

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
The Advisory Board Company		07/30/2012	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	JPMorgan Chase Bank, N.A., as Administrative Agent
Street Address:	10 SOUTH DEARBORN
City:	CHICAGO
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	NATIONAL BANKING ASSOCIATION: UNITED STATES

**PROPERTY NUMBERS Total: 42**

Property Type	Number	Word Mark
Registration Number:	4147330	CRIMSON MARKET ADVANTAGE
Registration Number:	4147331	CRIMSON PRACTICE MANAGEMENT
Registration Number:	2711197	PIVOTHEALTH
Registration Number:	2106489	THE ADVISORY BOARD
Registration Number:	2106050	THE ADVISORY BOARD
Registration Number:	3024937	THE ADVISORY BOARD TH:2
Registration Number:	2699618	THE ADVISORY BOARD TH:2
Registration Number:	2029400	THE HEALTH CARE INDUSTRY COMMITTEE
Registration Number:	2029405	THE HEALTH CARE INDUSTRY COMMITTEE
Registration Number:	3580481	H WORKS
Registration Number:	2486271	H*WORKS
Registration Number:	3462354	
Registration Number:	3448042	NURSING COMPASS
Registration Number:	4065473	NURSING COMPASS

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Registration Number:	3448041	REVENUE CYCLE COMPASS
Registration Number:	3638249	CRIMSON INITIATIVE
Registration Number:	3606775	ED COMPASS
Registration Number:	4065472	ED COMPASS
Registration Number:	3562740	EDUCATION ADVISORY BOARD
Registration Number:	3690369	EDUCATION ADVISORY BOARD
Registration Number:	3643439	CATH LAB COMPASS
Registration Number:	2749735	AMERICAN HEALTH LINE
Registration Number:	2082626	HEALTH CARE ADVISORY BOARD
Registration Number:	2106490	HEALTH CARE ADVISORY BOARD
Registration Number:	3458108	SPEND COMPASS
Registration Number:	4065468	SPEND COMPASS
Registration Number:	3260322	SURGERY COMPASS
Registration Number:	4065469	SURGERY COMPASS
Registration Number:	3920996	SOUTHWIND
Registration Number:	2754923	SOUTHWIND HEALTH PARTNERS, L.L.C.
Registration Number:	4065471	REVENUE CYCLE COMPASS
Registration Number:	3743938	REVENUE INTEGRITY COMPASS
Registration Number:	4065470	REVENUE INTEGRITY COMPASS
Registration Number:	3448219	SELF-PAY COMPASS
Registration Number:	4103941	SELF PAY COMPASS
Registration Number:	3580472	COMPASS CONNECT
Registration Number:	2029404	COUNCIL OF INTERNATIONAL HOSPITALS
Registration Number:	2029402	COUNCIL OF INTERNATIONAL HOSPITALS
Registration Number:	4110827	THE ADVISORY BOARD COMPANY
Registration Number:	4148995	MEANINGFUL USE NAVIGATOR
Serial Number:	85313012	PAYMENT NAVIGATION INITIATIVE
Serial Number:	85508668	CRIMSON POPULATION RISK MANAGEMENT

**CORRESPONDENCE DATA**

Fax Number: 2149813400

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 214-981-3483

Email: dclark@sidley.com

Correspondent Name: Dusan Clark, Esq.

Address Line 1: Sidley Austin LLP

**TRADEMARK**  
**REEL: 004831 FRAME: 0751**

Address Line 2: 717 N. Harwood St., Suite 3400  
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	36084-38530
NAME OF SUBMITTER:	Dusan Clark
Signature:	/Dusan Clark/
Date:	07/30/2012

**Total Attachments: 7**

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CONFIRMATORY GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Confirmatory Grant") is made effective as of July 30, 2012 by and from The Advisory Board Company, a Delaware corporation ("Grantor") to and in favor of JPMORGAN CHASE BANK, N.A., for itself and as Administrative Agent for the Secured Parties (as defined in the Credit Agreement referenced below) (in such capacities, "Grantee").

WHEREAS, Grantor, the Lenders and Grantee have entered into a Credit Agreement dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, certain Subsidiaries of Grantor have guaranteed the repayment of the Secured Obligations pursuant to a Guaranty dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time).

WHEREAS, Grantor and certain Subsidiaries of Grantor have entered into a Pledge and Security Agreement dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, Grantor owns the trademarks listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted under the Security Agreement to Grantee for the benefit of the Secured Parties. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of (i) all the Secured Obligations and (ii) all of the obligations and liabilities of the Subsidiary Guarantors under the Credit Agreement. Upon the payment in full of all Secured Obligations (other than Unliquidated Obligations), Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to the Borrower all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under the Security Agreement and this Confirmatory Grant.

(b) Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by Grantor, together with (2) all proceeds of such Trademarks, (3) the goodwill associated with

such Trademarks and (4) all causes of action arising prior to or after the date hereof for infringement of such Trademarks or unfair competition regarding the same.

(c) Notwithstanding anything to the contrary herein, this Confirmatory Grant and the security interests granted hereby are subject to the limitations set forth in Article II of the Security Agreement (which are incorporated herein *mutatis mutandis* by this reference).


3) Counterparts. This Confirmatory Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) Governing Law. This Confirmatory Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

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IN WITNESS WHEREOF, Grantor has executed this Confirmatory Grant effective as of the date first written above.

