

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM753557

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WHOOOP, INC.		08/31/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Silicon Valley Bank		
Street Address:	1325 Boylston Street, #401		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02215		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Serial Number:	90879644	ANY-WEAR	
Serial Number:	90071652	KNOW YOURSELF	
Registration Number:	6763212	KNOW YOURSELF	
Registration Number:	6656083	KNOW YOURSELF	
Registration Number:	6141320	UNLOCK YOURSELF	
Registration Number:	6392505	UNLOCK YOURSELF	
Registration Number:	6141324	UNLOCK YOURSELF	
Registration Number:	6136283	W	
Registration Number:	6254923	W	
Registration Number:	6136284	W	
Registration Number:	6141323	W	
Serial Number:	97153184	W	
Registration Number:	4805176	WHOOOP	
Serial Number:	97153186	WHOOOP	
Serial Number:	90882442		
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>			

OP \$390.00 90879644

Phone: 2023704750
Email: ipteam@cogencyglobal.com
Correspondent Name: Joanna McCall
Address Line 1: 1025 Connecticut Ave NW, Suite 712
Address Line 2: Cogency Global Inc.
Address Line 4: Washington, D.C. 20036

ATTORNEY DOCKET NUMBER:	1771909
NAME OF SUBMITTER:	Gwendolyn Meccas, Paralegal
SIGNATURE:	/Gwendolyn Meccas/
DATE SIGNED:	09/06/2022

Total Attachments: 8

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FIRST AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

This First Amendment to Intellectual Property Security Agreement (this "Amendment") is made as of August 31, 2022, by and between **SILICON VALLEY BANK**, a California corporation, with its principal place of business at 3003 Tasman Drive, Santa Clara, California 95054 ("Bank"), and **WHOOP, INC.**, a Delaware corporation with its principal place of business located at 1325 Boylston Street, #401, Boston, Massachusetts 02215 ("Grantor").

Recitals

A. Grantor and Bank have previously entered into that certain Loan and Security Agreement dated as of December 23, 2019, as amended by a certain First Loan Modification Agreement dated as of February 16, 2021, and as further amended by a certain Second Loan Modification Agreement dated as of the date hereof.

B. To secure its obligations and liabilities to Bank, Grantor has previously granted Bank a security interest in the Intellectual Property Collateral pursuant to that certain Intellectual Property Security Agreement dated as of January 16, 2020 (as may be amended, modified, restated, replaced, or supplemented from time to time, the "IP Security Agreement"). Capitalized terms used but not otherwise defined herein shall have the same meaning as in the IP Security Agreement.

C. Grantor and Bank have agreed to enter into this Amendment.

NOW, THEREFORE, GRANTOR AND BANK AGREE AS FOLLOWS:

A. MODIFICATIONS TO THE IP SECURITY AGREEMENT.

1. Exhibit B to the IP Security Agreement is hereby deleted in its entirety and replaced with Exhibit B attached hereto.

2. Exhibit C to the IP Security Agreement is hereby deleted in its entirety and replaced with Exhibit C attached hereto.

B. RATIFICATION OF IP SECURITY AGREEMENT. Grantor hereby ratifies, confirms and reaffirms, all and singular, the terms and conditions of the IP Security Agreement, and acknowledges, confirms and agrees that the IP Security Agreement contains an accurate and complete listing of all Intellectual Property Collateral and shall remain in full force and effect.

C. COUNTERSIGNATURE. This Amendment shall become effective only when it shall have been executed by Grantor and Bank.

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IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed as of the date first above written.

GRANTOR:

WHOOP, INC. DocuSigned by:

By: Tricia Gugler
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Name: Tricia Gugler

Title: Chief Financial Officer

BANK:

SILICON VALLEY BANK DocuSigned by:

By: Dylan Wong
AFFFC55F19414CC...

