

TRADEMARK ASSIGNMENT COVER SHEET

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ETAS ID: TM396632

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	FIRST AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PEBBLE TECHNOLOGY, CORP.		08/26/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	SILICON VALLEY BANK		
Street Address:	555 Mission Street		
Internal Address:	Suite 900		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94105		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4943903	PEBBLE	
Registration Number:	4662987	PEBBLE	
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	202-370-4790		
Email:	IPTEAM@NATIONALCORP.COM		
Correspondent Name:	PAUL TATE		
Address Line 1:	1025 VERMONT AVENUE, NW #1130		
Address Line 2:	NATIONAL CORPORATE RESEARCH, LTD.		
Address Line 4:	WASHINGTON, D.C. 20005		
ATTORNEY DOCKET NUMBER:	F165110		
NAME OF SUBMITTER:	Andrew Nash		
SIGNATURE:	/Andrew Nash/		
DATE SIGNED:	08/29/2016		
Total Attachments: 11			

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FIRST AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

This First Amendment to Intellectual Property Security Agreement (this "Amendment") is made as of August 26, 2016, by and between **SILICON VALLEY BANK**, a California corporation, with a loan production office located at 555 Mission Street, Suite 900, San Francisco, California 94105 ("Bank") and **PEBBLE TECHNOLOGY, CORP.**, a Delaware corporation with offices at 900 Middlefield Road, Redwood City, California 94063 ("Grantor").

Recitals

A. Grantor and Bank have previously entered into (a) that certain Loan and Security Agreement dated as of August 7, 2014, as amended by that certain First Amendment to Loan and Security Agreement dated as of April 20, 2015, as further amended by a certain Second Amendment to Loan and Security Agreement dated as of October 9, 2015, and as further amended by a certain Third Amendment to Loan and Security Agreement dated as of the date of this Amendment and (b) that certain Mezzanine Loan and Security Agreement dated as of April 20, 2015, as amended by that certain First Amendment to Mezzanine Loan and Security Agreement dated as of October 9, 2015, and as further amended by a certain Second Amendment to Mezzanine Loan and Security Agreement dated as of the date of this Amendment.

B. To secure its obligations and liabilities to Bank, Grantor has previously granted Bank a security interest in the Intellectual Property Collateral pursuant to that certain Intellectual Property Security Agreement dated as of April 20, 2015 (as may be amended, modified, restated, replaced, or supplemented from time to time, the "IP Security Agreement"). Capitalized terms used but not otherwise defined herein shall have the same meaning as in the IP Security Agreement.

C. Grantor and Bank have agreed to enter into this Amendment.

NOW, THEREFORE, GRANTOR AND BANK AGREE AS FOLLOWS:

A. MODIFICATION TO THE IP SECURITY AGREEMENT. Exhibits A, B and C to the IP Security Agreement are hereby deleted in their entirety and replaced with Exhibits A, B and C attached hereto.

B. RATIFICATION OF IP SECURITY AGREEMENT. Grantor hereby ratifies, confirms and reaffirms, all and singular, the terms and conditions of the IP Security Agreement, and acknowledges, confirms and agrees that the IP Security Agreement contains an accurate and complete listing of all Intellectual Property Collateral and shall remain in full force and effect.

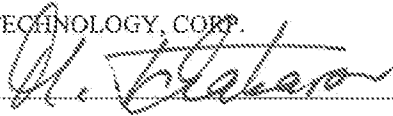
C. COUNTERSIGNATURE. This Amendment shall become effective only when it shall have been executed by Grantor and Bank.

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IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed as of the date first above written.

GRANTOR:

PEBBLE TECHNOLOGY, CORP.

By: 

Name: Marin Tchakarov

Title: CFO

BANK:

SILICON VALLEY BANK

By: _____

Name: _____

Title: _____

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed as of the date first above written.

GRANTOR:

PEBBLE TECHNOLOGY, CORP.

