

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT4988214

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Execution Date
JOYSON SAFETY SYSTEMS JAPAN K. K.	05/25/2018

RECEIVING PARTY DATA

Name:	DEUTSCHE BANK TRUST COMPANY AMERICAS
Street Address:	60 WALL STREET, 16TH FLOOR
Internal Address:	MAILSTOP NYC60-1630
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10005

PROPERTY NUMBERS Total: 600

Property Type	Number
Patent Number:	6435547
Patent Number:	6394485
Patent Number:	6382662
Patent Number:	6832780
Patent Number:	6692016
Patent Number:	6951349
Patent Number:	7059628
Patent Number:	7055849
Patent Number:	7000941
Patent Number:	7097198
Patent Number:	7172210
Patent Number:	6536800
Patent Number:	7000947
Patent Number:	6709006
Patent Number:	6688637
Patent Number:	6705639
Patent Number:	6626457
Patent Number:	6729645
Patent Number:	7007971

PATENT

Property Type	Number
Patent Number:	6796579
Patent Number:	6832777
Patent Number:	6648370
Patent Number:	6988743
Patent Number:	7007969
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Patent Number:	6705638
Patent Number:	7370878
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Property Type	Number
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Property Type	Number
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Patent Number:	7357410
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Patent Number:	7390020
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Application Number:	29594053
Application Number:	29594054
Application Number:	15768882
Application Number:	15768635

CORRESPONDENCE DATA

Fax Number: (800)494-7512

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.

Phone: +442074662177

Email: ipteam@cogencyglobal.com

Correspondent Name: STEPHANIE PARKER

Address Line 1: EXCHANGE HOUSE, PRIMROSE STREET

Address Line 2: HERBERT SMITH FREEHILLS LLP

Address Line 4: LONDON, ENGLAND EC2A 2EG

ATTORNEY DOCKET NUMBER: F177246 JOYSON KK PAT

NAME OF SUBMITTER: STEPHANIE PARKER

SIGNATURE: /Stephanie Parker/

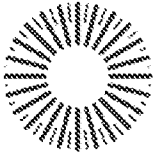
DATE SIGNED: 06/01/2018

Total Attachments: 17

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INTELLECTUAL PROPERTY SECURITY AGREEMENT SUPPLEMENT

(Patents and Patent Applications)

WHEREAS, Joyson Safety Systems Japan K.K., a Japanese company (*kabushiki kaisha*) (herein referred to as the "**Grantor**") owns the Patent Collateral (as defined below);

WHEREAS, the Grantor, among others, Joyson KSS Auto Safety Holdings S.A., the financial institutions named therein as Original Lenders, Deutsche Bank AG, Hong Kong Branch as Agent are parties to a Senior Facilities Agreement dated April 9, 2018 (as amended, supplemented or otherwise modified from time to time, the "**Senior Facilities Agreement**"); and

WHEREAS, pursuant to (i) a Security Agreement dated as of May 25, 2018 (as amended, supplemented or otherwise modified from time to time, the "**Security Agreement**") entered into between, among others, the Grantor and Deutsche Bank Trust Company Americas, as Security Agent (the "**Security Agent**", which expression shall include its successors, assigns and transferees) and (ii) certain other Security Agreement Documents (including this Intellectual Property Security Agreement Supplement), the Grantor has secured the Secured Obligations (as defined in the Security Agreement) by granting to the Security Agent as security agent for the Secured Parties (as defined in the Security Agreement) a continuing security interest in personal property of the Grantor, including all right, title and interest of the Grantor in, to and under the Patent Collateral (as defined below);

NOW, THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. **Defined Terms.** Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Security Agreement
 - (a) "**Patents**" means all of the following now or hereafter owned by any Grantor: (a) all letters patent of the United States or any other jurisdiction/register, all registrations and recordings thereof, and all pending applications for letters patent of the United States or any other jurisdiction/register, including registrations, recordings and applications in the PTO or in any similar office or agency of the United States, any State or Territory thereof, or any other jurisdiction/register, and (b) all reissues, continuations, divisions, continuations-in-part, renewals or extensions thereof and the inventions disclosed or claimed therein, including the right to make, use and/or sell inventions disclosed or claimed therein.
2. **Grant of Security Interest.** To secure the payment or performance, as the case may be, in full of the Secured Obligations, the Grantor hereby grants to the Security Agent, for the benefit of the Secured Parties, a security interest in and mortgage on and pledges and assigns to the Security Agent, its successors and assigns the following properties, assets and rights of the Grantor wherever located, whether now owned or hereafter acquired or arising (all of same being herein called the "**Patent Collateral**"):
 - (a) each Patent owned by the Grantor to the extent included in the Collateral (as defined in the Security Agreement), including, without limitation, each Patent registration and application referred to in Schedule 1 hereto;
 - (b) to the extent not covered by clause (a), all proceeds and products thereof.