Name: Dylan Wong

Title: Vice President

EXHIBIT B

Patents

Matter List with Status

WHOOP CONFIDENTIAL											Jul 28, 2022
HOST FILE NUMBER	APPLICATION NUMBER	DATE FILED	TITLE	COUNTRY	STATUS	PUBLICATION NUMBER	OPI PUBLICATION DATE	GRANT DATE	PATENT NUMBER	REGISTRATION NUMBER	REGISTRATION DATE
WHOOP-001-P02	14290065	May 29, 2014	DETERMINING HEART RATE WITH REFLECTED LIGHT DATA	US	Published	20140350356	Nov 27, 2014				
WHOOP-001-P06	14326598	Jul 9, 2014	PHYSIOLOGICAL MEASUREMENT SYSTEM WITH MOTION SENSING	US	Issued	20140323828	Oct 30, 2014	Apr 23, 2019	10264982		
WHOOP-001-P07	14326810	Jul 9, 2014	DETERMINING A RECOVERY INDICATOR USING HEART RATE DATA	US	Allowed	20140323880	Oct 30, 2014				
WHOOP-001-P08	14995874	Jan 14, 2016	DEVICE FOR PHYSIOLOGICAL MONITORING AND MEASUREMENT	US	Issued	2016-0129310	May 12, 2016	Jan 22, 2019	10182726		
WHOOP-001-P12	17205850	Mar 18, 2021	CONTINUOUSLY WEARABLE MONITORING DEVICE	US	Allowed	20210210188	Jul 8, 2021	Aug 9, 2022	11410765		
WHOOP-001-P13	17545242	Dec 8, 2021	DEVICE FOR CARDIOVASCULAR INTENSITY MEASUREMENT	US	Published	20220108782	Apr 7, 2022				
WHOOP-001-P14	17728062	Apr 25, 2022	SYSTEMS, DEVICES AND METHODS FOR CONTINUOUS HEART RATE MONITORING AND INTERPRETATION	US	Pending						
WHOOP-002-P01	14198437	Mar 5, 2014	CONTINUOUS HEART RATE MONITORING AND INTERPRETATION	US	Issued	20150250396	Sep 10, 2015	Nov 30, 2021	11185241		
WHOOP-002-P02	14289330	May 28, 2014	AUTOMATED EXERCISE RECOMMENDATIONS	US	Published	20150251074	Sep 10, 2015				
WHOOP-003-P01	14750389	Jun 25, 2015	HEART RATE VARIABILITY WITH SLEEP DETECTION	US	Issued	20160374567	Dec 29, 2016	Aug 29, 2017	9743848		
WHOOP-003-P02	15207924	Jul 12, 2016	HEART RATE VARIABILITY WITH SLEEP DETECTION	US	Issued	20160374569	Dec 29, 2016	Sep 5, 2017	9750415		
WHOOP-003-PDE	168149508	May 25, 2016	HEART RATE VARIABILITY WITH SLEEP DETECTION	DE	Issued	EP3313276		Oct 14, 2020	60201604594 4.2		
WHOOP-003-PE1	201905775	May 25, 2016	HEART RATE VARIABILITY WITH SLEEP DETECTION	EP	Published	EP3766410	Jan 20, 2021				
WHOOP-003-PEP	168149508	May 25, 2016	HEART RATE VARIABILITY WITH SLEEP DETECTION	EP	Issued	EP3313276	May 2, 2018	Oct 14, 2020	3313276		
WHOOP-003-PFI	168149508	May 25, 2016	HEART RATE VARIABILITY WITH SLEEP DETECTION	FI	Issued	EP3313276		Oct 14, 2020	3313276		
WHOOP-003-PFR	168149508	May 25, 2016	HEART RATE VARIABILITY WITH SLEEP DETECTION	FR	Issued	EP3313276		Oct 14, 2020	3313276		
WHOOP-003-PGB	168149508	May 25, 2016	HEART RATE VARIABILITY WITH SLEEP DETECTION	GB	Issued	EP3313276		Oct 14, 2020	3313276		
WHOOP-004-P01	14744182	Jun 19, 2015	INTERFACE FOR REMOVABLE WRIST DEVICE	US	Issued	20160367187	Dec 22, 2016	Aug 15, 2017	9730591		
WHOOP-005-P01	14706524	May 7, 2015	HEART RATE DETECTION USING AMBIENT LIGHT	US	Published	20160324432	Nov 10, 2016				
