OP \$2415.00 87473325

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM826161

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ABL TRADEMARK SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DAVID'S BRIDAL, INC.		07/21/2023	Corporation:
DAVID'S BRIDAL MIDCO, INC.		07/21/2023	Corporation:

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A.
Street Address:	100 Federal Street, 9th Floor
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02110
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 96

Property Type	Number	Word Mark
Serial Number:	87473325	BE YOUR OWN BRIDE
Serial Number:	87309134	BE YOUR OWN BRIDE
Registration Number:	5200809	VIAGGIO CASSINI
Registration Number:	6862995	DAVID'S
Serial Number:	87977798	BE YOUR OWN BRIDE
Serial Number:	87322785	BE YOUR OWN BRIDE DAVID'S BRIDAL
Serial Number:	88401991	BLUEPRINT
Serial Number:	88402101	B · BLUEPRINT · BLUEPRINT
Serial Number:	88402138	B BLUEPRINT
Serial Number:	85919333	BLUEPRINT REGISTRY
Serial Number:	88232161	BLUEPRINT REGISTRY
Serial Number:	85919348	BLUEPRINT WEDDING REGISTRY
Serial Number:	88232449	B BLUEPRINT REGISTRY
Serial Number:	88232441	B BLUEPRINT REGISTRY
Serial Number:	87055567	DB
Serial Number:	87976557	DB
Serial Number:	86975592	DAVID'S BRIDAL
Serial Number:	86334763	DAVID'S BRIDAL

TRADEMARK

REEL: 008149 FRAME: 0235

900787777

Serial Number: 86334814 DAVID'S Serial Number: 86156932 DAVID'S BRIDAL Serial Number: 75932565 DAVID'S BRIDAL Serial Number: 78276241 DAVID'S BRIDAL Serial Number: 78374628 DAVID'S BRIDAL Serial Number: 77337650 DAVID'S BRIDAL WEDDING Serial Number: 77336407 DAVID'S BRIDAL WEDDING Serial Number: 85689569 DAVID'S BRIDAL LUXE Serial Number: 76387170 DAVID'S BRIDAL MAKE A MATCH Serial Number: 78974131 DRESS YOUR WEDDING Serial Number: 78974131 DRESS YOUR WEDDING Serial Number: 77469139 GALINA Serial Number: 7469139 GALINA Serial Number: 86334829 JEWEL BY DAVID'S BRIDAL Serial Number: 86334829 JEWEL BY DAVID'S BRIDAL Serial Number: 776693 PLATINUM Serial Number: 776693 PLATINUM Serial Number: 77689027 PRISCILLA OF BOSTON CLASSICS Serial Number:	Property Type	Number	Word Mark			
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Serial Number: 88060559 ANOMALIE Serial Number: 90897875 DAVID'S Serial Number: 97280783 REIMAGINE DB STUDIO Serial Number: 97259438 CELEBRATE DB STUDIO Serial Number: 97530281 HOORAY DB STUDIO Serial Number: 97530258 HOORAY DB STUDIO Serial Number: 90154725 FIFTEEN ROSES Serial Number: 90860626 PEARL BY DAVID'S Serial Number: 90858772 PEARL REPORT BY DAVID'S Serial Number: 90858772 PEARL REPORT BY DAVID'S Serial Number: 97193053 JULES & CLEO BY DAVID'S BRIDAL Serial Number: 9739179 JULES & CLEO BY DAVID'S BRIDAL Serial Number: 97407916 INFATUATION GALINA SIGNATURE Serial Number: 97407843 DREAM GALINA SIGNATURE Serial Number: 97407843 DREAM GALINA SIGNATURE Serial Number: 9751339 DAVID'S BRIDAL NASHBLAST Serial Number: 97616073 OLEG CASSINI Serial Number: 97816073 OLEG CASSINI </th <th>Property Type</th> <th>Number</th> <th colspan="4">Word Mark</th>	Property Type	Number	Word Mark			
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Serial Number: 73751858 OC Serial Number: 73820912 CASSINI Serial Number: 85004152 OLEG CASSINI Serial Number: 85008176 OLEG CASSINI Serial Number: 86747735 EVENTS ELEVATED Serial Number: 76647555 US ANGELS Serial Number: 97616096 OC OLEG CASSINI	Serial Number:	75930954	BLACK TIE OLEG CASSINI			
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Serial Number: 85008176 OLEG CASSINI Serial Number: 86747735 EVENTS ELEVATED Serial Number: 76647555 US ANGELS Serial Number: 97616096 OC OLEG CASSINI	Serial Number:	73820912	CASSINI			
Serial Number: 86747735 EVENTS ELEVATED Serial Number: 76647555 US ANGELS Serial Number: 97616096 OC OLEG CASSINI	Serial Number:	85004152	OLEG CASSINI			
Serial Number: 76647555 US ANGELS Serial Number: 97616096 OC OLEG CASSINI			OLEG CASSINI			
Serial Number: 97616096 OC OLEG CASSINI						
		76647555	US ANGELS			
Serial Number: 97616089 OC OLEG CASSINI						
55 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5	Serial Number:	97616089	OC OLEG CASSINI			