THE ADVISORY BOARD COMPANY

By:   
Name: Michael Kristman  
Title: CEO

Signature Pages to Confirmatory Grant of Security Interest In United States Trademarks

**TRADEMARK**  
**REEL: 004831 FRAME: 0755**

CONFIRMATORY GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

Exhibit A - SCHEDULE OF TRADEMARKS

A. REGISTERED TRADEMARKS:

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Grantor</u>
Crimson Market Advantage	4147330	5/22/2012	The Advisory Board Company
Crimson Practice Management	4147331	4/22/2012	The Advisory Board Company
Pivot Health	2711197	7/29/2003	The Advisory Board Company
The Advisory Board	2106489	10/21/1997	The Advisory Board Company
The Advisory Board	2106050	10/14/1997	The Advisory Board Company
The Advisory Board TH:2&Design	3024937	12/13/2005	The Advisory Board Company
The Advisory Board TH:2&Design	2699618	3/25/2003	The Advisory Board Company
The Health Care Industry Committee	2029400	1/7/1997	The Advisory Board Company
The Health Care Industry Committee	2029405	1/7/1997	The Advisory Board Company
H Works & Design	3580481	2/24/2009	The Advisory Board Company
H*Works	2486271	9/4/2001	The Advisory Board Company
Miscellaneous Design (Star Design)	3462354	7/8/2008	The Advisory Board Company
Nursing Compass	3448042	6/17/2008	The Advisory Board Company

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Grantor</u>
Nursing Compass	4065473	12/6/2011	The Advisory Board Company
Revenue Cycle Compass	3448041	6/17/2008	The Advisory Board Company
Crimson Initiative	3638249	6/16/2009	The Advisory Board Company
ED Compass	3606775	4/14/2009	The Advisory Board Company
ED Compass	4065472	12/6/2011	The Advisory Board Company
Education Advisory Board	3562740	1/13/2009	The Advisory Board Company
Education Advisory Board & Design	3690369	9/29/2009	The Advisory Board Company
Cath Lab Compass	3643439	6/23/2009	The Advisory Board Company
American Health Line	2749735	8/12/2003	The Advisory Board Company
Health Care Advisory Board	2082626	7/22/1997	The Advisory Board Company
Health Care Advisory Board	2106490	10/21/1997	The Advisory Board Company
Spend Compass	3458108	7/1/2008	The Advisory Board Company
Spend Compass	4065468	12/6/2011	The Advisory Board Company
Surgery Compass	3260322	7/10/2010	The Advisory Board Company
Surgery Compass	4065469	12/6/2011	The Advisory Board Company
Southwind	3920996	2/15/2011	The Advisory Board Company
Southwind Health Partners,	2754923	8/26/2003	The Advisory Board Company



<u>Trademark</u> L.L.C&Design	<u>Registration No.</u>	<u>Registration Date</u>	<u>Grantor</u>
Revenue Cycle Compass	4065471	12/6/2011	The Advisory Board Company
Revenue Integrity Compass	3743938	2/2/2010	The Advisory Board Company
Revenue Integrity Compass	4065470	12/6/2011	The Advisory Board Company
Self-Pay Compass	3448219	6/17/2008	The Advisory Board Company
Self Pay Compass	4103941	2/28/2012	The Advisory Board Company
Compass Connect	3580472	2/24/2009	The Advisory Board Company
Council of International Hospitals	2029404	1/7/1997	The Advisory Board Company
Council of International Hospitals	2029402	1/7/1997	The Advisory Board Company
The Advisory Board Company	1046682 (Australia)	5/10/2010	The Advisory Board Company
The Advisory Board Company	1046682 (Community)	5/10/2010	The Advisory Board Company
The Advisory Board Company	1046682 (International)	5/10/2010	The Advisory Board Company
The Advisory Board Company	853264 (New Zealand)	6/2/2012	The Advisory Board Company
The Advisory Board Company	4110827	3/13/2012	The Advisory Board Company
Meaningful Use Navigator	4148995	5/29/2012	The Advisory Board Company

B. TRADEMARK APPLICATIONS:

<u>Trademark Applied For:</u>	<u>Application Filing Date</u>	<u>Application Serial No.</u>	<u>Grantor</u>
The Advisory Board Company	5/10/2010	1046682(Bulgaria)	The Advisory Board Company

<u>Trademark Applied For:</u>	<u>Application Filing Date</u>	<u>Application Serial No.</u>	<u>Grantor</u>
The Advisory Board Company	5/12/2010	1480880(Canada)	The Advisory Board Company
The Advisory Board Company	5/10/2010	1046682 (China P.R.)	The Advisory Board Company
The Advisory Board Company	5/10/2010	1046682 (Switzerland)	The Advisory Board Company
The Advisory Board Company	11/22/2011	2237958 (India)	The Advisory Board Company
The Advisory Board Company	5/10/2010	1046682 (Kenya)	The Advisory Board Company
The Advisory Board Company	5/10/2010	1046682 (Norway)	The Advisory Board Company
The Advisory Board Company	5/10/2010	1046682 (Singapore)	The Advisory Board Company
Payment Navigation Initiative	5/5/2011	85/313012	The Advisory Board Company
A (Stylized)	11/22/2011	1553264 (Canada)	The Advisory Board Company
Crimson Population Risk Management	1/4/2012	85/508668	The Advisory Board Company