PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
Communications & Power Industries LLC (fka Communications & Power Industries, Inc)	02/11/2011
CPI Malibu Division (fka Malibu Research Associates)	02/11/2011

RECEIVING PARTY DATA

Name:	UBS AG, Stamford Branch, as Collateral Agent
Street Address:	677 Washington Boulevard
City:	Stamford
State/Country:	CONNECTICUT
Postal Code:	06901

PROPERTY NUMBERS Total: 37

Property Type	Number
Patent Number:	6856081
Patent Number:	7005789
Patent Number:	6084353
Patent Number:	5532462
Patent Number:	5315210
Patent Number:	5317233
Patent Number:	6456009
Patent Number:	6211657
Patent Number:	6552490
Patent Number:	5355093
Patent Number:	6236161
Patent Number:	6437510
Patent Number:	6740858
Patent Number:	6867401

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Patent Number:	5572092
Patent Number:	7029296
Patent Number:	7368874
Patent Number:	7145297
Patent Number:	7384293
Patent Number:	7359206
Patent Number:	7242135
Application Number:	11376970
Patent Number:	7733195
Application Number:	12008069
Application Number:	12075870
Application Number:	12074558
Patent Number:	6870318
Patent Number:	5311200
Patent Number:	5864322
Patent Number:	6198457
Patent Number:	6882311
Patent Number:	6856301
Patent Number:	7868839
Application Number:	11933053
Patent Number:	7755564
Application Number:	11933040
Patent Number:	7804464

CORRESPONDENCE DATA

Fax Number: (202)756-9299

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-701-3283

Email: david.adams@thomsonreuters.com

Correspondent Name: Maureen P Murphy, Legal Assistant

Address Line 1: 80 Pine Street

Address Line 2: Cahill Gordon & Reindel LLP

Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:	David Adams

Total Attachments: 8

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Execution Version

Patent Security Agreement

Patent Security Agreement, dated as of February 11, 2011, by COMMUNICATIONS & POWER INDUSTRIES LLC and CPI MALIBU DIVISION (individually, a "Pledgor", and, collectively, the "Pledgors"), in favor of UBS AG, STAMFORD BRANCH, in its capacity as collateral agent pursuant to the Credit Agreement (in such capacity, the "Collateral Agent").

WITNESSETH:

WHEREAS, the Pledgors are party to a Security Agreement of even date herewith (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Collateral Agent pursuant to which the Pledgors are required to execute and deliver this Patent Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Pledgors hereby agree with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Patent Collateral. As collateral security for the payment and performance in full of all the Secured Obligations, each Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Pledged Collateral of such Pledgor:

(a) Patents of such Pledgor listed on Schedule I attached hereto; and

(b) all Proceeds of any and all of the foregoing (other than Excluded Property).

SECTION 3. Security Agreement. The security interest granted pursuant to this Patent Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and Pledgors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interest in the Patents made and granted hereby are more fully set forth in the Security Agreement. In the event that any provision of this Patent Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Termination. Upon the payment in full of the Secured Obligations and termination of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgors an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Patents under this Patent Security Agreement.

SECTION 5. Counterparts. This Patent Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Patent Security Agreement by signing and delivering one or more counterparts.

SECTION 6. Governing Law. This Patent Security Agreement and the transactions contemplated hereby, and all disputes between the parties under or relating to this Patent Security Agreement or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

[signature page follows]

IN WITNESS WHEREOF, each Pledgor has caused this Patent Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

COMMUNICATIONS & POWER INDUSTRIES LLC

By: _____

Name: Joel A. Littman
Title: Chief Financial Officer, Treasurer and Secretary

CPI MALIBU DIVISION

By: _____

Name: Joel A. Littman
Title: Secretary and Chief Financial Officer

Accepted and Agreed:

UBS AG, STAMFORD BRANCH,
as Collateral Agent

By: _____
Name: Mary E. Evans
Title: Associate Director
Banking Products
Services, US

By: _____
Name: Irja R. Otsa
Title: Associate Director
Banking Products
Services, US

SCHEDULE I
to
PATENT SECURITY AGREEMENT
PATENT REGISTRATIONS AND PATENT APPLICATIONS

Title	Country	Application No.	Filing Date	Patent No.	Issue Date	Registered Holder	Status
Method And Apparatus For Magnetic Focusing Of Off-Axis Electron Beam	U.S.	10/192772	07/09/02	6,856,081	02/15/05	Communications & Power Industries, Inc.	Issued
Method And Apparatus For Magnetic Focusing Of Off-Axis Electron Beam (Division)	U.S.	10/996180	11/22/04	7,005,789 B2	02/28/06	Communications & Power Industries, Inc.	Issued
Coaxial Inductive Output Tube Having an Annular Output Cavity	U.S.	08/868,194	06/03/97	6,084,353	07/04/00	Communications & Power Industries, Inc.	Issued
Method of and apparatus for heating a reaction vessel with microwave energy	U.S.	08/236759	04/29/94	5,532,462	07/02/96	Communications & Power Industries, Inc.	Issued
Klystron Resonant Cavity Operating in the TM[sub]01X Mode, Where X Is Greater than Zero	U.S.	07/882,141	05/12/92	5,315,210	05/24/1994	Varian Associates, Inc.	Issued
Vac. Tube Including Grid-Cathode Ass'y w/ Resonant Slow-Wave Structure	U.S.	07/508,442	04/13/90	5,317,233	05/31/94	Communications & Power Industries, Inc.	Issued
Double Aperture Gridded Electron Gun	U.S.	Pending	08/01/85	Secrecy Order		Communications & Power Industries, Inc	Likely Expired
Adaptive Heater Voltage Algorithm and Control System for Setting and Maintenance of the Heater Voltage of a Vacuum Electron Device	U.S.	09/629,315	07/31/00	6,456,009	09/24/02	Communications & Power Industries, Inc.	Issued

