

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4928106

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Execution Date
INTERNATIONAL AUTOMOTIVE COMPONENTS GROUP NORTH AMERICA, INC.	04/23/2018

RECEIVING PARTY DATA

Name:	CORTLAND CAPITAL MARKET SERVICES LLC
Street Address:	225 W. WASHINGTON STREET
Internal Address:	9TH FLOOR
City:	CHICAGO
State/Country:	ILLINOIS
Postal Code:	60606

PROPERTY NUMBERS Total: 55

Property Type	Number
Patent Number:	6451232
Patent Number:	6422644
Patent Number:	6120086
Patent Number:	6431585
Patent Number:	6491322
Patent Number:	RE40617
Patent Number:	6939491
Patent Number:	6749255
Patent Number:	7108311
Patent Number:	7060215
Patent Number:	6929711
Patent Number:	6991841
Patent Number:	6824185
Patent Number:	7690677
Patent Number:	7121578
Patent Number:	7147276
Patent Number:	7077456
Patent Number:	7854875
Patent Number:	7462024

PATENT

Property Type	Number
Patent Number:	7055884
Patent Number:	7401835
Patent Number:	7293816
Patent Number:	7188863
Patent Number:	7384061
Patent Number:	7290790
Patent Number:	7401829
Patent Number:	7413154
Patent Number:	7971903
Patent Number:	7708313
Patent Number:	6112848
Patent Number:	7806430
Patent Number:	7422232
Patent Number:	7736721
Patent Number:	7534018
Patent Number:	7234724
Patent Number:	7673932
Patent Number:	7833623
Patent Number:	7425294
Patent Number:	7550103
Patent Number:	6059653
Patent Number:	7862220
Patent Number:	8267428
Patent Number:	8129015
Patent Number:	8186748
Patent Number:	8962704
Patent Number:	8609740
Patent Number:	9187034
Patent Number:	9120399
Patent Number:	9688217
Patent Number:	9676137
Application Number:	14461107
Application Number:	14739089
Application Number:	15461850
Application Number:	15590727
Application Number:	62471428

CORRESPONDENCE DATA

Fax Number:

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.

Email: mseiss@paulweiss.com, aspoto@paulweiss.com,
dewilliams@paulweiss.com

Correspondent Name: MARISA SEISS

Address Line 1: PAUL WEISS RIFKIND WHARTON & GARRISON LLP

Address Line 2: 1285 AVENUE OF THE AMERICAS

Address Line 4: NEW YORK, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER:	21441-011
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NAME OF SUBMITTER:	MARISA SEISS
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SIGNATURE:	/Marisa Seiss/
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DATE SIGNED:	04/23/2018
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Total Attachments: 10

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PATENT SECURITY AGREEMENT (U.S.)

THIS PATENT SECURITY AGREEMENT (U.S.), dated as of April 23, 2018 (this “Patent Security Agreement”), is made by each of the entities listed on the signature pages hereof (each a “Grantor” and, collectively, the “Grantors”), in favor of Cortland Capital Market Services LLC, as collateral agent (in such capacity, together with its successors and permitted assigns, “Collateral Agent”) for the Lenders and the other Secured Parties (as defined in the Securities Purchase Agreement referred to below).

WITNESSETH:

WHEREAS, pursuant to the Securities Purchase Agreement dated as of April 6, 2018 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the “Securities Purchase Agreement”) among International Automotive Components Group, S.A., as Issuer, IAC Holdco, LLC, the Holders party thereto and Cortland Capital Market Services LLC, as Collateral Agent for the Secured Parties, the Holders of the Notes have severally agreed to purchase the Notes upon the terms and subject to the conditions set forth therein;

WHEREAS, each Grantor has agreed, pursuant to the U.S. Guaranty and Security Agreement dated as of April 23, 2018 in favor of the Collateral Agent (the “Guaranty and Security Agreement”), to guarantee the Obligations under the Note Documents and to secure such guaranteed Obligations; and

WHEREAS, all of the Grantors are party to the Guaranty and Security Agreement pursuant to which the Grantors are required to execute and deliver this Patent Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent to enter into the Securities Purchase Agreement and to induce the Holders of the Notes to purchase the Notes, each Grantor hereby agrees with Collateral Agent as follows:

Section 1. Defined Terms. Capitalized terms used herein without definition are used as defined in the Guaranty and Security Agreement.

