

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM781327

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BENSON HILL, INC.		12/29/2021	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	AVENUE VENTURE OPPORTUNITIES FUND, L.P.		
Street Address:	11 West 42nd Street, 9th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	6884045	TRUVAIL	
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:	8004945225		
Email:	ipteam@cogencyglobal.com		
Correspondent Name:	JAY DASILVA		
Address Line 1:	1025 CONNECTICUT AVE., NW, STE. 712		
Address Line 2:	COGENCY GLOBAL INC.		
Address Line 4:	WASHINGTON, D.C. 20036		
ATTORNEY DOCKET NUMBER:	1884782 TM A		
NAME OF SUBMITTER:	Yvette Stohler		
SIGNATURE:	/Yvette Stohler/		
DATE SIGNED:	01/18/2023		
Total Attachments: 8			
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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT (the "*Agreement*"), dated as of December 29, 2021 (the "*Effective Date*") between AVENUE VENTURE OPPORTUNITIES FUND, L.P., a Delaware limited partnership ("*Lender*"), and BENSON HILL, INC., a Delaware corporation ("*Grantor*"), is made with reference to the Loan and Security Agreement, dated as of December 29, 2021 (as amended from time to time, the "*Loan Agreement*"), among Lender, certain other lenders, Grantor, and certain of Grantor's affiliates. Terms defined in the Loan Agreement 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 timely payment and performance of all Obligations under the Loan Agreement, Grantor grants to Lender 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 Borrower 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 Lender with respect to the security interests granted hereunder are in addition to those set forth in the Loan Agreement, and those which are now or hereafter available to Lender as a matter of law or equity. Each right, power and remedy of Lender provided for herein or in the Loan Agreement, 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 Lender of any one or more of such rights, powers or remedies does not preclude the simultaneous or later exercise by Lender of any other rights, powers or remedies.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties have executed this Agreement as of the Effective Date.

GRANTOR:

BENSON HILL, INC.
a Delaware corporation

By: _____

Name: DeAnn L. Brunts

Title: Authorized Officer

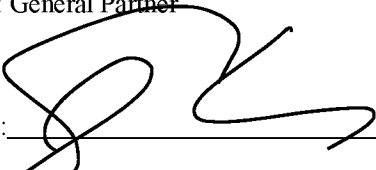
Address for Notices:

Attn: legal@bensonhill.com
1001 N Warson Rd.
St. Louis, MO 63132

LENDER:

**AVENUE VENTURE OPPORTUNITIES FUND,
L.P.**

a Delaware limited partnership
By: Avenue Venture Opportunities Partners, LLC
Its: General Partner

By: _____


Name: Sonia Gardner

Title: Authorized Signatory

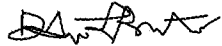
Address for Notices:

Attn: Todd Greenbarg
11 West 42nd Street, 9th Floor
New York, New York 10036
Tel: (212) 878-3523

IN WITNESS WHEREOF, the parties have executed this Agreement as of the Effective Date.

GRANTOR:

BENSON HILL, INC.
a Delaware corporation

By:  _____

Name: DeAnn L. Brunts

Title: Authorized Officer

Address for Notices:

Attn: legal@bensohill.com
1001 N Warson Rd.
St. Louis, MO 63132

LENDER:

**AVENUE VENTURE OPPORTUNITIES FUND,
L.P.**
a Delaware limited partnership
By: Avenue Venture Opportunities Partners, LLC
Its: General Partner

By: _____

Name: Sonia Gardner

Title: Authorized Signatory

Address for Notices:

Attn: Todd Greenbarg
11 West 42nd Street, 9th Floor
New York, New York 10036
Tel: (212) 878-3523

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>
1.	TRUVAIL	97046839	6884045		2021-07-02

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>
1.	MODIFIED AGPASE LARGE SUBUNIT SEQUENCES AND METHODS FOR DETECTION OF PRECISE GENOME EDITS	US20210002658	16/955379	Published	2021-01-07
2.	INCREASING PLANT GROWTH AND YIELD BY USING A DUF2996 DOMAIN-CONTAINING PROTEIN	US20210130840	17/054041	Published	2021-05-06
3.	INCREASING PLANT GROWTH AND YIELD BY USING A GLUTAREDOXIN	11359207	16/639375	Issued	2022-6-14
4.	INCREASING PLANT GROWTH AND YIELD BY USING A FERREDOXIN-THIOREDOXIN REDUCTASE	11279942	16/629754	Issued	2022-03-22
5.	Compositions and methods for increasing plant growth and yield using rice promoters	US10717770	16/522757	Issued	2020-07-21
6.	COMPOSITIONS AND METHODS FOR MODIFYING GENOMES	US20210024943	17/037040	Published	2021-01-28
7.	Compositions and methods for modifying genomes	9896696	15/432,109	Issued	2018-02-20
8.	Compositions and methods for modifying genomes	10113179	15/806,890	Issued	2018-10-30
9.	Increasing plant growth and yield by using an ERF transcription factor sequence	10301640	15/797,494	Issued	2019-05-28
10.	Compositions and methods for modifying genomes	10316324	16/058,718	Issued	2019-06-11
11.	Compositions and methods for increasing plant growth and yield using rice promoters	10407670	15/328,133	Issued	2019-09-10
12.	Increasing plant growth and yield by using an ERF transcription factor sequence	10508282	16/380,199	Issued	2019-12-17
13.	Methods for increasing plant growth and yield by using an ictB sequence	10590430	16/002,801	Issued	2020-03-17
14.	Compositions and methods for modifying genomes	10837023	16/393,062	Issued	2020-11-17
15.	Increasing plant growth and yield by using a phenylalanine ammonia lyase sequence	10982223	16/308,993	Issued	2021-04-20

	<u>Title:</u>	<u>Patent Number:</u>	<u>Application Serial Number:</u>	<u>Issued Or Published?</u>	<u>Issue Date:</u>
16.	Increasing plant growth and yield by using an ADP-glucose pyrophosphorylase sequence	11008583	16/311,377	Issued	2021-05-18
17.	Compositions and methods for increasing plant growth and yield	11060101	15/324,501	Issued	2021-07-13
18.	Increasing plant growth and yield by using a PSAN sequence	11060102	16/311,389	Issued	2021-07-13
19.	Increasing plant growth and yield by expression of an m-type thioredoxin	11371053	16/311,905	Issued	2022-06-28
20.	Increasing plant growth and yield by using an ABC transporter sequence	11535857	16/615682	Issued	2022-12-27
21.	COMPOSITIONS AND METHODS FOR INCREASING PLANT GROWTH AND YIELD	20170198298	15/324,501	Published	2015-07-08
22.	COMPOSITIONS AND METHODS FOR MODIFYING GENOMES	20190048357	16/058,718	Published	2018-08-08
23.	PRE-CONDITIONING TREATMENTS TO IMPROVE PLANT TRANSFORMATION	20220073936	17/416,223	Published	2019-12-19
24.	INCREASING PLANT GROWTH AND YIELD BY USING A RING/U-BOX SUPERFAMILY PROTEIN	20220307047	17/251,652	Published	2019-06-13
25.	COMPOSITIONS AND METHODS FOR MODIFYING GENOMES	20220333124	17/638,605	Published	2020-09-08
26.	ANTI-BACTERIAL CRISPR COMPOSITIONS AND METHODS	20230002761	17/777,833	Published	2020-11-19