

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM788391

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>SEQUENCE:</b>	1		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Citigroup Inc.		02/21/2023	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Citicorp Banking Corporation		
<b>Street Address:</b>	One Penn's Way		
<b>City:</b>	New Castle		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19720		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	6108728	WORTH	
<b>Registration Number:</b>	6103403		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2127352000		
<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>	2127352811		
<b>Email:</b>	mribando@skadden.com		
<b>Correspondent Name:</b>	Skadden, Arps, Slate, Meagher & Flom LLP		
<b>Address Line 1:</b>	One Manhattan West		
<b>Address Line 2:</b>	Monique L. Ribando		
<b>Address Line 4:</b>	New York, NEW YORK 10001-8602		
<b>ATTORNEY DOCKET NUMBER:</b>	525360/2018		
<b>NAME OF SUBMITTER:</b>	Andrew Woodard		
<b>SIGNATURE:</b>	/Andrew Woodard/		
<b>DATE SIGNED:</b>	02/21/2023		
<b>Total Attachments: 4</b>			
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## CONTRIBUTION AGREEMENT

This CONTRIBUTION AGREEMENT (this “Agreement”), dated as of February 21, 2023, is made and entered into by and between Citigroup Inc., a Delaware corporation (“Assignor”), and Citicorp Banking Corporation, a Delaware corporation (“Assignee”).

### WITNESSETH:

WHEREAS, Assignor owns the trademarks and trademark registrations set forth on Exhibit A hereto, including all common law rights in the foregoing and all goodwill symbolized by the foregoing (collectively, the “Contributed Trademarks”); and


WHEREAS, (i) Assignor desires to contribute, transfer, assign and convey to Assignee all of Assignor’s right, title and interest in and to the Contributed Trademarks and (ii) Assignee desires to receive and accept all of Assignor’s right, title and interest in and to the Contributed Trademarks.

NOW, THEREFORE, in consideration of the promises and of the respective covenants and agreements contained herein, the sufficiency and receipt of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. Contribution. Assignor hereby contributes, transfers, assigns and conveys to Assignee all of Assignor’s right, title and interest in and to the Contributed Trademarks (including, for clarity, all goodwill symbolized by the foregoing).
2. Acceptance of Contribution. Assignee hereby accepts and receives the contribution, transfer, assignment and conveyance by Assignor to Assignee of all of Assignor’s right, title and interest in and to the Contributed Trademarks.
3. Further Assurances. Each party hereto shall execute and deliver, or cause to be executed and delivered, such other instruments as may be reasonably requested by the other party hereto or reasonably required to effectuate the transactions contemplated hereby and to otherwise carry out the purposes of this Agreement.
4. Governing Law. This Agreement shall be governed in all respects by the internal Laws of the State of Delaware as applied to agreements entered into among Delaware residents to be performed entirely within Delaware, without regard to principles of conflicts of law.
5. Counterparts. This Agreement may be executed in any number of counterparts, and all of which taken together shall constitute one instrument. A .pdf attachment or other electronic reproduction of this Agreement may be executed by one or more parties and delivered by such party by email or any similar electronic transmission device pursuant to which the signature of or on behalf of such party can be seen. Such execution and delivery shall be considered valid, binding and effective for all purposes.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered as of the date first above written.

CITIGROUP INC.

By:   
Name: AMIT GROVER  
Title: CO-HEAD CORPORATE M&A

CITICORP BANKING CORP.

By: \_\_\_\_\_  
Name:  
Title:

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered as of the date first above written.

**CITIGROUP INC.**

By: \_\_\_\_\_  
Name:  
Title:

**CITICORP BANKING CORP.**

By: Michael F. Brisgone  
Name: Michael F. Brisgone  
Title: President

**Exhibit A**  
**Contributed Trademarks**

<b>Trademark</b>	<b>Status</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Classes</b>
WORTHY	Registered	6108728	07/21/2020	35, 41
Worthy (Parabola) Design	Registered	6103403	07/14/2020	35, 41