Property Type	Number	Word Mark
Serial Number:	97616088	OC OLEG CASSINI
Serial Number:	97616087	OC OLEG CASSINI

CORRESPONDENCE DATA

Fax Number: 8602402700

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: 8602402755

Email: derek.wayne@morganlewis.com

Correspondent Name: Derek Wayne

Address Line 1: Morgan, Lewis & Bockius LLP

Address Line 2: One State Street

Address Line 4: Hartford, CONNECTICUT 06103

NAME OF SUBMITTER:	Derek Wayne
SIGNATURE:	/s/ Derek Wayne
DATE SIGNED:	07/21/2023

Total Attachments: 10

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ABL TRADEMARK SECURITY AGREEMENT

This ABL TRADEMARK SECURITY AGREEMENT (this "<u>Trademark Security Agreement</u>") is entered into as of July 21, 2023, by and among **DAVID'S BRIDAL, INC.**, a Delaware corporation (the "<u>Grantor</u>"), and **BANK OF AMERICA, N.A.**, in its capacity as collateral agent for the Secured Parties (in such capacity, together with its successors and assigns, the "<u>Collateral Agent</u>").

WITNESSETH

WHEREAS, the Grantor is party to the Pledge and Security Agreement, dated as of July 21, 2023 (as it may be from time to time amended, restated, amended and restated, modified or supplemented, the "Security Agreement"), in favor of the Collateral Agent pursuant to which the Grantor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement (as defined in the Security Agreement), the Grantor hereby agrees with the Collateral Agent as follows:

SECTION 1. <u>Defined Terms.</u> Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. <u>Grant of Security Interest in Trademark Collateral.</u> The Grantor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following pledged Collateral of the Grantor:

- (a) Trademarks of the Grantor, including those listed on <u>Schedule I</u> attached hereto;
- (b) all goodwill associated with such Trademarks; and
- (c) all proceeds of any and all of the foregoing.

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and the Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement (and are expressly subject to the terms and conditions thereof), the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. <u>Termination</u>. Upon the indefeasible payment in full in cash of the Secured Obligations (other than any contingent or inchoate obligations not then due and payable) and termination of the Security Agreement in accordance with its terms, the Collateral Agent shall execute, acknowledge, and deliver to the Grantor an instrument in writing in recordable form

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releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

SECTION 5. <u>Counterparts.</u> This Trademark Security Agreement may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Delivery by telecopier or other electronic means of an executed counterpart of a signature page to this Trademark Security Agreement shall be effective as delivery of an original executed counterpart of this Trademark Security Agreement.

SECTION 6. <u>Intercreditor Agreement.</u> Notwithstanding anything herein to the contrary, the security interest granted to the Collateral Agent pursuant to this Trademark Security Agreement and the exercise of any right or remedy by the Collateral Agent hereunder are subject to the provisions of the Intercreditor Agreement, dated as of July 21, 2023 (as amended, restated, amended and restated, replaced, supplemented or otherwise modified from time to time, the "<u>Intercreditor Agreement</u>"). In the event of any conflict among the terms of the Intercreditor Agreement and the terms of this Trademark Security Agreement, the terms of the Intercreditor Agreement shall govern and control.

SECTION 7. <u>Governing Law.</u> This Trademark Security Agreement and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

SECTION 8. Concerning the Collateral Agent. Bank of America, N.A. is entering into this Trademark Security Agreement solely in its capacity as Collateral Agent. The rights, privileges and immunities of the Collateral Agent set forth in the Credit Agreement and the Security Agreement shall be incorporated into this Trademark Security Agreement as though fully set forth herein.

