

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM845579

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ORIX GROWTH CAPITAL, LLC		10/06/2023	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BETTERMENT HOLDINGS, INC.		
<b>Street Address:</b>	27 West 23rd Street, 6th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>Name:</b>	BETTERMENT LLC		
<b>Street Address:</b>	27 West 23rd Street, 6th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>Name:</b>	BETTERMENT FINANCIAL LLC		
<b>Street Address:</b>	27 West 23rd Street, 6th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>Name:</b>	BETTERMENT FOR BUSINESS LLC		
<b>Street Address:</b>	27 West 23rd Street, 6th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>Name:</b>	ARGONAUT ASSET MANAGEMENT LLC		
<b>Street Address:</b>	27 West 23rd Street, 6th Floor		
<b>City:</b>	New York		

OP \$240.00 5060924

<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10010
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
<b>Registration Number:</b>	5060924	BETTERMENT FOR BUSINESS
<b>Registration Number:</b>	5089360	BETTERMENT INSTITUTIONAL
<b>Registration Number:</b>	4767536	INVESTING MADE BETTER
<b>Registration Number:</b>	3601546	BETTERMENT
<b>Registration Number:</b>	5448128	
<b>Registration Number:</b>	5911883	OUTSMART AVERAGE
<b>Serial Number:</b>	88431286	SELF-DRIVING WALLET
<b>Serial Number:</b>	88431282	BETTERMENT EVERYDAY
<b>Serial Number:</b>	90881890	MAKARA

**CORRESPONDENCE DATA**

**Fax Number:** 2136272579

*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:** 2134579864

**Email:** dkay@mcguirewoods.com

**Correspondent Name:** Don Kay

**Address Line 1:** 355 S. Grand Avenue, Suite 4200

**Address Line 4:** Los Angeles, CALIFORNIA 90071

**ATTORNEY DOCKET NUMBER:** 2067493-0054

**NAME OF SUBMITTER:** Don Kay

**SIGNATURE:** /Don Kay/

**DATE SIGNED:** 10/12/2023

**Total Attachments: 5**

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**TERMINATION AND RELEASE OF SECURITY INTEREST IN  
INTELLECTUAL PROPERTY**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**, dated as of October 6, 2023 (“Release”), is made by **ORIX GROWTH CAPITAL, LLC**, a Delaware limited liability company (“Agent”), in favor of **BETTERMENT HOLDINGS, INC.**, a Delaware corporation (“Holdings”), **BETTERMENT LLC**, a Delaware limited liability company (“Betterment”), **BETTERMENT FINANCIAL LLC**, a Delaware limited liability company (“Financial”), **BETTERMENT FOR BUSINESS LLC**, a Delaware limited liability company (“Business”), and **ARGONAUT ASSET MANAGEMENT LLC**, a Delaware limited liability company (“Argonaut” and together with Holdings, Betterment, Financial and Business, collectively, “Grantor”) with its principal place of business located at 27 West 23<sup>rd</sup> Street, 6<sup>th</sup> Floor, New York, NY 10010.

**WHEREAS**, pursuant to that certain (i) Loan and Security Agreement dated as of September 28, 2021 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the “Loan Agreement”) by and among Grantor, the financial institutions from time to time party thereto as lenders (“Lenders”) and Agent, (ii) Intellectual Property Security Agreement dated as of September 28, 2021 by and between Holdings, Betterment, Financial and Business, as “Grantor”, and Agent (the “Initial IP Agreement”), and (iii) Intellectual Property Security Agreement dated as of July 20, 2022 by and between Argonaut, as “Grantor”, and Agent (the “Joinder IP Agreement” and together with the Initial IP Agreement, the “IP Agreement”; the IP Agreement together with the Loan Agreement, collectively, the “Loan Documents”), Grantor granted and conveyed to Agent, for the benefit of Agent and Lenders, a security interest in the entire right, title and interest of Grantor in and to all of Grantor’s Intellectual Property;

**WHEREAS**, the Initial IP Agreement was recorded with the US Patent and Trademark Office (“USPTO”) on September 29, 2021 at Reel No. 007436, Frame No. 0856, for the trademarks listed on Schedule B attached hereto; and

**NOW THEREFORE**, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Agent, on behalf of Agent and Lenders, agrees as follows:

**SECTION 1. Defined Terms.** Capitalized terms used herein without definition shall have the meanings ascribed to such terms in the Loan Agreement, as applicable.

**SECTION 2. Termination and Release.** Agent, without representation, warranty, or recourse, hereby:

(a) terminates the IP Agreement and terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and liens on and security interests in and to the entire right, title, and interest of Grantor in and to all of Grantor’s Intellectual Property listed on Schedule A and Schedule B attached hereto, granted pursuant to the Loan Documents;

(b) re-assigns, grants and re-conveys to the Grantor any and all of the right, title, and interest of Grantor that may have been acquired in and to all of Grantor’s Intellectual Property listed on Schedule A and Schedule B; and

(c) authorizes the recordation of this Release with the USPTO, at Grantor’s expense.

**SECTION 3. Choice of Law.** This Release shall be governed by and construed in accordance with the laws of the State of New York, without regard to its conflict of laws principles.

*[Remainder of Page Intentionally Left Blank; Signature Page Follows]*

IN WITNESS WHEREOF, Agent has caused this Termination and Release of Security Interest in Intellectual Property to be duly executed as of the date first set forth above.

**ORIX GROWTH CAPITAL, LLC**

By:   
Name: Jeffrey Bede  
Title: Head of OGC

Address:

2001 Ross Avenue, Suite 1900  
Dallas, TX 75201  
Attn: General Counsel

SCHEDULE A

**COPYRIGHTS**

<b>Record Owner</b>	<b>Copyright</b>	<b>Registration No.</b>	<b>Registration Date</b>
Betterment LLC	Your Money	Pau003771370	07/14/2015

SCHEDULE B

**TRADEMARKS**

<b>Mark</b>	<b>Country</b>	<b>Filing Date</b>	<b>Appl. No.</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Registrant/Owner</b>
<b>BETTERMENT FOR BUSINESS</b>	USA	10/28/2015	86801847	5060924	10/11/2016	Betterment Holdings, Inc.
<b>BETTERMENT INSTITUTIONAL</b>	USA	10/28/2015	86801817	5089360	11/29/2016	Betterment Holdings, Inc.
<b>INVESTING MADE BETTER</b>	USA	09/03/2014	86384372	4767536	07/07/2015	Betterment Holdings, Inc.
<b>BETTERMENT</b>	USA	06/23/2008	775059284	3601546	04/07/2009	Betterment Holdings, Inc.
<b>BETTERMENT SPEEDOMETER (image)</b>	USA	09/14/2017	87608137	5448128	04/17/2018	Betterment Holdings, Inc.
<b>OUTSMART AVERAGE</b>	USA	08/10/2018	88074114	5911883	11/19/2019	Betterment Holdings, Inc.
<b>SELF-DRIVING WALLET</b>	USA	05/15/2019	88431286	N/A	Pending (review suspended)	Betterment Holdings, Inc.
<b>BETTERMENT EVERYDAY</b>	USA	5/15/2019	88431282	N/A	Application Abandoned	Betterment Holdings, Inc.
<b>MAKARA</b>	USA	08/13/2021	90881890	N/A	Pending	Betterment Holdings, Inc.