

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM436144

|                                   |  |                                 |                       |
|-----------------------------------|--|---------------------------------|-----------------------|
| <b>SUBMISSION TYPE:</b>           | NEW ASSIGNMENT                                 |                                 |                       |
| <b>NATURE OF CONVEYANCE:</b>      | GRANT OF SECURITY INTEREST IN TRADEMARK RIGHTS |                                 |                       |
| <b>CONVEYING PARTY DATA</b>       |  |                                 |                       |
| <b>Name</b>                       | <b>Formerly</b>                                | <b>Execution Date</b>           | <b>Entity Type</b>    |
| VERINT AMERICAS INC.              |  | 06/29/2017                      | Corporation: DELAWARE |
| <b>RECEIVING PARTY DATA</b>       |  |                                 |                       |
| <b>Name:</b>                      | JPMORGAN CHASE BANK, N.A., AS COLLATERAL AGENT |                                 |                       |
| <b>Street Address:</b>            | 10 S. DEARBORN ST., 7TH FLOOR                  |                                 |                       |
| <b>City:</b>                      | CHICAGO  |                                 |                       |
| <b>State/Country:</b>             | ILLINOIS                                       |                                 |                       |
| <b>Postal Code:</b>               | 60603  |                                 |                       |
| <b>Entity Type:</b>               | National Banking Association: UNITED STATES    |                                 |                       |
| <b>PROPERTY NUMBERS Total: 44</b> |  |                                 |                       |
| <b>Property Type</b>              | <b>Number</b>                                  | <b>Word Mark</b>                |                       |
| <b>Registration Number:</b>       | 3542380  |                                 |                       |
| <b>Registration Number:</b>       | 3307794  | COMMUNITY SERVER                |                       |
| <b>Registration Number:</b>       | 3353595  | IMPACT 360                      |                       |
| <b>Registration Number:</b>       | 2270306  |                                 |                       |
| <b>Registration Number:</b>       | 3085918  | TELLIGENT                       |                       |
| <b>Registration Number:</b>       | 4108739  | THE BIG SOCIAL                  |                       |
| <b>Registration Number:</b>       | 3500529  | COMMUNITY SERVER                |                       |
| <b>Registration Number:</b>       | 3582022  | TELLIGENT                       |                       |
| <b>Registration Number:</b>       | 3361270  | TELLIGENT                       |                       |
| <b>Registration Number:</b>       | 4515620  | MY:TIME                         |                       |
| <b>Registration Number:</b>       | 4469052  | INVENTING REAL CUSTOMER SERVICE |                       |
| <b>Registration Number:</b>       | 4941708  | APP2AGENT                       |                       |
| <b>Registration Number:</b>       | 3014484  | [ - ] [-] + [+] [ + ]           |                       |
| <b>Registration Number:</b>       | 5039072  | [ + ] [+] + [-] [ - ]           |                       |
| <b>Registration Number:</b>       | 5039089  | [+]                             |                       |
| <b>Registration Number:</b>       | 3665615  | [+]                             |                       |
| <b>Registration Number:</b>       | 3861361  | [+]ADMONITOR                    |                       |
| <b>Registration Number:</b>       | 3838486  | ARE YOU LISTENING?              |                       |
| <b>Registration Number:</b>       | 3897343  | DIALOGCENTRAL                   |                       |