[signature pages follow]

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IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

DAVID'S BRIDAL, INC., as Grantor

Title: President

DAVID'S BRIDAL MIDCO, INC., as Grantor

By:

Name: Gregg Bresner

Title: President

Accepted and Agreed:

BANK OF AMERICA, N.A.,

as Collateral Agent

By:

Name: David Adler Title: Vice President

[David's Bridal - Signature Page to ABL Trademark Security Agreement]

SCHEDULE I

to

TRADEMARK SECURITY AGREEMENT TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

TRADEMARKS:

TRADEMARK	COUNTRY	APP. No.	APP. DATE	REG. NO.	REG. DATE
Be Your Own Bride	United States	87473325	6/2/17	5400141	2/3/18
Be Your Own Bride	United States	87309134	1/20/17	5394380	2/6/18
Be Your Own Bride	United States	87977798	11/23/16	5521318	7/17/18
Be Your Own Bride David's Bridal	United States	87322785	2/2/17	5394414	2/6/18
Blueprint	United States	88401991	4/25/19	6050998	5/12/20
(8)	United States	88402101	4/25/19	6050999	5/12/20
E STREBUNT	United States	88402138	4/25/19	6051000	5/12/20
Blueprint Registry	United States	85919333	4/30/13	4493933	3/11/14
Blueprint Registry	United States	88232161	12/17/18	5819688	7/30/19
Blueprint Wedding Registry	United States	85919348	4/30/13	4493934	3/11/14
E decistes E) efactetes	United States	88232449	12/17/18	5819707	7/30/19
(1. S.)	United States	88232441	12/17/18	5819706	7/30/19
B	United States	87055567	5/31/16	5822126 (IC 25)	7/30/19
B	United States	87976557	5/31/16	5414723 (IC 35)	2/27/18
DAVIDS sees.	United States	86975592	7/11/14	4790709	8/11/15
DAVIDS BRUDA	United States	86334763	7/11/14	4695407	3/3/15
_Davids	United States	86334814	7/11/14	5147040	2/21/17
Davids	United States	86156932	1/3/14	4616517	10/7/14
David's Bridal	United States	75932565	3/1/00	2426973	2/6/01
DAVID'S BRIDAL	United States	78226241	3/17/03	2817374	2/24/04

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TRADEMARK	COUNTRY	APP. No.	APP. DATE	REG. NO.	REG. DATE
_DAVID'S BRIDAL	United States	78374628	2/26/04	3017372	11/22/05
DAVID'S BRIDAL	United States	77337650	11/27/07	3483957	8/12/08
DavidsBridal.com	United States	77386407	2/1/08	3484773	8/12/08
David's Bridal Luxe (lapse as of Sept. 2023)	United States	85689569	7/29/12	4308749	3/26/13
David's Bridal Make a Match (lapse as of Oct. 2023)	United States	76387170	3/25/02	2708959	4/22/03
db studio	United States	85257942	3/4/11	4059223	11/22/11
Dress Your Wedding	United States	78974131	9/14/06	3522745	10/21/08
Fifteen Roses (IC 14,25)	United States	90975528	9/2/20	6493470	9/21/21
Galina	United States	74609139	12/9/94	1937208	11/21/95
Galina Signature	United States	85451956	10/20/11	4150222	5/29/12
JEWEL	United States	90149511	8/31/20	6333941	4/27/21
Jewel by David's Bridal	United States	86334829	7/11/14	4729264	4/28/15
Melissa Sweet	United States	77016636	10/9/06	3358442	12/25/07
Platinum	United States	77262053	8/22/07	3933173	3/22/11
Priscilla of Boston	United States	74699053	7/10/95	1987088	7/16/96
Priscilla of Boston Classics	United States	85007300	4/6/10	3922357	2/22/11
Priscilla	United States	74699027	7/10/95	1987087	7/16/96
Priscilla	United States	74699056	7/10/95	1984078	7/2/96
Reverie	United States	77362873	1/2/08	3517983	10/14/08
Reverie	United States	85004485	4/1/10	4299881	3/12/13
Rustic Wedding Chic	United States	85510184	1/6/12	4197729	8/28/12
Versa by David's Bridal (lapse as of May 2023)	United States	86901221	2/8/16	5080756	11/15/16
Vineyard Collection	United States	77124376	3/7/07	3441766	6/3/08
BrideMojis	United States	90874443	8/10/21	6833204	8/30/22
Frontline Fierce	United States	90544639	2/24/21	6636761	2/8/22
DIAMOND	United States	90536609	2/19/21	6697207	4/12/22
Diamond Loyalty Program by David's	United States	90536586	2/19/21	6697206	4/12/22
We Exist for Magical Moments	United States	90590873	3/19/21	6615186	1/11/22
The Wink by David's Bridal	United States	90618925	4/1/21	6615241	1/11/22
Davids.com	United States	90897846	8/23/21	6827355	8/23/22

