

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM786201

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
BENTLEY & CO. LTD./BENTLEY & CIE LTÉE		02/08/2023	Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	CANADIAN IMPERIAL BANK OF COMMERCE		
<b>Street Address:</b>	CIBC Square		
<b>Internal Address:</b>	81 Bay Street, Tenth Floor		
<b>City:</b>	Toronto, Ontario		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	M5J 0E7		
<b>Entity Type:</b>	Chartered Bank: CANADA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4004840	TRACKER	
<b>Registration Number:</b>	6010567	BLACKBOOK	
<b>Registration Number:</b>	6021337		
<b>Registration Number:</b>	6617439	TRACKER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6175265000		
<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>			
<b>Phone:</b>	617-526-6658		
<b>Email:</b>	janey.davidson@wilmerhale.com		
<b>Correspondent Name:</b>	John V. Hobgood, Esquire		
<b>Address Line 1:</b>	Wilmer Cutler Pickering Hale and DorrLLP		
<b>Address Line 2:</b>	60 State Street		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02109		
<b>ATTORNEY DOCKET NUMBER:</b>	109149.113		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>	John V. Hobgood, Esquire		
<b>Address Line 1:</b>	Wilmer Cutler Pickering Hale and DorrLLP		

OP \$115.00 4004840

<b>Address Line 2:</b>	60 State Street
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02109
<b>NAME OF SUBMITTER:</b>	John V. Hobgood
<b>SIGNATURE:</b>	/john v. hobgood/
<b>DATE SIGNED:</b>	02/10/2023
<b>Total Attachments: 5</b> source=Security Interest Bentley CIBC#page1.tif source=Security Interest Bentley CIBC#page2.tif source=Security Interest Bentley CIBC#page3.tif source=Security Interest Bentley CIBC#page4.tif source=Security Interest Bentley CIBC#page5.tif	

## NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

WHEREAS BENTLEY & CO. LTD./BENTLEY & CIE LTÉE (formerly known as 11580965 CANADA INC., the “Debtor”) whose full address is 6125, Chemin de la Côte-de-Liesse, Montréal (QC), H4T 1C8, is the owner of the trademarks set forth in Schedule A attached hereto (collectively, the “Intellectual Property”);

AND WHEREAS CANADIAN IMPERIAL BANK OF COMMERCE, in its capacity as agent for the benefit of the Lenders (as such term is defined in the Credit Agreement referred to below), under the Credit Agreement (as such term is defined below) (the “Agent”) and such Lenders have and continue to make certain credit facilities available to the Debtor on the terms and conditions contained in an Amended and Restated Credit Agreement dated December 6, 2019, as amended by a First Amendment and Waiver dated June 5, 2020, a Second Amendment and Waiver dated April 14, 2021, a Third Amendment dated as of June 23, 2021, a Fourth Amendment dated as of July 8, 2021, a Fifth Amendment dated as of September 30, 2021, a Sixth Amendment dated as of April 22, 2022, and a Seventh Amendment dated as of February 8, 2023 (as may be further amended, restated, replaced, supplemented, extended, renewed or modified from time to time, the “Credit Agreement”);

AND WHEREAS in connection with the Credit Agreement, the Debtor has entered into a General Security Agreement dated December 6, 2019 (as may have been amended, restated, replaced, supplemented or otherwise modified prior the date hereof, the “Security Agreement”) in favour of the Agent, whose full address is CIBC Square, 81 Bay Street, 10<sup>th</sup> Floor, Toronto, Ontario M5J 0E7, by which the Debtor granted in favour of the Agent, for the benefit of the Lenders, a security interest and lien in, to and under all of its personal property, wherever located and whether now existing or hereafter acquired or arising, including without limitation the Intellectual Property;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and in accordance with the terms and obligations set forth in the Security Agreement, the Debtor hereby confirms the granting of the security interest and lien on the Intellectual Property to the Agent for the benefit of the Lenders.

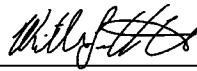
THE DEBTOR hereby certifies that the aforementioned information as it relates to the Debtor is true and accurate.

This notice may be executed and delivered by facsimile or other electronic means and such facsimile or other electronic means shall constitute an original document.

[Signature page follows]

DATED: February 8, 2023.

) BENTLEY & CO. LTD./BENTLEY & CIE  
) LTÉE  
)

) Per: 

