

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT5652514

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	SECURITY INTEREST	
CONVEYING PARTY DATA		
Name		Execution Date
REALNETWORKS, INC.		08/01/2019
RECEIVING PARTY DATA		
Name:	WESTERN ALLIANCE BANK	
Street Address:	55 ALMADEN BOULEVARD, SUITE 100	
City:	SAN JOSE	
State/Country:	CALIFORNIA	
Postal Code:	95113	
PROPERTY NUMBERS Total: 18		
Property Type	Number	
Patent Number:	10084828	
Patent Number:	10218974	
Patent Number:	10225583	
Patent Number:	10321150	
Patent Number:	8666375	
Patent Number:	8837867	
Patent Number:	8917953	
Patent Number:	9031953	
Patent Number:	9111398	
Patent Number:	9131046	
Patent Number:	9135278	
Patent Number:	9165046	
Patent Number:	9311283	
Patent Number:	9367572	
Patent Number:	9443001	
Patent Number:	9595168	
Patent Number:	9633099	
Application Number:	15765151	
CORRESPONDENCE DATA		

Fax Number: (858)638-5130

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: 619-699-2700

Email: susan.reynholds@dlapiper.com

Correspondent Name: DLA PIPER LLP (US)

Address Line 1: 401 B STREET, SUITE 1700

Address Line 4: SAN DIEGO, CALIFORNIA 92101

NAME OF SUBMITTER:	MATT SCHWARTZ
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SIGNATURE:	/s/ Matt Schwartz
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DATE SIGNED:	08/05/2019
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Total Attachments: 7

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT, dated as of August 1, 2019, (the "Agreement") between WESTERN ALLIANCE BANK, an Arizona corporation ("Lender") and REALNETWORKS, INC., a Delaware corporation ("Grantor") is made with reference to the Loan and Security Agreement, dated as of the date hereof (as amended from time to time, the "Loan Agreement"), between Lender, Grantor, RHAPSODY INTERNATIONAL, INC., a Delaware corporation, and REALNETWORKS DIGITAL MUSIC OF CALIFORNIA, INC., a California corporation. Terms defined in the Loan Agreement have the same meaning when used in this Agreement.

For good and valuable consideration, receipt of which is hereby acknowledged, Grantor hereby covenants and agrees as follows:

To secure the Obligations under the Loan Agreement, Grantor grants to Lender a security interest in all right, title, and interest of Grantor in any of the following property, whether now existing or hereafter acquired or created (collectively, the "Intellectual Property Collateral"):

(a) copyright rights, copyright applications, copyright registrations and like protections in each work or authorship and derivative work thereof, whether published or unpublished and whether or not the same also constitutes a trade secret, now or hereafter existing, created, acquired or held (collectively, the "Copyrights"), including the Copyrights described in Exhibit A;

(b) trademark and servicemark rights, whether registered or not, applications to register and registrations of the same and like protections, and the entire goodwill of the business of Borrower connected with and symbolized by such trademarks (collectively, the "Trademarks"), including the Trademarks described in Exhibit B; provided, that Intellectual Property Collateral shall not include any United States intent-to-use trademark applications for which an amendment to allege use has not been submitted and accepted by the United States Patent and Trademark Office pursuant to 15 U.S.C. Section 1060(a) (or any successor provision); provided, further, that upon such acceptance, such intent-to-use trademark application shall automatically be considered Intellectual Property Collateral;

(c) patents, patent applications and like protections including without limitation improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same (collectively, the "Patents"), including the Patents described in Exhibit C;

(d) mask work or similar rights available for the protection of semiconductor chips or other products (collectively, the "Mask Works");

(e) trade secrets, and any and all intellectual property rights in computer software and computer software products;

(f) design rights;

(g) claims for damages by way of past, present and future infringement of any of the rights included above, with the right, but not the obligation, to sue for and collect such damages for said use or infringement of the intellectual property rights identified above;

(h) licenses or other rights to use any of the Copyrights, Patents, Trademarks, or Mask Works, and all license fees and royalties arising from such use to the extent permitted by such license or rights;

(i) amendments, renewals and extensions of any of the Copyrights, Trademarks, Patents, or Mask Works; and

(j) proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing.