WHOOP-006-D01	29529218	Jun 4, 2015	WEARABLE CONTINUOUS PHYSIOLOGICAL MONITORING DEVICE	US	Issued			Sep 27, 2016	D767768		
WHOOP-006-D02	29578653	Sep 23, 2016	WEARABLE CONTINUOUS PHYSIOLOGICAL MONITORING DEVICE	US	Issued			Jul 18, 2017	D792597		
WHOOP-006-DEP	002889121	Dec 3, 2015	WEARABLE CONTINUOUS PHYSIOLOGICAL MONITORING DEVICE	EM	Issued					002889121-0001	Dec 3, 2015
WHOOP-007-P01	15265761	Sep 14, 2016	PROBABILITY-BASED USAGE OF MULTIPLE ESTIMATORS OF A PHYSIOLOGICAL SIGNAL	US	Issued	20170071487	Mar 16, 2017	Mar 21, 2017	9596997		
WHOOP-007-PAU	2016323049	Sep 14, 2016	PHYSIOLOGICAL SIGNAL MONITORING	AU	Issued			Oct 7, 2021	2016323049		
WHOOP-007-PEP	168472413	Sep 14, 2016	PHYSIOLOGICAL SIGNAL MONITORING	EP	Published	EP3349647	Jul 25, 2018				
WHOOP-010-P01	15706308	Sep 15, 2017	VARIABLE BRIGHTNESS AND GAIN FOR OPTIMIZING SIGNAL ACQUISITION	US	Issued	20180070839	Mar 15, 2018	Aug 25, 2020	10750958		
WHOOP-011-P01	15960461	Apr 23, 2018	ACTIVITY RECOGNITION	US	Issued	20180303381	Oct 25, 2018	Feb 4, 2020	10548513		
WHOOP-011-P02	16778251	Jan 31, 2020	ACTIVITY RECOGNITION	US	Issued	20200237262	Jul 30, 2020	Feb 9, 2021	10912495		
WHOOP-011-PAU	2018257774	Apr 23, 2018	ACTIVITY RECOGNITION	AU	Pending						
WHOOP-011-PCA	3060439	Apr 23, 2018	ACTIVITY RECOGNITION	CA	Pending						
WHOOP-011-PEP	187912639	Apr 23, 2018	ACTIVITY RECOGNITION	EP	Published	EP3614917	Mar 4, 2020				
WHOOP-012-P01	16163441	Oct 17, 2018	APPLIED DATA QUALITY METRICS FOR PHYSIOLOGICAL MEASUREMENTS	US	Issued	20190110755	Apr 18, 2019	Nov 30, 2021	11185292		
WHOOP-012-P02	17536331	Nov 29, 2021	APPLIED DATA QUALITY METRICS FOR PHYSIOLOGICAL MEASUREMENTS	US	Published	20220079530	Mar 17, 2022				
WHOOP-012-PEP	188682348	Oct 17, 2018	APPLIED DATA QUALITY METRICS FOR PHYSIOLOGICAL MEASUREMENTS	EP	Published	3687392	Aug 5, 2020				
WHOOP-014-P01	17124770	Dec 17, 2020	CYCLE MANAGEMENT FOR PHYSIOLOGICAL MONITORING DEVICES	US	Published	20210177342	Jun 17, 2021				
WHOOP-015-P01	17117593	Dec 10, 2020	DETECTING SLEEP INTENTION	US	Published	20220183618	Jun 16, 2022				
WHOOP-015-PEP	211593694	Feb 25, 2021	DETECTING SLEEP INTENTION	EP	Published	EP4011281	Jun 15, 2022				
WHOOP-016-P01	17388711	Jul 29, 2021	PULSE SHAPE ANALYSIS	US	Published	20220031181	Feb 3, 2022				
WHOOP-016-PWO	PCTUS2143672	Jul 29, 2021	PULSE SHAPE ANALYSIS	WO	Published	2022026686	Feb 3, 2022				
WHOOP-017-PWO	PCTUS2136817	Jun 10, 2021	WEARABLE INFECTION MONITOR	WO	Published	2021252768	Dec 16, 2021				
WHOOP-018-P01	17508159	Oct 22, 2021	GARMENT INFRASTRUCTURE FOR PHYSIOLOGICAL MONITORING	US	Published	20220117500	Apr 21, 2022				
WHOOP-018-PWO	PCTUS2155325	Oct 16, 2021	PHYSIOLOGICAL MONITORING SYSTEMS	WO	Published	2022082077	Apr 21, 2022				

