

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM812969

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest Recorded at Reel/Frame 7394/0565		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ROYAL BANK OF CANADA		05/15/2023	Bank: CANADA
RECEIVING PARTY DATA			
Name:	WAHOO FITNESS INTERMEDIATE HOLDINGS I L.L.C.		
Street Address:	630 Fifth Avenue		
Internal Address:	Suite 3110		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10111		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	WAHOO FITNESS INTERMEDIATE HOLDINGS II L.L.C.		
Street Address:	630 Fifth Avenue		
Internal Address:	Suite 3110		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10111		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	WAHOO FITNESS ACQUISITION L.L.C.		
Street Address:	630 Fifth Avenue		
Internal Address:	Suite 3110		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10111		
Entity Type:	Limited Liability Company: DELAWARE		
Name:	WAHOO FITNESS HOLDINGS LLC		
Street Address:	90 W. WIEUCA RD., NE		
Internal Address:	SUITE 110		
City:	ATLANTA		
State/Country:	GEORGIA		
Postal Code:	30342		
Entity Type:	Limited Liability Company: DELAWARE		

CH \$540.00 5211477

Name:	WAHOO FITNESS L.L.C.
Street Address:	90 W. WIEUCA RD., NE
Internal Address:	SUITE 110
City:	ATLANTA
State/Country:	GEORGIA
Postal Code:	30342
Entity Type:	Limited Liability Company: GEORGIA
Name:	SPEEDPLAY, LLC
Street Address:	10151 PACIFIC MESA BLVD.
Internal Address:	SUITE 107
City:	SAN DIEGO
State/Country:	CALIFORNIA
Postal Code:	92121
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	5211477	BLUE SC
Registration Number:	6120874	
Serial Number:	90383533	ELEMNT RIVAL
Registration Number:	4488627	KICKR
Registration Number:	4994237	KICKR SNAP
Registration Number:	3022571	NANOGRAM
Registration Number:	3640417	NANOGRAM
Registration Number:	4934099	RUNFIT
Registration Number:	2039206	SPEEDPLAY
Registration Number:	1930673	SPEEDPLAY
Registration Number:	3767971	SPEEDPLAY ZERO NANOGRAM ADVANCED PEDAL S
Registration Number:	4769707	SYZR
Registration Number:	4631448	TICKR
Registration Number:	4619527	WAHOO
Serial Number:	90398628	WAHOO
Registration Number:	5035390	WAHOO BALANCE
Registration Number:	4989202	WALKABLE
Registration Number:	2969320	X SERIES
Registration Number:	3252641	X/1
Registration Number:	3091876	X/2
Registration Number:	4706256	BLUE HR

CORRESPONDENCE DATA**Fax Number:** 3128622200*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.***Phone:** 3128628738**Email:** michelle.nowicki@kirkland.com**Correspondent Name:** Michelle Nowicki**Address Line 1:** 300 N. LaSalle**Address Line 2:** Kirkland & Ellis LLP**Address Line 4:** Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	54215-1
NAME OF SUBMITTER:	Michelle Nowicki
SIGNATURE:	/Michelle Nowicki/
DATE SIGNED:	05/25/2023

Total Attachments: 12

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN PATENTS AND TRADEMARKS**

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS (this "Termination and Release") is made as of May 15, 2023, by ROYAL BANK OF CANADA, in its capacity as administrative agent (the "Administrative Agent"), for the benefit of WAHOO FITNESS INTERMEDIATE HOLDINGS I L.L.C. ("Holdings"), WAHOO FITNESS INTERMEDIATE HOLDINGS II L.L.C. ("Intermediate Holdings"), WAHOO FITNESS ACQUISITION L.L.C. (the "Borrower"), WAHOO FITNESS L.L.C. ("Wahoo Fitness"), SPEEDPLAY, LLC ("Speedplay"), and WAHOO FITNESS HOLDINGS LLC ("Wahoo Fitness Holdings" together with Holdings, Intermediate Holdings, the Borrower and Wahoo Fitness, each, a "Grantor" and collectively, the "Grantors"). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement (as defined below).

