

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM458196

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT FOR SECURITY - TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
comScore, Inc.		01/16/2018	Corporation: DELAWARE
Rentrak Corporation		01/16/2018	Corporation: OREGON
Proximic, LLC		01/16/2018	Limited Liability Company: DELAWARE
M.Labs, LLC		01/16/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Starboard Value and Opportunity Master Fund Ltd.		
Street Address:	777 Third Avenue		
Internal Address:	18th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Exempted Company: CAYMAN ISLANDS		
PROPERTY NUMBERS Total: 63			
Property Type	Number	Word Mark	
Serial Number:	77709040	ADXPOSE	
Serial Number:	78175200	BOX OFFICE ESSENTIALS	
Serial Number:	75853102	COMSCORE	
Serial Number:	86932268		
Serial Number:	85262837	DIGITAL ANALYTIX	
Serial Number:	85625019	DIGITAL DOWNLOAD ESSENTIALS	
Serial Number:	86198849	ECR	
Serial Number:	86198853	ECR	
Serial Number:	85447204	ESSENTIALS	
Serial Number:	85447207	ESSENTIALS	
Serial Number:	85677051	EXACT COMMERCIAL RATINGS	
Serial Number:	85677053	EXACT COMMERCIAL RATINGS	
Serial Number:	77672309	FILMSCOPE	
Serial Number:	75043110	FILMSOURCE	

CH \$1590.00 77709040

Property Type	Number	Word Mark
Serial Number:	74684782	FILMSOURCE
Serial Number:	75543250	FORMOVIES
Serial Number:	78255701	HOME VIDEO ESSENTIALS
Serial Number:	86217571	INTERNATIONAL BOX OFFICE ESSENTIALS
Serial Number:	86217584	INTERNATIONAL BOX OFFICE ESSENTIALS
Serial Number:	85412117	INTERNET TV ESSENTIALS
Serial Number:	86324916	ITVX
Serial Number:	85192464	LAYERTAG
Serial Number:	86005759	MDOTLABS
Serial Number:	75335828	MEDIA METRIX
Serial Number:	78865883	METRIX
Serial Number:	85790305	MMX
Serial Number:	77323006	MOBILE TV ESSENTIALS
Serial Number:	77169148	MOBILENS
Serial Number:	85412322	MULTISCREEN ESSENTIALS
Serial Number:	75650346	MYMETRIX
Serial Number:	78409761	ONDEMAND ESSENTIALS
Serial Number:	85401803	ONDEMAND EVERYWHERE
Serial Number:	85401806	ONDEMAND EVERYWHERE
Serial Number:	73778250	ONTRAK
Serial Number:	74351299	PAY PER TRANSACTION
Serial Number:	85962535	POSTTRAK
Serial Number:	73739022	PPT
Serial Number:	85790291	QSEARCH
Serial Number:	85376762	RENTRAK
Serial Number:	85376763	RENTRAK
Serial Number:	73731549	RENTRAK
Serial Number:	78714189	RETAIL ESSENTIALS
Serial Number:	85345612	SEARCH PLANNER
Serial Number:	85327613	SMART CONTROL
Serial Number:	85339383	SOCIAL ESSENTIALS
Serial Number:	85404985	SPONSORHUB
Serial Number:	86217589	STATIONVIEW ESSENTIALS
Serial Number:	86217594	STATIONVIEW ESSENTIALS
Serial Number:	86824428	SWIFT
Serial Number:	85522479	TABLENS
Serial Number:	75028394	THE RELEASE SCHEDULE
Serial Number:	75751007	THE WORLDWIDE BOX OFFICE AUTHORITY

Property Type	Number	Word Mark
Serial Number:	86809719	TOTAL HOME PANEL
Serial Number:	86202714	TOTAL VIDEO
Serial Number:	77323010	TV ESSENTIALS
Serial Number:	85005594	UDM
Serial Number:	85259079	UNIFIED
Serial Number:	85709418	UNIFIED DIGITAL MEASUREMENT
Serial Number:	85518530	VCE
Serial Number:	85512461	VGRP
Serial Number:	86144025	VISUALEYES
Serial Number:	86642973	XMEDIA
Serial Number:	77234827	XPLORE

CORRESPONDENCE DATA

Fax Number: 2125935955

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: 212-756-2132

Email: scott.kareff@srz.com

Correspondent Name: S. Kareff c/o Schulte Roth & Zabel LLP

Address Line 1: 919 Third Avenue

Address Line 2: 19th Floor

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	069902-0033
NAME OF SUBMITTER:	Scott JKareff (069902-0033)
SIGNATURE:	/kc for sk/
DATE SIGNED:	01/16/2018

Total Attachments: 5

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ASSIGNMENT FOR SECURITY – TRADEMARKS