W'HOOP-019-PWO	PCTUS2161735	Dec 3, 2021	TIME DOMAIN PROCESSING OF PERIODIC PHYSIOLOGICAL SIGNALS	WO	Published	2022120125	Jun 9, 2022						
W'HOOP-020-P01	17210639	Mar 24, 2021	CYCLE-BASED WORKOUT COACHING	US	Pending								
W'HOOP-020-P02	17210653	Mar 24, 2021	CYCLE-BASED SLEEP COACHING	US	Pending								
W'HOOP-020-PWO	PCTUS2217244	Feb 22, 2022	COACHING BASED ON MENSTRUAL CYCLE	WO	Pending								
W'HOOP-021-P60	63255043	Oct 13, 2021	ENVIRONMENTAL AND PHYSIOLOGICAL MONITORING	US	Pending								
W'HOOP-022-D01	29794712	Jun 15, 2021	WEARABLE PHYSIOLOGICAL MONITORING DEVICE	US	Pending								
W'HOOP-022-DE1	0087957360001	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0001	Dec 14, 2021	
W'HOOP-022-DE2	0087957360002	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0002	Dec 14, 2021	
W'HOOP-022-DE3	0087957360003	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0003	Dec 14, 2021	
W'HOOP-022-DE4	0087957360004	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0004	Dec 14, 2021	
W'HOOP-022-DG1	6181060	Dec 13, 2021	WEARABLE PHYSIOLOGICAL MONITORING DEVICE	GB	Issued						6181060	Dec 13, 2021	
W'HOOP-022-DG2	6181061	Dec 13, 2021	WEARABLE PHYSIOLOGICAL MONITORING DEVICE & STRAP	GB	Issued						6181061	Dec 13, 2021	
W'HOOP-022-DG3	6181062	Dec 13, 2021	WEARABLE PHYSIOLOGICAL MONITORING DEVICE	GB	Issued						6181062	Dec 13, 2021	
W'HOOP-022-DG4	6181063	Dec 13, 2021	WEARABLE PHYSIOLOGICAL MONITORING DEVICE	GB	Issued						6181063	Dec 13, 2021	
W'HOOP-023-D01	29794715	Jun 15, 2021	LINKING MEMBER AND WEARABLE STRAP	US	Pending								
W'HOOP-023-DE1	0087957360005	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0005	Dec 14, 2021	
W'HOOP-023-DE2	0087957360006	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0006	Dec 14, 2021	
W'HOOP-023-DG1	6181064	Dec 13, 2021	LINKING MEMBER AND WEARABLE STRAP	GB	Issued						6181064	Dec 13, 2021	
W'HOOP-023-DG2	6181065	Dec 13, 2021	LINKING MEMBER FOR A WEARABLE STRAP	GB	Issued						6181065	Dec 13, 2021	
W'HOOP-024-D01	29794718	Jun 15, 2021	BATTERY FOR WEARABLE PHYSIOLOGICAL MONITOR	US	Pending								
W'HOOP-024-DE1	0087957360007	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0007	Dec 14, 2021	
W'HOOP-024-DG1	6181066	Dec 13, 2021	BATTERY FOR WEARABLE PHYSIOLOGICAL MONITOR	GB	Issued						6181066	Dec 13, 2021	
W'HOOP-025-D01	29794724	Jun 15, 2021	PHYSIOLOGICAL MONITOR RECEPTACLE	US	Pending								
W'HOOP-025-DE1	0087957360008	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0008	Dec 14, 2021	
W'HOOP-025-DE2	0087957360009	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0009	Dec 14, 2021	
W'HOOP-025-DE3	0087957360010	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0010	Dec 14, 2021	
W'HOOP-025-DE4	0087957360011	Dec 14, 2021	MONITORING DEVICES (PART OF-)	EM	Issued						008795736-0011	Dec 14, 2021	
W'HOOP-025-DG1	6181067	Dec 13, 2021	PHYSIOLOGICAL MONITOR RECEPTACLE	GB	Issued						6181067	Dec 13, 2021	
W'HOOP-025-DG2	6181068	Dec 13, 2021	PHYSIOLOGICAL MONITOR RECEPTACLE	GB	Issued						6181068	Dec 13, 2021	
W'HOOP-025-DG3	6181069	Dec 13, 2021	PHYSIOLOGICAL MONITOR RECEPTACLE	GB	Issued						6181069	Dec 13, 2021	
W'HOOP-025-DG4	6181070	Dec 13, 2021	PHYSIOLOGICAL MONITOR RECEPTACLE	GB	Issued						6181070	Dec 13, 2021	
W'HOOP-026-P01	17508235	Oct 22, 2021	MODULAR PHYSIOLOGICAL MONITORING SYSTEM	US	Published	20220117504	Apr 21, 2022						
W'HOOP-027-P01	17508440	Oct 22, 2021	WIRELESS BATTERY FOR PHYSIOLOGICAL MONITORING SYSTEM	US	Published	20220117554	Apr 21, 2022						
W'HOOP-028-P01	17508468	Oct 22, 2021	ADJUSTABLE STRAP FOR WEARABLE MONITOR	US	Published	20220117558	Apr 21, 2022						
W'HOOP-029-P60	63241438	Sep 7, 2021	MONITORING FIT OF WEARABLE DEVICES	US	Pending								
W'HOOP-031-P60	63241282	Sep 7, 2021	CONFIGURABLE WAKE UP ALARM USING PHYSIOLOGICAL MONITORING	US	Pending								
W'HOOP-032-P60	63319038	Mar 11, 2022	DETECTING CONTACT OF A PHYSIOLOGICAL MONITOR	US	Pending								
W'HOOP-033-P01	15971870	May 4, 2018	TISSUE OXYGEN SATURATION DETECTION AND RELATED APPARATUS AND METHODS	US	Issued	20180249937	Sep 6, 2018	Oct 9, 2018	10092228				
W'HOOP-033-P02	16118845	Aug 31, 2018	TISSUE OXYGEN SATURATION DETECTION AND RELATED APPARATUS AND METHODS	US	Issued	20190099116	Apr 4, 2019	Oct 13, 2020	10799162				
W'HOOP-033-PAU	2017226296	Mar 2, 2017	TISSUE OXYGEN SATURATION DETECTION AND RELATED APPARATUS AND METHODS	AU	Issued			Oct 14, 2021	2017226296				
W'HOOP-033-PEP	177607728	Mar 2, 2017	TISSUE OXYGEN SATURATION DETECTION AND RELATED APPARATUS AND METHODS	EP	Published	EP3422944	Jan 9, 2019						
W'HOOP-034-P01	17085392	Oct 30, 2020	TISSUE OXYGEN SATURATION DETECTION AND RELATED APPARATUS AND METHODS	US	Published	20210045671	Feb 18, 2021						
W'HOOP-034-PAU	2019263044	Apr 30, 2019	TISSUE OXYGEN SATURATION DETECTION AND RELATED APPARATUS AND METHODS	AU	Pending								
W'HOOP-034-PCA	3098476	Apr 30, 2019	TISSUE OXYGEN SATURATION DETECTION AND RELATED APPARATUS AND METHODS	CA	Pending								