Section 2. Grant of Security Interest in Patent Collateral. Each Grantor, as collateral security for the prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations of such Grantor, hereby mortgages, pledges and hypothecates to Collateral Agent for the benefit of the Secured Parties, and grants to Collateral Agent for the benefit of the Secured Parties Security on and security interest in, all of its right, title and interest in, to and under the following Collateral of such Grantor (the “Patent Collateral”):

- (a) all of its Patents including, without limitation, those referred to on Schedule 1 hereto;
- (b) all reissues, reexaminations, continuations, continuations-in-part, divisionals, renewals and extensions of the foregoing; and
- (c) all income, royalties, proceeds and Liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

Section 3. Guaranty and Security Agreement. The security interest granted pursuant to this Patent Security Agreement is granted in conjunction with the security interest granted to Collateral Agent pursuant to the Guaranty and Security Agreement and each Grantor hereby acknowledges and agrees that the rights and remedies of Collateral Agent with respect to the security interest in the Patent Collateral made and granted hereby are more fully set forth in the Guaranty and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

Section 4. Grantor Remains Liable. Each Grantor hereby agrees that, anything herein to the contrary notwithstanding, such Grantor shall assume full and complete responsibility for the prosecution, defense, enforcement or any other necessary or desirable actions in connection with their Patents and IP Licenses subject to a security interest hereunder.

Section 5. Counterparts. This Patent Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

Section 6. Governing Law. THE LAW OF THE STATE OF NEW YORK SHALL GOVERN AND BE USED TO CONSTRUE THIS PATENT SECURITY AGREEMENT WITHOUT GIVING REGARD TO CONFLICTS OF LAW PRINCIPLES THAT WOULD REQUIRE THE APPLICATION OF THE LAWS OF ANOTHER JURISDICTION.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the Grantor 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,

INTERNATIONAL AUTOMOTIVE
COMPONENTS GROUP NORTH
AMERICA, INC.

as Grantor

By: 

Name: Janis N. Acosta

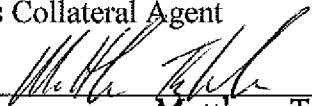
Title: Vice President and Secretary

[Signature Page to Patent Security Agreement]

PATENT
REEL: 045998 FRAME: 0555

ACCEPTED AND AGREED
as of the date first above written:

CORTLAND CAPITAL MARKET SERVICES LLC
as Collateral Agent

By: 
Name: Matthew Trybula
Title: Associate Counsel

[ACKNOWLEDGEMENT OF GRANTOR FOR PATENT SECURITY AGREEMENT]

PATENT
REEL: 045998 FRAME: 0556

SCHEDULE I

TO

PATENT SECURITY AGREEMENT

Patent Registrations

A. REGISTERED PATENTS

Internal Title	Country	Filing Date	Filing No.	Grant Date	Grant No.	Registered Owners
Method for Forming Headliners	US	25 Mar 1999	09/276054	17 Sep 2002	6451232	International Automotive Components Group North America, Inc.
Crash Box Component Holder	US	01 Mar 2001	09/786406	23 Jul 2002	6422644	International Automotive Components Group North America, Inc.
Vehicle Visor Having Snap-in Support Pin	US	27 Apr 1999	09/300192	19 Sep 2000	6120086	International Automotive Components Group North America, Inc.
Dual Stage Fastener	US	05 Oct 2000	09/679755	13 Aug 2002	6431585	International Automotive Components Group North America, Inc.
Energy Absorbing Bracket Assembly for Vehicle Knee Bolster	US	21 Mar 2000	09/531738	10 Dec 2002	6491322	International Automotive Components Group North America, Inc.
Overhead Console for a Vehicle	US	15 Jan 2004	10/758563	06 Jan 2009	RE40617	International Automotive Components Group North America, Inc.
Foam In Place Urethane for Structural Headliners	US	19 Dec 2002	10/324444	06 Sep 2005	6939491	International Automotive Components Group North America, Inc.
Blow molded multiple function assemblies for vehicle headliners	US	21 Jun 2002	10/177645	15 Jun 2004	6749255	International Automotive Components Group North America, Inc.