January 16, 2018

WHEREAS, comScore, Inc., a Delaware corporation, Rentrak Corporation, an Oregon corporation, Proxemic, LLC, a Delaware limited liability company and M.Labs, LLC, a Delaware limited liability company (each, an "Assignor" and collectively, the "Assignors") have adopted, used and are using, and hold all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignors have entered into a Pledge and Security Agreement, dated as of January 16, 2018 (as amended, restated or otherwise modified from time to time the "Security Agreement"), in favor of Starboard Value and Opportunity Master Fund Ltd., as collateral agent for certain buyers (the "Assignee");

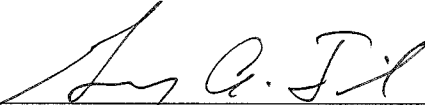
WHEREAS, pursuant to the Security Agreement, each Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the Holders (as defined in the Security Agreement) a continuing security interest in all right, title and interest of such Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the "Obligations" (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Holders a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of the Holders observance of the Obligations.

Each Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, each Assignor has caused this Assignment for Security to be duly executed by its officer thereunto duly authorized as of the date first set forth above.

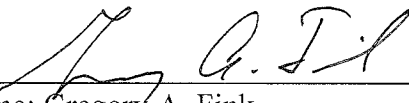
COMSCORE, INC., a Delaware corporation

By:  _____

Name: Gregory A. Fink

Title: Chief Financial Officer

RENTRAK CORPORATION, an Oregon corporation

By:  _____

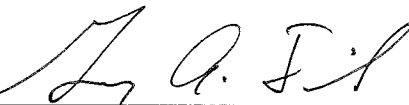
Name: Gregory A. Fink

Title: Chief Financial Officer

M.LABS, LLC

PROXIMIC, LLC

each of the above, a Delaware limited liability company

By:  _____

Name: Gregory A. Fink

Title: Treasurer

SCHEDULE 1A TO ASSIGNMENT FOR
SECURITY

[See attached].

Country	MarkName	Current Appl. D ate	Current Appl. No	Current Reg Date	Current Reg No	Recorded Owner
	Project Connect					
	Intellectual Property Schedule					
	United States Federally Registered Trademarks					
USA	ADXPOSE	04/07/2009	77709040	03/16/2010	3761847	comScore, Inc.
USA	BOX OFFICE ESSENTIALS	10/16/2002	78175200	12/28/2004	2914430	Rentrak Corporation
USA	COMSCORE	11/19/1999	75853102	04/02/2002	2556866	comScore, Inc.
USA	comScore (logo)	03/08/2016	86932268	04/18/2017	5184578	comScore, Inc.
USA	DIGITAL ANALYTIX	03/09/2011	85262837	03/27/2012	4119585	comScore, Inc.
USA	DIGITAL DOWNLOAD ESSENTIALS	05/14/2012	85625019	02/11/2014	4481795	Rentrak Corporation
USA	ECR	02/20/2014	86198849	10/21/2014	4623956	Rentrak Corporation
USA	ECR	02/20/2014	86198853	10/21/2014	4623957	Rentrak Corporation
USA	ESSENTIALS	10/13/2011	85447204	08/05/2014	4580500	Rentrak Corporation
USA	ESSENTIALS	10/13/2011	85447207	12/17/2013	4451803	Rentrak Corporation
USA	EXACT COMMERCIAL RATINGS	07/13/2012	85677051	07/08/2014	4564754	Rentrak Corporation
USA	EXACT COMMERCIAL RATINGS	07/13/2012	85677053	04/15/2014	4515402	Rentrak Corporation
USA	FILMSCOPE	02/17/2009	77672309	09/15/2009	3682644	Rentrak Corporation
USA	FILMSOURCE	12/15/1995	75043110	08/05/1997	2085412	Rentrak Corporation
USA	FILMSOURCE	06/05/1995	74684782	03/26/1996	1964310	Rentrak Corporation
USA	FORMOVIES	08/27/1998	75543250	08/21/2001	2478846	Rentrak Corporation
USA	HOME VIDEO ESSENTIALS	05/29/2003	78255701	02/08/2005	2925920	Rentrak Corporation
USA	INTERNATIONAL BOX OFFICE ESSENTIALS	03/11/2014	86217571	10/13/2015	4829753	Rentrak Corporation
USA	INTERNATIONAL BOX OFFICE ESSENTIALS	03/11/2014	86217584	10/13/2015	4829754	Rentrak Corporation
USA	INTERNET TV ESSENTIALS	08/31/2011	85412117	12/03/2013	4444299	Rentrak Corporation
USA	ITVX	06/30/2014	86324916	01/20/2015	4675447	Rentrak Corporation
USA	LAYERTAG	12/07/2010	85192464	07/31/2012	4183945	Proximic, Inc.
USA	MdotLabs	07/09/2013	86005759	11/04/2014	4630780	M Labs, Inc.
USA	MEDIA METRIX	08/04/1997	75335828	12/28/1999	2303265	comScore, Inc.
USA	METRIX	04/20/2006	78865883	11/06/2007	3332499	comScore, Inc.
USA	MMX	11/29/2012	85790305	06/07/2016	4973437	comScore, Inc.
USA	MOBILE TV ESSENTIALS	11/06/2007	77323006	06/17/2008	3449264	Rentrak Corporation
USA	MOBILENS	04/30/2007	77169148	05/25/2010	3793521	comScore, Inc.
USA	MULTISCREEN ESSENTIALS	08/31/2011	85412322	06/03/2014	4543848	Rentrak Corporation
USA	MYMETRIX	02/26/1999	75650346	12/25/2001	2521558	comScore, Inc.
USA	ONDEMAND ESSENTIALS	04/28/2004	78409761	10/04/2005	3004003	Rentrak Corporation
USA	ONDEMAND EVERYWHERE	08/18/2011	85401803	12/03/2013	4444280	Rentrak Corporation
USA	ONDEMAND EVERYWHERE	08/18/2011	85401806	12/03/2013	4444281	Rentrak Corporation
USA	ONTRAK	02/02/1989	73778250	10/17/1989	1560877	Rentrak Corporation
USA	PAY PER TRANSACTION	01/22/1993	74351299	05/10/1994	1835804	Rentrak Corporation