Title	Country	Application No.	Filing Date	Patent No.	Issue Date	Registered Holder	Status
Two State Power Converter with Interleaved Buck Regulators	U.S.	09/574,712	05/18/00	6,211,657	04/03/01	Communications & Power Industries, Inc.	Issued
A Multiple Stage Depressed Collector (MSDC) Klystron-Based Amplifier for Ground-Based Satellite and Terrestrial Communications	U.S.	09/668,008	09/21/00	6,552,490	04/22/03	Communications & Power Industries, Inc	Issued
Compact Microwave and Millimeter Wave Amplifier	U.S.	07/996963	12/23/92	5,355,093	10/11/94	Communications & Power Industries, Inc. and one inventor	Issued Assignment by the second inventor is not publicly verifiable.
Crossed Field Device	U.S.	09/259,643	02/26/99	6,236,161	05/22/01	Communications & Power Industries, Inc.	Issued
Crossed Field Amplifier with Multipactor Suppression	U.S.	09/455,886	12/06/99	6,437,510	08/20/02	Communications & Power Industries, Inc.	Issued
Microwave Applicator for Heating a Moving Fluid	U.S.	10/160,666	05/30/02	6,740,858	05/25/04	Communications & Power Industries, Inc.	Issued
Waveguide Foreign Object Damage Prevention Window	U.S.	10/222,255	08/16/02	6,867,401	03/15/05	Communications & Powers Industries, Inc.	Issued
High Frequency Vacuum Tube with Closely Spaced Cathode and Non-Emissive Grid	U.S.	08/069705	06/01/93	5,572,092	11/05/96	Communications & Power Industries, Inc.	Issued
Cover Assembly for Vacuum Electronic Device	U.S.	09/778,387	02/06/01	7,029,296	04/18/06	Communications & Powers Industries, Inc.	Issued
Dynamic Depressed Collector	U.S.	11/347,357	02/03/06	7,368,874	05/06/08	Communications & Powers Industries, Inc.	Issued
L-Band Inductive Output Tube	U.S.	10/982,192	11/04/04	7,145,297	12/05/06	Communications & Power Industries, Inc.	Issued

Title	Country	Application No.	Filing Date	Patent No.	Issue Date	Registered Holder	Status
Breach Lock Mechanism Seating Vacuum Electron Device	U.S.	11/370,708	03/07/06	7,384,293	6/10/08	Communications & Power Industries, Inc.	Issued
Radio Frequency Isolation System and Cover Assembly for Vacuum Electron Device	U.S.	11/370,429	03/07/06	7,359,206	4/15/08	Communications & Power Industries, Inc.	Issued
High Connection Vacuum electronic device	U.S.	11/370,279	03/07/06	7,242,135	07/10/07	Communications & Power Industries, Inc.	Issued
Liquid Cooling System for Linear Beam	U.S.	11/376,970	03/15/06			Communications & Power Industries, Inc.	Pending
Waveguide Attenuator Having Coaxial Probes	U.S.	12/047,339	03/15/07	7,733,195	6/08/10	Communications & Power Industries, Inc.	Issued
Grid for Vacuum Electronic Device and Method for manufacture of same	U.S.	12/008,069	01/07/08			Communications & Power Industries, Inc.	Pending
Dynamic Depressed Collector	U.S.	12/075,870	03/14/08			Communications & Power Industries, Inc.	Pending Issue notification mailed
Terahertz Sheet Beam Klystron	U.S.	12/074,558	03/03/08			Communications & Power Industries, Inc.	Pending
Multiple stage de-pressed collector (MSDC) klystron based amplifier for ground based satellite and ter-restrial communi-cations	U.S.	10/387,929	3/12/03	6,870,318	3/22/05	Communications & Power Industries, Inc.	Issued
Millimeter Wave Variable Width Waveguide Scanner	U.S.	08/088,410	07/07/93	5,311,200	05/10/94	Communications & Power Industries, Inc.	Issued
Dynamic Plasma Driven Antenna	U.S.	08/788,818	01/23/97	5,864,322	01/26/99	Communications & Power Industries, Inc.	Issued
Low-Windload Satellite Antenna	U.S.	09/169,454	10/09/98	6,198,457	03/06/01	Communications & Power Industries, Inc.	Issued

Title	Country	Application No.	Filing Date	Patent No.	Issue Date	Registered Holder	Status
Digital Beam-forming Radar System	U.S.	10/121,964	04/12/02	6,882,311	04/19/05	Communications & Power Industries, Inc.	Issued
Plasma Phased Array Electronic Scan Antenna	U.S.	10/427,705	04/30/03	6,856,301	02/15/05	Communications & Power Industries, Inc.	Issued
Planar Scanner Antenna for High Frequency Scan-ning and Radar Environments	U.S.	11/933,103	10/31/07	7,868,839	02/18/2010	Communications & Power Industries, Inc.	Issued
Reflective An-tenna Assembly	U.S.	11/933,053	10/31/07			Communications & Power Industries, Inc.	Pending
A Deployable Phasing System for Emulating Re-flective Surfaces	U.S.	11/932,785	10/31/07	7,755,564	07/13/10	Communications & Power Industries, Inc.	Issued
System and Method for Pro-viding a Deploy-able Phasing Structure	U.S.	11/933,040	10/31/07			CPI Malibu Division (Still in former name Malibu Research Associates)	Pending
Adjustable Panel-ing System for a Phasing Structure	U.S.	11/933,063	10/31/07	7,804,464	09/28/10	Communications & Power Industries, Inc.	Issued