

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM429188

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ruby Tuesday, Inc.		05/26/2017	Corporation: GEORGIA
RTBD, Inc.		05/26/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	UBS AG, Stamford Branch, as Administrative Agent		
Street Address:	600 Washington Boulevard		
Internal Address:	9th Floor		
City:	Stamford		
State/Country:	CONNECTICUT		
Postal Code:	06901		
Entity Type:	Bank: UNITED STATES		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	3970360	FRESH TASTE. FRESH PLACE.	
Registration Number:	3496050	RUBY T	
Registration Number:	3492660	RUBY MINIS	
Registration Number:	3248303	WOK HAY	
Registration Number:	2906632	RUBY TUESDAY'S SMART EATING	
Registration Number:	4021117	RUBY TUESDAY SIMPLE FRESH AMERICAN DININ	
Registration Number:	3409948	RUBYTUEGO	
Registration Number:	2074191	TALLCAKE	
Registration Number:	1879012	RUBY TUESDAY	
Registration Number:	1110690	RUBY TUESDAY	
Registration Number:	4926344	COLOSSAL BURGER	
Serial Number:	87198238	RUBY RELAXER	
CORRESPONDENCE DATA			
Fax Number:	2024083141		
<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:	2024083141		

CH \$315.00 3970360

Email: jean.paterson@cscglobal.com
Correspondent Name: CSC
Address Line 1: 1090 Vermont Avenue, NW
Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER: 662122

NAME OF SUBMITTER: Jean Paterson

SIGNATURE: /jep/

DATE SIGNED: 05/30/2017

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of May 26, 2017 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and UBS AG, Stamford Branch, as Administrative Agent (the "Administrative Agent") for the Secured Creditors referenced therein, the undersigned Grantors have granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Creditors. The Grantors hereby acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the continuing security interest in and continuing lien referenced hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

The undersigned Grantors and the Administrative Agent, on behalf of the Secured Creditors, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as a present assignment of title to any trademark or trademark application.

[Signature Pages Follow]

Very truly yours,

RUBY TUESDAY, INC.
RTBD, INC.

By: *Rhonda Parish*
Rhonda Parish (May 25, 2017)

Name: Rhonda Parish
Title: Authorized Signatory

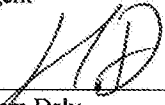
333 East Broadway Avenue
Maryville, TN 37804

[Signature Page to Notice of Grant of Security Interest in Trademarks]

TRADEMARK
REEL: 006072 FRAME: 0261

Acknowledged and Accepted:

UBS AG, STAMFORD BRANCH,
as Administrative Agent

By: 
Name: Houssein Daly
Title: Associate Director

By: 
Name: Craig Pearson
Title: Associate Director

600 Washington Blvd., 9th Floor
Stamford, CT 06901

[Signature Page to Notice of Grant of Security Interest in Trademarks]

Trademarks

Grantor	Mark	Registration Number	Registration Date
RTBD, Inc.	FRESH TASTE. FRESH PLACE.	3970360	05/31/11
RTBD, Inc.	RUBY T	3496050	09/02/08
RTBD, Inc.	RUBY MINIS	3492660	08/26/08
RTBD, Inc.	WOK HAY	3248303	05/29/07
RTBD, Inc.	RUBY TUESDAY'S SMART EATING	2906632	11/30/04
RTBD, Inc.	RUBY TUESDAY SIMPLE FRESH AMERICAN DINING	4021117	09/06/11
RTBD, Inc.	RUBYTUEGO	3409948	04/08/08
RTBD, Inc.	TALLCAKE	2074191	06/24/97
RTBD, Inc.	RUBY TUESDAY	1879012	02/14/95
RTBD, Inc.	RUBY TUESDAY	1110690	01/02/79
RTBD, Inc.	RUBY TUESDAY	1879012	11/15/72
RTBD, Inc.	COLOSSAL BURGER	4926344	03/29/16
RTBD, Inc.	RUBY RELAXER	Application No. 87198238	10/10/2016