The Grantor irrevocably constitutes and appoints the Security Agent and any officer or agent thereof, with full power of substitution, as its true and lawful attorney-in-fact with full power and authority, in the name of the Grantor or in the Security Agent's name, from time to time, in the Security Agent's discretion, while an Event of Default is continuing, to take with respect to the Patent Collateral any and all appropriate action which the Grantor might be entitled to take with respect to the Patent Collateral and to execute any and all documents and instruments which

may be necessary or desirable to carry out the terms of this Intellectual Property Security Agreement Supplement and to accomplish the purposes hereof.

3. **Security Agreement.** The foregoing security interest is granted in conjunction with the security interests granted by the Grantor to the Security Agent pursuant to the Security Agreement. The Grantor acknowledges and affirms that the rights and remedies of the Security Agent with respect to the security interest in the Patent Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In case of any inconsistencies between the terms of this Intellectual Property Security Agreement Supplement and those of the Security Agreement, the Security Agreement shall prevail.
4. **GOVERNING LAW.** THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT SUPPLEMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.
5. **Submission to Jurisdiction.** The Grantor irrevocably and unconditionally submits, for itself and its property, to the non-exclusive jurisdiction of the courts of the State of New York sitting in New York County and of the United States District Court of the Southern District of New York, and any appellate court from any thereof, in any action or proceeding arising out of or relating to this Intellectual Property Security Agreement Supplement or for recognition or enforcement of any judgment, and each of the parties hereto irrevocably and unconditionally agrees, to the fullest extent permitted by applicable Law, that all claims in respect of any such action or proceeding may be heard and determined in such New York state court or in such federal court. Each of the parties hereto agrees that a final judgment in any such action or proceeding shall be conclusive and may be enforced in other jurisdictions by suit on the judgment or in any other manner provided by Law.
6. **Waiver of Venue.** The Grantor hereby waives, to the fullest extent permitted by applicable Law, any objection that it may now or hereafter have to the laying of venue of any action or proceeding arising out of or relating to this Intellectual Property Security Agreement Supplement in any court referred to in Section 5. Each of the parties hereto hereby irrevocably waives, to the fullest extent permitted by applicable Law, the defense of an inconvenient forum to the maintenance of such action or proceeding in any such court.
7. **Counterparts.** This Intellectual Property Security Agreement Supplement may be executed in counterparts (and by different parties hereto in different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. This Intellectual Property Security Agreement Supplement shall become effective when it shall have been executed by the Security Agent and the Security Agent shall have received counterparts hereof that, when taken together, bear the signatures of each of the other parties hereto. Delivery of an executed counterpart of a signature page of this Intellectual Property Security Agreement Supplement by electronic transmission shall be effective as delivery of a manually executed counterpart of this Intellectual Property Security Agreement Supplement.

[Remainder of page left blank intentionally; signatures follow.]

IN WITNESS WHEREOF, the Grantor has caused this Intellectual Property Security Agreement Supplement to be duly executed by its officer thereunto duly authorized as of the date first above written.

SIGNED by )
)
for and on behalf of)
JOYSON SAFETY SYSTEMS JAPAN K.K.)
as Grantor)

Acknowledged:
SIGNED by)
)
)
and)
)
)
for and on behalf of)
DEUTSCHE BANK TRUST COMPANY)
AMERICAS)
as Security Agent)

IN WITNESS WHEREOF, the Grantor has caused this Intellectual Property Security Agreement Supplement to be duly executed by its officer thereunto duly authorized as of the date first above written.

SIGNED by)
)
)
for and on behalf of)
JOYSON SAFETY SYSTEMS JAPAN K.K.)
as Grantor)

Acknowledged:

SIGNED by)
)
and)
)
for and on behalf of)
DEUTSCHE BANK TRUST COMPANY)
AMERICAS)
as Security Agent)

RICHARD L. BUCKWALTER
DIRECTOR

NIGEL W. LUKE
VICE PRESIDENT

SCHEDULE 1

Joyson Safety Systems Japan K.K.¹

App. Date	App. No.	Grant Date	Grant No.
5/10/2001	09/851969	8/20/2002	6435547
8/7/2000	09/633840	5/28/2002	6394485
6/20/2000	09/597086	5/7/2002	6382662
9/24/2002	10/252423	12/21/2004	6832780
12/8/2000	09/731988	2/17/2004	6692016
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12/8/2000	11/082052	6/13/2006	7059628
12/8/2000	11/082047	6/6/2006	7055849
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2/6/2001	09/776637	3/25/2003	6536800
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2/28/2001	09/794153	3/16/2004	6705639
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2/21/2002	10/078503	5/4/2004	6729645
3/20/2002	10/101395	3/7/2006	7007971
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1/23/2003	10/348759	9/20/2005	6945562
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5/13/2002	10/142900	2/3/2004	6685217
3/14/2003	10/387868	12/6/2005	6971665

¹ Assignment to Joyson Safety Systems Japan K.K. may not yet be recorded and/or reflected in PTO records as of the date hereof.

3/24/2003	10/395840	4/11/2006	7025164
5/15/2003	10/439135	7/29/2008	7404570
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