

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM574630

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	Termination and Release of Reel/Frame No. 4283/0851		
RESUBMIT DOCUMENT ID:	900545119		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Bank of New York Mellon, as Collateral Agent		02/04/2020	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Reynolds Packaging LLC		
Street Address:	1900 West Field Court		
City:	Lake Forest		
State/Country:	ILLINOIS		
Postal Code:	60045		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2055323	STAY PUT STRIP	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	202-370-4756		
Email:	ipteam@cogencyglobal.com		
Correspondent Name:	Jay daSilva		
Address Line 1:	1025 Vermont Ave NW, Suite 1130		
Address Line 2:	COGENCY GLOBAL INC.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	1209394 TM		
NAME OF SUBMITTER:	Christian Craft		
SIGNATURE:	/Christian Craft/		
DATE SIGNED:	05/04/2020		
Total Attachments: 10			
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Execution Version

RELEASE dated as of February 4, 2020 (this “Release”) by The Bank of New York Mellon, as Collateral Agent (in such capacity, the “Collateral Agent”) acting for the benefit of itself and the other Secured Parties under the Collateral Agreement referenced below, and as Trustee (in such capacity, the “Trustee”) under the Indenture referenced below. Capitalized terms used herein and not otherwise defined herein shall have the meanings specified in the Collateral Agreement, the Credit Agreement (as defined below) or the Indenture (as defined below), as applicable.

Reference is made to (i) the Collateral Agreement dated as of November 5, 2009 (as amended, restructured, renewed, novated, supplemented, restated, replaced or otherwise modified from time to time, the “Collateral Agreement”), among Reynolds Group Holdings Inc., Reynolds Consumer Products Holdings LLC, Closure Systems International Holdings LLC, Reynolds Group Issuer LLC, Reynolds Group Issuer Inc., the Subsidiaries of Holdings from time to time party thereto and the Collateral Agent, (ii) the Fourth Amended and Restated Credit Agreement dated as of August 5, 2016 (as amended, supplemented or otherwise modified, the “Credit Agreement”) among Reynolds Group Holdings Inc., Reynolds Consumer Products Holdings LLC, Pactiv LLC, the other borrowers party thereto, Reynolds Group Holdings Limited (“Holdings”), the lenders from time to time party thereto and Credit Suisse AG, Cayman Islands Branch, as administrative agent, and (iii) the Senior Secured Notes Indenture dated as of June 27, 2016 by and among Reynolds Group Issuer LLC, a Delaware limited liability company, Reynolds Group Issuer Inc., a Delaware corporation, Reynolds Group Issuer (New Zealand) Limited, a New Zealand limited liability company (together with Reynolds Group Issuer LLC and Reynolds Group Issuer Inc., the “Issuers”), the guarantors party thereto and the Trustee relating to the Issuers’ 5.125% Senior Secured Notes due 2023 and the Issuers’ Senior Secured Floating Rate Notes due 2021 (the “Indenture”).

Holdings has informed the Trustee and Collateral Agent that on February 4, 2020, each of Reynolds Consumer Products LLC, Trans Western Polymers, Inc., Reynolds Consumer Products Canada Inc., Reynolds Consumer Products Inc., Reynolds Consumer Products Holdings LLC, Reynolds Europe Services LLC, Reynolds Manufacturing, Inc. and Reynolds Presto Products Inc. (each individually, an “Unrestricted Entity”) (i) has been designated as an Unrestricted Subsidiary in accordance with the terms and provisions of the Credit Agreement, including, without limitation, the definition of “Unrestricted Subsidiary” therein (the “Credit Agreement Designation”) and (ii) has been designated as an Unrestricted Subsidiary in accordance with the terms and provisions of the Indenture, including, without limitation, the definition of “Unrestricted Subsidiary” therein and Section 4.04 thereof (together with the Credit Agreement Designation, the “Designation”).

(Checklist 4C.b)

Solely in reliance on the Officer's Certificate dated February 4, 2020 from Holdings (a copy of which is attached as Exhibit A hereto), the Trustee and Collateral Agent, for itself and on behalf of the other Secured Parties, hereby confirms the automatic release of any and all security interests and Liens granted to it under the Loan Documents on all of the assets of each Unrestricted Entity and Reynolds Group Holdings Inc.'s interest in the shares of Reynolds Consumer Products Inc., effective upon consummation of the Designation.

The Trustee and Collateral Agent hereby authorizes Holdings and any of its subsidiaries or representatives to file terminations at Holdings' sole expense with respect to any existing UCC financing statements relating to each Unrestricted Entity or their respective assets.

It is understood and agreed that the execution and delivery by the Trustee and Collateral Agent, for itself and on behalf of the other Secured Parties, hereof is without any recourse to or representation or warranty by the Trustee and Collateral Agent or any other Secured Party.

The rights, indemnities and protections of the Trustee and Collateral Agent set forth in Article IV of the First Lien Intercreditor Agreement (as defined in the Collateral Agreement) shall apply mutatis mutandis to this Release and the provisions thereof are incorporated here by reference. Nothing herein shall be construed to act as a release of, or shall prejudice, such rights, indemnities and protections. The Trustee and Collateral Agent is acting as instructed by the Applicable Representative (as defined in the Collateral Agreement) pursuant to the terms of the First Lien Intercreditor Agreement.