TRADEMARK	COUNTRY	APP. No.	APP. DATE	REG. NO.	REG. DATE
Jules & Cleo IC 14	United States	97191545	12/27/21	6821077	8/16/22
Jules & Cleo IC 25	United States	97192863	12/28/21	6821080	8/16/22
Forever Bride	United States	86521085	2/2/15	4835288	10/20/15
WhiteBook (lapse as of March 2024)	United States	87551460	8/1/17	5426883	3/20/18
Anomalie	United States	88060559	8/1/18	5970225	1/18/20
David's	United States	90897875	8/23/21	6862997	10/4/22
David's	United States	6862995	8/23/21	6862995	10/4/22
Reimagine DB Studio	United States	97280783	2/23/22	6964329	1/24/23
Celebrate DB Studio	United States	97259438	2/9/22	6964286	1/24/23
Hooray DB Studio	United States	97530281	8/2/22	6964645	1/24/23
Hooray DB Studio	United States	97530258	8/2/22	6964644	1/24/23
FIFTEEN ROSES	United States	90154725	9/2/20	NOA Issued 4/20/21	
Pearl by David's	United States	90860626	8/2/21 IC 9	NOA 11/8/22 SOU 5/8/23	
Pearl by David's	United States	90860584	8/2/21	6981852	2/14/23
Pearl Report by David's	United States	90858772	7/30/21	6971200	2/7/23
Jules & Cleo by David's Bridal IC 25	United States	97193179	12/27/21	NOA 1/3/23 (scheduled to abandon)	
Jules & Cleo by David's Bridal IC 14	United States	97193053	12/28/21	Intentionally Abandoned 4/17/23	
Galina Signature	United States	97351335	4/7/22		
Infatuation Galina Signature	United States	97407916	5/12/22		
Devotion Galina Signature	United States	97407888	5/12/22		
Dream Galina	United States	97407843	5/12/22		
Signature David's Bridal NashBlast	United States	97551339	8/16/22	7000630	3/14/23
Peari	United States	97637078	10/18/22		
Q; OLEG CASSINI	United States	97616096 IC 18	9/30/22		
C OLEG CASSINI	United States	97616089 IC 14	9/30/22		
© OLEG CASSINI	United States	97616088 IC 3	9/30/22		

TRADEMARK	COUNTRY	APP. No.	APP. DATE	REG. NO.	REG. DATE
C OLEG CASSINI	United States	97616087 IC 25	9/30/22		
Oleg Cassini	United States	97616073	9/30/22		
Altered by Artisans	United States	97817645	3/1/23		
Jules & Cleo IC 3	United States	97862696	3/29/23		
Jules & Cleo by David's Bridal IC 3	United States	97862727	3/29/23		
OLEG CASSINI AND DESIGN	United States of America	72017871	Oct 22, 1956	650952	Aug 27, 1957
OLEG CASSINI	United States of America	72309072	Oct 7, 1968	887533	Mar 10, 1970
OLEG CASSINI (SCRIPT)	United States of America	72028682	Apr 23, 1957	657489	Jan 21, 1958
CASSINI	United States of America	77264082	Aug 24, 2007	3426107	May 13, 2008
OLEG CASSINI	United States of America	77264097	Aug 24, 2007	3491539	Aug 26, 2008
OC AND DESIGN	United States of America	73805346	Jun 8, 1989	1589618	Apr 3, 1990
BLACK TIE OLEG CASSINI	United States of America	75930954	Feb 29, 2000	2701647	Apr 1, 2003
ICON OLEG CASSINI	United States of America	77867198	Nov 6, 2009	4198866	Aug 28, 2012
OC AND DESIGN	United States of America	73751858	Sep 14, 1988	1549157	Jul 25, 1989
CASSINI	United States of America	73820912	Aug 21, 1989	1601768	Jun 19, 1990
VIAGGIO CASSINI (STYLIZED)	United States of America		Oct 13, 2015	5200809	May 9, 2017
OLEG CASSINI (CL 18)	United States of America	85004152	Apr 1, 2010	3943234	Apr 12, 2011
OLEG CASSINI [CL 9]	United States of America	85008176	Apr 7, 2010	3873527	Nov 9, 2010
The Wink by David's Bridal	Canada	2189478	2022-05-02		Application
Pearl Report by David's	Canada	2189494	2022-05-02	1664018	5/2/22
Hooray DB Studio	Canada	2213298	2022-08-17	International WIPO No. 1663584	Application
Hooray DB Studio	Canada	2211554	2022-08-17	International WIPO No. 1664018	Application
JULES & CLEO	Canada	2155144	2021-12-17	International WIPO No. 1686222	Application
DAVID'S	Canada	2167942	2022-02-22	International WIPO No. 1685734	Application
CELEBRATE DB STUDIO	Canada	2167943	2022-02-22		Application
REIMAGINE DB STUDIO	Canada	2170721	2022-03-04		Application