WHOOOP-034-PE1	221851975	Apr 30, 2019	TISSUE OXYGEN SATURATION DETECTION AND RELATED APPARATUS AND METHODS	EP	Pending						
WHOOOP-035-P01	17085464	Oct 30, 2020	OXYGEN DETECTION SENSOR IN CLOTHING AND RELATED APPARATUS AND METHODS	US	Published	20210045686	Feb 18, 2021				
WHOOOP-035-PAU	2019263142	Apr 30, 2019	OXYGEN DETECTION SENSOR IN CLOTHING AND RELATED APPARATUS AND METHODS	AU	Pending						
WHOOOP-035-PCA	3098895	Apr 30, 2019	OXYGEN DETECTION SENSOR IN CLOTHING AND RELATED APPARATUS AND METHODS	CA	Pending						
WHOOOP-035-PE1	221860026	Apr 30, 2019	OXYGEN DETECTION SENSOR IN CLOTHING AND RELATED APPARATUS AND METHODS	EP	Pending						
WHOOOP-036-P01	17086182	Oct 30, 2020	PRESSURE SENSITIVE STRAP FOR WEARABLE ELECTRONICS	US	Published	20210045687	Feb 18, 2021				
WHOOOP-036-PAU	2019263069	Apr 30, 2019	PRESSURE SENSITIVE STRAP FOR WEARABLE ELECTRONICS	AU	Pending						
WHOOOP-036-PCA	3098669	Apr 30, 2019	PRESSURE SENSITIVE STRAP FOR WEARABLE ELECTRONICS	CA	Pending						
WHOOOP-036-PEP	197970080	Apr 30, 2019	PRESSURE SENSITIVE STRAP FOR WEARABLE ELECTRONICS	EP	Published	EP3787508	Mar 10, 2021				

EXHIBIT C

Trademarks