Country	MarkName	Current Appl. D ate	Current Appl. No	Current Reg Date	Current Reg No	Recorded Owner
	Project Connect					
	Intellectual Property Schedule					
	United States Federally Registered Trademarks					
USA	POSTTRAK	06/18/2013	85962535	04/01/2014	4504488	Rentrak Corporation
USA	PPT	07/11/1988	73739022	02/28/1989	1527442	Rentrak Corporation
USA	PROXIMIC	09/21/2007	79051675	06/30/2009	3647687	Proximic, Inc.
USA	PROXIMIC	09/21/2007	79051675	06/30/2009	3647687	Proximic, Inc.
USA	QSEARCH	11/29/2012	85790291	04/23/2013	4324595	comScore, Inc.
USA	RENTRAK	07/20/2011	85376762	03/26/2013	4307475	Rentrak Corporation
USA	RENTRAK	07/20/2011	85376763	03/26/2013	4307476	Rentrak Corporation
USA	RENTRAK	05/31/1988	73731549	05/01/1990	1594594	Rentrak Corporation
USA	RENTRAK	09/15/2005	78714189	08/29/2006	3135716	Rentrak Corporation
USA	RETAIL ESSENTIALS	06/14/2011	85345612	03/13/2012	4113150	comScore, Inc.
USA	SEARCH PLANNER	06/14/2011	85345612	03/13/2012	4113150	comScore, Inc.
USA	SMART CONTROL	05/23/2011	85327613	05/15/2012	4141458	comScore, Inc.
USA	SOCIAL ESSENTIALS	06/06/2011	85339383	03/27/2012	4119697	comScore, Inc.
USA	SPONSORHUB	08/23/2011	85404985	05/15/2012	4141837	Rentrak Corporation
USA	STATIONVIEW ESSENTIALS	03/11/2014	86217589	04/14/2015	4719101	Rentrak Corporation
USA	STATIONVIEW ESSENTIALS	03/11/2014	86217594	04/14/2015	4719102	Rentrak Corporation
USA	SWIFT	11/18/2015	86824428	04/18/2017	5187507	Rentrak Corporation
USA	TABLENS	01/23/2012	85522479	10/16/2012	4227861	comScore, Inc.
USA	THE RELEASE SCHEDULE	12/06/1995	75028394	09/30/1997	2100788	Rentrak Corporation
USA	THE WORLDWIDE BOX OFFICE AUTHORITY	07/08/1999	75751007	06/26/2002	2553319	Rentrak Corporation
USA	TOTAL HOME PANEL	11/04/2015	86809719			comScore, Inc.
USA	TOTAL VIDEO	02/24/2014	86202714	03/08/2016	4914321	comScore, Inc.
USA	TV ESSENTIALS	11/06/2007	77323010	06/17/2008	3449265	Rentrak Corporation
USA	UDM	04/02/2010	85005594	08/09/2011	4010174	comScore, Inc.
USA	UNIFIED	03/05/2011	85259079	04/10/2012	4126725	comScore, Inc.
USA	UNIFIED DIGITAL MEASUREMENT	08/21/2012	85709418	11/05/2013	4427628	comScore, Inc.
USA	VCE	01/17/2012	85518530	09/15/2012	4213192	comScore, Inc.
USA	vGRP	01/10/2012	85512461	11/06/2012	4239238	comScore, Inc.
USA	VisualEyes	12/15/2013	86144025	07/15/2014	4568372	M Labs, Inc.
USA	Xmedia	05/27/2015	86642973			comScore, Inc.
USA	XPILORE	07/20/2007	77234827	07/01/2008	3456910	comScore, Inc.