

## PATENT ASSIGNMENT COVER SHEET

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECOND LIEN PATENT SECURITY AGREEMENT
CONVEYING PARTY DATA	
Name	Execution Date
ARMACELL ENTERPRISE GMBH	10/07/2013
RECEIVING PARTY DATA	
Name:	CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, AS AGENT
Street Address:	11 MADISON AVENUE
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10010
PROPERTY NUMBERS Total: 38	
Property Type	Number
Patent Number:	8163811
Patent Number:	8371338
Patent Number:	8186388
Patent Number:	7854240
Patent Number:	7721846
Patent Number:	6902784
Patent Number:	6823899
Patent Number:	6527991
Patent Number:	6291539
Patent Number:	6245267
Patent Number:	5971034
Patent Number:	5929129
Patent Number:	5707573
Patent Number:	5457136
Patent Number:	5569513

Patent Number:	5525643
Patent Number:	5844009
Patent Number:	6135216
Application Number:	13605525
Application Number:	13352504
Application Number:	13303593
Application Number:	13303612
Application Number:	13241994
Application Number:	13209755
Application Number:	13209647
Application Number:	13208912
Application Number:	13207827
Application Number:	13103602
Application Number:	13018494
Application Number:	13008722
Application Number:	13004643
Application Number:	12986560
Application Number:	12792256
Application Number:	12784686
Application Number:	12782338
Application Number:	12770142
Application Number:	12707250
Application Number:	12685305

#### CORRESPONDENCE DATA

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ATTORNEY DOCKET NUMBER:	030786-0555
NAME OF SUBMITTER:	ANGELA M. AMARU
Signature:	/s/ Angela M. Amaru

10/11/2013

**Total Attachments: 7**

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## SECOND LIEN PATENT SECURITY AGREEMENT

THE TAKING OF THIS DOCUMENT OR ANY CERTIFIED COPY OR ANY DOCUMENT CONSTITUTING SUBSTITUTE DOCUMENTATION THEREOF, INCLUDING WRITTEN CONFIRMATIONS OR REFERENCES THERETO, INTO THE REPUBLIC OF AUSTRIA, MAY CAUSE THE IMPOSITION OF AUSTRIAN STAMP DUTY. PRIOR TO THE EXECUTION OF THIS DOCUMENT OR THE TAKING OF THIS DOCUMENT OR ANY CERTIFIED COPY OR ANY DOCUMENT CONSTITUTING SUBSTITUTE DOCUMENTATION THEREOF INTO THE REPUBLIC OF AUSTRIA LEGAL ADVICE AS TO AUSTRIAN LAW SHOULD BE SOUGHT.

This SECOND LIEN PATENT SECURITY AGREEMENT is entered into as of October 7, 2013 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, this “**Agreement**”), among **Armacell Enterprise GmbH & Co. KG** (the “**Grantor**”) and Credit Suisse AG, as collateral agent (in such capacity, the “**Agent**”) for the Secured Parties.

Reference is made to that certain Second Lien US Pledge and Security Agreement for Intellectual Property, dated as of [ ], 2013 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “**US IP Security Agreement**”), among the Grantor and the Agent. The Second Lien Lenders (as defined below) have extended credit to the Borrowers subject to the terms and conditions set forth in that certain Second Lien Credit Agreement, dated as of July 2, 2013 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “**Second Lien Credit Agreement**”), by and among by and among Ultima Intermediate S.à r.l., a *société à responsabilité limitée* organized and established under the laws of Luxembourg, having its registered office at 8, rue Notre Dame, L-2240 Grand Duchy of Luxembourg, registered with the Luxembourg Companies Register under number B 176940, having a share capital of €8,223,604.90, Ultima Lux S.à r.l., a *société à responsabilité limitée* organized and established under the laws of Luxembourg, having its registered office at 8, rue Notre Dame, L-2240 Grand Duchy of Luxembourg, registered with the Luxembourg Companies Register under number B 176931, having a share capital of €8,222,443.90, Ultima US Holdings LLC, a Delaware limited liability company, the Lenders from time to time party thereto (collectively, the “**Second Lien Lenders**”) and Credit Suisse AG, as administrative agent and collateral agent for the Second Lien Lenders. Consistent with the requirements of the US IP Security Agreement and Section 5.14 of the Second Lien Credit Agreement, the parties hereto agree as follows:

**Terms.** Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the US IP Security Agreement.

**Grant of Security Interest.** As security for the prompt and complete payment or performance, as the case may be, in full of the Secured Obligations, the Grantor, pursuant to the US IP Security Agreement, did and hereby does pledge, collaterally assign, mortgage, transfer and grant to the Agent, its successors and permitted assigns, on behalf of and for the ratable benefit of the Secured Parties, a continuing security interest in all of its right, title and interest in, to and under all of the following personal property and other assets, now owned by or owing to the Grantor, only to the extent such property or assets arises or is subject to the federal, state and local laws of the United States (collectively, the “**Patent Collateral**”):

all Patents, including those material Patents and pending Patent applications in the United States Patent and Trademark Office listed on Schedule I hereto;

the right to sue third parties for past, present and future infringements of any Patent; and

all proceeds of and any right associated with the foregoing;

in each case to the extent the foregoing items constitute IP Collateral.

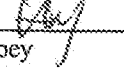
***US IP Security Agreement.*** The security interests granted to the Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Agent pursuant to the US IP Security Agreement. The Grantor hereby acknowledges and affirms that the rights and remedies of the Agent with respect to the Patent Collateral are more fully set forth in the US IP Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the US IP Security Agreement, the terms of the US IP Security Agreement shall govern.

***Governing Law.*** This Agreement shall be governed by, and construed in accordance with, the laws of the State of New York.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

ARMACELL ENTERPRISE GMBH & CO. KG

By:   
Name: Denis van Roey  
Title: Authorized Representative

Signature Page to Second Lien Patent Security Agreement

PATENT  
REEL: 031395 FRAME: 0750

**CREDIT SUISSE AG, CAYMAN ISLANDS  
BRANCH,**  
as Agent

By:   
Name: **DOREEN BARR**  
Title: **AUTHORIZED SIGNATORY**

By:   
Name: **ALEX VERDONE**  
Title: **AUTHORIZED SIGNATORY**

**Schedule I**

**U.S. PATENTS**

<b>OWNER</b>	<b>PATENT DESCRIPTION</b>	<b>APPLICATION NUMBER / FILING DATE</b>	<b>PATENT NUMBER / ISSUE DATE</b>
Armacell Enterprise GmbH	Fire Retardant Elastic Foam Material	12783157 05/19/2010	8163811 4/24/2012
Armacell Enterprise GmbH	Foam Insulation Structure and Method for Insulating Annular Ducts	12562668 09/18/2009	8371338 2/12/2013
Armacell Enterprise GmbH	Composite Insulation Structure for the Insulation of the Interior Surface of Annular Ducts	12236926 09/24/2008	8186388 5/29/2012
Armacell Enterprise GmbH	Polymeric foam tube insulations and method for continuously producing such a tube	10564822 06/13/2006	7854240 12/21/2010
Armacell Enterprise GmbH	Sound absorbing material	10344813 06/12/2003	7721846 5/25/2010
Armacell Enterprise GmbH	Composite pressure sensitive insulation joining construction	10427365 01/05/2003	6902784 6/7/2005
Armacell Enterprise GmbH	Insulated pipe arrangement and method for its production	10392628 03/20/2003	6823899 11/30/2004
Armacell Enterprise GmbH	Method for embossing a foam article	09829942 04/11/2001	6527991 3/4/2003
Armacell Enterprise GmbH	Flexible, low density thermoplastic foams and methods for lowering the density and increasing the flexibility of thermoplastic foams	09567938 05/10/2000	6291539 9/18/2001
Armacell Enterprise GmbH	Methods for lowering the density and increasing the flexibility of thermoplastic foams	09236745 01/25/1999	6245267 6/12/2001
Armacell Enterprise GmbH	Thermal duct lining insulation	09005387 01/09/1998	5971034 10/26/1999
Armacell Enterprise GmbH	Crosslinked foamable compositions of silane-grafted, essentially linear polyolefins blended with polypropylene	08678953 07/12/1996	5929129 7/27/1999
Armacell Enterprise GmbH	Method of preparing thermoplastic foams using a gaseous blowing agent	08552473 11/09/1995	5707573 1/13/1998
Armacell Enterprise GmbH	Thermal foam insulation	08288616 08/10/1994	5457136 10/10/1995