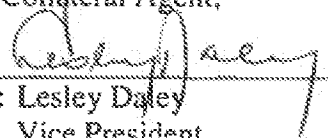
Nothing herein shall be construed to act as a release of, or prejudice the rights of the Trustee and Collateral Agent or the Secured Parties to, the security interest created under any Security Document (as defined in the Collateral Agreement), other than in respect of the assets being released hereunder.

This Release shall be governed by, and construed in accordance with, the law of the State of New York.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the party hereto has caused this Release to be duly executed by its respective duly authorized officers as of the day and year first above written.

THE BANK OF NEW YORK MELLON, as
Trustee and Collateral Agent,

By 
Name: Lesley Daley
Title: Vice President

[Signature Page to General Release under US Collateral Agreement]

TRADEMARK
REEL: 006929 FRAME: 0115

Additional Receiving Parties:

REYNOLDS FOOD PACKAGING LLC – Limited Liability Company: DE

6641 WEST BROAD STREET

RICHMOND, VIRGINIA 23230

ULTRA PAC, INC. – Corporation: Minnesota

6603 WEST BROAD STREET

RICHMOND, VIRGINIA 23230

Exhibit A

**REYNOLDS GROUP HOLDINGS LIMITED
OFFICERS' CERTIFICATE TO COLLATERAL AGENT**

Reference is made to (a) the Fourth Amended and Restated Credit Agreement dated as of August 5, 2016 (as amended, supplemented or otherwise modified, the "Credit Agreement") among Reynolds Group Holdings Inc., Reynolds Consumer Products Holdings LLC, Pactiv LLC, the other borrowers party thereto, Reynolds Group Holdings Limited ("Holdings"), the lenders from time to time party thereto and Credit Suisse AG, Cayman Islands Branch, as administrative agent (the "Administrative Agent"), and (b) the Senior Secured Notes Indenture dated as of June 27, 2016 by and among Reynolds Group Issuer LLC, a Delaware limited liability company, Reynolds Group Issuer Inc., a Delaware corporation, Reynolds Group Issuer (New Zealand) Limited, a New Zealand limited liability company (together with Reynolds Group Issuer LLC and Reynolds Group Issuer Inc., the "Issuers"), the guarantors party thereto and The Bank of New York Mellon, as trustee (the "Trustee") and Collateral Agent relating to the Issuers' 5.125% Senior Secured Notes due 2023 and the Issuers' Senior Secured Floating Rate Notes due 2021 (the "Indenture"). All terms capitalized and not defined herein shall have the meanings given to such terms in the Credit Agreement or the Indenture, as applicable.

We, Allen Philip Hugli and Thomas Degnan, Directors of Holdings, do hereby certify in our official capacity (and not individually) as follows:

1. On February 4, 2020, each of Reynolds Consumer Products LLC, Trans Western Polymers, Inc., Reynolds Consumer Products Canada Inc., Reynolds Consumer Products Inc., Reynolds Consumer Products Holdings LLC, Reynolds Europe Services LLC, Reynolds Manufacturing, Inc. and Reynolds Presto Products Inc. (collectively, the "Unrestricted Entities" and each individually, an "Unrestricted Entity") (i) has been designated as an Unrestricted Subsidiary in accordance with the terms and provisions of the Credit Agreement, including, without limitation, the definition of "Unrestricted Subsidiary" therein (the "Credit Agreement Designation") and (ii) has been designated as an Unrestricted Subsidiary in accordance with the terms and provisions of the Indenture, including, without limitation, the definition of "Unrestricted Subsidiary" therein and Section 4.04 thereof (together with the Credit Agreement Designation, the "Designation").

2. The Designation is not prohibited under the Credit Agreement, the other Loan Documents or the Indenture, and upon the consummation of the Designation each of the Unrestricted Entities will be automatically released from their Guarantees.

Therefore, Holdings hereby requests that the Trustee and Collateral Agent (a) execute the acknowledgment of release attached as Exhibit A hereto and (b) execute such other documents and take such other actions as may be reasonably requested by Holdings and its subsidiaries to effect or evidence the release of the Liens on the Collateral securing such released Guarantees of each Unrestricted Entity (including all interests in,

(Checklist 4C.a)

and all of the assets of, each Unrestricted Entity and Reynolds Group Holdings Inc.'s interest in the shares of Reynolds Consumer Products Inc.).

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IN WITNESS WHEREOF, I have delivered this certificate this 4th day of February, 2020.

**REYNOLDS GROUP HOLDINGS
LIMITED**

By



Name: Allen Philip Hugli
Title: Director

By

Name: Thomas Degnan
Title: Director

[Officer's Certificate for General Security Release]
4C.a

TRADEMARK
REEL: 006929 FRAME: 0120


IN WITNESS WHEREOF, I have delivered this certificate this 4th day of February, 2020.

**REYNOLDS GROUP HOLDINGS
LIMITED**

By

Name: Allen Philip Hugli
Title: Director

By



Name: Thomas Degan
Title: Director

{Officer's Certificate for General Security Release}

4C.a

TRADEMARK
REEL: 006929 FRAME: 0121

Property Numbers Total: 40

2419278	3723182
1816644	3592216
855584	3588446
2841596	2117754
2341615	2273796
2973949	2196677
2157658	1922089
2406304	1878674
0861697	1839975
3725956	1668553
3373927	77345996
1197314	77498747
1510995	77797932
1507800	77498754
2011004	77498744
2055323	85113803
3589023	77337642
3335974	
3218654	
2402623	
3725957	
1564584	