

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM571420

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Veritiv Operating Company	FORMERLY Unisource Worldwide, Inc.	04/09/2020	Corporation: DELAWARE
Veritiv Corporation		04/09/2020	Corporation: DELAWARE
Veritiv Publishing & Print Management, Inc.		04/09/2020	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	Bank of America, N.A.
Street Address:	300 Galleria Parkway
Internal Address:	Suite 800
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 36

Property Type	Number	Word Mark
Registration Number:	5443565	V VERITIV
Registration Number:	5443566	V VERITIV
Registration Number:	5728503	SG SPRING GROVE
Registration Number:	5728502	SPRING GROVE
Serial Number:	87574627	PUR VALUE
Serial Number:	88365567	VIV
Registration Number:	4437081	PLAN TO GROW
Registration Number:	4838457	ECONOSOURCE
Registration Number:	4890623	RELIABLE
Registration Number:	4888019	S SPRING GROVE
Registration Number:	4888018	S SPRING GROVE
Registration Number:	4935827	COMET MULTIPURPOSE
Registration Number:	4936006	COMET MULTI-PURPOSE
Registration Number:	4987788	RELIABLE BRAND
Registration Number:	4988407	RELIABLE BRAND

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5041245	REDISTRIBUTING SUCCESS
Registration Number:	5093882	RELIABLE BRAND
Registration Number:	5145045	SAALFELD
Registration Number:	5145046	TUFFLEX
Registration Number:	5164315	SAALFELD
Registration Number:	5183035	GALAXY
Registration Number:	5192361	PRINTACUITY
Registration Number:	5196212	COMET 30% RECYCLED
Registration Number:	5237403	VERITIV
Registration Number:	5243134	STEEL BRAND
Registration Number:	5315579	PRINTACUITY
Registration Number:	5428512	COMET
Registration Number:	5541909	PACKAGING UNWRAPPED
Registration Number:	5541908	PACKAGING UNWRAPPED REVEALING NEW INSIGH
Registration Number:	5597391	TUFFLEX
Registration Number:	5692399	SG SPRING GROVE
Registration Number:	5745720	TUFFLEX
Registration Number:	5758045	RELIABLE BRAND
Registration Number:	5874601	VIV
Registration Number:	5041239	BULKLEY DUNTON
Registration Number:	4819678	BD

CORRESPONDENCE DATA

Fax Number:

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: 4155911000

Email: TrademarksCH@winston.com

Correspondent Name: Laura M. Franco, Winston & Strawn LLP

Address Line 1: 101 California Street

Address Line 4: San Francisco, CALIFORNIA 94111

NAME OF SUBMITTER:	Laura M. Franco
SIGNATURE:	/Laura M. Franco/
DATE SIGNED:	04/10/2020

Total Attachments: 11

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NOTICE AND CONFIRMATION OF GRANT OF
SECURITY INTEREST IN TRADEMARKS

NOTICE AND CONFIRMATION OF GRANT OF SECURITY INTEREST IN TRADEMARKS (the "Agreement"), dated as of April 9, 2020 made by VERITIV OPERATING COMPANY (formerly known as Unisource Worldwide, Inc.), a Delaware corporation, VERITIV CORPORATION, a Delaware corporation and VERITIV PUBLISHING & PRINT MANAGEMENT, INC., a California corporation (each a "Grantor" and collectively, the "Grantors"), in favor of BANK OF AMERICA, N.A., as administrative agent and as ABL collateral agent (the "Agent"), for itself and the several banks and other financial institutions (the "Lenders") which are parties to the ABL Credit Agreement, dated as of July 1, 2014 (as amended as of August 11, 2016 and as amended and restated as of April 9, 2020, and as further amended, supplemented, waived or otherwise modified from time to time, the "Credit Agreement"), among Veritiv Corporation, Veritiv Operating Company, Veritiv Canada, Inc., the Agent and the Lenders.

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; and

WHEREAS, in connection with the Credit Agreement, the U.S. Granting Parties have executed and delivered an Amended and Restated U.S. Guarantee and Collateral Agreement, dated as of April 9, 2020, in favor of the Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the "Security Agreement"); and

WHEREAS, pursuant to the Security Agreement, each Grantor granted to the Agent for the benefit of the Secured Parties a security interest in all of its Intellectual Property, including the Trademarks; and

WHEREAS, each Grantor has duly authorized the execution, delivery and performance of this Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Lenders to make Loans and other financial accommodations to the Borrowers pursuant to the Credit Agreement, each Grantor agrees, for the benefit of the Lenders, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement and the Security Agreement.