) Name: Walter Lamothe

) Title: Authorized Signatory

) I have the authority to bind the corporation

## SCHEDULE A

### Intellectual Property

#### Registered Trademarks

#### CANADA

Trademark	Status	Application Application Date	No. Registration Registration Date	No. Owner Name
TRACKER & Design	Pending	App 2006136 App 14-JAN-2020		BENTLEY & CO. LTD.
BENTLEY & Design	Pending	App 1988780 App 07-OCT-2019		BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
LIFE/LIFE BALANCE	Pending	App 1977604 App 25-JUL-2019		BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
RIONA	Pending	App 1959713 App 29-APR-2019		BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
FPLG	Pending	App 1959714 App 29-APR-2019		BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
FAUXPOLOGY	Pending	App 1959715 App 29-APR-2019		BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
LIFE ON THE GO!	Registered	App 1933886 App 04-DEC-2018	Reg TMA1160690 Reg 12-JAN-2023	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
BENTLEY LIFE ON THE GO!	Registered	App 1933887 App 04-DEC-2018	Reg TMA1160691 Reg 12-JAN-2023	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
TRACKER LIFE ON THE GO!	Registered	App 1933888 App 04-DEC-2018	Reg TMA1160692 Reg 12-JAN-2023	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
TRACKER	Registered	App 1851893 App 10-AUG-2017	Reg TMA1090066 Reg 18-DEC-2020	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
MIA & LUCA	Registered	App 1800419 App 14-SEP-2016	Reg TMA1051554 Reg 28-AUG-2019	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
VOYAGEUR	Registered	App 1800421 App 14-SEP-2016	Reg TMA1012339 Reg 08-JAN-2019	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
AVEC VOUS OÙ QUE VOUS SOYEZ	Registered	App 1800422 App 14-SEP-2016	Reg TMA991702 Reg 02-MAR-2018	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
CEDAR RIDGE	Registered	App 1800420 App 14-SEP-2016	Reg TMA992841 Reg 20-MAR-2018	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
BENTLEY Y & Design	Registered	App 1800423 App 14-SEP-2016	Reg TMA1030160 Reg 21-JUN-2019	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
Y & Design	Registered	App 1800424 App 14-SEP-2016	Reg TMA1049363 Reg 15-AUG-2019	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
BLACKBOOK TRAVEL CO.	Registered	App 1702521 App 13-NOV-2014	Reg TMA1051917 Reg 30-AUG-2019	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
ELEPHANT LOGO	Registered	App 1702619 App 13-NOV-2014	Reg TMA1051914 Reg 30-AUG-2019	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
ON THE MOVE WITH YOU. EVERYDAY.	Registered	App 1696473 App 02-OCT-2014	Reg TMA1052723 Reg 05-SEP-2019	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE

Trademark	Status	Application No. Application Date	Registration No. Registration Date	Owner Name
BLACKBOOK	Registered	App 1682108 App 20-JUN-2014	Reg TMA1051901 Reg 30-AUG-2019	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
PLUS DE SACS. PLUS D'ÉCONOMIES. GARANTI.	Registered	App 1590035 App 14-AUG-2012	Reg TMA876936 Reg 02-MAY-2014	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
MORE BAGS, MORE SAVINGS, GUARANTEED	Registered	App 1582723 App 19-JUN-2012	Reg TMA877611 Reg 12-MAY-2014	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
MIA DELUCA & DESIGN	Registered	App 1538441 App 04-AUG-2011	Reg TMA910815 Reg 11-AUG-2015	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
LULA	Registered	App 1439927 App 01-JUN-2009	Reg TMA777197 Reg 15-SEP-2010	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
D-FUSION & design	Registered	App 1428673 App 23-FEB-2009	Reg TMA765479 Reg 30-APR-2010	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
BENTLEY Design	Registered	App 1364625 App 21-SEP-2007	Reg TMA739061 Reg 29-APR-2009	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
BENTLEY	Registered	App 1364629 App 21-SEP-2007	Reg TMA739836 Reg 11-MAY-2009	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
CARGO	Registered	App 1362164 App 04-SEP-2007	Reg TMA802500 Reg 20-JUL-2011	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
TRACKER	Registered	App 1244187 App 20-JAN-2005	Reg TMA654550 Reg 07-DEC-2005	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
HIKER	Registered	App 1141980 App 31-MAY-2002	Reg TMA591978 Reg 09-OCT-2003	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
PELLE	Registered	App 1097476 App 27-MAR-2001	Reg TMA580159 Reg 29-APR-2003	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
SKYLINER	Registered	App 1002408 App 19-JAN-1999	Reg TMA567825 Reg 23-SEP-2002	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
VOYAGEUR	Registered	App 874302 App 03-APR-1998	Reg TMA508507 Reg 24-FEB-1999	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
DIFFUSION	Registered	App 789228 App 02-AUG-1995	Reg TMA496608 Reg 23-JUN-1998	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
FRANCO FORTINI	Registered	App 785781 App 22-JUN-1995	Reg TMA496598 Reg 23-JUN-1998	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
VIA ROMA	Registered	App 785063 App 13-JUN-1995	Reg TMA496596 Reg 23-JUN-1998	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
COLLACUTT	Registered	App 753431 App 28-APR-1994	Reg TMA517858 Reg 13-OCT-1999	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
AVIATOR	Registered	App 741429 App 16-NOV-1993	Reg TMA446979 Reg 01-SEP-1995	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
PORTER'S & DESIGN	Registered	App 729730 App 25-MAY-1993	Reg TMA458814 Reg 07-JUN-1996	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
BENTLEY & DESIGN	Registered	App 724452 App 12-MAR-1993	Reg TMA452674 Reg 05-JAN-1996	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
UNIC DESIGN	Registered	App 643421	Reg TMA449962	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE

Trademark	Status	Application Application Date	No. Registration Registration Date	No. Owner Name
		App 26-OCT-1989	Reg 17-NOV-1995	CIE LTÉE
ACCESS DESIGN	Registered	App 550988 App 22-OCT-1985	Reg TMA319785 Reg 24-OCT-1986	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE
ACCESS	Registered	App 542805 App 30-MAY-1985	Reg TMA317741 Reg 29-AUG-1986	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE

**U.S.**

Trademark	Status	Application Application Date	No. Registration Registration Date	No. Owner Name
TRACKER	Registered	App 87582011 App 24-AUG-2017	Reg 6617439 Reg 18-JAN-2022	BENTLEY & CO. LTD./ BENTLEY & &CIE LTÉE (Canada)
<i>Design Only</i>	Registered	App 86620426 App 05-MAY-2015	Reg 6021337 Reg 31-MAR-2020	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE (Canada)
BLACKBOOK	Registered	App 86488075 App 22-DEC-2014	Reg 6010567 Reg 17-MAR-2020	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE (Canada)
TRACKER	Registered	App 85053600 App 03-JUN-2010	Reg 4004840 Reg 02-AUG-2011	BENTLEY & CO. LTD./ BENTLEY & CIE LTÉE (Canada)