Internal Title	Country	Filing Date	Filing No.	Grant Date	Grant No.	Registered Owners
Method of Forming a Vehicle Panel Assembly	US	28 Feb 2003	10/376043	19 Sep 2006	7108311	International Automotive Components Group North America, Inc.
Method of forming a vehicle trim panel	US	19 Mar 2003	10/392066	13 Jun 2006	7060215	International Automotive Components Group North America, Inc.
Method of Making an Interior Trim Part	US	29 Apr 2003	10/426362	16 Aug 2005	6929711	International Automotive Components Group North America, Inc.
Foam in Place Composite One Piece Hard / Soft panel	US	06 May 2003	10/430642	31 Jan 2006	6991841	International Automotive Components Group North America, Inc.
Modular Overhead Console Assembly	US	28 Feb 2003	10/376861	30 Nov 2004	6824185	International Automotive Components Group North America, Inc.
Trim Panel Having Foam Bridge Supported Hidden Tear Seam	US	22 Jun 2006	11/425750	06 Apr 2010	7690677	International Automotive Components Group North America, Inc.
Trim Panel Having Foam Bridge Supported Hidden Tear Seam	US	22 Dec 2003	10/745348	17 Oct 2006	7121578	International Automotive Components Group North America, Inc.
Interior Lining Part	US	03 Sep 2004	10/934651	12 Dec 2006	7147276	International Automotive Components Group North America, Inc.
Automotive Interior Trim Assembly and Pad Insertion	US	11 Mar 2004	10/708561	18 Jul 2006	7077456	International Automotive Components Group North America, Inc.
Method of Making a Trim Panel Having a Narrow Transition Radius and Apparatus	US	07 Nov 2008	12/266936	21 Dec 2010	7854875	International Automotive Components Group North America, Inc.
Apparatus for Molding Trim Panel Assembly Having A Narrow Transition Radius	US	29 Sep 2004	10/953662	09 Dec 2008	7462024	International Automotive Components Group North America, Inc.

Internal Title	Country	Filing Date	Filing No.	Grant Date	Grant No.	Registered Owners
Low-friction sleeve insert for a visor bearing	US	25 Oct 2004	10/904123	06 Jun 2006	7055884	International Automotive Components Group North America, Inc.
Integrated Center Stack for a Motor Vehicle	US	25 Jul 2007	11/782972	22 Jul 2008	7401835	International Automotive Components Group North America, Inc.
Structural Rail System for Supporting an Overhead Console	US	20 Apr 2005	10/907907	13 Nov 2007	7293816	International Automotive Components Group North America, Inc.
Modular Trim Assembly with Air Curtain for a Motor Vehicle	US	17 May 2005	10/908561	13 Mar 2007	7188863	International Automotive Components Group North America, Inc.
A Trim Panel and a Method of Manufacture	US	14 Jul 2005	11/160889	10 Jun 2008	7384061	International Automotive Components Group North America, Inc.
Airbag Chute Assembly	US	28 Jun 2005	11/160534	06 Nov 2007	7290790	International Automotive Components Group North America, Inc.
Critical Seam Alignment of Soft Trim to Automotive Components	US	21 Jul 2005	11/187323	22 Jul 2008	7401829	International Automotive Components Group North America, Inc.
Vehicle Cup Holder With Improved Support Member	US	23 Mar 2006	11/387525	19 Aug 2008	7413154	International Automotive Components Group North America, Inc.
Plastic Bracket Countermeasure for Door Side Impact - Safe-Tec	US	04 May 2010	12/773392	05 Jul 2011	7971903	International Automotive Components Group North America, Inc.
Plastic Bracket Countermeasure for Door Side Impact - Safe-Tec	US	01 Sep 2005	11/217737	04 May 2010	7708313	International Automotive Components Group North America, Inc.
Sound Dampened Automobile Interior Components and Methods of Making Same	US	23 Sep 1998	09/159157	05 Sep 2000	6112848	International Automotive Components Group North America, Inc.