SECTION 2. Confirmation of Grant of Security Interest. Each Grantor hereby confirms that, subject to existing licenses to use the Trademarks granted by each Grantor in the ordinary course of its business, pursuant to the Security Agreement it granted to the Agent, for the benefit of the Secured Parties, a security interest in all of the Trademarks of the Grantors (including, without limitation, those items listed on Schedule I hereto) and to the extent not otherwise included, all Proceeds and products of any and all of the Trademarks, as collateral security for the prompt and complete payment and performance when due (whether at the stated maturity, by

acceleration or otherwise) of the Obligations of the Grantors, except that no security interest is or will be granted pursuant hereto in any right, title or interest of the Grantors under or in any Trademark Licenses with Persons other than Holding, a Subsidiary of Holding, the Parent Borrower, a Restricted Subsidiary or an Affiliate thereof for so long as, and to the extent that, the granting of such a security interest pursuant hereto would result in a breach, default or termination of such Trademark Licenses (in each case, except to the extent that, pursuant to the Code and any other applicable law, the granting of security interests therein can be made without resulting in a breach, default or termination of such Trademark License).

SECTION 3. Purpose. This Agreement has been executed and delivered by each Grantor for the purpose of recording the grant of security interest with the United States Patent and Trademark Office. This Agreement is expressly subject to the terms and conditions of the Security Agreement. The Security 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. Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Lenders with respect to the security interest in the Trademarks are more fully set forth in the Credit Agreement and the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

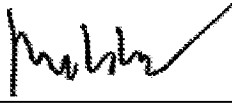
SECTION 5. Counterparts. This Agreement may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

* * *

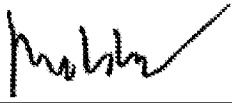
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IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the date and year first written above.

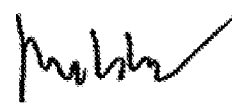
VERITIV OPERATING COMPANY

By: 
Name: Mark W. Hianik
Title: Senior Vice President,
General Counsel and
Corporate Secretary

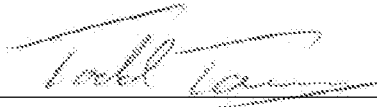
VERITIV PUBLISHING & PRINT
MANAGEMENT, INC.

By: 
Name: Mark W. Hianik
Title: Senior Vice President,
General Counsel and
Corporate Secretary

VERITIV CORPORATION

By: 
Name: Mark W. Hianik
Title: Senior Vice President,
General Counsel and
Corporate Secretary

BANK OF AMERICA, N.A.,
as Agent

By:  _____

Name: Todd Tarrance



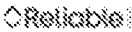

Title: Senior Vice President


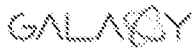

SCHEDULE I


Trademarks


Mark/Name	App. No./Reg. No.	Status/Key Dates	Owner
<u>V VERITIV</u> (Stylized) 	RN: 5443565 SN: 86369342	Registered April 10, 2018 Int'l Class: 16,17,35,36,42 First Use: July 1, 2014 Filed: August 18, 2014	Veritiv Corporation (Delaware Corp.)
<u>V VERITIV</u> (Stylized) 	RN: 5443566 SN: 86369359	Registered April 10, 2018 Int'l Class: 16,17 First Use: July 1, 2014 Int'l Class: 35,36,42 First Use: June 1, 2017 Filed: August 18, 2014	Veritiv Corporation (Delaware Corp.)
<u>SG SPRING</u> <u>GROVE and Design</u> 	RN: 5728503 SN: 87424059	Registered April 16, 2019 Int'l Class: 06,16,20 First Use: April, 2016 Filed: April 25, 2017	Veritiv Operating Company (Delaware Corp.)
<u>SPRING GROVE</u>	RN: 5728502 SN: 87424055	Registered April 16, 2019 Int'l Class: 08,16,21 First Use: April, 2016 Filed: April 25, 2017	Veritiv Operating Company (Delaware Corp.)
<u>PUR VALUE and</u> <u>Design</u> 	SN: 87574627	Allowed - Intent to Use 3rd Extension of Time Granted January 28, 2020 Filed: August 18, 2017	Veritiv Operating Company (Delaware Corp.)
<u>YIV</u>	SN: 88365567	Allowed - Intent to Use Statement of Use - Registration Review Complete March 11, 2020 Int'l Class: 16 First Use: July 31, 2018 Filed: April 1, 2019	Veritiv Operating Company (Delaware Corp.)