By: _____

Name: _____

Title: _____

BANK:

SILICON VALLEY BANK

By:  _____

Name: Justin Maudh

Title: Vice President

EXHIBIT A

Copyrights

Description	Country	Date	Application No. (if no Registration No.)	Registration No.
Emoji	US	10/21/2014		VA0001932537
Icons - a and Icons - b	US	6/22/2015		VAu001220469 and VAu001217321
watch face screenshot (alarm clock)	US	2/20/2015		VAu001203866
watch face screenshot (alarm run with Jane)	US	2/20/2015		VAu001203894
watch face screenshot (mom calling)	US	2/20/2015		VAu001203909
watch face screenshot (Mom Calling 1)	US	2/20/2015		VAu001203760
watch face screenshot (music display)	US	2/20/2015		VAu001203889
watch face screenshot (past timeline)	US	2/20/2015		VAu001203892
watch face screenshot (past timeline 2)	US	2/20/2015		VAu001203895
watch face screenshot (possible time)	US	2/20/2015		VAu001203908
watch face screenshot (response choice screen)	US	2/20/2015		VAu001203897
watch face screenshot (Responses)	US	2/20/2015	VA1-2158770693	
watch face screenshot (See You In 5)	US	2/20/2015		VAu001203898
watch face screenshot (Timeline 1)	US	2/20/2015		VAu001203899
watch face screenshot (Timeline 2)	US	2/20/2015		VAu001203905
watch face screenshot (Timeline 3)	US	2/20/2015		VAu001203901
watch face screenshot (Timeline 4)	US	2/20/2015		VAu001203902
watch face screenshot (Voice Choice)	US	2/20/2015	VA1-2158771164	
watch face screenshot (weather)	US	2/20/2015		VAu001203903
Pebble Time Steel	CN	12/24/2015		GuoZuoDengZi-2015-F-00244086

EXHIBIT B

Patents

Title	Jurisdiction	Application No.	Filing Date	Registration No. [Publication No.]	Registration Date [Publication Date]
FLEXIBLE BAND OR STRAP WITH INTEGRATED BATTERY	US	61/993,795	05/15/2014	-	
FLEXIBLE BAND OR STRAP WITH INTEGRATED BATTERY	US	14/713,536	5/15/2015	[2015-0333302]	[11/19/2015]
FLEXIBLE BAND WITH INTEGRATED BATTERY	PCT	PCT/US15/310 61	5/15/2015	WO/2015/175 927	[11/19/2015]
System and Method for Alerting a User on an External Device of Notifications or Alerts Originating from a Network-Connected Device	Canada	2,786,225	5/23/2012	-	
System and Method for Alerting a User on an External Device of Notifications or Alerts Originating from a Network-Connected Device	EP	10832467.4	11/25/2010	[EP2504961]	[10/3/2012]
System and Method for Alerting a User on an External Device of Notifications or Alerts Originating from a Network-Connected Device	US	61/264,540	11/25/2009		
SYSTEM AND METHOD FOR ALERTING A USER ON AN EXTERNAL DEVICE OF NOTIFICATIONS OR ALERTS ORIGINATING FROM A NETWORK-CONNECTED DEVICE	US	13/511,531	10/26/2012	[2013-0040610]	[2/14/2013]
SYSTEM AND METHOD FOR ALERTING A USER ON AN EXTERNAL DEVICE OF NOTIFICATIONS OR ALERTS ORIGINATING FROM A NETWORK-CONNECTED DEVICE	US	14/686,526	4/14/2015	[2015-0223033]	[8/6/2015]
SYSTEM AND METHOD FOR ALERTING A USER ON AN EXTERNAL DEVICE OF NOTIFICATIONS OR ALERTS ORIGINATING FROM A NETWORK-CONNECTED DEVICE	US	14/686,550	4/14/2015	[2015-0223034]	[8/6/2015]
SYSTEM AND METHOD FOR ALERTING A USER ON AN EXTERNAL DEVICE OF NOTIFICATIONS OR ALERTS ORIGINATING FROM A	US	14/850,541	9/10/2015	[2015-0382322]	[12/31/2015]