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| Property Type        | Number   | Word Mark                          |
|----------------------|----------|------------------------------------|
| Serial Number:       | 86760017 | ENGAGEMENT POST                    |
| Registration Number: | 3108698  | ONLINEOPINION                      |
| Registration Number: | 3873884  | ONLINEOPINION VOLUMETRICS          |
| Registration Number: | 4901886  | OPINIONLAB                         |
| Registration Number: | 2636259  | OPINIONLAB                         |
| Registration Number: | 2648212  | O-TREND                            |
| Registration Number: | 4733218  | STRATX                             |
| Registration Number: | 4482788  | GLOBAL MONITOR                     |
| Registration Number: | 4527965  | ADTECH GLOBAL SKY                  |
| Serial Number:       | 85860529 | ADTECH GLOBAL SKY CONTACT SOLUTION |
| Registration Number: | 4473344  | ADTECH                             |
| Registration Number: | 4473343  | ADTECH                             |
| Registration Number: | 4233689  | CELLSTACK                          |
| Registration Number: | 4185188  | CENTINEL                           |
| Registration Number: | 4305894  | STEELVAULT                         |
| Registration Number: | 4185161  | STEELBOX                           |
| Registration Number: | 4305890  | STEELVISION                        |
| Registration Number: | 4305889  | STEELEDGE                          |
| Registration Number: | 4305886  | STEELSWITCH                        |
| Registration Number: | 2239545  | KANA                               |
| Registration Number: | 3986170  | OPEN MIC                           |
| Registration Number: | 3880557  | OPENMIC                            |
| Registration Number: | 4033750  | OPEN MIC                           |
| Registration Number: | 1936787  | LORONIX                            |
| Registration Number: | 4377437  | SMARTSIGHT                         |

**CORRESPONDENCE DATA**

**Fax Number:** 2124552502  
*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.*  
**Phone:** (212) 455-2256  
**Email:** ksolomon@stblaw.com  
**Correspondent Name:** CECILLIA X. XIE, ESQ.  
**Address Line 1:** SIMPSON THACHER & BARTLETT LLP  
**Address Line 2:** 425 LEXINGTON AVENUE  
**Address Line 4:** NEW YORK, NEW YORK 10017

|                                |                 |
|--------------------------------|-----------------|
| <b>ATTORNEY DOCKET NUMBER:</b> | 509265/2006     |
| <b>NAME OF SUBMITTER:</b>      | Cecillia X. Xie |
| <b>SIGNATURE:</b>              | /cx/            |

|                     |            |
|---------------------|------------|
| <b>DATE SIGNED:</b> | 07/21/2017 |
|---------------------|------------|

**Total Attachments: 7**

- source=NAI\_1502809650\_3\_Grant of Security Interest in Trademark Rights (Verint Americas)#page1.tif
- source=NAI\_1502809650\_3\_Grant of Security Interest in Trademark Rights (Verint Americas)#page2.tif
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- source=NAI\_1502809650\_3\_Grant of Security Interest in Trademark Rights (Verint Americas)#page4.tif
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- source=NAI\_1502809650\_3\_Grant of Security Interest in Trademark Rights (Verint Americas)#page6.tif
- source=NAI\_1502809650\_3\_Grant of Security Interest in Trademark Rights (Verint Americas)#page7.tif

GRANT OF  
SECURITY INTEREST IN TRADEMARK RIGHTS

This GRANT OF SECURITY INTEREST IN TRADEMARK RIGHTS (the "Agreement"), effective as of June 29, 2017 is made by Verint Americas Inc., a Delaware corporation (the "Grantor"), in favor of JPMorgan Chase Bank, N.A., as Collateral Agent (in such capacity, the "Collateral Agent") for the banks and other financial institutions or entities from time to time parties to the Credit Agreement as lenders (the "Lenders"), dated as of June 29, 2017 (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), among Verint Systems Inc., a Delaware corporation and parent of Grantor, the other Restricted Subsidiary Borrowers from time to time party thereto (together, the "Borrowers"), the Lenders, the Collateral Agent and the other Agents named therein and the other Secured Parties.

