

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                   |
|------------------------------|-------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT    |
| <b>NATURE OF CONVEYANCE:</b> | SECURITY INTEREST |

**CONVEYING PARTY DATA**

| Name                        | Formerly | Execution Date | Entity Type            |
|-----------------------------|----------|----------------|------------------------|
| The Bank of New York Mellon |          | 05/06/2011     | financial institution: |

**RECEIVING PARTY DATA**

|                        |                                     |
|------------------------|-------------------------------------|
| <b>Name:</b>           | DME Company LLC                     |
| <b>Street Address:</b> | 29111 Stephenson Highway            |
| <b>City:</b>           | Madison Heights                     |
| <b>State/Country:</b>  | MICHIGAN                            |
| <b>Postal Code:</b>    | 48071                               |
| <b>Entity Type:</b>    | LIMITED LIABILITY COMPANY: DELAWARE |

**PROPERTY NUMBERS Total: 37**

| Property Type        | Number  | Word Mark       |
|----------------------|---------|-----------------|
| Registration Number: | 2977473 | VICTORY         |
| Registration Number: | 2914956 | VECTORFORM      |
| Registration Number: | 1953372 | TAS             |
| Registration Number: | 2591575 | STRAIGHT SHOT   |
| Registration Number: | 2632679 | STELLAR         |
| Registration Number: | 1476579 | SSM             |
| Registration Number: | 1953371 | SSH             |
| Registration Number: | 1530609 | SMART START     |
| Registration Number: | 1616459 | SMART SERIES    |
| Registration Number: | 1466029 | SMART SERIES    |
| Registration Number: | 1625672 | SELECTIVE CYCLE |
| Registration Number: | 1466028 | SELECTIVE CYCLE |
| Registration Number: | 3726250 | QUICK STRIP     |
| Registration Number: | 2504707 | QDS             |

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|                      |         |                       |
|----------------------|---------|-----------------------|
| Registration Number: | 1313162 | NM                    |
| Registration Number: | 1317649 | NICKERSON             |
| Registration Number: | 1585322 | MUD                   |
| Registration Number: | 3064062 | MOLDERBASICS          |
| Registration Number: | 1223834 | MOLD SAVER            |
| Registration Number: | 2468501 | MOLD BASICS           |
| Registration Number: | 2394775 | MINI-MIGHT            |
| Registration Number: | 1525409 | MFP                   |
| Registration Number: | 1451556 | MFP                   |
| Registration Number: | 2486347 | METEOR                |
| Registration Number: | 2944492 | INTEGRITY             |
| Registration Number: | 2967700 | IN2                   |
| Registration Number: | 1443965 | HOT ONE               |
| Registration Number: | 2443512 | GALAXY                |
| Registration Number: | 3490641 | EVERY STEP OF THE WAY |
| Registration Number: | 2080550 | DSS                   |
| Registration Number: | 2232773 | D-M-E                 |
| Registration Number: | 1721367 | D-M-E                 |
| Registration Number: | 1217295 | D-M-E                 |
| Registration Number: | 1842659 | DME                   |
| Registration Number: | 1761043 | D M E                 |
| Registration Number: | 1486791 | COOL ONE              |
| Registration Number: | 1094237 | AUTO FIXED            |

**CORRESPONDENCE DATA**

Fax Number: (513)487-5069  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 5134875063  
Email: jean\_moyer@milacron.com  
Correspondent Name: Jean Moyer  
Address Line 1: 3010 Disney Street  
Address Line 4: Cincinnati, OHIO 45209

|                         |                        |
|-------------------------|------------------------|
| ATTORNEY DOCKET NUMBER: | DME SECURITY AGREEMENT |
| NAME OF SUBMITTER:      | John W. Gregg          |
| Signature:              | /john gregg/           |

05/23/2011

**Total Attachments: 6**

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**RELEASE OF SECURITY INTEREST IN TRADEMARKS (SECOND LIEN)**

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (SECOND LIEN) (this "Release") is made as of May 6, 2011, by THE BANK OF NEW YORK MELLON, in its capacity as administrative agent and registrar for the Holders (in such capacity, the "Agent"), in favor of MILACRON LLC and DME COMPANY LLC (each a "Grantor" and collectively, the "Grantors"). Terms used herein but not defined herein shall have the meaning ascribed to them in the Security Agreement (as described below).

