

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM327886

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
<b>SEQUENCE:</b>	2

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Towers Watson Pennsylvania Inc.		12/31/2014	CORPORATION: PENNSYLVANIA

## RECEIVING PARTY DATA

<b>Name:</b>	Towers Perrin Capital Corporation
<b>Street Address:</b>	1101 Centre Road
<b>Internal Address:</b>	Suite 325
<b>City:</b>	Wilmington
<b>State/Country:</b>	DELAWARE
<b>Postal Code:</b>	19805
<b>Entity Type:</b>	CORPORATION: DELAWARE

## PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	4326968	BENEFITS ONLINE
Registration Number:	3006674	BENEFITS ONLINE
Registration Number:	1542852	BENVAL
Registration Number:	1937004	BENVAL
Registration Number:	3087597	COMP ONLINE
Registration Number:	1628032	COMPENSATION DATA BANK
Registration Number:	1979871	EMPHASIS
Registration Number:	2030107	HEALTHMAPS
Registration Number:	2023850	MEDMANAGER
Registration Number:	1984384	MEDMANAGER
Registration Number:	3689856	RISKAGILITY

## CORRESPONDENCE DATA

Fax Number:

*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: 2126983653

Email: trademarks@dechert.com

TRADEMARK

**Correspondent Name:** Jacob Bishop  
**Address Line 1:** Dechert LLP  
**Address Line 2:** 1095 Avenue of the Americas  
**Address Line 4:** New York, NEW YORK 10036

**ATTORNEY DOCKET NUMBER:** 252757

**NAME OF SUBMITTER:** Jacob Bishop

**SIGNATURE:** /Jacob Bishop/

**DATE SIGNED:** 01/05/2015

**Total Attachments: 2**

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**TRADEMARK ASSIGNMENT**


WHEREAS TOWERS WATSON PENNSYLVANIA INC., a Pennsylvania corporation, having an address at 1500 Market Street, Philadelphia, Pennsylvania 19102 ("Assignor"), is the owner of all right, title, and interest in the marks (the "Marks") and U.S. registrations thereof (the "Registrations") displayed in **Exhibit A**.

WHEREAS TOWERS PERRIN CAPITAL CORP., a Delaware corporation, having an address at 1101 Centre Road, Suite 325, Wilmington, Delaware 19805 ("Assignee"), has acquired from Assignor certain assets and property used in Assignor's business to which the Marks relate, and desires to acquire all right, title and interest in the Marks and the Registrations, together with the goodwill of the business symbolized by the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged and intending to be legally bound, Assignor hereby assigns and transfers to Assignee its entire right, title and interest in and to the Marks, together with the Registrations and the goodwill of the business symbolized by the Marks, all rights of action arising from the Marks, all claims for damages for reason of infringement of the Marks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made.

Dated: December 31, 2014

TOWERS WATSON PENNSYLVANIA INC.

  
Name: Scott A. Kenney  
Title: Assistant Secretary

**EXHIBIT A**

<b>MARK</b>	<b>U.S. REGISTRATION NUMBER</b>	<b>REGISTRATION DATE</b>
BENEFITS ONLINE	4,326,968	April 30, 2013
BENEFITS ONLINE	3,006,674	October 11, 2005
BENVAL	1,542,852	June 6, 1989
BENVAL	1,937,004	November 21, 1995
COMP ONLINE	3,087,597	May 2, 2006
COMPENSATION DATA BANK	1,628,032	December 18, 1990
EMPHASIS	1,979,871	June 11, 1996
HEALTHMAPS	2,030,107	January 14, 1997
MEDMANAGER	2,023,850	December 17, 1996
MEDMANAGER	1,984,384	July 2, 1996
RISKAGILITY	3,689,856	September 29, 2009