Armacell Enterprise GmbH	Aerogel-in-foam thermal insulation and its preparation	08288617 08/10/1994	5569513 10/29/1996
Armacell Enterprise GmbH	Thermally insulative, microporous xerogels and aerogels	08493153 07/28/1995	5525643 6/11/1996
Armacell Enterprise GmbH	Cross-linked low-density polymer foam	08638122 4/26/1996	5844009 12/1/1998
Armacell Enterprise GmbH	Methods for lowering the density and increasing the flexibility of thermoplastic foams	09236745 1/25/1999	6245267 6/12/2001
Armacell Enterprise GmbH	Venting and sealing system for down-hole drills	09292516 04/15/1999	6135216 10/24/2000

## U.S. PATENT APPLICATIONS

APPLICANT	PATENT DESCRIPTION	APPLICATION NUMBER	APPLICATION FILING DATE
Armacell Enterprise GmbH	Extrusion expansion of low molecular weight polyalkylene terephthalate for production of expanded beads	13605525	09/06/2012
Armacell Enterprise GmbH	Mounting system for insulated installations	13352504	01/18/2012
Armacell Enterprise GmbH	Material for Flexible Thermal and Acoustic Insulation	13303593	11/23/2011
Armacell Enterprise GmbH	Fire Protected Cellular Polymeric Insulation	13303612	11/23/2011
Armacell Enterprise GmbH	Fire Protected Elastomeric Insulation	13241994	09/23/2011
Armacell Enterprise GmbH	Self Hardening Flexible Insulation Material Showing Excellent Temperature and Flame Resistance	13209755	08/15/2011
Armacell Enterprise GmbH	Flexible Insulation System for High Temperatures	13209647	08/15/2011
Armacell Enterprise GmbH	Protected Expanded Polyalkylidene Terephthalates	13208912	08/12/2011
Armacell Enterprise GmbH	Flexible Insulation Composite for High and Low Temperatures	13207827	08/11/2011
Armacell Enterprise GmbH	Ductile Expanded Polyesters Having High Impact Resistance	13103602	05/09/2011
Armacell Enterprise GmbH	Expandable Polysiloxanes	13018494	02/01/2011
Armacell Enterprise GmbH	Fire Protection System for Expanded Polymers	13008722	01/18/2011

APPLICANT	PATENT DESCRIPTION	APPLICATION NUMBER	APPLICATION FILING DATE
Armacell Enterprise GmbH	High-Concentrate Masterbatches Comprised of Multifunctional Compounds for Polyester Expanding Process	13004643	01/11/2011
Armacell Enterprise GmbH	Elastomeric Low Temperature Insulation	12986560	01/07/2011
Armacell Enterprise GmbH	Polyester Foam Material Having Flame-Resistant Behaviour	12792256	06/02/2010
Armacell Enterprise GmbH	Method for Fire Protection and Modification of Properties of Expanded Polyesters	12784686	05/21/2010
Armacell Enterprise GmbH	Preparation and Application of Chain-Extending Concentrates for Polyester Foaming Process	12782338	05/18/2010
Armacell Enterprise GmbH	Cellular Polyester Made of Post-Consumer Flakes and the Use of Products Made Thereof	12770142	04/29/2010
Armacell Enterprise GmbH	Insulating Angular Duct Sections Formed on an Automatic Coil Line	12707250	02/17/2010
Armacell Enterprise GmbH	Insulation Material Providing Structural Integrity and Building Elements and Composites Made Thereof	12685305	01/11/2010