

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM850666

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TRICENTIS AMERICAS, INC.		11/01/2023	Corporation: DELAWARE
TRICENTIS GMBH		11/01/2023	Company: AUSTRIA
RECEIVING PARTY DATA			
Name:	PNC BANK, NATIONAL ASSOCIATION		
Street Address:	Commercial Loan Service Center/DCC		
Internal Address:	500 First Avenue		
City:	Pittsburgh		
State/Country:	PENNSYLVANIA		
Postal Code:	15219		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	7142564	TRICENTIS VERA	
Registration Number:	3738877	LIVECOMPARE	
Registration Number:	2162389	LIVEMODEL	
Registration Number:	1367419	INTELLICORP	
Registration Number:	5017796	QTEST	
Registration Number:	5749343	CAPIO	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	kareem.ansley@blankrome.com		
Correspondent Name:	KAREEM ANSLEY		
Address Line 1:	BLANK ROME LLP		
Address Line 2:	717 TEXAS AVENUE, SUITE 1400		
Address Line 4:	HOUSTON, TEXAS 77002		
ATTORNEY DOCKET NUMBER:	074658.19039		
NAME OF SUBMITTER:	Kareem Ansley		

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SIGNATURE:	/Kareem Ansley/
DATE SIGNED:	11/02/2023
Total Attachments: 7 source=Trademark Security Agreement (PNC-Tricentis) - Executed#page1.tif source=Trademark Security Agreement (PNC-Tricentis) - Executed#page2.tif source=Trademark Security Agreement (PNC-Tricentis) - Executed#page3.tif source=Trademark Security Agreement (PNC-Tricentis) - Executed#page4.tif source=Trademark Security Agreement (PNC-Tricentis) - Executed#page5.tif source=Trademark Security Agreement (PNC-Tricentis) - Executed#page6.tif source=Trademark Security Agreement (PNC-Tricentis) - Executed#page7.tif	

SECURITY AGREEMENT

(TRADEMARKS)

November 1, 2023

WHEREAS, TRICENTIS AMERICAS, INC., a Delaware corporation ("Tricentis Americas") and TRICENTIS GMBH, a company organized under the laws of Austria ("GmbH") and, together with Tricentis Americas, collectively the "Grantors" and, individually the "Grantor"), have adopted, used and are using the trademarks listed opposite each Grantor's name on Schedule 1, annexed hereto as part hereof, which trademarks are applied for or registered in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, each Grantor is obligated to PNC BANK, NATIONAL ASSOCIATION, as agent for the below-defined Lenders ("Grantee"), and the other Secured Parties, as defined in the Revolving Credit, Term Loan and Security Agreement, dated as of the date May 13, 2019 (as amended by the Eighth Amendment, dated as of September 26, 2023, the "Credit Agreement"), by and among Tricentis Americas, TRICENTIS USA CORP., a Delaware corporation ("Tricentis USA"), TRICENTIS APAC PTY. LTD, ACN 143 271 130, an Australian company ("Tricentis APAC") and such other Persons as may hereafter become Borrowers thereunder (collectively, the "Borrowers" and each individually a "Borrower"), GmbH, TRICENTIS OPERATIONS HOLDINGS, INC., a Delaware corporation ("Holdings") TI ACQUISITION SUBSIDIARY, INC., a Delaware corporation ("TI Acquisition"), AMOLO ATELIER INC., a Delaware corporation ("Amolo"), NEOTYS USA, INC., a Delaware corporation ("Neotys USA"), TRICENTIS FRANCE S.Á.R.L., a limited liability company (société à responsabilité limitée) incorporated under the laws of France, registered with the Trade and Companies Registry of Paris under number 879 563 203, whose registered office is located at 72 rue du Faubourg Saint-Honoré, 75008 Paris, France ("Tricentis France"), and such other Persons as may hereafter become Guarantors thereunder (collectively, the "Guarantors" and each individually a "Guarantor"), the Persons which are now or which hereafter become a lender thereunder (collectively, the "Lenders" and each individually a "Lender") and Grantee for the payment and performance of the Obligations (as defined in the Credit Agreement); and

WHEREAS, pursuant to the Credit Agreement, each Grantor has granted to Grantee a security interest in all right, title and interest of such Grantor in and to its general intangibles, including, without limitation, the Trademarks (the "Collateral"), to secure the payment, performance and observance of the Obligations;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each Grantor does hereby further grant to Grantee a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of Grantee with respect to the security interest in the Collateral made and granted hereby are more fully set forth in the Credit Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

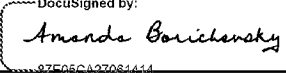
Grantee's address is PNC Bank, National Association, 301 Fayetteville Street, Suite 2100, Raleigh, NC 27601 Attention: Relationship Manager.