WITNESSETH:

WHEREAS, pursuant to that certain Intellectual Property Security Agreement, dated as of August 12, 2021 (the "Security Agreement"), the Grantors granted to Administrative Agent for the benefit of the Secured Parties (as defined in the Credit Agreement), a security interest (the "Security Interest") in all of the Grantors' right, title and interest in and to the IP Collateral (as defined in Section 1), including the patents and patent applications set forth on Schedule A hereto and in the trademarks and trademark applications set forth on Schedule B hereto, to secure payment, performance and observance of the Grantors' Obligations;

WHEREAS, the Security Agreement was recorded in the Patent Division of the United States Patent & Trademark Office on August 17, 2021, at Reel 057208, Frame 0180, and the Trademark Division of the United States Patent & Trademark Office on August 17, 2021, at Reel 7394, Frame 0565;

WHEREAS, the Grantors have requested that the Administrative Agent terminate and release, and the Administrative Agent is willing to terminate and release the entirety of, subject to the terms hereof, its Security Interest in the IP Collateral as herein provided;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Termination and Release. The Administrative Agent hereby terminates the Security Agreement and hereby terminates, releases and discharges its Security Interest in and to, and reassigns and transfers to the Grantors all right, title and interest that the Administrative Agent may have in, all of the following (the "IP Collateral"):

(a) (i) all United States copyrights, whether or not the underlying works of authorship have been published and whether as author, assignee, transferee or otherwise, including but not limited to copyrights in software and databases, all Mask Works (as defined in 17 U.S.C. 901 of the U.S. Copyright Act) and all works of authorship, all right, title and interest to make and exploit all derivative works based on or adopted from works covered by such copyrights, and all

copyright registrations, copyright applications, mask works registrations and mask works applications, and any renewals or extensions thereof, and (ii) the rights to print, publish and distribute any of the foregoing;

(b) all exclusive Copyright Licenses (as defined in the Guarantee and Collateral Agreement), to the extent such Grantor is not the granting party;

(c) (i) all United States and state trademarks, service marks, trade names, corporate names, company names, business names, fictitious business names, trade dress, trade styles, logos, or other indicia of origin or source identification, Internet domain names, trademark and service mark registrations, designs and general intangibles of like nature and applications for trademark or service mark registrations and any renewals thereof, including each registration and application identified in Schedule B and (ii) the goodwill of the business connected with the use of, and symbolized by, each of the above; and

(d) (i) all United States patents, patent applications and patentable inventions, including each issued patent, industrial design, patent application and industrial design application identified in Schedule A (as such schedule may be amended from time to time), all certificates of invention or similar property rights, and all registrations thereof, (ii) all inventions and improvements described and claimed therein, and (iii) all reissues, divisions, reexaminations, continuations, continuations-in-part, substitutes, renewals, and extension thereof and all improvements thereon.

2. Further Assurances. The Administrative Agent hereby agrees to duly execute and deliver to the Grantors any further documents and to do such other acts that the Grantors (or their respective agents or designees) reasonably request, in order to confirm this Termination and Release and the Grantors' right, title and interest in the IP Collateral.

3. Governing Law. THIS TERMINATION AND RELEASE AND ANY CLAIM, CONTROVERSY OR DISPUTE ARISING UNDER OR RELATED TO THIS TERMINATION AND RELEASE OR THE TRANSACTIONS CONTEMPLATED HEREBY SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

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IN WITNESS WHEREOF, Administrative Agent has caused this Termination and Release to be duly executed and delivered as of the date first above written.

ADMINISTRATIVE AGENT:

ROYAL BANK OF CANADA,
as Administrative Agent

By: 
Name: **Helena Sadowski**
Title: **Manager, Agency**

[Signature Page to Termination and Release of Security Interest in Patents and Trademarks]

TRADEMARK
REEL: 008083 FRAME: 0706

Schedule A

Patents and Patent Applications

[see attached]

No.	Title	Country	App. No.	Filing Date	Patent No.	Issue Date	Status	Owner
1.		United States	29/708466	October 7, 2019			Pending	WAHOO FITNESS L.L.C.
2.	Pedal/Cleat Assembly	United States	09/905603	July 13, 2001	6494117	December 17, 2002	Issued	WAHOO FITNESS L.L.C.
3.	Pedal And Related Pedal/Cleat Assembly	United States	10/401086	March 27, 2003	7017445	March 28, 2006	Issued	WAHOO FITNESS L.L.C.
4.	Pedal/Cleat Assembly	United States	11/111671	April 20, 2005	7174807	February 13, 2007	Issued	WAHOO FITNESS L.L.C.
5.	Cleat Assembly For Clipless Pedal	United States	11/250911	October 13, 2005	7472498	January 6, 2009	Issued	WAHOO FITNESS L.L.C.
6.	Cleat Assembly For Clipless Pedal	United States	11/779206	July 17, 2007	7877904	February 1, 2011	Issued	WAHOO FITNESS L.L.C.
7.	Shoe Sole Mounting Standard For Bicycle Cleat	United States	12/334402	December 12, 2008	8272150	September 25, 2012	Issued	WAHOO FITNESS L.L.C.
8.	Shoe Sole Mounting Standard For Bicycle Cleat	United States	13/622893	September 19, 2012	9826794	November 28, 2017	Issued	WAHOO FITNESS L.L.C.
9.	Shoe Sole Mounting Standard For Bicycle Cleat	United States	15/706567	September 15, 2017			Published	WAHOO FITNESS L.L.C.
10.	Pedal-Cleat Assembly	United States	12/917322	November 1, 2010	8857292	October 14, 2014	Issued	WAHOO FITNESS L.L.C.
11.	Pedal And Cleat Assembly	United States	13/828782	March 14, 2013	9499231	November 22, 2016	Issued	WAHOO FITNESS L.L.C.
12.	Pedal And Cleat Assembly	United States	14/028345	September 16, 2013	9511817	December 6, 2016	Issued	WAHOO FITNESS L.L.C.
13.	Alignment System For A Cleat And Base Assembly	United States	14/161616	January 22, 2014	10188171	January 29, 2019	Issued	WAHOO FITNESS L.L.C.
14.	Aperture Cover For Bicycle Cleat Assembly	United States	14/444948	July 28, 2014	10182609	January 22, 2019	Issued	WAHOO FITNESS L.L.C.

