

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM531322

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Short-Form Trademark Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Powertrain Rockford Inc.		07/10/2019	Corporation: DELAWARE
Walterscheid Inc. Woodridge		07/10/2019	Corporation: ILLINOIS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wilmington Trust (London) Limited		
<b>Street Address:</b>	Third Floor, 1 King's Arms Yard		
<b>City:</b>	London		
<b>State/Country:</b>	UNITED KINGDOM		
<b>Postal Code:</b>	EC2R 7AF		
<b>Entity Type:</b>	Private Limited Liability Company: ENGLAND AND WALES		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1619742	ROCKFORD POWERTRAIN	
<b>Registration Number:</b>	0574225	ROCKFORD	
<b>Registration Number:</b>	0251466	MECHANICS	
<b>Registration Number:</b>	2877197	ROCKFORD	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	2136207848		
<b>Email:</b>	iprecordations@whitecase.com		
<b>Correspondent Name:</b>	Justine Lu/White & Case LLP		
<b>Address Line 1:</b>	555 South Flower Street, 2700		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90071		
<b>ATTORNEY DOCKET NUMBER:</b>	4433117-0207-S216		
<b>NAME OF SUBMITTER:</b>	Justine Lu		
<b>SIGNATURE:</b>	/Justine Lu/		
<b>DATE SIGNED:</b>	07/10/2019		
<b>Total Attachments: 5</b>			

CH \$115.00 1619742

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**SHORT-FORM TRADEMARK SECURITY AGREEMENT**

THIS SHORT-FORM TRADEMARK SECURITY AGREEMENT, dated as of July 10, 2019 (this “Grant”) is entered into by and among Powertrain Rockford Inc., a Delaware corporation, Walterscheid Inc. Woodridge, an Illinois corporation (collectively, the “Grantors”) and Wilmington Trust (London) Limited (the “Security Agent”). Unless otherwise defined herein or the context otherwise requires, terms used in this Grant, including its preamble and recitals, have the meanings provided or provided by reference in the Security Agreement (as hereinafter defined).

WHEREAS, pursuant to the US Pledge and Security Agreement, dated as of June 18, 2019, made by the Grantors (as defined therein) and the Security Agent (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”), the undersigned Grantors pledged and granted to the Security Agent, for the benefit of the Secured Parties, a Security Interest in certain Collateral, including Intellectual Property;

WHEREAS, such Security Interest includes the undersigned Grantors’ Registered Intellectual Property, including the Trademarks set forth on Schedule A (such scheduled Trademarks, the “Trademark Collateral”); and

WHEREAS, the undersigned Grantors have duly authorized the execution, delivery and performance of this Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Security Agreement, the undersigned Grantors hereby pledge to the Security Agent as collateral security, and grant to the Security Agent a security interest in, to and under all of such undersigned Grantors’ rights in (i) the Trademark Collateral, (ii) all goodwill associated therewith or symbolized thereby, (iii) all Proceeds (as such term is defined in the Security Agreement) and products of the Trademark Collateral, and (iv) all rights to sue at law or in equity for any infringement or other impairment thereof of any of the Trademark Collateral.

This Grant has been granted in conjunction with the Security Interest granted to the Security Agent under the Security Agreement. The rights and remedies of the Security Agent with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

IN WITNESS WHEREOF, the parties hereto have executed this Grant as of the day and year first written above.

**POWERTRAIN ROCKFORD INC.,** as Grantor

By 

Name: Eric Holstein

Title: President

**WALTERSCHEID INC. WOODRIDGE,** as Grantor

By \_\_\_\_\_

Name: Brian Craig

Title: President

IN WITNESS WHEREOF, the parties hereto have executed this Grant as of the day and year first written above.

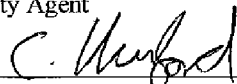
**POWERTRAIN ROCKFORD INC., as Grantor**

By \_\_\_\_\_  
Name: Eric Holstein  
Title: President

**WALTERSCHEID INC. WOODRIDGE, as Grantor**

By  \_\_\_\_\_  
Name: Brian Craig  
Title: President

**WILMINGTON TRUST (LONDON) LIMITED,**  
as Security Agent

By 

Name: Chris Hurford  
Title: Vice President

[Signature Page to Trademark Security Agreement]

**TRADEMARK**  
**REEL: 006691 FRAME: 0248**

SCHEDULE A

Registered Intellectual Property

<u>Jurisdiction</u>	<u>Owner</u>	<u>Trademark</u>	<u>Serial Number / Registration Number</u>	<u>App. Date</u>	<u>Reg. Date</u>
United States	Rockford Powertrain, Inc. <sup>1</sup>	ROCKFORD POWERTRAIN <b>ROCKFORD POWERTRAIN</b>	1619742	14-AUG-1989	30-OCT-1990
United States	GKN Rockford, Inc. <sup>2</sup>	ROCKFORD	0574225	26-JUN-1951	12-MAY-1953
United States	GKN Rockford, Inc.	MECHANICS	0251466	21-FEB-1927	08-JAN-1929
United States	GKN Rockford, Inc.	ROCKFORD	2877197	28-FEB-2003	24-AUG-2004

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<sup>1</sup> Rockford Powertrain, Inc., is a prior entity name of Powertrain Rockford Inc.

<sup>2</sup> GKN Rockford, Inc. is a prior entity name of Powertrain Rockford Inc.