

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM490778

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Confirmation of Grant of Security Interest in U.S. Intellectual Property		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Kathrein SE		06/22/2018	Societas Europae (Se): EUROPEAN UNION
RECEIVING PARTY DATA			
Name:	Commerzbank Aktiengesellschaft, as Security Agent		
Street Address:	60311 Frankfurt Am Main		
City:	Frankfurt		
State/Country:	GERMANY		
Postal Code:	60311		
Entity Type:	Aktiengesellschaft (Ag): GERMANY		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	77563212	SMARTPLEX	
Serial Number:	87036706	SMARTPLEX	
Serial Number:	75513714	KATHREIN	
CORRESPONDENCE DATA			
Fax Number:	2127514864		
<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>			
Phone:	212-906-1216		
Email:	angela.amaru@lw.com		
Correspondent Name:	Latham & Watkins LLP c/o Angela M. Amaru		
Address Line 1:	885 Third Avenue		
Address Line 4:	NEW YORK, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	061375-0000		
NAME OF SUBMITTER:	Angela M. Amaru		
SIGNATURE:	/S/ Angela M. Amaru		
DATE SIGNED:	09/20/2018		
Total Attachments: 12			
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CONFIRMATION OF GRANT OF SECURITY INTEREST IN U.S. INTELLECTUAL PROPERTY

This **CONFIRMATION OF GRANT OF SECURITY INTEREST IN U.S. INTELLECTUAL PROPERTY**, dated June 22, 2018 (this "Confirmation"), is made by each of the signatories hereto indicated as a Grantor (each a "Grantor", and collectively, the "Grantors") in favor of COMMERZBANK AKTIENGESELLSCHAFT, as security agent (*Sicherheitenagentin*) and pledgee (*Pfandnehmerin*) under the German IP Pledge Agreement referred to below (in such capacity, together with its successors and assigns in such capacity, the "Security Agent").

WHEREAS, in connection with certain financing arrangements and extensions of credit made available to KATHREIN SE, a European Stock Company (*societas europaea*), and its affiliates, the Grantors entered into a German law governed pledge agreement with respect to patents, trademarks, service marks and other intellectual property (*Vertrag über die Verpfändung von Patenten und Marken und Namensrechten*), dated May 24, 2018 (as amended, restated, supplemented or otherwise modified from time to time, the "German IP Pledge Agreement"), among the Grantors, the Security Agent and the other banks and financial institutions named therein as pledgees (*Pfandnehmerin*) (collectively, the "Original Secured Parties"), pursuant to which each Grantor pledged and granted to the Security Agent, for the benefit of the Original Secured Parties and any future pledgee (*Künftiger Pfandnehmer*) (as defined in the German IP Pledge Agreement) (collectively with the Security Agent and the Original Secured Parties, the "Secured Parties"), a security interest in certain patents, trademarks, service marks and other intellectual property owned by such Grantor, including (but not limited to) the patents, patent applications, registered trademarks and service marks, and trademark and service mark applications owned by such Grantor listed in Schedule 1 hereto and issued by, registered with, and/or filed with the United States Patent and Trademark Office (the "USPTO"), and all intellectual property listed on Schedule 1 hereto, collectively, the "US Patents and Trademarks"); and

WHEREAS, pursuant to Clause 4.6 of the German IP Pledge Agreement, each Grantor agreed to execute this Confirmation in order to record the security interest granted to the Security Agent for the benefit of the Secured Parties pursuant to the German IP Pledge Agreement with the USPTO.

NOW, THEREFORE, it is acknowledged and confirmed as follows:

SECTION 1. Confirmations, Acknowledgements and Agreements

Each Grantor hereby acknowledges and confirms, for the benefit of the Security Agent and the other Secured Parties, that:

- a. such Grantor has pledged and granted to the Security Agent, for the benefit of the Secured Parties, a security interest in each of the US Patents and Trademarks identified opposite its name on Schedule 1 hereto pursuant to the terms of the German IP Pledge Agreement (such security interest, the "Security Interest");
- b. the Security Interest remains in full force and effect in accordance with, and subject to, the terms of the German IP Pledge Agreement; and
- c. the Security Agent (or its designee) is authorized to record this Confirmation, and the Security Interest in the US Patents and Trademarks, with the USPTO.

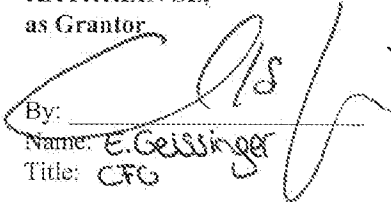
SECTION 2. Counterparts

This Confirmation may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original but all of which when taken together shall constitute a single instrument. Delivery of an executed signature page to this Confirmation by facsimile or other electronic transmission shall be as effective as delivery of a manually signed counterpart hereof.