No.	Title	Country	App. No.	Filing Date	Patent No.	Issue Date	Status	Owner
15.	Cleat Assembly For Clipless Bicycle Pedals	United States	14/475248	September 2, 2014	10279862	May 7, 2019	Issued	WAHOO FITNESS L.L.C.
16.	Cleat Assembly For Clipless Bicycle Pedal	United States	16/236199	December 28, 2018	10759491	September 1, 2020	Issued	WAHOO FITNESS L.L.C.
17.	Cleat Assembly For Clipless Bicycle Pedal	United States	17/006873	August 30, 2020			Published	WAHOO FITNESS L.L.C.
18.		United States	17/086765	November 2, 2020			Pending	WAHOO FITNESS L.L.C.
19.		United States	29/756384	October 28, 2020			Pending	WAHOO FITNESS L.L.C.
20.	Aerodynamic Bicycle Shoe Cover and Pedal Cover	United States	12472255	May 26, 2009	8745900	June 10, 2014	Issued	WAHOO FITNESS L.L.C.
21.	Aerodynamic Bicycle Shoe Cover And Pedal Cover	United States	14286915	May 23, 2014	9901134	February 27, 2018	Issued	WAHOO FITNESS L.L.C.
22.		United States	29/773172	March 8, 2021			Pending	WAHOO FITNESS L.L.C.
23.		United States	29/773175	March 8, 2021			Pending	WAHOO FITNESS L.L.C.
24.	Exercise Computer With Zoom Function And Methods For Displaying Data Using An Exercise Computer	United States	15/416,242	Jan-26-2017	10,500,440	Dec-10-2019	Issued	WAHOO FITNESS L.L.C.
25.	Cycling Computer	United States	29/592,679	Feb-01-2017	D850962	Jun-11-2019	Issued	WAHOO FITNESS L.L.C.
26.	Cycling Computer	United States	15/868,762	Jan-11-2018			Allowed	WAHOO FITNESS L.L.C.
27.	Cycling Computer Mount	United States	29/689,778	May-01-2019	D915949	Apr-13-2021	Issued	WAHOO FITNESS L.L.C.


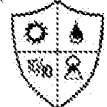
No.	Title	Country	App. No.	Filing Date	Patent No.	Issue Date	Status	Owner
28.	Cycling Computer	United States	29/689,781	May-01-2019			Allowed	WAHOO FITNESS L.L.C.
29.	Bicycle Trainer	United States	13/975,720	Aug-26-2013	9,999,818	Jun-19-2018	Issued	WAHOO FITNESS L.L.C.
30.	System And Method For Controlling A Bicycle Trainer	United States	14/135,205	Dec-19-2013	10,046,222	Aug-14-2018	Issued	WAHOO FITNESS L.L.C.
31.	System And Method For Controlling A Bicycle Trainer	United States	15/712,798	Sept-22-2017	10,576,348	Mar-03-2020	Issued	WAHOO FITNESS L.L.C.
32.	Bicycle Trainer	United States	16/011,237	Jun-18-2018	10,933,290	Mar-02-2021	Issued	WAHOO FITNESS L.L.C.
33.		United States	17/162,685	Jan-29-2021			Pending	WAHOO FITNESS L.L.C.
34.	System And Method For Controlling A Bicycle Trainer	United States	16/102,546	Aug-13-2018			Allowed	WAHOO FITNESS L.L.C.
35.		United States	29/704,047	Aug-30-2019			Pending	WAHOO FITNESS L.L.C.
36.		United States	29/704,049	Aug-30-2019			Pending	WAHOO FITNESS L.L.C.
37.		United States	29/704,052	Aug-30-2019			Pending	WAHOO FITNESS L.L.C.
38.		United States	29/704,058	Aug-30-2019			Pending	WAHOO FITNESS L.L.C.
39.		United States	29/704,075	Aug-30-2019			Pending	WAHOO FITNESS L.L.C.
40.		United States	17/005,235	Aug-27-2020			Pending	WAHOO FITNESS L.L.C.
41.		United States	17/005,246	Aug-27-2020			Pending	WAHOO FITNESS L.L.C.
42.		United States	17/005,249	Aug-27-2020			Pending	WAHOO FITNESS L.L.C.