NETWORK-CONNECTED DEVICE					
System and Method for Alerting a User on an External Device of Notifications or Alerts Originating from a Network-Connected Device	PCT	PCT/CA2010/001870	11/25/2010	WO/2011/063516	[6/3/2011]
INTELLIGENT MANAGEMENT OF A PLURALITY OF COMMUNICATIONS LINKS	US	14/072,687	11/05/2013	[2015-0126117]	[5/7/2015]
APPLICATIONS FOR EXECUTION ON MULTIPLE DEVICES AND TECHNIQUES FOR USING	US	61/900,304	11/05/2013	-	
APPLICATIONS FOR EXECUTION ON MULTIPLE DEVICES AND TECHNIQUES FOR USING	US	61/977,573	04/09/2014		
CONTEXTUAL INFORMATION USAGE IN SYSTEMS THAT INCLUDE ACCESSORY DEVICES	US	61/993,362	05/15/2014		
CONTEXTUAL INFORMATION USAGE IN SYSTEMS THAT INCLUDE ACCESSORY DEVICES	US	14/713,608	5/15/2015	[2015-0334772]	[11/19/2015]
CONNECTION BY SECURING DEVICE WITH INTEGRATED CIRCUITRY LAYER	China	201510654041.7	8/28/2015	[CN105425904A]	[3/23/2016]
CONNECTION BY SECURING DEVICE WITH INTEGRATED CIRCUITRY LAYER	EU	15182525.4	8/26/2015	[EP2990888A2]	[3/2/2016]
ACCESSORY DEVICE WITH INTEGRATED CIRCUITRY LAYER	US	62/043,235	08/28/2014	-	
CONNECTION BY SECURING DEVICE WITH INTEGRATED CIRCUITRY LAYER	US	14/827,215	8/14/2015	[2016-0062392]	[3/3/2016]
WATCH DIAL	China	201530083810.3	4/2/2015	CN303519096S	12/23/15
WATCH BODY	EU	002655142-0001	3/16/2015	002655142-0001	3/16/2015
WATCH BODY	US	29/516,925	02/06/2015	D745,515	12/15/15
WATCH BODY	US	29/525,681	5/1/2015	D743,278	11/17/15
USB CONNECTING LINE	China	201530083790.X	4/2/2015	CN303423697S	10/28/15
CABLE	EU	002655118-0001	3/16/2015	002655118-0001	3/16/15
CABLE	US	29/516,935	02/06/2015	D733,142	6/30/2015
LIVING NOTIFICATIONS	US	14/693,557		-	
EMBEDDING HIDDEN CONTENT IN UNICODE	US	14/693,591	04/22/2015	-	