(Remainder of page left intentionally blank.)


IN WITNESS WHEREOF, each Grantor, for the benefit of the Security Agent and other Secured Parties, has caused this Confirmation to be duly executed and delivered as of the date first above written.

KATHREIN SE,
as Grantor

By: 
Name: E. Geissinger
Title: CFO

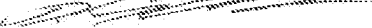
By: _____
Name: _____
Title: _____

KATHREIN SOLUTIONS GMBH,
as Grantor

By: 
Name: Daniel Scholda
Title: Geschäftsführer

By: _____
Name: _____
Title: _____

KATHREIN SACHSEN GMBH,
as Grantor

By: 
Name: Daniel Scholda
Title: Geschäftsführer

By: _____
Name: _____
Title: _____

KATHREIN AUTOMOTIVE GMBH,
as Grantor

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

[Signature Page to Confirmation of Security in Intellectual Property]

IN WITNESS WHEREOF, each Grantor, for the benefit of the Security Agent and other Secured Parties, has caused this Confirmation to be duly executed and delivered as of the date first above written.

**KATHREIN SE,
as Grantor**

By: _____
Name:
Title:

By: _____
Name:
Title:

**KATHREIN SOLUTIONS GMBH,
as Grantor**

By: _____
Name:
Title:

By: _____
Name:
Title:

**KATHREIN SACHSEN GMBH,
as Grantor**

By: _____
Name:
Title:

By: _____
Name:
Title:


**KATHREIN AUTOMOTIVE GMBH,
as Grantor**

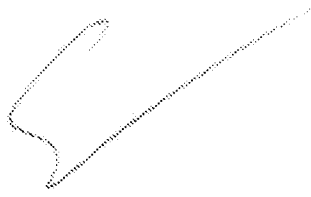
By: _____
Name: Michael Heise
Title: Managing Director

By: _____
Name:
Title:

Acknowledged and accepted as of the date first above written:

COMMERZBANK Aktiengesellschaft
as Security Agent and Pledgee

By: 
Name: Elke Buckenmüller
Title: Prokuristin


Alexander Scheer
Prokurist

[Signature Page to Confirmation of Security in Intellectual Property]

SCHEDULE 1

US PATENTS AND TRADEMARKS

(To be attached.)

Aufstellung verpfändeter Marken KATHREIN Gruppe registriert in den USA zum Stichtag 31.03.2018
 List of pledged Trademarks KATHREIN Group registered in the US as per 31 March 2018

Note: KATHREIN-Werke KG was legally succeeded by KATHREIN SE

Inhaber / Holder (Company)	Land der Einreichung / Country of first registration	Internal Register No.	Land / Titel / Title	Markenart / Type of Trademark	Schutzland / Registered Country(-ies)	Waren- und Dienstleistungsklassen / Classes of Goods and Services	Anmeldenummer / Filing No	Registrationsdatum / Registration date	Beschränkungen / Encumbrances
KATHREIN-Werke KG	Deutschland	MN0042DEUS	DE SmartPlex	Wortmarke	US	9	77563212	19/10/2010	
KATHREIN-Werke KG	Deutschland	MN0042US	DE SmartPlex	Wortmarke	US	9	87036706	07/03/2017	
KATHREIN-Werke KG	Deutschland	MN0046DEWOLUS	DE RRHid	Wort-/Bildmarke	US	9	4460612	31/01/2013	KOEXISTENZ/EHREINBARUN G.VN0012 (BESCHRÄNKUNG KLASSE 9) CO-EXISTENCE AGREEMENT VN0012 (LIMITATION CLASS 9)
KATHREIN-Werke KG	Deutschland	MN0055DEWOLUS	DE Passion to Connect	Wortmarke	US	67;9;16;37;38;42;45;1;35	79183862	10/01/2017	
KATHREIN-Werke KG	Deutschland	MN0058DEWOLUS	DE Kathrein	Wortmarke	US	06;07;09;11;37;38;42;45	1314345	23/12/2015	
KATHREIN-Werke KG	Deutschland	MN0059DEWOLUS	DE Kathrein Street Connect	Wortmarke	US	06;09;39;42	A03341/16	14/11/2017	
KATHREIN-Werke KG	Deutschland	MN0061DEWOLUS	DE Kathrein Inside Connect	Wortmarke	US	06;09;42;11;35;38;39;45	A06968/16		
KATHREIN-Werke KG	EM	MN0050WOLUS	DE K-BOW	Wortmarke	US	9	1235346	09/02/2016	
KATHREIN-Werke KG	IN	MN0058-SDEUS	DE Kathrein	Wortmarke	US	09;42;38	75513714	30/09/2003	

Wortmarke - Word mark

Bildmarke - design mark, picture mark, logo etc.

TRADEMARK

REEL: 006441 FRAME: 0743

RECORDED: 09/20/2018