W I T N E S S E T H

WHEREAS, pursuant to the Credit Agreement, the Lenders have severally agreed to make extensions of credit to the Borrowers upon the terms and subject to the conditions set forth therein;

WHEREAS, the Grantor and the Borrowers have executed and delivered a Guarantee and Collateral Agreement, dated as of June 29, 2017 (together with all amendments and modifications, if any, from time to time thereafter made thereto, the "Guarantee and Collateral Agreement");

WHEREAS, pursuant to the Guarantee and Collateral Agreement, the Grantor assigned and transferred to the Collateral Agent, and thereby granted to the Collateral Agent, for the ratable benefit of the Secured Parties, a continuing security interest in all Intellectual Property, including Trademarks (including, without limitation, those material items listed in Schedule 1 hereto); and

WHEREAS, in connection with the Credit Agreement and the Guarantee and Collateral Agreement, the Grantor is required to execute and deliver this Agreement for recording with the United States Patent and Trademark Office;

NOW, THEREFORE, in consideration of the premises and to induce the Lenders to make their respective extensions of credit to the Borrower thereunder, the Grantor hereby agrees with the Collateral Agent, for the ratable benefit of the Secured Parties, as follows:

SECTION 1. Definitions. Unless otherwise defined herein, terms used in this Agreement, including its preamble and recitals, shall have the meanings given to them in the Guarantee and Collateral Agreement and, if not defined therein, in the Credit Agreement.

SECTION 2. Grant of Security Interest. The Grantor hereby assigns and transfers to the Collateral Agent, and hereby grants to the Collateral Agent, for the ratable benefit of the Secured Parties, a continuing security interest in all of the Grantor's rights, title and interest in, to and

under the Trademarks (including, without limitation, those material items listed on Schedule 1 hereto) (collectively, the “Collateral”), as collateral security for the prompt and complete payment and performance when due of the Grantor’s Obligations.

SECTION 3. Purpose. This Agreement has been executed and delivered by the Grantor for the purpose of recording the grant of security interest herein with the United States Patent and Trademark Office. The security interest granted hereby has been granted to the Collateral Agent in connection with the Guarantee and Collateral Agreement and is expressly subject to the terms and conditions thereof. The Guarantee and Collateral Agreement (and all rights and remedies of the Lenders thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgment. The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Collateral Agent and the other Secured Parties with respect to the security interest in the Collateral granted hereby are more fully set forth in the Credit Agreement and the Guarantee and Collateral Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the terms of the Guarantee and Collateral Agreement, the terms of the Guarantee and Collateral Agreement shall govern.

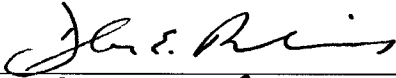
SECTION 5. Counterparts. This Agreement may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

SECTION 6. Governing Law. THIS AGREEMENT AND ANY CLAIM, CONTROVERSY, DISPUTE OR CAUSE OF ACTION BASED UPON, ARISING OUT OF OR RELATED TO THIS AGREEMENT AND THE TRANSACTIONS CONTEMPLATED HEREBY (INCLUDING, WITHOUT LIMITATION, ANY CLAIMS SOUNDING IN CONTRACT LAW OR TORT LAW OR OTHERWISE ARISING OUT OF THE SUBJECT MATTER HEREOF) SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK.

*[Remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers as of the date first written above.

VERINT AMERICAS INC.,  
as Grantor

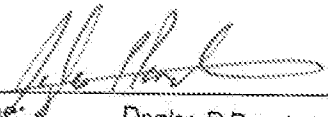
By:   
Name: Douglas E. Robinson  
Title: Treasurer

*[Signature Page to Grant of Security Interest in Trademarks: Verint Americas Inc.]*

**TRADEMARK**  
**REEL: 006111 FRAME: 0365**

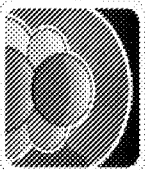



JP MORGAN CHASE BANK, N.A.,  
as Collateral Agent for the Lenders

By:

