

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM758260

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DECISIV, INC.		09/26/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	NORTH HAVEN EXPANSION CREDIT II LP		
Street Address:	1585 Broadway, 39th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2834253	DECISIV	
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>			
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:	1787477		
NAME OF SUBMITTER:	Yvette Stohler		
SIGNATURE:	/Yvette Stohler/		
DATE SIGNED:	09/29/2022		
Total Attachments: 7			
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TRADEMARK

REEL: 007857 FRAME: 0880

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This **INTELLECTUAL PROPERTY SECURITY AGREEMENT**, dated as of September 26, 2022 (the "**Agreement**") between **NORTH HAVEN EXPANSION CREDIT II LP** ("**North Haven Expansion**") as agent (in such capacity, together with its successors and permitted assigns, the "**Agent**"), on behalf of the Holders (as defined below) and **DECISIV, INC.**, a Delaware corporation, ("**Grantor**") is made with reference to the Note Purchase and Security Agreement, dated as of September 26, 2022 (as amended from time to time, the "**NPSA**"), by and among Agent, the Holders from time to time signatory thereto, including North Haven Expansion in its capacity as a Holder (each, a "**Holder**" and collectively, the "**Holders**") and Grantor. Terms defined in the NPSA have the same meaning when used in this Agreement.

For good and valuable consideration, receipt of which is hereby acknowledged, Grantor hereby covenants and agrees as follows:

To secure the Obligations under the NPSA, Grantor grants to Agent a security interest in all right, title, and interest of Grantor in any of the following, whether now existing or hereafter acquired or created in any and all of the following property (collectively, the "**Intellectual Property Collateral**"):

(a) copyright rights, copyright applications, copyright registrations and like protections in each work or authorship and derivative work thereof, whether published or unpublished and whether or not the same also constitutes a trade secret, now or hereafter existing, created, acquired or held (collectively, the "**Copyrights**"), including the Copyrights described in **Exhibit A**;

(b) trademark and servicemark rights, whether registered or not, applications to register and registrations of the same and like protections, and the entire goodwill of the business of Grantor connected with and symbolized by such trademarks (collectively, the "**Trademarks**"), including the Trademarks described in **Exhibit B**;

(c) patents, patent applications and like protections including without limitation improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same (collectively, the "**Patents**"), including the Patents described in **Exhibit C**;

(d) mask work or similar rights available for the protection of semiconductor chips or other products (collectively, the "**Mask Works**");

(e) trade secrets, and any and all intellectual property rights in computer software and computer software products;

(f) design rights;

(g) claims for damages by way of past, present and future infringement of any of the rights included above, with the right, but not the obligation, to sue for and collect such damages for said use or infringement of the intellectual property rights identified above;

(h) licenses or other rights to use any of the Copyrights, Patents, Trademarks, or Mask Works, and all license fees and royalties arising from such use to the extent permitted by such license or rights;

(i) amendments, renewals and extensions of any of the Copyrights, Trademarks, Patents, or Mask Works; and

(j) proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing.

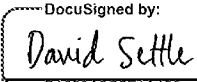
The rights and remedies of Agent with respect to the security interests granted hereunder are in addition to those set forth in the NPSA, and those which are now or hereafter available to Agent as a matter of law or equity. Each right, power and remedy of Agent provided for herein or in the NPSA, or now or hereafter existing at law or in

equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein, and the exercise by Agent of any one or more of such rights, powers or remedies does not preclude the simultaneous or later exercise by Agent of any other rights, powers or remedies.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTOR:

DECISIV, INC., a Delaware corporation

By: 
B1690A8C2F1A408...

Name: David Settle

Title: Chief Financial Officer

Address for Notices:

Attn: Chief Financial Officer
10900 Nuckols Road, Suite 300
Glen Allen, VA 23060

AGENT:

NORTH HAVEN EXPANSION CREDIT II LP

By: MS Expansion Credit II GP, LP
Its: General Partner

By: MS Expansion Credit II GP Inc.
Its: General Partner

By: _____

Name: William Reiland

Title: Managing Director

Address for Notices:

Attn: Debra Abramovitz
1585 Broadway, 39th Floor
New York, NY 10036

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTOR:

DECISIV, INC., a Delaware corporation

By: _____

Name: David Settle

Title: Chief Financial Officer

Address for Notices:

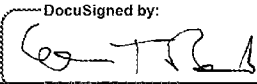
Attn: Chief Financial Officer
10900 Nuckols Road, Suite 300
Glen Allen, VA 23060

AGENT:

NORTH HAVEN EXPANSION CREDIT II LP

By: MS Expansion Credit II GP, LP
Its: General Partner

By: MS Expansion Credit II GP Inc.
Its: General Partner

By:  _____
DocuSigned by:
EC4B64EB148141A...

Name: William Reiland

Title: Managing Director

Address for Notices:

Attn: Debra Abramovitz
1585 Broadway, 39th Floor
New York, NY 10036

EXHIBIT A
COPYRIGHTS

Please Check if No Copyrights Exist ■

<u>Type Of Work:</u>	<u>Title:</u>	<u>International Standard Serial Number (ISSN):</u>	<u>Registration Number:</u>	<u>Filing Date:</u>	<u>Preregistered?</u>

EXHIBIT B
TRADEMARKS

Please Check if No Trademarks Exist

<u>Mark / Title:</u>	<u>U.S. Serial Number:</u>	<u>U.S. Registration Number:</u>	<u>USPTO Reference Number:</u>	<u>Filing Date:</u>
DECISIV	78105418	2834253		3-29-11

EXHIBIT C

PATENTS

Please Check if No Patents Exist

<u>Title:</u>	<u>Patent Number:</u>	<u>Application Serial Number:</u>	<u>Issued Or Published?</u>	<u>Issue Date:</u>
SERVICE MANAGEMENT PLATFORM FOR FLEET OF ASSETS		13297863		11-16-11
SERVICE MANAGEMENT PLATFORM FOR FLEET OF ASSETS		WOUS11061036		11-16-11
SERVICE MANAGEMENT PLATFORM FOR FLEET OF ASSETS		EP11840970		11-16-11