TRADEMARK	COUNTRY	APP. No.	APP. DATE	REG. NO.	REG. DATE
GALINA SIGNATURE	Canada	2180193	2022-04-20		Application
DREAM GALINA SIGNATURE	Canada	2185747	2022-05-16		Application
DEVOTION GALINA SIGNATURE	Canada	2185749	2022-05-16		Application
INFATUATION GALINA SIGNATURE	Canada	2185748	2022-05-16		Application
MELISSA SWEET	Canada	1618131	2013-03-13	TMA902702	2015-05-04
DAVID'S BRIDAL	Canada	0810552	1996-04-22	TMA561405	2002-05-06
DAVID'S BRIDAL AND DESIGN	Canada	1505294	2010-11-24	TMA818547	2012-02-28
DAVID'S BRIDAL LUXE (STYLIZED)	Canada	1618124	2013-03-13	TMA879037	2014-05-29
DB STUDIO (STYLIZED)	Canada	1618130	2013-03-13	TMA890521	2014-11-21
GALINA	Canada	1505289	2010-11-24	TMA818578	2012-02-28
GALINA SIGNATURE (STYLIZED)	Canada	1618132	2013-03-13	TMA878913	2014-05-28
JEWEL BY DAVID'S	Canada	1748741	2015-10-02	TMA958171	2016-12-15
MICHAELANGELO	Canada	0771756	1994-12-22	TMA513992	1999-08-05
MICHAELANGELO (STYLIZED)	Canada	0771755	1994-12-22	TMA515059	1999-08-24
CASSINI	Canada	0645429	Nov 22, 1989	TMA412217	May 14, 1993
OLEG CASSINI AND DESIGN	Canada	0404897	Dec 3, 1976	TMA414105	Jul 2, 1993
COAT OF ARMS DESIGN	Canada	0404899	Dec 3, 1976	TMA251080	Oct 2, 1980
OLEG CASSINI AND DESIGN	Canada	0404898	Dec 3, 1976	TMA419362	Nov 12, 1993
OLEG CASSINI	Canada	0529460	Oct 3, 1984	TMA332573	Oct 2, 1987
OLEG CASSINI AND DESIGN	Canada	0435583	Feb 9, 1979	TMA282516	Aug 19, 1983
CASSINI	Canada	1623936	Apr 24, 2013	TMA895117	Jan 27, 2015
OC OLEG CASSINI	Canada	2226915	Nov 6, 2022	International WIPO No. 1700367	
OC OLEG CASSINI	Canada	2226916	Nov 6, 2022	International WIPO No. 1700092	
PEARL BY DAVID'S	Canada	2238433	Nov 6, 2022	International WIPO No. 1712155	
OC OLEG CASSINI	Canada	2235479	Nov 6, 2022	International WIPO No. 1708866	
OC OLEG CASSINI	Canada	2235480	Nov 6, 2022	International WIPO No. 1708867	
OC OLEG CASSINI	Canada	2234359	Nov 6, 2022	International WIPO No. 1708211	

TRADEMARK	COUNTRY	APP. No.	APP. DATE	REG. NO.	REG. DATE
PEARL BY DAVID'S	Canada	2244018	May 2, 2022	International WIPO No. 1717907	
DIAMOND LOYALTY PROGRAM BY DAVID'S	Canada	2191036	May 2, 2022	International WIPO No. 1665443	
PEARL BY DAVID'S	Canada	2225068	May 2, 2022	International WIPO No. 1699153	
BRIDEMOJIS	Canada	2186792	Apr 21, 2022	International WIPO No. 16619121	
EVENTS ELEVATED US ANGELS	United States	86747735	Sept 4, 2015	5302049	Oct 3, 2017
	United States	76647555	Sept 28, 2005	3175879	Nov 28, 2006

RECORDED: 07/21/2023