

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT4065535

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
CONVEYING PARTY DATA	
Name	Execution Date
TABULA RASA HEALTHCARE, INC.	07/01/2016
CAREKINESIS, INC.	07/01/2016
RECEIVING PARTY DATA	
Name:	ABC FUNDING, LLC
Street Address:	C/O SUMMIT PARTNERS, 222 BERKELEY STREET
Internal Address:	18TH FLOOR
City:	BOSTON
State/Country:	MASSACHUSETTS
Postal Code:	02116
PROPERTY NUMBERS Total: 5	
Property Type	Number
Application Number:	14579283
Application Number:	62111707
Application Number:	15008555
Application Number:	62338704
Patent Number:	8392220
CORRESPONDENCE DATA	
Fax Number:	(617)235-9492
<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:	2125969167
Email:	Gary.Lee@ropesgray.com
Correspondent Name:	GARY LEE
Address Line 1:	ROPES AND GRAY, 1211 AVENUE OF THE AMERICAS
Address Line 4:	NEW YORK, NEW YORK 10036-8704
ATTORNEY DOCKET NUMBER:	SPNH-052
NAME OF SUBMITTER:	GARY LEE
SIGNATURE:	/Gary Lee/
DATE SIGNED:	09/23/2016

Total Attachments: 7

source=Tabula Rasa (Summit) - Patent Security Agreement#page1.tif

source=Tabula Rasa (Summit) - Patent Security Agreement#page2.tif

source=Tabula Rasa (Summit) - Patent Security Agreement#page3.tif

source=Tabula Rasa (Summit) - Patent Security Agreement#page4.tif

source=Tabula Rasa (Summit) - Patent Security Agreement#page5.tif

source=Tabula Rasa (Summit) - Patent Security Agreement#page6.tif

source=Tabula Rasa (Summit) - Patent Security Agreement#page7.tif

PATENT SECURITY AGREEMENT dated as of July 1, 2016 (this “*Agreement*”) between Tabula Rasa Healthcare, Inc., a Delaware corporation (the “*Parent Borrower*”), CareKinesis, Inc., a Delaware corporation (“*CareKinesis*”, and together with Parent Borrower, each a “*Grantor*” and collectively, the “*Grantors*”) and ABC FUNDING, LLC, (“*ABC Funding*”), as collateral agent.

Reference is made to (a) the Guarantee and Collateral Agreement dated as of July 1, 2016 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “*Guarantee and Collateral Agreement*”), among the Grantors from time to time party thereto and ABC Funding, as administrative agent and as collateral agent (in such capacities, the “*Agent*”) and (b) the Credit Agreement dated as of July 1, 2016 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “*Credit Agreement*”), among Parent Borrower, CareKinesis, CareVentions, Inc., a Delaware corporation (“*CareVentions*”), Capstone Performance Systems, LLC, a Delaware limited liability company (“*Capstone*”) and Medliance LLC, an Arizona limited liability company (“*Medliance*” and, together with Parent Borrower, CareKinesis, CareVentions and Capstone, each a “*Borrower*” and collectively, the “*Borrowers*”), the Lenders from time to time party thereto and the Agent. The Lenders have agreed to extend credit to the Borrowers subject to the terms and conditions set forth in the Credit Agreement. The Grantors will derive substantial benefits from the extension of credit pursuant to the Credit Agreement and are willing to execute and deliver this Agreement in order to induce the Lenders to extend such credit. Accordingly, the parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Guarantee and Collateral Agreement. The rules of construction specified in Section 1.2 of the Credit Agreement also apply to this Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, the Grantors hereby collaterally assign and pledge to the Agent, its permitted successors and assigns, for the ratable benefit of the Secured Parties, and hereby grant to the Agent, its permitted successors and assigns, for the ratable benefit of the Secured Parties, a security interest in, all right, title and interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by them or in which the Grantors now have or at any time in the future may acquire any right, title or interest (collectively, the “*Patent Collateral*”):

(a) all letters patent of the United States, all registrations and recordings thereof, and all applications for letters patent of the United States, including registrations, recordings and pending applications in the United States Patent and Trademark Office (or any successor or any similar offices), including those listed on Schedule I; and

(b) all reissues, continuations, divisions, continuations-in-part, renewals or extensions thereof.

