

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM778243

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT		
RESUBMIT DOCUMENT ID:	900723786		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CHANGE HEALTHCARE HOLDINGS, LLC		10/04/2022	Limited Liability Company: DELAWARE
CHANGE HEALTHCARE TECHNOLOGIES, LLC		10/04/2022	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	MAGNUM TRANSACTION SUB, LLC		
Street Address:	475 ALLENDALE ROAD		
City:	KING OF PRUSSIA		
State/Country:	PENNSYLVANIA		
Postal Code:	19406		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1583416	CLAIMCHECK	
CORRESPONDENCE DATA			
Fax Number:	6502515002		
<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:	6502515332		
Email:	ksolomon@stblaw.com		
Correspondent Name:	MARK NATIVIDAD		
Address Line 1:	SIMPSON THACHER & BARTLETT LLP		
Address Line 2:	2475 HANOVER STREET		
Address Line 4:	PALO ALTO, CALIFORNIA 94304-1114		
ATTORNEY DOCKET NUMBER:	001383/0015		
NAME OF SUBMITTER:	MARK NATIVIDAD		
SIGNATURE:	/MN/		
DATE SIGNED:	01/04/2023		
Total Attachments: 7			

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INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

This Intellectual Property Assignment Agreement (this “Assignment”) is made and entered into as of October 4, 2022 (“Effective Date”), by and among Change Healthcare Holdings, LLC, a Delaware limited liability company and Change Healthcare Technologies, LLC, a Delaware limited liability company (“Assignors”), and Magnum Transaction Sub, LLC, a Delaware limited liability company (“Assignee”). Capitalized terms used but not defined herein shall have the meanings set forth in the Purchase Agreement (defined below) or the Contribution Agreement (defined below), as applicable.

WHEREAS, pursuant to that certain Equity Purchase Agreement by and between UnitedHealth Group Incorporated and Color Intermediate, LLC, dated as of April 22, 2022 (the “Purchase Agreement”), Assignors and Assignee have entered into that certain Contribution Agreement by and among Assignors, Change Healthcare Operations, LLC, UnitedHealth Group Incorporated and Assignee, dated as of October 3, 2022 (the “Contribution Agreement”);

WHEREAS, pursuant to the Contribution Agreement, Assignors contributed, assigned, transferred and conveyed to the Assignee, and Assignee accepted the assignment of, all of Assignors’ right, title and interest in, to and under the Company IP, including, without limitation, (i) the patents and patent applications set forth on Schedule A, together with all issuances, divisions, provisionals, continuations, continuations-in-part, reissues, extensions, reexaminations and renewals thereof, and (ii) the trademark registration set forth on Schedule B, together with all goodwill associated therewith ((i) and (ii), collectively, the “Assigned IP”); and

WHEREAS, in accordance with and subject to the terms of the Contribution Agreement, Assignors have agreed to execute this Assignment.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties, intending to be legally bound, hereby agree as follows:

1. **Assignment**. Assignors hereby irrevocably assign, transfer, convey and deliver to Assignee, and Assignee hereby accepts, all of Assignors’ right, title and interest in, to and under the Assigned IP. The parties acknowledge and agree that Assignee shall hold all right, title and interest in and to the Assigned IP as fully and exclusively as the same would have been held and enjoyed by Assignors on the Effective Date had the above assignment not been made.
2. **Recordation**. Assignors hereby authorize and request the Commissioners of Patents and Trademarks of the United States Patent and Trademark Office, and any other applicable authority or Governmental Entity in any other country, to record and register Assignee as the assignee and owner of the Assigned IP. Assignee shall have the right to record this Assignment with all applicable Governmental Entities so as to perfect its ownership of the Assigned IP.
3. **Federal Income Tax Treatment**. The parties hereto agree that because each of the Assignors and Assignee is treated as a disregarded entity of Change Healthcare LLC, this Assignment will be disregarded for U.S. federal income tax purposes.

4. **Miscellaneous.** This Assignment, together with the Contribution Agreement, constitutes the entire agreement between the parties with respect to the subject matter hereof. This Assignment is entered into pursuant to the terms of the Contribution Agreement. In the event of any conflict between this Assignment and the Contribution Agreement, the Contribution Agreement shall control. Assignors and Assignee agree that any and all representations and warranties relating to the Assigned IP are set forth in the Purchase Agreement, and no additional representations or warranties, express or implied, are given in this Assignment. This Assignment may be executed in one or more counterparts, each of which shall be deemed an original, and all of which shall constitute one and the same agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignors and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

Change Healthcare Holdings, LLC



Name: Heather Lang

Title: Assistant Secretary

[Signature Page to IP Assignment Agreement]

TRADEMARK
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Magnum Transaction Sub, LLC

By: Change Healthcare Holdings, LLC, its sole member



Name: Heather Lang

Title: Assistant Secretary

Change Healthcare Technologies, LLC



Name: Heather Lang

Title: Assistant Secretary

[Signature Page to IP Assignment Agreement]

TRADEMARK
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SCHEDULE A

ASSIGNED PATENTS

<u>Record Owner</u>	<u>Country</u>	<u>Title</u>	<u>Filing Date</u>	<u>Application No.</u>	<u>Status</u>	<u>Issue Date</u>	<u>Patent Number</u>
Change Healthcare Holdings, LLC	U.S.	Concepts For Viewing And Accessing Claim Versions	3/29/2012	13434367	Granted	1/28/2014	8639664
Change Healthcare Holdings, LLC	U.S.	Data-Driven Concepts for Processing Claims	1/28/2016	15008584	Granted	12/17/2019	10510122
Change Healthcare Holdings, LLC	U.S.	Distributed Rules Based Hierarchical Auditing System for Management of Health Care Service	9/30/2020	17038640	Pending	N/A	N/A
Change Healthcare Holdings, LLC	U.S.	Cloud Editing Service for Insurance Claims	3/16/2021	17203367	Pending	N/A	N/A
Change Healthcare Holdings, LLC	U.S.	Using Sliding Windows in Claims Frequency Processing	3/30/2022	17708424	Pending	N/A	N/A
Change Healthcare Holdings, LLC	U.S.	Monitoring System for Distributed Rules Based Hierarchical Auditing and Management of Healthcare Services	9/15/2022	17945639	Pending	N/A	N/A

SCHEDULE B

ASSIGNED TRADEMARK

<u>Mark</u>	<u>Country</u>	<u>Record Owner</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Class – Goods, Services</u>	<u>Status</u>
CLAIMCHECK	U.S.	Change Healthcare Technologies, LLC	73776449	1/12/1989	1583416	2/20/1990	009: Computer Programs for Use in the Insurance Industry	LIVE