WHEREAS, pursuant to that certain Note Purchase Agreement dated as of August 21, 2009 (as amended, restated, supplemented, or otherwise modified from time to time, including all schedules thereto, the "Note Purchase Agreement") among Milacron Holdings Inc., a Delaware corporation, as issuer ("Issuer"), each of Issuer's Subsidiaries listed as a "Guarantor" on the signature pages thereto (each a "Guarantor" and collectively, "Guarantors"), the purchasers party thereto as "Purchasers" (such Purchasers, together with their respective successors and assigns, are referred to hereinafter each individually as a "Purchaser" and collectively as the "Purchasers") and DDJ Capital Management, LLC, a Delaware limited liability company, as the predecessor agent to the Agent, the Purchasers have agreed to purchase certain Notes from the Issuer from time to time pursuant to the terms and conditions thereof;

WHEREAS, as a condition of the purchase of certain Notes from the Issuer by Purchaser pursuant to the terms and conditions of the Note Purchase Agreement, Grantors have executed and delivered to Agent, for the benefit of Agent and the Holders, that certain Security Agreement, dated as of October 21, 2009 (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement"), pursuant to which Grantors granted to Agent a continuing second-priority security interest in certain intellectual property of Grantors, including the trademark registrations and trademark applications set forth on Schedule I hereto (the "Released Collateral"), and pursuant to which Grantors have executed that certain Trademark Security Agreement, dated as of October 21, 2009 (the "Trademark Security Agreement");

WHEREAS, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office at Reel/Frame 04089/0075 on November 2, 2009 with respect to United States trademarks registrations and trademark applications; and

WHEREAS, the Agent now desires to release in its entirety its security interest in, to and under the Released Collateral.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

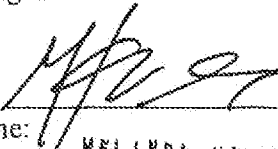
1. Release of Security Interest. The Agent hereby, without representation, warranty or recourse, whether express, implied or statutory, terminates and releases in its entirety its security interest in all of each Grantor's right, title and interest in, to and under the Released Collateral.
2. Recordation. The Agent authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Release.

3. Governing Law. This Release is to be governed and construed in accordance with the laws of the State of New York, without regard to the conflict of laws principles thereof.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (SECOND LIEN) as of the day and year first above written.

THE BANK OF NEW YORK MELLON  
as Agent

By:   
Name: \_\_\_\_\_  
Title: MELINDA VALENTINE  
VICE PRESIDENT

Schedule I

(See attached)