Mark/Name	App. No./Reg. No.	Status/Key Dates	Owner
<u>PLAN TO GROW</u>	RN: 4437081 SN: 85523778	Registered November 19, 2013 Int'l Class: 41 First Use: February 23, 2013 Filed: January 24, 2012	Veritiv Operating Company (Delaware Corp.)
<u>ECONOSOURCE</u> (Stylized) econosource	RN: 4838457 SN: 86576209	Registered October 20, 2015 Int'l Class: 16 First Use: June 30, 2015 Filed: March 25, 2015	Veritiv Operating Company (Delaware Corp.)
<u>RELIABLE</u>	RN: 4890623 SN: 86977804	Registered January 19, 2016 Int'l Class: 01,03,05 First Use: June 30, 2013 Filed: October 17, 2013	Veritiv Operating Company (Delaware Corp.)
<u>S SPRING GROVE</u> (Stylized)  Spring Grove	RN: 4888019 SN: 86504233	Registered January 19, 2016 Int'l Class: 03,05 First Use: November 30, 2013 Int'l Class: 06,16,17,20,21 First Use: November 30, 2010 Filed: January 15, 2015	Veritiv Operating Company (Delaware Corp.)
<u>S SPRING GROVE</u> (Stylized)  Spring Grove	RN: 4888018 SN: 86504195	Registered January 19, 2016 Int'l Class: 03,05 First Use: November 30, 2013 Int'l Class: 20,21 First Use: November 30, 2010 Filed: January 15, 2015	Veritiv Operating Company (Delaware Corp.)

Mark/Name	App. No./Reg. No.	Status/Key Dates	Owner
<u>COMET</u> <u>MULTIPURPOSE</u>	RN: 4935827 SN: 86679989	Registered April 12, 2016 Int'l Class: 16 First Use: August 31, 2015 Filed: July 1, 2015	Veritiv Operating Company (Delaware Corp.)
<u>COMET MULTI-PURPOSE and Design</u> 	RN: 4936006 SN: 86682123	Registered April 12, 2016 Int'l Class: 16 First Use: August 31, 2015 Filed: July 2, 2015	Veritiv Operating Company (Delaware Corp.)
<u>RELIABLE BRAND and Design</u> 	RN: 4987788 SN: 86789479	Registered June 28, 2016 Int'l Class: 03,05,11,21 First Use: June 30, 2013 Int'l Class: 16 First Use: December 31, 1997 Filed: October 15, 2015	Veritiv Operating Company (Delaware Corp.)
<u>RELIABLE BRAND and Design</u> 	RN: 4988407 SN: 86811733	Registered June 28, 2016 Int'l Class: 07 First Use: June 30, 2013 Filed: November 6, 2015	Veritiv Operating Company (Delaware Corp.)
<u>REDISTRIBUTING SUCCESS</u>	RN: 5041245 SN: 87016079	Registered September 13, 2016 Int'l Class: 35,39 First Use: May 1, 2004 Filed: April 27, 2016	Veritiv Operating Company (Delaware Corp.)
<u>RELIABLE BRAND and Design</u> 	RN: 5093882 SN: 86789387	Registered December 6, 2016 Int'l Class: 01,03,05,21 First Use: June 30, 2013 Int'l Class: 16 First Use: December 31,	Veritiv Operating Company (Delaware Corp.)

Mark/Name	App. No./Reg. No.	Status/Key Dates	Owner
		1997 Filed: October 15, 2015	
<u>SAALFELD</u>	RN: 5145045 SN: 87016093	Registered February 21, 2017 Int'l Class: 35,39 First Use: January 1, 1919 Filed: April 27, 2016	Veritiv Operating Company (Delaware Corp.)
<u>TUFFLEX</u>	RN: 5145046 SN: 87016110	Registered February 21, 2017 Int'l Class: 16 First Use: November 13, 2001 Filed: April 27, 2016	Veritiv Operating Company (Delaware Corp.)
<u>SAALFELD and Design</u>  SAALFELD	RN: 5164315 SN: 87016102	Registered March 21, 2017 Int'l Class: 35,39 First Use: March 1, 2004 Filed: April 27, 2016	Veritiv Operating Company (Delaware Corp.)
<u>GALAXY and Design</u> 	RN: 5183035 SN: 86912669	Registered April 11, 2017 Int'l Class: 16 First Use: February, 2016 Filed: February 18, 2016	Veritiv Operating Company (Delaware Corp.)
<u>PRINTACUITY</u>	RN: 5192361 SN: 86896307	Registered April 25, 2017 Int'l Class: 35 First Use: September, 2016 Filed: February 3, 2016	Veritiv Operating Company (Delaware Corp.)
<u>COMET 30% RECYCLED and Design</u> 	RN: 5196212 SN: 86682221	Registered May 2, 2017 Int'l Class: 16 First Use: June, 2016 Filed: July 2, 2015	Veritiv Operating Company (Delaware Corp.)

