

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM715653

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks at Reel/Frame No. 5823/0742

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Administrative Agent		03/17/2022	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	MGM Holdings II Inc.
Street Address:	245 N. Beverly Drive
City:	Beverly Hills
State/Country:	CALIFORNIA
Postal Code:	90210
Entity Type:	Corporation: DELAWARE
Name:	Metro-Goldwyn-Mayer Inc.
Street Address:	245 N. Beverly Drive
City:	Beverly Hills
State/Country:	CALIFORNIA
Postal Code:	90210
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 44

Property Type	Number	Word Mark
Registration Number:	4130105	AMNESIA
Registration Number:	3441547	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3644883	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3619838	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3635770	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3794908	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3658046	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3658034	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3620826	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3620827	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3635796	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3683542	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3636694	ARE YOU SMARTER THAN A 5TH GRADER?

TRADEMARK

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REEL: 007666 FRAME: 0137

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Property Type	Number	Word Mark
Registration Number:	3794907	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	4957218	ARE YOU SMARTER THAN A 5TH GRADER?
Registration Number:	3603379	CELEBRITY ARE YOU SMARTER THAN A 5TH GRA
Registration Number:	3633119	DESK APPRENTICE
Registration Number:	3772936	ECO-CHALLENGE
Registration Number:	3783009	EXPEDITION
Registration Number:	4068467	EXPEDITION IMPOSSIBLE
Serial Number:	86606651	GENERATION GAP
Registration Number:	3810913	GOLD RUSH
Registration Number:	3732606	HOW'D YOU GET SO RICH?
Registration Number:	3705790	I AM NOT SMARTER THAN A 5TH GRADER
Registration Number:	3705791	I AM NOT SMARTER THAN A 5TH GRADER
Registration Number:	3658028	I AM NOT SMARTER THAN A 5TH GRADER
Registration Number:	3843266	I AM NOT SMARTER THAN A 5TH GRADER
Registration Number:	3793517	I AM NOT SMARTER THAN A 5TH GRADER
Registration Number:	3640246	I'M NOT SMARTER THAN A 5TH GRADER
Serial Number:	86665484	LIGHTWORKERS MEDIA
Registration Number:	3854465	LIVE FOR THE MOMENT
Registration Number:	4693402	ON THE MENU
Registration Number:	4427623	ONE THR3E MEDIA
Registration Number:	4424117	ONE THREE MEDIA
Registration Number:	2886269	STARMAKER
Registration Number:	3732251	STARMAKER
Registration Number:	3321890	THE APPRENTICE
Registration Number:	3595741	THE APPRENTICE
Registration Number:	3825533	THE APPRENTICE
Registration Number:	3787491	THE APPRENTICE
Registration Number:	3592512	THE CELEBRITY APPRENTICE
Registration Number:	3723861	THE DESK APPRENTICE
Registration Number:	4496304	TRUST ME I'M A GAME SHOW HOST
Registration Number:	4805689	WOMEN OF THE BIBLE

CORRESPONDENCE DATA

Fax Number: 2138918763

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.

Email: rhonda.deleon@lw.com

Correspondent Name: LATHAM & WATKINS LLP

Address Line 1: 355 SOUTH GRAND AVENUE

Address Line 4: LOS ANGELES, CALIFORNIA 90071-1560

TRADEMARK

REEL: 007666 FRAME: 0138

ATTORNEY DOCKET NUMBER:	055827-0001
NAME OF SUBMITTER:	Rhonda DeLeon
SIGNATURE:	/Rhonda DeLeon/
DATE SIGNED:	03/21/2022

Total Attachments: 14

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”), dated as of March 17, 2022 (the “Effective Date”), is made by JPMORGAN CHASE BANK, N.A., in its capacity as administrative agent (the “Administrative Agent”).

WHEREAS, pursuant to a Third Amended and Restated Guarantee and Collateral Agreement dated July 3, 2018 (as may be amended, restated, supplemented or otherwise modified, renewed or replaced and in effect from time to time, the “Guarantee and Collateral Agreement”) among MGM Holdings II Inc., Metro-Goldwyn-Mayer Inc., and certain of its Subsidiaries (together, the “Grantors”) and the Administrative Agent, as agent for the secured parties referred to therein, the Grantors have granted to the Administrative Agent for the ratable benefit of such secured parties a security interest in substantially all the assets for the Grantors, including all right, title and interest of Grantors in, to and under the Trademark Collateral, whether now owned or existing or hereafter acquired or arising, to secure the Secured Obligations;

WHEREAS, the Administrative Agent and the Grantors executed and delivered an Amended and Restated Trademark Security Agreement, dated as of February 6, 2012 (the “Trademark Security Agreement”) for the purpose of recording the grant of security interest in the Trademark Collateral with the United States Patent and Trademark Office;

WHEREAS, the Grantors executed various supplements to the Trademark Security Agreement for the purpose of recording the grant of security interest in additional pieces of Trademark Collateral with the United States Patent and Trademark Office, including that certain Supplement No. 15 to the Amended and Restated Trademark Security Agreement dated as of June 24, 2016 (the “Trademark Security Agreement Supplement”);

WHEREAS, the Trademark Security Agreement Supplement was recorded with the United States Patent and Trademark Office on June 28, 2016 at Reel/Frame 5823/0742;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the terms set forth in this Release, the Administrative Agent hereby agrees as follows:

1. Definitions. Unless otherwise defined herein, capitalized terms used in this Release have the meaning given to them in the Trademark Security Agreement or the Guarantee and Collateral Agreement, as applicable.

2. Release. The Administrative Agent, without representation, warranty or recourse of any kind, hereby releases, discharges, terminates and cancels all of its security interest in and to the trademark registrations set forth in the Trademark Security Agreement Supplement (such trademark registrations, the “Released Trademark Collateral”) as listed in Schedule 1 hereto.

3. Governing Law. This Release shall exclusively be governed by, and construed in accordance with, the laws of the state of New York, without regard to conflicts of law or choice of law principles.

4. Counterparts; Signatures. This Release may be executed in one or more counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument. Delivery of an executed signature page to this agreement by facsimile or other electronic transmission shall be effective as delivery of a manually signed counterpart of this agreement.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date

JPMORGAN CHASE BANK, N.A.,
as Administrative Agent

By: 
Name: Patrick J. Minnick
Title: Executive Director