applications for the intellectual property identified therein and any underlying goodwill associated with such intellectual property (collectively, the "**Intellectual Property**");

**AND WHEREAS** the Debtor has delivered a general security agreement dated October 20, 2016 (as it may be amended, restated, supplemented or otherwise modified from time to time, the "**Security Agreement**") to HSBC Bank Canada (the "**Secured Party**"), and all terms used herein as defined terms shall have the respective meanings ascribed thereto in the Security Agreement;

**AND WHEREAS** pursuant to the Security Agreement, the Debtor pledges, assigns, mortgages, charges and hypothecates to the Secured Party and grants to the Secured Party a security interest in favour of the Secured Party in, *inter alia*, all present and future intangibles of the Debtor, including all of its present and future goodwill, intellectual property and choses in action of every nature and kind, including without limitation the Intellectual Property (the "**Security Interest**");

**AND WHEREAS** the Debtor and the Secured Party desire to record this Confirmation with the Canadian Intellectual Property Office and the United States Patent and Trademark Office and such other authorities as the Secured Party desires to provide third parties with notice of the grant of the Security Interest;

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and in accordance with the terms and obligations set forth in the Security Agreement, the Debtor hereby confirms the granting of the Security Interest to the Secured Party.

The Debtor agrees that this Confirmation may be recorded with the Canadian Intellectual Property Office and the United States Patent and Trademark Office and such other authorities as the Secured Party desires to provide notice to third parties of the Security Interest granted under the Security Agreement.

Notwithstanding the foregoing, nothing herein shall be deemed to supersede, nor shall anything herein be used for the purpose of interpreting, the Security Agreement, and this Confirmation is not intended to alter in any way the rights or obligations of the Debtor or the Secured Party set forth in the Security Agreement. For the avoidance of doubt, if the terms of this Confirmation conflict with the Security Agreement, the terms of the Security Agreement shall govern.

This Confirmation shall be governed by and construed in accordance with the laws of the Province of Ontario and the federal laws of Canada applicable therein.

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

DATED as of the 31st day of May, 2022.

**DEBTOR:**

**ESP PROMO INCORPORATED**

Per: \_\_\_\_\_

Name: RICHARD FURKSER

Title: CEO

Per: \_\_\_\_\_

Name: RICHARD FURKSER

Title: CEO

I/We have the authority to bind the Debtor.

**SECURED PARTY:**

**HSBC BANK CANADA**

Per: \_\_\_\_\_

Name:

Title:

Per: \_\_\_\_\_

Name:

Title:

I/We have the authority to bind the Bank.

DATED as of the 31st day of May, 2022.

**DEBTOR:**

**ESP PROMO INCORPORATED**

Per: \_\_\_\_\_

Name:

Title:

Per: \_\_\_\_\_

Name:

Title:

I/We have the authority to bind the Debtor.

**SECURED PARTY:**

**HSBC BANK CANADA**

Per:  \_\_\_\_\_

Name: John Borch

Title: Assistant Vice-President.

Per: \_\_\_\_\_ 

Name: Brian Pettit


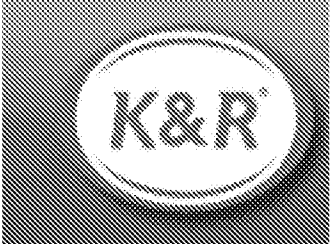

Title: Assistant Vice-President

I/We have the authority to bind the Bank.

**SCHEDULE A  
INTELLECTUAL PROPERTY**



**CANADIAN TRADEMARKS**

<b>Trademarks</b>	<b>Status</b>	<b>Application No.</b>	<b>Application Date</b>	<b>Registration No.</b>	<b>Registration Date</b>
SWISS FORCE & DESIGN	Formalized	2043286	July 31, 2020	n/a	n/a
K & R NEW YORK & DESIGN 	Registered	1752397	Oct. 28, 2015	TMA971013	May 16, 2017
EURO DESIGN & DESIGN 	Registered	1724147	Apr. 16, 2015	TMA957322	Dec. 6, 2016
BIENNE	Registered	1666047	Feb. 28, 2014	TMA964435	Mar. 2, 2017
PROMOBILIA	Registered	1630201	June 10, 2013	TMA894354	Jan. 19, 2015
PROMOBILIA & DESIGN 	Registered	1630206	June 10, 2013	TMA894355	Jan. 19, 2015
EURO DESIGN & DESIGN 	Registered	1476606	Apr. 12, 2010	TMA789591	Feb. 3, 2011

Trademarks	Status	Application No.	Application Date	Registration No.	Registration Date
ESP PROMOTIONS	Registered	1442303	June 22, 2009	TMA775367	Aug. 24, 2010
ESP & DESIGN 	Registered	1442304	June 22, 2009	TMA773187	July 29, 2010
K & R & DESIGN 	Registered	1442305	June 22, 2009	TMA772208	July 16, 2010
SWISS FORCE	Registered	1429503	Mar. 2, 2009	TMA773037	July 27, 2010
ANY QUESTION ... ASK US!!	Registered	1347010	May 10, 2007	TMA765980	May 6, 2010
PROMONOW	Registered	1293946	Mar. 16, 2006	TMA699713	Oct. 30, 2007
BLUE DOT DESIGN 	Registered	1181822	June 18, 2003	TMA676087	Nov. 1, 2006

Trademarks	Status	Application No.	Application Date	Registration No.	Registration Date
CASTIEL	Registered	1864067	Oct. 23, 2017	TMA1025430	June 17, 2019
miPEN COMPANY	Registered	1815905	Dec. 23, 2016	TMA1008879	Nov. 14, 2018
MI PEN COMPANY & DESIGN 	Registered	1815906	Dec. 23, 2016	TMA1008878	Nov. 14, 2018

**UNITED STATES TRADEMARKS**

Trademark	Status	Serial No.	Application Date	Registration No.	Registration Date
EURO DESIGN 	Registered	86629269	May 14, 2015	4996051	July 12, 2016
BIENNE 	A Sections 8 and 15 combined declaration has been accepted and acknowledged.	86219120	Mar. 12, 2014	4796183	Aug. 18, 2015



Trademark	Status	Serial No.	Application Date	Registration No.	Registration Date
K&R NEW YORK 	A Sections 8 and 15 combined declaration has been accepted and acknowledged.	86050490	Aug. 28, 2013	4739841	May 19, 2015
PROMOBILIA 	A Sections 8 and 15 combined declaration has been accepted and acknowledged.	85966715	June 21, 2013	4574642	July 29, 2014
P PROMOBILIA 	A Sections 8 and 15 combined declaration has been accepted and acknowledged.	85966724	June 21, 2013	4574643	July 29, 2014
SWISS FORCE 	A Sections 8 and 15 combined declaration has been accepted and acknowledged.	85074779	June 30, 2010	4309454	Mar. 26, 2013
PROMONOW 	Registered	78839931	Mar. 17, 2006	3438058	May 27, 2008
DESIGN ONLY 	Registered	78977411	June 20, 2003	3164172	Oct. 24, 2006

Trademark	Status	Serial No.	Application Date	Registration No.	Registration Date
CASTIEL  CASTIEL	Registered	87697890	Nov. 27, 2017	6115718	Aug. 4, 2020
MI PEN COMPANY MI PEN COMPANY	Registered	87363216	Mar. 8, 2017	5917534	Nov. 26, 2019
MI PEN COMPANY 	Registered	87363218	Mar. 8, 2017	5917535	Nov. 26, 2019