

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM517937

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ZOCDOC, INC.		04/02/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	HERCULES CAPITAL, INC. as Agent		
Street Address:	400 Hamilton Avenue, Suite 310		
City:	Palo Alto		
State/Country:	CALIFORNIA		
Postal Code:	94301		
Entity Type:	Corporation: MARYLAND		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	88113759	UN SICK DAY	
Registration Number:	5622887	GET WELL SOONER	
CORRESPONDENCE DATA			
Fax Number:	4156932222		
<i>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.</i>			
Phone:	4156932000		
Email:	crhem@cooley.com		
Correspondent Name:	Cooley LLP		
Address Line 1:	101 California Street, 5th Floor		
Address Line 4:	San Francisco, CALIFORNIA 94111		
ATTORNEY DOCKET NUMBER:	305866-1035		
NAME OF SUBMITTER:	C. Rhem		
SIGNATURE:	/CR/		
DATE SIGNED:	04/08/2019		
Total Attachments: 4			
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**SUPPLEMENT TO AMENDED AND RESTATED INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This Supplement to Amended and Restated Intellectual Property Security Agreement (this “**Supplement**”) is made as of the 2nd day of April, 2019 by ZOCDOC, INC., a Delaware corporation (“**Grantor**”), in favor of HERCULES CAPITAL, INC., a Maryland corporation (as successor in interest to Bearcub Acquisitions LLC, as successor in interest to Ares Venture Finance, L.P.), as collateral agent, (in such capacity, “**Agent**”) for the ratable benefit of each bank and other financial institution, from time to time party to the Loan and Security Agreement, dated as of April 7, 2017 (as amended, restated, supplemented or otherwise modified from time to time, the “**Loan Agreement**”) (each such party, collectively, “**Lender**”).

WHEREAS, Grantor executed and delivered an Amended and Restated Intellectual Property Security Agreement dated as of August 1, 2018 (the “**IP Security Agreement**”) in favor of Agent, pursuant to which Grantor pledged, assigned and granted a security interest in favor of Agent in the Intellectual Property Collateral (as defined therein); and

WHEREAS, Grantor has acquired or developed additional intellectual property and desires to hereby confirm the pledge of, and the grant of a security interest in, such additional intellectual property in favor of Agent.


NOW, THEREFORE, in consideration of the mutual covenants herein contained and benefits to be derived herefrom, it is hereby agreed as follows:

1. Definitions. All capitalized terms herein and not otherwise defined shall have the same meaning herein as in the IP Security Agreement.
2. Supplement to Exhibits. Exhibits B and C to the IP Security Agreement are hereby supplemented, but not replaced, by the attached Exhibit B-1 and Exhibit C-1 annexed hereto.
3. Miscellaneous:
 - a. Except as provided herein, all terms and conditions of the IP Security Agreement remain in full force and effect. Grantor hereby ratifies, confirms and reaffirms all of the representations, warranties and covenants contained therein.
 - b. This Supplement covers the entire understanding of the parties with respect to the matters set forth herein and supersedes all prior discussions and negotiations hereon.

[Signature pages follow]

IN WITNESS WHEREOF, the parties have caused this Supplement to Amended and Restated Intellectual Property Security Agreement to be duly executed and delivered by its officers thereunto duly authorized as of the date first above written.

**ZOCDOC, INC.,
as Grantor**

By: 
Name: Kate Sigman
Title: Vice President of Finance

**HERCULES CAPITAL, INC.,
as Agent**

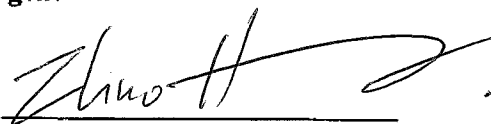
By: 
Name: Zhuo Huang
Title: Associate General Counsel

EXHIBIT B-1

Patents

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
METHOD AND APPARATUS FOR MANAGING PHYSICIAN REFERRALS	15/858451	12/29/2017

EXHIBIT C-1

Trademarks

<u>Description</u>	<u>Registration/ Application Number</u>	<u>Registration/ Application Date</u>
UN SICK DAY	88113759	9/12/2018
GET WELL SOONER	5,622,887	12/4/2018