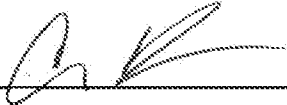
The rights and remedies of Lender with respect to the security interests granted hereunder are in addition to those set forth in the Loan Agreement, and those which are now or hereafter available to Lender as a matter of law or equity. Each right, power and remedy of Lender provided for herein or in the Loan Agreement, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein, and the exercise by Lender of any one or more of such rights, powers or remedies does not preclude the simultaneous or later exercise by Lender of any other rights, powers or remedies.

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IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTOR:

REALNETWORKS, INC., a Delaware corporation

By:  _____

Name: Cary Baker

Title: Chief Financial Officer

Address for Notices:

Attn: Michael Parham
1501 First Avenue South, Suite 600
Seattle, WA 98134

With a copy (which shall not constitute notice) to:

DAVIS WRIGHT TREMAINE LLP
920 5th Ave, Suite 3300
Seattle, WA 98104
Attn: Ronald Law

LENDER:

WESTERN ALLIANCE BANK, an Arizona corporation

By: _____

Name: _____

Title: _____

Address for Notices:

55 Almaden Blvd. , Ste. 100
San Jose, CA 95113
Tel: (408) 423-8500
Fax: (408) 423-8520

[Signature Page to Intellectual Property Security Agreement]

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

GRANTOR:

REALNETWORKS, INC., a Delaware corporation

By: _____

Name: _____

Title: _____

Address for Notices:

Attn: Michael Parham
1501 First Avenue South, Suite 600
Seattle, WA 98134

With a copy (which shall not constitute notice) to:

DAVIS WRIGHT TREMAINE LLP
920 5th Ave, Suite 3300
Seattle, WA 98104
Attn: Ronald Law

LENDER:

WESTERN ALLIANCE BANK, an Arizona corporation

By:  _____

Name: Elisa Sun

Title: VP

Address for Notices:

55 Almaden Blvd. , Ste. 100
San Jose, CA 95113
Tel: (408) 423-8500
Fax: (408) 423-8520

[Signature Page to Intellectual Property Security Agreement]

EXHIBIT A

COPYRIGHTS

Please Check if No Copyrights Exist ☐

<u>Type of Work:</u>	<u>Title:</u>	<u>International Standard Serial Number (ISSN):</u>	<u>Registration Number:</u>	<u>Filing Date:</u>	<u>Preregistered?</u>
Computer File	Ancient Secrets Quest for the Golden Key		PA0001697493	5/21/2010	
Motion Picture	Campfire Legends – The Hookman (PC Downloadable)		PA0001699954	5/12/2010	
Computer File	Delicious – Emily's Holiday Season (PC and Mac Downloadable)		PA0001693261	5/12/2010	
Computer File	Real JukeBox		TX0005358223	4/20/2001	
Computer File	Real Jukebox 1.0		TX0005358216	4/20/2001	
Computer File	Real Jukebox 1.0 Gold		TX0005358215	4/20/2001	
Computer File	Real Jukebox 1.0 Plus		TX0005358214	4/20/2001	
Computer File	Real JukeBox 2.0		TX0005358220	4/20/2001	
Computer File	Real JukeBox 2.0 Gold		TX0005358221	4/20/2001	
Computer File	Real JukeBox 2.0 Plus		TX0005358219	4/20/2001	
Computer File	Real player 7.0		TX0005003093	11/23/1999	
Computer File	Real player plus 7.0		TX0005003091	11/23/1999	
Computer File	RealArcade		TX0005335242	4/25/2001	
Computer File	RealAudio G2 Floating Point Codec		TX0007717105	8/07/2013	
Computer File	REALENCODER 5.0 computer program		TX0004731563	2/26/1998	
Computer File	RealPlayer		TX0006813860	11/14/2007	
Computer File	RealPlayer		TX0006813863	11/14/2007	
Computer File	RealPlayer		TX0006813859	11/14/2007	
Computer File	REALPLAYER 5.0 computer program		TX0004731565	2/26/1998	
Computer File	RealPlayer 6.0 first		TX0005003255	12/23/1999	
Computer File	RealPlayer 8 Beta		TX0005358213	4/20/2001	
Computer File	RealPlayer 8 Beta Plus		TX0005358212	4/20/2001	
Computer File	RealPlayer 8 Gold		TX0005358218	4/20/2001	
Computer File	RealPlayer 8 Gold Plus		TX0005358217	8/15/2000	
Computer File	REALPLAYER PLUS 5.0		TX0004730013	2/26/1008	
Computer File	RealPlayer plus 6.0		TX0005003256	12/23/1999	
Computer File	REALSERVER 5.0 computer program		TX0004731564	2/26/1998	
Computer File	RealTimes		TX0008253851	1/08/2016	
Computer File	RealVideo 8/9 Codec		TX0007716223	8/07/2013	
Computer File	RealVideo G2 Codec		TX0007716227	8/07/2013	
Computer File	rmhd.cu_inter_prediction		TX0008698372	10/01/2018	
Computer File	rmhd.edge-filter		TX0008710913	10/01/2018	
Computer File	rmhd.entropy-decoder		TX0008698376	10/01/2018	
Computer File	rmhd.transform – 16x16		TX0008698385	10/01/2018	
Computer File	Super Collapse! 3		PA0001742133	9/20/2010	