Owner: DME Company

LLC

| Country                  | Trademark             | Status     | Application No. | Date Filed | Registration No. | Registration Date |
|--------------------------|-----------------------|------------|-----------------|------------|------------------|-------------------|
| United States of America | VICTORY               | Registered | 76/524043       | 6/20/2003  | 2977473          | 7/26/2005         |
| United States of America | VECTORFORM            | Registered | 76/525022       | 6/23/2003  | 2914956          | 12/28/2004        |
| United States of America | TAS                   | Registered | 74/649532       | 3/21/1995  | 1953372          | 1/30/1996         |
| United States of America | STRAIGHT SHOT         | Registered | 76/336251       | 11/13/2001 | 2591575          | 7/9/2002          |
| United States of America | STELLAR               | Registered | 76/072415       | 6/5/2000   | 2632679          | 10/8/2002         |
| United States of America | SSM                   | Registered | 73/600084       | 5/22/1986  | 1476579          | 2/16/1988         |
| United States of America | SSH                   | Registered | 74/649531       | 3/21/1995  | 1953371          | 1/30/1996         |
| United States of America | SMART START           | Registered | 73/689197       | 10/8/1987  | 1530609          | 3/21/1989         |
| United States of America | SMART SERIES          | Registered | 73/737240       | 6/29/1988  | 1616459          | 10/9/1990         |
| United States of America | SMART SERIES          | Registered | 73/610574       | 7/22/1986  | 1466029          | 11/17/1987        |
| United States of America | SELECTIVE CYCLE       | Registered | 73/738990       | 7/11/1988  | 1625672          | 12/4/1990         |
| United States of America | SELECTIVE CYCLE       | Registered | 73/610573       | 7/22/1986  | 1466028          | 11/17/1987        |
| United States of America | QUICK STRIP           | Reg.       | 77/488780       | 6/2/2008   | 3726250          | 12/15/2009        |
| United States of America | QDS                   | Registered | 76/237215       | 4/9/2001   | 2504707          | 11/6/2001         |
| United States of America | NM                    | Registered | 73/446177       | 10/3/1983  | 1313162          | 1/8/1985          |
| United States of America | NICKERSON             | Registered | 73/446397       | 10/3/1983  | 1317649          | 2/5/1985          |
| United States of America | MUD                   | Registered | 73/812525       | 7/14/1989  | 1585322          | 3/6/1990          |
| United States of America | MOLDERBASICS          | Registered | 76/452557       | 9/25/2002  | 3064062          | 2/28/2006         |
| United States of America | MOLD SAVER            | Registered | 73/341412       | 12/14/1981 | 1223834          | 1/18/1983         |
| United States of America | MOLD BASICS           | Registered | 75/864985       | 12/6/1999  | 2468501          | 7/10/2001         |
| United States of America | MINI-MIGHT            | Registered | 75/581193       | 11/5/1998  | 2394775          | 10/17/2000        |
| United States of America | MFP                   | Registered | 73/737250       | 6/29/1988  | 1525409          | 2/21/1989         |
| United States of America | MFP                   | Registered | 73/600078       | 5/22/1986  | 1451556          | 8/4/1987          |
| United States of America | METEOR                | Registered | 76/072416       | 6/5/2000   | 2486347          | 9/4/2001          |
| United States of America | INTEGRITY             | Registered | 76/489773       | 2/13/2003  | 2944492          | 4/26/2005         |
| United States of America | IN2                   | Registered | 76/495808       | 3/10/2003  | 2967700          | 7/12/2005         |
| United States of America | HOT ONE               | Registered | 73/623620       | 10/2/1986  | 1443965          | 6/23/1987         |
| United States of America | GALEXY                | Registered | 75/852771       | 11/19/1999 | 2443512          | 4/10/2001         |
| United States of America | EVERY STEP OF THE WAY | Registered | 78/954530       | 8/17/2006  | 3490641          | 8/19/2008         |
| United States of America | DSS                   | Registered | 74/649533       | 3/21/1995  | 2080550          | 7/22/1997         |
| United States of America | DME & DESIGN          | Registered | 75/249338       | 2/28/1997  | 2232773          | 3/16/1999         |
| United States of America | D-M-E                 | Registered | 74/143455       | 3/1/1991   | 1721367          | 10/6/1992         |



Owner: DME Company  
LLC

| Country                  | Trademark  | Status     | Application No. | Date Filed | Registration No. | Registration Date |
|--------------------------|------------|------------|-----------------|------------|------------------|-------------------|
| United States of America | D-M-E      | Registered | 73/254044       | 3/14/1980  | 1217295          | 11/23/1982        |
| United States of America | DME        | Registered | 74/192065       | 8/6/1991   | 1842659          | 7/5/1994          |
| United States of America | DME        | Registered | 74/192072       | 8/6/1991   | 1761043          | 3/30/1993         |
| United States of America | COOL ONE   | Registered | 73/681520       | 8/31/1987  | 1486791          | 5/3/1988          |
| United States of America | AUTO FIXED | Registered | 73/104475       | 10/26/1976 | 1094237          | 6/27/1978         |

TRADEMARK

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