Mark/Name	App. No./Reg. No.	Status/Key Dates	Owner
<u>VERITIV</u>	RN: 5237403 SN: 86281862	Registered July 4, 2017 Int'l Class: 42 First Use: July 1, 2014 Filed: May 15, 2014	Veritiv Operating Company (Delaware Corp.)
<u>STEEL BRAND</u>	RN: 5243134 SN: 86841416	Registered Supplemental Register July 11, 2017 Int'l Class: 01,04 First Use: December 7, 2015 Int'l Class: 03,16 First Use: June, 2005 Filed: December 7, 2015	Veritiv Operating Company (Delaware Corp.)
<u>PRINTACUITY and Design</u> 	RN: 5315579 SN: 87357603	Registered October 24, 2017 Int'l Class: 35 First Use: September, 2016 Filed: March 3, 2017	Veritiv Operating Company (Delaware Corp.)
<u>COMET</u>	RN: 5428512 SN: 87626764	Registered March 20, 2018 Int'l Class: 16 First Use: April 10, 2012 Filed: September 28, 2017	Veritiv Operating Company (Delaware Corp.)
<u>PACKAGING UNWRAPPED</u>	RN: 5541909 SN: 87357597	Registered August 14, 2018 Int'l Class: 09,16,41 First Use: July 1, 2017 Filed: March 3, 2017	Veritiv Operating Company (Delaware Corp.)
<u>PACKAGING UNWRAPPED REVEALING NEW INSIGHTS INTO THE PACKAGING INDUSTRY and Design</u>	RN: 5541908 SN: 87357591	Registered August 14, 2018 Int'l Class: 09,16,41 First Use: July 1, 2017 Filed: March 3, 2017	Veritiv Operating Company (Delaware Corp.)

Mark/Name	App. No./Reg. No.	Status/Key Dates	Owner
<u>UNWRAPPED</u>			
<u>TUFFLEX</u>	RN: 5597391 SN: 87724862	Registered October 30, 2018 Int'l Class: 16 First Use: April, 2016 Filed: December 18, 2017	Veritiv Operating Company (Delaware Corp.)
<u>SG SPRING GROVE and Design</u> 	RN: 5692399 SN: 87424067	Registered March 5, 2019 Int'l Class: 06,08,16,20,21 First Use: April, 2016 Filed: April 25, 2017	Veritiv Operating Company (Delaware Corp.)
<u>TUFFLEX</u>	RN: 5745720 SN: 86506980	Registered May 7, 2019 Int'l Class: 16 First Use: April, 2016 Int'l Class: 17 First Use: June, 2017 Filed: January 19, 2015	Veritiv Operating Company (Delaware Corp.)
<u>RELIABLE BRAND and Design</u> 	RN: 5758045 SN: 87140033	Registered May 21, 2019 Int'l Class: 21 First Use: November, 2018 Filed: August 16, 2016	Veritiv Operating Company (Delaware Corp.)
<u>VIV</u>	RN: 5874601 SN: 87023462	Registered October 1, 2019 Int'l Class: 17,20,24 First Use: June 30, 2018 Filed: May 3, 2016	Veritiv Operating Company (Delaware Corp.)

Mark/Name	App. No./Reg. No.	Status/Key Dates	Owner
<u>BULKLEY</u> <u>DUNTON</u>	RN: 5041239 SN: 87010458	Registered September 13, 2016 Int'l Class: 35 First Use: January 1, 1865 Filed: April 22, 2016	Veritiv Publishing & Print Management, Inc. (California Corp.)
<u>BD and Design</u> 	RN: 4819678 SN: 86432497	Registered September 22, 2015 Int'l Class: 35 First Use: October 31, 2014 Filed: October 23, 2014	Veritiv Publishing and Print Management, Inc. (California Corp.)