

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM748614

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Points.com Inc.		07/27/2022	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	The Bank of Nova Scotia		
Street Address:	40 King Street West, 62nd Floor		
City:	Toronto, Ontario		
State/Country:	CANADA		
Postal Code:	M5W 2X6		
Entity Type:	Chartered Bank: CANADA		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	4690124	POINTS LOYALTY WALLET	
Registration Number:	5015404	LOYALTY COMMERCE PLATFORM	
Registration Number:	5028723	THE LOYALTY COMMERCE NETWORK	
Registration Number:	5010481	POINTS BUSINESS SOLUTIONS	
Registration Number:	5038689	POINTSSELECT	
Registration Number:	4144566	POINTS.COM	
Registration Number:	4298548	MORE TOGETHER	
Registration Number:	4686603	POINTS.COM	
Registration Number:	6635300	POINTS	
Registration Number:	5879281	POWERED BY POINTS	
Serial Number:	90513285	POINTS LOYALTY WALLET	
CORRESPONDENCE DATA			
Fax Number:	2022801177		
<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:	904 247-2620		
Email:	eastdocket@holleymenker.com		
Correspondent Name:	JAMES R. MENKER, HOLLEY & MENKER, P.A.		
Address Line 1:	PO Box 331937		
Address Line 4:	ATLANTIC BEACH, FLORIDA 32233		

OP \$290.00 4690124

ATTORNEY DOCKET NUMBER:	4285.1002
NAME OF SUBMITTER:	James R. Menker
SIGNATURE:	/jmenker/
DATE SIGNED:	08/15/2022

Total Attachments: 8

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INTELLECTUAL PROPERTY CONFIRMATORY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY CONFIRMATORY SECURITY AGREEMENT (this **Agreement**), dated as of July 27, 2022, is made by Points.com Inc. (the **Grantor**) in favor of The Bank of Nova Scotia (the **Secured Party**).

WITNESSETH:

WHEREAS the Grantor is the registered owner of (i) the Canadian patents and trademarks listed in Schedule "A" hereto (the **Canadian Intellectual Property**), and (ii) the United States patents and trademarks listed in Schedule "B" hereto (the **US Intellectual Property**, and together with the Canadian Intellectual Property, the **Intellectual Property**);

WHEREAS the Secured Party and the Grantor have entered into a general security agreement dated June 22, 2022, as collateral security for the payment and performance of certain obligations as more fully described therein (the **General Security Agreement**), pursuant to which the Grantor granted to the Secured Party a security interest in and to, among other things, the Intellectual Property;

WHEREAS the Grantor and the Secured Party have perfected the General Security Agreement in the Intellectual Property in accordance with applicable law, including the laws of the Province of Ontario; and

WHEREAS the Grantor and the Secured Party have agreed to enter into this Agreement for the purposes of recording the General Security Agreement and the security created thereunder in the Intellectual Property with the Canadian Intellectual Property Office (the **CIPO**) and the United States Patent and Trademark Office (the **USPTO**).

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor and the Secured Party hereby agree as follows:

1. The Grantor and the Secured Party hereby confirm that they have entered into the General Security Agreement and that, pursuant to the General Security Agreement, the Grantor has granted to and in favour of the Secured Party a security in and to, among other things, the Intellectual Property.
2. The Grantor and the Secured Party hereby acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Intellectual Property are more fully set forth in the General Security Agreement and that in the event of a conflict between the provisions of this Agreement and the provisions of the General Security Agreement, the terms of the General Security Agreement shall control.
3. The Grantor and the Secured Party hereby authorize and request that the commissioner, registrar or any other applicable government officer of the CIPO record this Agreement with respect to the Canadian Intellectual Property.
4. The Grantor and the Secured Party hereby authorize and request that the commissioner, registrar or any other applicable government officer of the USPTO record this Agreement with respect to the US Intellectual Property.
5. This Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

6. This Agreement and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the Province of Ontario and the federal laws of Canada applicable therein, without regard to the conflict of law principles.
7. The parties hereto have expressly required that this Agreement and all deeds, documents and notices relating thereto be drafted in the English language. Les parties aux présentes ont expressément exigé que le présent acte et tout autre contrat, document et avis qui y sont afférents soient rédigés en langue anglaise.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the parties hereto have caused this Intellectual Property Confirmatory Security Agreement to be executed and delivered by its duly authorized officers as of the date first set forth above.