SECTION 3. 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 Guarantee and Collateral Agreement. The Grantors hereby acknowledge

and affirm that the rights and remedies of the Agent with respect to the Patent Collateral are more fully set forth in the Guarantee and Collateral 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 Guarantee and Collateral Agreement, the terms of the Guarantee and Collateral Agreement shall govern.

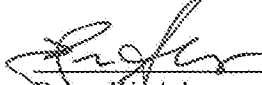
SECTION 4. Counterparts. This Agreement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original but all of which when taken together shall constitute a single contract. Delivery of an executed signature page to this Agreement by facsimile or other electronic transmission (including .pdf file) shall be effective as delivery of a manually signed counterpart to this Agreement.

SECTION 5. Applicable Law. This Agreement, and all matters arising out of or relating to this Agreement, shall be construed in accordance with and governed by the laws of the State of New York.

[Remained of page intentionally left blank]

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

TABULA RASA HEALTHCARE, INC., a
Delaware corporation

By: 
Name: Brian W. Adams
Title: Chief Financial Officer

Signature Page to Patent Security Agreement

PATENT
REEL: 039838 FRAME: 0930

CAREKINESIS, INC., a Delaware
corporation


By: 
Name: Brian W. Adams
Title: Chief Financial Officer

Signature Page to Patent Security Agreement

PATENT
REEL: 039838 FRAME: 0931

ABC FUNDING, LLC, as Administrative Agent and
Collateral Agent

By: Summit Partners Credit Advisors, L.P.
Its: Manager

By: 
Name: James Freeland
Title: Authorized Signatory

Schedule I

U.S. Patents & U.S. Patent Applications

IP	Application Title	Application Date	Claimant / Assignee	Application / Serial No.	Registration No. / Patent No.	Date	Status	Notes
Patent	Medication Management System and Method	11/08/2011	CareKinesis, Inc.	13/291,223	8,392,220	03/05/2013	Patented	USA - This patent protects the ability of CareKinesis, Inc., to use a cloud-based system and automated medicine packaging to promote drug adherence. This patent is a product of U.S. Pat. App. No 13/291,223, which was filed on November 8, 2011, claiming the benefit of the November 9, 2010, filing date secured by provisional U.S. Pat. App. No. 61/411,496.
Patent	Medication Risk Mitigation System and Method	12/22/2014	CareKinesis, Inc.	14/579,283	N/A	N/A	Patent Pending	USA - This application claimed the benefit of the December 23, 2013, filing date secured by provisional U.S. Pat. App. No. 61/920,052. This patent would protect the rights of CareKinesis, Inc., to a system using three interventions to reduce medication risks. This patent application is still pending.
Patent	Medication Risk Mitigation Matrix System and Method	02/04/2015 01/28/2016	Tabula Rasa HealthCare, Inc.	62/111,707 15/008,555	N/A	N/A	Provisional Patent Filed Patent Pending	USA - A utility patent application claiming the benefit of this provisional application's filing date is in the process of being drafted. This application would protect the company's ownership rights to a system that cross-references pharmacogenomics with pharmacodynamics, along with other medication risk vectors, to ensure patient safety relating medication regimes.

IP	Application Title	Application Date	Claimant / Assignee	Application / Serial No.	Registration No. / Patent No.	Date	Status	Notes
Patent	Long IQ-IT Index & Score Method	05/19/2016	Tabula Rasa HealthCare, Inc.	62/338704			Provisional Patent	

PATENT

REEL: 039838 FRAME: 0934

RECORDED: 09/23/2016