

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM786841

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Metergy Solutions Inc.		02/09/2023	corporation of Ontario: CANADA
RECEIVING PARTY DATA			
Name:	BNY Trust Company of Canada		
Street Address:	1 York Street		
Internal Address:	6th Floor		
City:	Toronto, Ontario		
State/Country:	CANADA		
Postal Code:	M5J 0B6		
Entity Type:	Corporation: CANADA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	90555996	METERGY	
Serial Number:	90333557	ME METERGY SOLUTIONS	
Serial Number:	90333551	ME	
Serial Number:	90214788	METERGY SOLUTIONS	
CORRESPONDENCE DATA			
Fax Number:	6124927077		
<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:	6124927000		
Email:	plarson@fredlaw.com		
Correspondent Name:	Patricia Larson, Sr. Trademark Paralegal		
Address Line 1:	Fredrikson & Byron, P.A.		
Address Line 2:	200 S. Sixth Street, Suite 4000		
Address Line 4:	Minneapolis, MINNESOTA 55402		
NAME OF SUBMITTER:	Patricia A. Larson		
SIGNATURE:	/Patricia A. Larson/		
DATE SIGNED:	02/14/2023		
Total Attachments: 3			

OP \$115.00 90555996

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CONFIRMATION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

WHEREAS:

Metergy Solutions Inc. (the "**Debtor**"), a corporation existing under the laws of the Province of Ontario with offices at 8133 Warden Avenue, Suite 601, Markham, Ontario L6G 1B3, is the owner of the trade-marks and patents set forth in Exhibit A hereto, the registrations and applications for the trade-marks and patents identified therein and the underlying goodwill associated with such trade-marks and patents (collectively, the "**Trade-Marks and Patents**"); and

BNY Trust Company of Canada, as collateral agent for the benefit of the Secured Creditors (the "**Collateral Agent**") pursuant to the collateral agency and intercreditor agreement dated as of May 13, 2020 among, *inter alios*, the Secured Creditors from time to time party thereto, Enercare Connections Inc. (predecessor to the Debtor), the Indenture Trustee, the Collateral Agent and the Obligors from time to time party thereto, (as amended, restated, supplemented, modified or replaced from time to time, the "**Collateral Agency and Intercreditor Agreement**"), with offices at 1 York Street, 6th Floor, Toronto, Ontario M5J 0B6, has entered into an agreement with the Debtor, as reflected by a separate document entitled the "**General Security Agreement**" dated as of May 13, 2020, by which Enercare Connections Inc. (predecessor to the Debtor) granted to the Collateral Agent a security interest in certain property, including the Trade-Marks and Patents, in consideration of the provision of certain credit facilities and other valuable consideration to the Debtor.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged and in accordance with the terms and obligations set forth in the General Security Agreement, the Debtor confirms the grant to the Collateral Agent of a security interest in and to the Trade-Marks and Patents.

Unless otherwise defined herein or the context otherwise requires, capitalized terms used herein which are not otherwise defined herein shall have the meanings provided in the Collateral Agency and Intercreditor Agreement.

[Signature page follows]



DATED this 9th day of February, 2023.

METERGY SOLUTIONS INC.



By: 
Name: James Brooks
Title: Chief Financial Officer

EXHIBIT A

Canadian Trademark Applications

	Trademark	Application Number & Application Date	Registration Number & Registration Date
1.	METERGY	App 2084574 App 12-FEB-2021	Reg N/A
2.	M Design 	App 2063696 App 12-NOV-2020	Reg N/A
3.	M Design 	App 2063697 App 12-NOV-2020	Reg N/A
4.	METERGY SOLUTIONS	App 2051467 App 14-SEP-2020	Reg N/A

U.S. Trademark Applications

	Trademark	Application Number & Application Date	Registration Number & Registration Date
1.	METERGY METERGY	App 90555996 App 02-MAR-2021	Reg N/A
2.	M METERGY SOLUTIONS 	App 90333557 App 20-NOV-2020	Reg N/A
3.	M 	App 90333551 App 20-NOV-2020	Reg N/A
4.	METERGY SOLUTIONS METERGY SOLUTIONS	App 90214788 App 27-SEP-2020	Reg N/A