Internal Title	Country	Filing Date	Filing No.	Grant Date	Grant No.	Registered Owners
Airbag Assembly	US	13 Jul 2006	11/457253	05 Oct 2010	7806430	International Automotive Components Group North America, Inc.
Airbag Assembly	US	26 Sep 2006	11/535191	09 Sep 2008	7422232	International Automotive Components Group North America, Inc.
Hollow Structural Member with Reinforced Bulwark and Process for Producing Same	US	10 Aug 2006	11/463738	15 Jun 2010	7736721	International Automotive Components Group North America, Inc.
Illuminated Visor Vanity	US	16 Mar 2007	11/686978	19 May 2009	7534018	International Automotive Components Group North America, Inc.
Airbag Assembly with Angled Keyway	US	26 Sep 2006	11/535121	26 Jun 2007	7234724	International Automotive Components Group North America, Inc.
System to Establish a Trim Edge for a Vehicle Roof Window	US	19 Apr 2007	11/737325	09 Mar 2010	7673932	International Automotive Components Group North America, Inc.
Modified Slush Moldable TPU for Instrument Panels with Seamless Airbag Deployment Capability	US	15 Apr 2008	12/103526	16 Nov 2010	7833623	International Automotive Components Group North America, Inc.
Plastic Skin Forming Process	US	17 Nov 2003	10/433361	16 Sep 2008	7425294	International Automotive Components Group North America, Inc.
Plastic Skin Forming Process	US	15 Aug 2003	10/641997	23 Jun 2009	7550103	International Automotive Components Group North America, Inc.
Air Outlet Assembly Having Controllable Effort Generation	US	28 Dec 1998	09/221512	09 May 2000	6059653	International Automotive Components Group North America, Inc.
Integration of Light Emitting Devices and Printed Electronics Into Vehicle Trim Components	US	10 Mar 2009	12/401603	04 Jan 2011	7862220	International Automotive Components Group North America, Inc.

Internal Title	Country	Filing Date	Filing No.	Grant Date	Grant No.	Registered Owners
Energy Absorbing Countermeasure	US	18 Dec 2009	12/642460	18 Sep 2012	8267428	International Automotive Components Group North America, Inc.
Modified Moldable Urethane with Tunable Haptics	US	14 May 2009	12/465945	06 Mar 2012	8129015	International Automotive Components Group North America, Inc.
Energy Absorber for Vehicle Overhead System	US	31 Aug 2010	12/872487	29 May 2012	8186748	International Automotive Components Group North America, Inc.
Closed Loop Recycled Polyurethane Foam, Methods of Manufacture and Products Therefrom	US	27 Nov 2013	14/092220	24 Feb 2015	8962704	International Automotive Components Group North America, Inc.
Closed Loop Recycled Polyurethane Foam, Methods of Manufacture and Products Therefrom	US	28 Jun 2011	13/170709	17 Dec 2013	8609740	International Automotive Components Group North America, Inc.
Luminescent, Ultraviolet Protected Automotive Interior Members	US	15 Mar 2013	13/833396	17 Nov 2015	9187034	International Automotive Components Group North America, Inc.
Manufacture of an Article Having an Edge Wrapped Decorative Covering Overlying a Substrate	US	27 Nov 2013	14/092558	01 Sep 2015	9120399	International Automotive Components Group North America, Inc.
Manufacture of Interior Trim for a Motor Vehicle	US	11 Sep 2014	14/483769	27 Jun 2017	9688217	International Automotive Components Group North America, Inc.
Blow Molded Airflow Conduit with Outer Insulation	US	27 Oct 2014	14/524417	13 Jun 2017	9676137	International Automotive Components Group North America, Inc.

B. PATENT APPLICATIONS

Internal Title	City	Filing Date	Filing No.	Status	Registered Owners
Formed Articles Comprising Carbon and Natural Fibers, Methods of Manufacture and use Thereof	US	15 Aug 2014	14/461107	PUB	International Automotive Components Group North America, Inc.
Manufacture of an Article Having a Decorative Cover Sheet Overlying a Substrate	US	15 Jun 2015	14/739089	PUB	International Automotive Components Group North America, Inc.
Panel Fastening System	US	17 Mar 2017	15/461850	FLG	International Automotive Components Group North America, Inc.
Foam Adhesion Promotion -	US	09 May 2017	15/590727	FLG	International Automotive Components Group North America, Inc.
Skin Foam Substrate Structure Via Induction Heating	US	15 Mar 2017	62/471428	FLG	International Automotive Components Group North America, Inc.