POINTS.COM INC.,
as Grantor

George Yao


By: _____

Name: George Yao

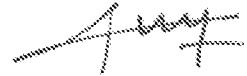
Title: Authorized Signatory

[Signatures continue on next page]

THE BANK OF NOVA SCOTIA,
as Secured Party

By: 

Name: François De Broux
Title: Managing Director & Head

By: 

Name: Dominique Djetou
Title: Associate Director

SCHEDULE "A"

CANADIAN INTELLECTUAL PROPERTY

Patents

Patent	Title	Country	Filing Date	Issue Date	Expiry Date	Status
2,707,191	System and Method for Exchanging Reward Currency	Canada	Dec 08, 2008	Jul 14, 2020	Dec 8, 2028	Issued
2,865,860	System and Method for a Loyalty Network	Canada	Sept 30, 2014	May 26, 2020	Sept 30, 2034	Issued

Trademarks

Reference#	Owner Name	Country	Mark	Application #	File Date	Registration #	Registration Date	Status	All Open Actions (Current)
73889/0000 3-A	Points.com Inc.	CANADA	POINTS.COM	1022764	1999-07-19	TMA639,945	2005-05-16	REGISTERED	05/16/2030 Renewal
73889/0000 3-C	Points.com Inc.	CANADA	POINTSFO L IO Design	1070726	2000-08-10	TMA565,177	2002-07-24	REGISTERED	7/24/2032 Renewal
73889/0000 3-D	Points.com Inc.	CANADA	WHERE EVERY POINT COUNTS	1070096	2000-08-08	TMA566831	2002-09-03	REGISTERED	9/3/2032 Renewal
73889/0000 3-E	Points.com Inc.	CANADA	POINTSFO L IO	1070095	2000-08-08	TMA564,993	2002-07-22	REGISTERED	7/22/2032 Renewal
73889/0000 3-f	Points.com Inc.	CANADA	POINT S LOYAL TY WALL ET	1642079	2013-09-04	TMA890160	2014-11-17	REGISTERED	11/17/2029 Renewal
73889/0000 3-g	Points.com Inc.	CANADA	PointsSelect	1642082	2013-09-04	TMA911785	2015-08-20	REGISTERED	8/20/2030 Renewal
73889/0000 3-h	Points.com Inc.	CANADA	POINTS BUSINESS SOLUTIONS	1642083	2013-09-04	TMA911778	2015-08-20	REGISTERED	8/20/2030 Renewal
73889/0000 3-i	Points.com Inc.	CANADA	THE LOYALTY COMMERCE NETWORK	1642084	2013-09-04	TMA911774	2015-08-20	REGISTERED	8/20/2030 Renewal
73889/0000 3-j	Points.com Inc.	CANADA	LOYALTY COMMERCE PLATFORM	1642085	2013-09-04	TMA911786	2015-08-20	REGISTERED	8/20/2030 Renewal
73889/0000 4	Points.com Inc.	CANADA	GLOBAL POINTS EXCHANGE	1407386	2008-08-14	TMA751773	2009-10-30	REGISTERED	10/30/2024 Renewal

Reference#	Owner Name	Country	Mark	Application #	File Date	Registration #	Registration Date	Status	All Open Actions (Current)
73889/7	Points.com Inc.	CANADA	GPX	1407390	2008-08-14	TMA751763	2009-10-30	REGISTERED	10/30/2024 Renewal
73889/00017	Points.com Inc.	CANADA	MORE TOGETHER	1,483,780	2010-06-04	TMA815,057	2012-01-06	REGISTERED	1/6/2027 Renewal
73889/00024	Points.com Inc.	CANADA	points.com & Design	1,583,133	2012-06-21	TMA884,013	2014-08-14	REGISTERED	8/14/2029 Renewal
73889/00039	Points.com Inc.	CANADA	points & Design	1886702	2018-03-07	TMA1102417	2021-06-21	REGISTERED	6/21/2031 Renewal
73889/00040	Points.com Inc.	CANADA	powered by points & Design	1886710	2018-03-07	TMA1102421	2021-06-21	REGISTERED	6/21/2031 Renewal