Exhibit B

TRADEMARKS

Please Check if No Trademarks Exist ☐

Mark / Title:	U.S. Serial No.:	U.S. Reg. No.:	UPTO Ref. No.:	Filing Date:
SALLY'S SALON	88086483	5686272		8/21/2018
AUDIOCATALYST	75593987	2342797		11/23/1998
METCALF	78045722	2621402		1/30/2001
SAFR	88030459	N/A		7/09/2018
DR. CARES	87461242	5646248		5/23/2017
HEART'S MEDICINE	87718302	5518868		12/12/2017
PARKER & LANE	87461258	5525939		5/23/2017
KONTXT	87764616	N/A		1/22/2018
MARY LE CHEF	87462307	5369074		5/24/2017
REALMEDIA	87178897	5212694		9/21/2016
FABULOUS	86936301	5242404		3/10/2016
REALTIMES	86652291	4874446		6/04/2015
DESIGN	86652281	4874445		6/04/2015
DESIGN	86652013	4874444		6/04/2015
REALTIMES	86479519	4842785		12/12/2014
REALTIMES	86479512	4842784		12/12/2014
REALHOME	86459421	4914884		11/19/2014
SELVIE	86357716	4753552		8/05/2014
SELVIE	86357714	4753551		8/05/2014
SELVIE	86357671	4753550		8/05/2014
DELICIOUS	86289007	4906991		5/22/2014
DELICIOUS	86288990	4906990		5/22/2014
TEXTTWIST	86161804	4556074		1/09/2014
TEXTTWIST	86161796	4556073		1/09/2014
GH	86111051	4722241		11/05/2013
SUREPLAY	86104870	4646482		10/29/2013
REALPLAYER	86007529	4577362		7/11/2013
REALPLAYER	86007526	4577361		7/11/2013
REALPLAYER	86007524	4577360		7/11/2013
DESIGN	86007523	4569799		7/11/2013
DESIGN	86007522	4569798		7/11/2013
DESIGN	86007521	4590058		7/11/2013
GH	85569812	4315905		3/14/2012
GH	85569828	4210071		3/14/2012
RINSE	85305388	4063201		4/26/2011
REALDOWNLOADER	85362003	4159098		7/01/2011
LISTEN	85982108	4650596		4/16/2013
GH GAMEHOUSE	85957580	4685418		6/12/2013
LISTEN	85906110	4736852		4/16/2013
FUNTICKET	85877810	4531970		3/15/2013
GH	85569833	4710224		3/14/2012
GH	85569831	4710223		3/14/2012
GH	85569820	4669410		3/14/2012
MUSIC TO THEIR EARS	85906123	5141999		4/16/2013
MUSIC TO THEIR EARS	85906120	5141998		4/16/2013
GH GAMEHOUSE	85957587	4813342		6/12/2013
GH GAMEHOUSE	85957570	4744201		6/12/2013
GH GAMEHOUSE	85957568	4837194		6/12/2013

