

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM748402

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CITIBANK, N.A.		06/21/2022	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	TOPTAL, LLC		
Street Address:	2810 N. Church Street #36879		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19802-4447		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	5777759	HIRE THE TOP 3% OF FREELANCE TALENT	
Registration Number:	6025893	THE WORLD'S TOP TALENT, ON DEMAND	
Registration Number:	4944844	TOPTAL	
Registration Number:	5345876	TT	
Registration Number:	5598431	TT DESIGNERS	
Registration Number:	5598433	TT DEVELOPERS	
Registration Number:	5598432	TT FINANCE	
Registration Number:	5354352	TT TOPTAL	
CORRESPONDENCE DATA			
Fax Number:	6507393900		
<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:	6507393939		
Email:	DebbieWu@JonesDay.com		
Correspondent Name:	JONES DAY		
Address Line 1:	250 Vesey Street		
Address Line 4:	New York, NEW YORK 10281-1047		
ATTORNEY DOCKET NUMBER:	677655-000035		

CH \$215.00 5777759

NAME OF SUBMITTER:	Debbie Wu
SIGNATURE:	/Debbie Wu/
DATE SIGNED:	08/15/2022
Total Attachments: 4 source=Citi - Toptal - Trademark Release (EXECUTED)(1531699766.1)#page1.tif source=Citi - Toptal - Trademark Release (EXECUTED)(1531699766.1)#page2.tif source=Citi - Toptal - Trademark Release (EXECUTED)(1531699766.1)#page3.tif source=Citi - Toptal - Trademark Release (EXECUTED)(1531699766.1)#page4.tif	

**NOTICE OF RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

June 21, 2022

This NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”), dated as of the date first set forth above (the “Effective Date”), is made by CITIBANK, N.A. (“Agent”) in favor of TOPTAL, LLC (“Grantor”).

WHEREAS, pursuant to that certain Guaranty and Security Agreement, dated as of December 18, 2020, by and among Agent, Grantor and the other parties thereto (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Guaranty and Security Agreement”), the Grantor executed and delivered that certain Trademark Security Agreement dated as of December 18, 2020, and recorded in the United States Patent and Trademark Office on December 18, 2020 at Reel/Frame No. 7138/0841 (the “Trademark Security Agreement”), pursuant to which Grantor, as collateral security for the prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations of the Grantor, pledged, collaterally assigned and collaterally transferred to Agent for the benefit of the Secured Parties, and granted to Agent for the benefit of the Secured Parties a security interest in, all of its right, title and interest in, to and under the Trademark Collateral; and

WHEREAS, Agent wishes to provide a document suitable for recording, in the United States Patent and Trademark Office, confirming the termination, cancellation, relinquishment, release and discharge of its liens on and security interest in, to and under the Trademark Collateral, including the Trademarks listed on Schedule A hereto, and the re-assignment of any and all rights in same to Grantor.

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt and legal sufficiency of which are hereby acknowledged, Agent hereby agrees as follows:

1. Defined Terms. Capitalized terms used herein without definition are used as defined in the Guaranty and Security Agreement or the Trademark Security Agreement, as applicable.

2. Release of Security Interest. Without any representation and warranty and without any recourse to Agent, Agent hereby terminates, cancels, relinquishes, releases and discharges all of its liens on and security interests in, to and under the Trademark Collateral, including, without limitation, the Trademarks listed on Schedule A hereto, and all goodwill of the business connected with the use of, and symbolized by, the Trademark Collateral, and any right, title or interest of Agent in the Trademark Collateral shall hereby cease and become void. If and to the extent that Agent has acquired any right, title or interest in, to or under the Trademark Collateral, Agent, hereby re-transfers, re-conveys and re-assigns such right, title or interest to Grantor. Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release contemplated hereby at Grantor’s sole expense.

3. Recordation. Agent hereby authorizes and requests that the Commissioner for Trademarks of the United States Patent and Trademark Office or any other applicable governmental authority record this Release at Grantor's sole expense.

4. Governing Law. This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

5. Signatures. This Release may be executed in any number of counterparts, and telecopied signatures (or signatures delivered via electronic mail or "pdf") shall be enforceable as originals.

[Signature Page Follows]




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

CITIBANK, N.A.,
as Agent

By: 
Name: Jonathan Wronski
Title: Director

SCHEDULE A

Trademark Registrations and Applications

Owner	Trademark	International Class(es)	Application No. Filing Date	Registration No. Registration Date	Comments
Toptal, LLC	HIRE THE TOP 3% OF FREELANCE TALENT	35	87698440 27-NOV-2017	5777759 11-JUN-2019	Registered; Supplemental Register.
Toptal, LLC	THE WORLD'S TOP TALENT, ON DEMAND	35	88452747 30-MAY-2019	6025893 31-MAR-2020	Registered; Supplemental Register.
Toptal, LLC	TOPTAL	35	86702062 23-JUL-2015	4944844 26-APR-2016	Registered.
Toptal, LLC	TT 	35	87435154 03-MAY-2017	5345876 28-NOV-2017	Registered.
Toptal, LLC	TT DESIGNERS  designers	35	87435180 03-MAY-2017	5598431 06-NOV-2018	Registered.
Toptal, LLC	TT DEVELOPERS  developers	35	87435202 03-MAY-2017	5598433 06-NOV-2018	Registered.
Toptal, LLC	TT FINANCE  finance	35	87435186 03-MAY-2017	5598432 06-NOV-2018	Registered.
Toptal, LLC	TT TOPTAL  toptal	35	87435160 03-MAY-2017	5354352 12-DEC-2017	Registered.

TRADEMARK