

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aerojet-General Corporation		06/14/2013	CORPORATION: OHIO
RECEIVING PARTY DATA			
Name:	U.S. Bank National Association		
Street Address:	One California Street, Suite 1000		
Internal Address:	Global Corporate Trust Services		
City:	San Fransisco		
State/Country:	CALIFORNIA		
Postal Code:	95853-7012		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2364319	ROCKETDYNE	
Registration Number:	426781	AEROJET	
Registration Number:	699654	ARCITE	
CORRESPONDENCE DATA			
Fax Number:	3026365454		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	800-927-9801 x 62348		
Email:	jpaterso@cscinfo.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	696631-25		
NAME OF SUBMITTER:	Jean Paterson		

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Signature:	/jep/
Date:	06/20/2013
Total Attachments: 4 source=6-20-13 Aerojet General -TM#page1.tif source=6-20-13 Aerojet General -TM#page2.tif source=6-20-13 Aerojet General -TM#page3.tif source=6-20-13 Aerojet General -TM#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of June 14, 2013 (the “Security Agreement”) by and among GenCorp Inc., an Ohio corporation and the other Obligors party thereto (each an “Obligor” and collectively, the “Obligors”) and U.S. Bank National Association, as Collateral Agent (the “Collateral Agent”) for the secured parties referenced therein (the “Secured Parties”), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the Secured Parties:

TRADEMARKS

Mark	Country	App. No.	Reg. No.
ROCKETDYNE	US	75701645	2364319

AEROJET	United States	71/479744	426781	Aerojet-General Corporation	Registered
ARCITE	United States	72075531	699654	Aerojet-General Corporation	Registered

The Obligors and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signature Page Follows]

Very truly yours,

AEROJET-GENERAL CORPORATION,
an Ohio corporation

By: *Kathleen E. Redd*
Name: Kathleen E. Redd
Title: Vice President and Chief Financial Officer

Acknowledged and Accepted:

U.S. BANK NATIONAL ASSOCIATION,
as Collateral Agent

By: _____
Name:
Title:

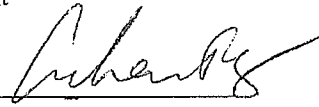
Very truly yours,

AEROJET-GENERAL CORPORATION,
an Ohio corporation

By: _____
Name: Kathleen E. Redd
Title: Vice President and Chief Financial Officer

Acknowledged and Accepted:

U.S. BANK NATIONAL ASSOCIATION,
as Collateral Agent

By: 
Name: **ANDREW FUNG**
Title: **VICE PRESIDENT**

[Aerojet – Second Lien – Notice of Grant of Security Interest in Trademarks]