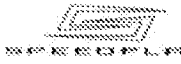

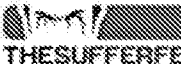
No.	Title	Country	App. No.	Filing Date	Patent No.	Issue Date	Status	Owner
43.		United States	17/006,632	Aug-28-2020			Pending	WAHOO FITNESS L.L.C.
44.	Bicycle Climbing And Descending Training Device	United States	16/036,626	Jul-16-2018	10,695,638	Jun-30-2020	Issued	WAHOO FITNESS L.L.C.
45.		United States	16/915,898	Jun-29-2020			Pending	WAHOO FITNESS L.L.C.
46.	Activity Monitoring Computing Device And System	United States	14/508,799	Oct-07-2014	10,285,625	May-14-2019	Issued	WAHOO FITNESS L.L.C.
47.	Cycling Computer	United States	29/778,495	Apr-13-2021			Pending	WAHOO FITNESS L.L.C.
48.		United States	63/179,095	Apr-23-2021			Pending	WAHOO FITNESS L.L.C.
49.		United States	29/780,409	April 23, 2021			Pending	WAHOO FITNESS L.L.C.

Schedule B

Trademarks and Trademark Applications

[See attached]

No.	Trademark	Country	App. No.	Reg. No.	Status	Owner
1.	4DP	United States	79/229140	5614151	Registered	Wahoo Fitness L.L.C.
2.	BLUE SC	United States	86/039327	5211477	Registered	Wahoo Fitness L.L.C.
3.	DESIGN (Chevron Trade Dress) 	United States	88/632174	6120874	Registered	Wahoo Fitness L.L.C.
4.	DESIGN (Shield) 	United States	79/152304	4753854	Registered	Wahoo Fitness L.L.C.
5.	ELEMNT RIVAL	United States	90/383533		Pending	Wahoo Fitness L.L.C.
6.	FOUR DIMEN SIONA L POWER	United States	79/229406	5635172	Registered	Wahoo Fitness L.L.C.
7.	KICKR	United States	86/039340	4488627	Registered	Wahoo Fitness L.L.C.
8.	KICKR SNAP	United States	86/553035	4994237	Registered	Wahoo Fitness L.L.C.
9.	NANOGRAM	United States	76/593525	3022571	Registered	Wahoo Fitness L.L.C.
10.	NANOGRAM	United States	77/272252	3640417	Registered	Wahoo Fitness L.L.C.
11.	RUNFIT	United States	86/626944	4934099	Registered	Wahoo Fitness L.L.C.
12.	SPEEDPLAY	United States	74/183110	2039206	Registered	Wahoo Fitness L.L.C.
13.	SPEEDPLAY & Design	United States	74/483132	1930673	Registered	Wahoo Fitness L.L.C.

No.	Trademark	Country	App. No.	Reg. No.	Status	Owner
						
14.	SPEEDPLAY ZERO NANOGRAM ADVANCED PEDAL SYSTEM & Design 	United States	77/282297	3767971	Registered	Wahoo Fitness L.L.C.
15.	SUFFERLAND RIA	United States	79/153049	4753867	Registered	Wahoo Fitness L.L.C.
16.	SYZR	United States	86/193078	4769707	Registered	Wahoo Fitness L.L.C.
17.	THESUFFERF EST & Design (Crying Face in Color) 	United States	79/130170	4654670	Registered	Wahoo Fitness L.L.C.
18.	TICKR	United States	86/195684	4631448	Registered	Wahoo Fitness L.L.C.
19.	WAHOO	United States	86/008471	4619527	Registered	Wahoo Fitness L.L.C.
20.	WAHOO	United States	90/398628		Pending	Wahoo Fitness, L.L.C.
21.	WAHOO BALANCE	United States	86/873247	5035390	Registered	Wahoo Fitness L.L.C.
22.	WALKABLE	United States	86/346088	4989202	Registered	Wahoo Fitness L.L.C.
23.	X SERIES	United States	76/557544	2969320	Registered	Wahoo Fitness L.L.C.
24.	X/1	United States	76/557543	3252641	Registered	Wahoo Fitness L.L.C.
25.	X/2	United States	76/557542	3091876	Registered	Wahoo Fitness L.L.C.

No.	Trademark	Country	App. No.	Reg. No.	Status	Owner
26.	BLUE HR	United States	86/039311	4706256	Registered	Wahoo Fitness LLC