SCHEDULE "B"

UNITED STATES INTELLECTUAL PROPERTY

Patents

Patent	Title	Country	Filing Date	Issue Date	Expiry Date	Status
8,433,607	System and Method for Exchanging Reward Currency	U.S.A.	May 31, 2010	April 30, 2013	Dec 8, 2028	Issued
10,445,759	System and Method for a Loyalty Network	U.S.A.	Sept 29, 2015	Oct 15, 2019	Jan 11, 2037	Issued
8,595,055	Apparatus and method of facilitating the exchange of points between selected entities	U.S.A.	March 27, 2001	Nov 26, 2013	April 5, 2026	Issued

Trademarks

Reference #	Owner Name	Country	Mark	Application #	File Date	Registration #	Registration Date	Status	All Open Actions (Current)
73889/0000 6-e	Points.com Inc.	UNITED STATES	POINTS LOYALTY WALLET	86/210,071	2014-03-04	4,690,124	2015-02-17	REGISTERED	2/17/2025 Renewal 2/17/2025 Affidavit W/renewal
73889/0000 6-g	Points.com Inc.	UNITED STATES	LOYALTY COMMERCIAL PLATFORM	86/210,050	2014-03-04	5,015,404	2016-08-09	REGISTERED	8/9/2022 Affidavit Of Use 8/9/2026 Affidavit W/renewal 8/9/2026 Renewal
73889/0000 6-i	Points.com Inc.	UNITED STATES	THE LOYALTY COMMERCIAL NETWORK	86/210,311	2014-03-04	5,028,723	2016-08-23	REGISTERED	8/23/2022 Affidavit Of Use 8/23/2026 Affidavit W/renewal 8/23/2026 Renewal
73889/0000 6-f	Points.com Inc.	UNITED STATES	POINTS BUSINESS SOLUTIONS	86/210,027	2014-03-04	5,010,481	2016-08-02	REGISTERED	8/2/2022 Affidavit of Use 8/2/2026 Affidavit w/Renewal 8/2/2026 Renewal *We have received instructions to allow registration to lapse
73889/0000 6-h	Points.com Inc.	UNITED STATES	PointsSelect	86/210,117	2014-03-04	5,038,689	2016-09-13	REGISTERED	9/13/2022 Affidavit of use 9/13/2026 Affidavit w/Renewal 9/13/2026 Renewal
73889/0001 3	Points.com Inc.	UNITED STATES	POINTS.COM	77/704,682	2009-04-01	4,144,566	2012-05-22	REGISTERED	5/22/2022 Affidavit W/renewal

Reference #	Owner Name	Country	Mark	Application #	File Date	Registration #	Registration Date	Status	All Open Actions (Current)
73889/00018	Points.com Inc.	UNITED STATES	MORE TOGETHER	85/068,077	2010-06-21	4,298,548	2013-03-05	REGISTERED	3/5/2023 Affidavit W/renewal
73889/00025	Points.com Inc.	UNITED STATES	points.com & Design	85/669,823	2012-07-05	4,686,603	2015-02-17	REGISTERED	2/17/2025 Renewal 2/17/2025 Affidavit W/renewal
73889/00041	Points.com Inc.	UNITED STATES	points & Design	88/105,983	2018-09-05	6,635,300	2022-02-08	REGISTERED	2/8/2027 5th Year Reminder 2/8/2028 Affidavit of Use 2/8/2032 Affidavit w/Renewal 2/8/2032 Renewal
73889/00042	Points.com Inc.	UNITED STATES	powered by points & Design	88/361,541	2019-03-28	5,879,281	2019-10-08	REGISTERED	10/8/2024 5th Year Reminder 10/8/2025 Affidavit Of Use 10/8/2029 Affidavit W/renewal 10/8/2029 Renewal
73889/00045	Points.com Inc.	UNITED STATES	POINTS LOYALTY WALLET	90/513,285	2021-02-05	Not yet registered.	Not yet registered.	PENDING	5/23/2022 Status Check