TRACKING TIME AND CONTEXT OF USE OF A COMMUNICATION DEVICE	US	14/693,635	04/22/2015	-	
A SMARTWATCH OR OTHER NOTIFICATION DEVICE CONFIGURED TO INTUITIVELY INTERACT WITH A USER BASED ON TIME AND THE WAY THE USER USES THE DEVICE	US	62/120,238	02/24/2015	-	
A SMARTWATCH OR OTHER WEARABLE DEVICE CONFIGURED TO INTUITIVELY INTERACT WITH A USER (Timeline 1 - stripped)	US	14/922,045	10/23/2015	-	
CONNECTION BY ACCESSORY DEVICE WITH INTEGRATED CIRCUITRY LAYER	US	62/127,761	03/03/2015	-	
NOVEL SECURING DEVICE FOR CONNECTING TO DISPLAY DEVICE	US	14/827,075	8/14/2015		
LIQUID CRYSTAL DISPLAY DEVICE WITH SUB-PIXEL ZONES FOR INDOOR AND OUTDOOR USE	US	14/709,223	5/11/2015	-	
WATCH BODY	US	29/534,046	7/24/2015	D750,625	3/1/16
WATCH BODY	US	29/548,449	12/14/2015	-	
WATCH BODY	EU	002956144-0001	1/22/2016	-	1/22/16
WATCH BODY	CN	201630023237	7/24/2015	-	
WATCH BODY	US	29/533,825	7/22/2015	D751,550	3/15/16
WATCH BODY	US	29/548,667	12/15/2015	032622-0021DC	3/15/16
WATCH BODY	EU	002956144-0002	1/22/2016		1/22/2016
WATCH BODY	CN	201630023239	7/22/2015	-	
CABLE	US	29/533,833	7/22/2015	D746,291	12/29/15
CABLE	US	29/548,335	12/11/2015	-	
CABLE	EU	2956128	7/22/2015	-	
CABLE	CN	201630023239	7/22/2015	-	
ANIMATING VECTOR GRAPHICS ON A TIMEKEEPING DEVICE	US	14/887,394	10/20/2015	-	
WATCH BODY	US	29/534,052	7/24/2015	D752,583	3/29/2016
WATCH BODY	US	29/548,501	12/14/2015	-	
WATCH BODY	EU	002956144-0003	1/22/2016	002956144-0003	1/22/2016
WATCH BODY	CN	201630023237	7/24/2015	-	
WATCH BODY	US	29/534,057	7/24/2015	D755,178	[05/03/2016]

WATCH BODY	US	29/548,493	12/14/2015	-	
WATCH BODY	EU	002956144-0004	1/22/2016	002956144-0004	1/22/2016
WATCH BODY	EU	002956144-0005	1/22/2016	002956144-0005	1/22/2016
WATCH BODY	CN	201630023237	7/24/2015	-	
CONNECTOR INTERFACE	US	29/533,850	7/22/2015	-	
CONNECTOR INTERFACE	EU	2956094	7/22/2015	-	
CONNECTOR INTERFACE	CN	201630023267	7/22/2015	-	
EASY CONNECT DISCONNECT DEVICE FOR WATCH BAND	US		03/03/2015	-	
INSET ELECTRICAL CONNECTION TO SENSORS	US	14/879,967	10/9/2015	-	
SYSTEM AND METHOD FOR MORPHING VECTORS FOR DISPLAY	US		2/24/2015	-	
A WEARABLE DEVICE CONFIGURED TO INTUITIVELY INTERACT WITH OTHER DEVICES (Timeline 3 - between 2 devices)	US	15/012,616	02/24/2015 2/1/2016	-	
A SMARTWATCH OR OTHER WEARABLE DEVICE CONFIGURED TO INTELLIGENTLY INTERACT WITH A USER (Timeline 2 - Robust)	US	14/922,058	10/23/2015	-	
COMBINED MICROPHONE SEAL AND AIR PRESSURE RELIEF VALVE THAT MAINTAINS A WATER TIGHT SEAL	US	14/929,059	10/30/2015	-	
System for Providing Insightful Lifestyle Notifications	US	14/961,668	12/7/2015	-	
Taking Actions on Notifications Using an Incomplete Data Set From the Message	US	15/050,247	2/22/2016	-	
Controlling and Optimizing Actions on Notifications for a Mobile Device	US	15/051,527	2/23/2016	-	
Using meta-data to reply to an SMS message on a proprietary system	US	15/050,080	2/22/2016	-	
APPARATUS AND METHODS FOR SUPPRESSING USER-ALERTING ACTIONS	US	15/072,856	3/17/2016	-	
A SYSTEM ARCHITECTURE FOR A WEARABLE DEVICE (Timeline 4 - pin structure)	US	15/012,641	2/1/2016	-	