  
Name: Douglas P Panchal  
Title: Executive Director


**SCHEDULE 1**

**U.S. Trademark Registrations and Applications**

| Mark  | Serial No. / Registration | Owner                |
|---|---------------------------|----------------------|
|  | 76689116 / 3542380        | Verint Americas Inc. |
| COMMUNITY SERVER  | 76626537 / 3307794        | Verint Americas Inc. |
| IMPACT 360  | 78699711 / 3353595        | Verint Americas Inc. |
|    | 75382938 / 2270306        | Verint Americas Inc. |
| TELLIGENT   | 76592545 / 3085918        | Verint Americas Inc. |
| THE BIG SOCIAL  | 85380150 / 4108739        | Verint Americas Inc. |
| COMMUNITY SERVER  | 76675509 / 3500529        | Verint Americas Inc. |
| TELLIGENT & Design  | 76677654 / 3582022        | Verint Americas Inc. |
|    |                           |                      |
| TELLIGENT & Design  | 76677655 / 3361270        | Verint Americas Inc. |
|    |                           |                      |
| MY TIME   | 85772942 / 4515620        | Verint Americas Inc. |



| Mark                               | Serial No. / Registration | Owner                |
|------------------------------------|---------------------------|----------------------|
| INVENTING REAL CUSTOMER SERVICE    | 85826454 / 4469052        | Verint Americas Inc. |
| APP2AGENT                          | 85956733 / 4941708        | Verint Americas Inc. |
| [~] # + # [+]                      | 76563829/ 3014484         | Verint Americas Inc. |
| {+} {+} {+} {+} {+} {+}            | 86700243/ 5039072         | Verint Americas Inc. |
| [+]                                | 86703153/ 5039089         | Verint Americas Inc. |
| [+]                                | 77416575/ 3665615         | Verint Americas Inc. |
| [+] <u>AD</u> MONITOR              | 77490645/ 3861361         | Verint Americas Inc. |
| ARE YOU LISTENING?                 | 77575893/ 3838486         | Verint Americas Inc. |
| DIALOGCENTRAL                      | 85038071/ 3897343         | Verint Americas Inc. |
| ENGAGEMENT POST                    | 86760017/ -               | Verint Americas Inc. |
| ONLINEOPINION                      | 78452946/ 3108698         | Verint Americas Inc. |
| ONLINEOPINION VOLUMETRICS          | 77516281/ 3873884         | Verint Americas Inc. |
| OPINIONLAB                         | 86697102/ 4901886         | Verint Americas Inc. |
| OPINIONLAB                         | 75933648/ 2636259         | Verint Americas Inc. |
| O-TREND                            | 76142523/ 2648212         | Verint Americas Inc. |
| STRATX                             | 86317355 / 4733218        | Verint Americas Inc. |
| GLOBAL MONITOR                     | 85906780 / 4482788        | Verint Americas Inc. |
| ADTECH GLOBAL SKY                  | 85865490 / 4527965        | Verint Americas Inc. |
| ADTECH GLOBAL SKY CONTACT SOLUTION | 85860529 / -              | Verint Americas Inc. |
| ADTECH                             | 85605184 / 4473344        | Verint Americas Inc. |
| ADTECH                             | 85605151 / 4473343        | Verint Americas Inc. |
| CELLSTACK                          | 85577254 / 4233689        | Verint Americas Inc. |
| CENTINEL                           | 85346152 / 4185188        | Verint Americas Inc. |
| STEELVAULT                         | 85342825 / 4305894        | Verint Americas Inc. |
| STEELBOX                           | 85342818 / 4185161        | Verint Americas Inc. |
| STEEL VISION                       | 85341647 / 4305890        | Verint Americas Inc. |
| STEELLEDGE                         | 85341627 / 4305889        | Verint Americas Inc. |
| STEELSWITCH                        | 85340597 / 4305886        | Verint Americas Inc. |

| Mark  | Serial No. / Registration | Owner                |
|---|---------------------------|----------------------|
| KANA  | 75286164 / 2239545        | Verint Americas Inc. |
| OPEN MIC  | 77637130 / 3986170        | Verint Americas Inc. |
| OPENMIC   | 77637142 / 3880557        | Verint Americas Inc. |
| OPEN MIC  | 85114034 / 4033750        | Verint Americas Inc. |
| LORONIX   | 74567282 / 1936787        | Verint Americas Inc. |
| SMARTSIGHT  | 85602739 / 4377437        | Verint Americas Inc. |
|   | 85114034 / 4033750        | Verint Americas Inc. |
|  |                           |                      |