THIS AGREEMENT AND ALL MATTERS RELATING HERETO OR ARISING HEREFROM (WHETHER ARISING UNDER CONTRACT LAW, TORT LAW OR OTHERWISE) SHALL, IN ACCORDANCE WITH SECTION 5-1401 OF THE GENERAL OBLIGATIONS LAW OF THE STATE OF NEW YORK, BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK.

[signature page follows]

IN WITNESS WHEREOF, each Grantor has caused this Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first written above.

TRICENTIS AMERICAS, INC.,
a Delaware corporation

By: 
Name: Amanda Borichevsky
Title: General Counsel and Secretary

TRICENTIS GMBH.,
a company organized under the laws of
Austria

By: _____
Name: Nathalie Huetter
Title: AGC & Managing Director

IN WITNESS WHEREOF, each Grantor has caused this Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first written above.

TRICENTIS AMERICAS, INC.,
a Delaware corporation

By: _____
Name: Amanda Borichevsky
Title: General Counsel and Secretary

TRICENTIS GMBH.,
a company organized under the laws of
Austria


By: _____
DocuSigned by:
Nathalie Huetter
Name: Nathalie Huetter
Title: AGC & Managing Director

ACCEPTED AND
ACKNOWLEDGED BY:




PNC BANK, NATIONAL ASSOCIATION,
as Agent

By: *Kyle Murphy*
Name: Kyle Murphy
Title: VP – Underwriter

SCHEDULE I TO SECURITY AGREEMENT
TRADEMARKS AND TRADEMARK APPLICATION

<u>MARK</u>	<u>RECORD OWNER</u>	<u>COUNTRY</u>	<u>REG DATE</u>	<u>REG #</u>	<u>APP DATE</u>	<u>APP #</u>	<u>STATUS</u>
TRICENTIS VERA	Tricentis Americas, Inc.	USA	8/22/2023	7142564	05/17/2022	97/413,982	LIVE
LIVECOMPARE	Tricentis Americas, Inc.	USA	1/19/2010	3738877	12/17/2008	77/634,946	LIVE
LIVEMODEL	Tricentis Americas, Inc.	USA	6/2/1998	2162389	09/20/1995	74/731,329	LIVE
INTELLICORP	Tricentis Americas, Inc.	USA	10/29/1985	1367419	01/07/1985	73/516,586	LIVE
QTEST	Tricentis Americas, Inc.	USA	08/09/2016	5017796	01/04/2016	86/864,835	LIVE
CapIO	Tricentis Americas, Inc.	USA	05/14/2019	5749343	08/17/2018	88/082,969	LIVE
	Tricentis GmbH	USA	-	-	5/23/2023	79/376,184	LIVE
SPECFLOW	Tricentis GmbH	USA	3/3/2020	5999020	08/02/2018	79/241,027	LIVE
TRICENTIS FLOOD	Tricentis GmbH	USA	3/9/2021	6285404	03/23/2020	79/288,689	LIVE

Security Agreement (Trademarks)

<u>MARK</u>	<u>RECORD OWNER</u>	<u>COUNTRY</u>	<u>REG DATE</u>	<u>REG #</u>	<u>APP DATE</u>	<u>APP #</u>	<u>STATUS</u>
TESTING HEROES	Tricentis GmbH	USA	9/8/2020	6144454	10/17/2019	79/282,014	LIVE
TRICENTIS TOSCA	Tricentis GmbH	USA	9/11/2018	5557866	09/04/2017	79/221,923	LIVE
	Tricentis GmbH	USA	9/4/2018	5552697	02/01/2017	79/213,370	LIVE
	Tricentis GmbH	USA	9/4/2018	5552696	02/01/2017	79/213,369	LIVE
	Tricentis GmbH	USA	7/31/2018	5526777	02/01/2017	79/213,368	LIVE
TRICENTIS	Tricentis GmbH	USA	11/21/2017	5337719	02/01/2017	79/210,514	LIVE
TRICENTIS	Tricentis GmbH	USA	11/21/2017	5337718	02/01/2017	79/210,512	LIVE
TRICENTIS	Tricentis GmbH	USA	11/21/2017	5337697	02/01/2017	79/208,744	LIVE
TRICENTIS	Tricentis GmbH	USA	6/6/2017	5215653	12/02/2015	79/181,505	LIVE

Security Agreement (Trademarks)

Schedule I – Page 2