<u>Mark / Title:</u>	<u>U.S. Serial No.:</u>	<u>U.S. Reg. No.:</u>	<u>UPTO Ref. No.:</u>	<u>Filing Date:</u>
GH GAMEHOUSE	85957548	4827499		6/12/2013
LISTEN	85906112	4735798		4/16/2013
INVU	85682854	4739423		7/20/2012
INVU	85682850	4720542		7/20/2012
REAL	78974985	3690726		9/14/2006
REAL	78974998	3773666		9/14/2006
FUNPASS	78753539	3309121		11/14/2005
GAMEHOUSE	78162971	2784290		9/11/2002
SUPER WHATWORD	78162631	2773629		9/10/2002
SUPER BOUNCE OUT	78162627	2810500		9/10/2002
SUPER TEXTTWIST	78162622	2791247		9/10/2002
SUPER COLLAPSE!	78162621	2786408		9/10/2002
TURBOPLAY	78111801	2780700		2/28/2002
REALARCADE	78019641	2704589		8/03/2000
HELIX	78145766	3851702		7/19/2002
HELIX	78145493	3875025		7/18/2002
GAMEHOUSE	77908234	4125942		1/08/2010
COLLAPSE!	77917227	3831852		1/21/2010
GAMEHOUSE	77909434	3946727		1/11/2010
GAMEHOUSE	77908280	3831636		1/08/2010
COLLAPSE!	77927475	3837915		2/03/2010
SUPER COLLAPSE!	77917309	3918736		1/21/2010
SUPER WHATWORD	77917280	3918735		1/21/2010
COLLAPSE!	77917253	3840722		1/21/2010
GAMEHOUSE	77909408	3921828		1/11/2010
GAMEHOUSE	77908184	3915853		1/08/2010
REAL	77000012	3402335		9/14/2006
REAL	77000006	3402334		9/14/2006
REALPRODUCER	75657934	2332138		3/10/1999
LISTEN.COM	75983422	2820134		5/25/1999
REAL	75780524	2900061		9/16/1999
REALNETWORKS	75357226	2243766		9/15/1997
REALTEXT	75291657	2237558		5/14/1997
REALPLAYER	75207320	2194178		12/03/1996
REALVIDEO	75003605	2084718		10/03/1995
REAL	75474957	2358356		4/27/1998
REALSYSTEM	75466348	2259264		4/10/1998
REALNETWORKS	75356735	2504855		9/15/1997
REALNETWORKS	75332873	2409016		7/30/1997
REALAUDIO	74624373	2009457		1/23/1995

EXHIBIT C

PATENTS

Please Check if No Patents Exist ☐

<u>Title:</u>	<u>Patent No.:</u>	<u>Application No.:</u>	<u>Issued or Published?</u>	<u>Issue Date:</u>
Social-chronographic-geographic media file browsing system and method	10084828	13683958	Issued	9/25/2018
Residual transformation and inverse transformation in video coding systems and methods	10218974	15562811	Issued	2/26/2019
Video-segment identification systems and methods	10225583	14449540	Issued	3/05/2019
Motion vector selection and prediction in video coding systems and methods	10321150	15562783	Issued	6/11/2019
Customizable media auto-reply systems and methods	8666375	13715919	Issued	3/04/2014
Method and system to detect and select best photographs	8837867	13708836	Issued	9/16/2014
Method and system to perform dynamic layout of photographs	8917953	13662167	Issued	12/23/2014
Method and system to curate media collections	9031953	13681324	Issued	5/12/2015
Method and system to perform dynamic layout of photographs	9111398	14549466	Issued	8/18/2015
Custom ringback tone systems and methods	9131046	14079459	Issued	9/08/2015
Method and system to detect and select best photographs	9135278	14465405	Issued	9/15/2015
Core data synchronization systems and methods	9165046	13742169	Issued	10/20/2015
System for clipping webpages by traversing a dom, and highlighting a minimum number of words	9311283	13969311	Issued	4/12/2016
Metadata-based file-identification systems and methods	9367572	14480487	Issued	6/14/2016
Method and system to curate media collections	9443001	14709372	Issued	9/13/2016
Online social gaming with incentives	9595168	13931367	Issued	3/14/2017
Core data synchronization systems and methods	9633099	14798084	Issued	4/25/2017
Layered deblocking filtering in video processing systems and methods	N/A	15765151	Published	