BETTER COMMUNICATION CHANNEL FOR REQUESTS AND RESPONSES HAVING AN INTELLIGENT AGENT	US	62/280,990	1/20/2016	-	
COMPANION ELECTRONIC DEVICES, SYSTEMS, AND METHODS THEREOF	US	62/334,980	5/11/16		
METHODS OF COMPANION ELECTRONIC DEVICES AND SYSTEMS	US	62/334,959	5/11/16		
A Wearable Computing Device	US	29/564,199	5/11/16		
EMBEDDING HIDDEN CONTENT IN UNICODE	US	14/693591	4/22/15	9411785	8/9/16
FLEXIBLE BAND OR STRAP WITH INTEGRATED BATTERY	US	14/713536	5/15/15	2015033302	11/19/15
CONTEXTUAL INFORMATION USAGE IN SYSTEMS THAT INCLUDE ACCESSORY DEVICES	US	14/713608	5/15/15	20150334772	11/19/15
NOVEL SECURING DEVICE FOR CONNECTING TO A DISPLAY DEVICE	US	14/827075	8/14/15	9367087	6/14/16
CONNECTION BY SECURING DEVICE WITH INTEGRATED CIRCUITRY LAYER	US	14/827215	8/14/15	20160062392	3/3/16
COMBINED MICROPHONE SEAL AND AIR PRESSURE RELIEF VALVE THAT MAINTAINS A WATER TIGHT SEAL	US	14/929059	10/30/15	9408009	8/2/16

EXHIBIT C

Trademarks

Title	Jurisdiction	Application No.	Filing Date	Registration No.	Registration Date
PEBBLE	Argentina	3342708	7/29/14	2737177	7/3/15
PEBBLE	Argentina	3342709	7/29/14	2737353	7/3/15
PEBBLE	Australia	1678997 Int. 1238121	6/16/14		
PEBBLE	Brazil	907945007	7/9/14		
PEBBLE	Brazil	907944981	7/9/14		
PEBBLE	Brazil	907945015	7/9/14		
PEBBLE	Brazil	907945023	7/9/14		
PEBBLE	Canada	1680608	6/10/14		
PEBBLE	Chile	1114833	7/11/2014	1144802	12/10/14
PEBBLE	Chile	1129773	10/30/2014	1198266	3/7/16
PEBBLE	China (People's Republic)	14595729	6/10/14		
PEBBLE	European Community	012862264	5/9/14		
PEBBLE	European Community	013003645	6/17/14		
PEBBLE	Hong Kong	303041342	6/20/14		
PEBBLE	India	2969960 Int. No. 1238121	6/16/14		
PEBBLE	Int'l Registratio n - Madrid Protocol Only	1238121	6/16/14	1238121	6/16/14
PEBBLE	Israel	A0043299	6/16/14	1238121	
PEBBLE	Japan	A0043299	6/16/14	1238121	
PEBBLE	Korea, Republic of	A0043299	6/16/14	1238121	
PEBBLE	Mexico	1589075	6/16/14		
PEBBLE	Mexico	1589076	6/16/14	1568269	6/14/2014
PEBBLE	New Zealand	1015372 Int. No. 1238121	6/16/14		
PEBBLE	Russian Federation	A0043299	6/16/14	1238121	6/16/14
PEBBLE	Singapore	40201504003Y	6/16/14	1238121	6/16/2014
PEBBLE	Switzerland	A0043299	6/16/14	1238121	1/16/14
PEBBLE	Taiwan	103034105	6/17/14	1703886	4/16/15

PEBBLE	Turkey	201489967	11/6/14		
PEBBLE	Turkey	201510297	12/8/15		
PEBBLE	United Arab Emirates	226526	2/5/15		
PEBBLE	United Arab Emirates	226528	2/5/15		
PEBBLE	United States of America	86276459	5/9/2014	4943903	4/26/2016
PEBBLE	United States of America	86276458	5/8/14	4662987	12/30/14

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