

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM339874

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DAVIDsTEA INC.		04/24/2015	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Bank of Montreal		
Street Address:	105 St-Jacques Street		
Internal Address:	3rd Floor		
City:	Montreal (Quebec)		
State/Country:	CANADA		
Postal Code:	H2Y 1L6		
Entity Type:	a bank chartered under the Bank Act:: CANADA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	85939465	DAVIDSTEА TEАPOP	
Registration Number:	4461051	DAVIDSTEА	
Serial Number:	85763760	DAVIDSTEА	
Registration Number:	4129095	DAVIDSTEА	
CORRESPONDENCE DATA			
Fax Number:	8165317545		
<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:	816-460-2400		
Email:	brian.mcginley@dentons.com, anita.hansen@dentons.com		
Correspondent Name:	Brian R. McGinley		
Address Line 1:	Dentons US LLP		
Address Line 2:	P. O. Box 061080		
Address Line 4:	Chicago, ILLINOIS 60606-1080		
ATTORNEY DOCKET NUMBER:	09773150-0047 (BRM)		
DOMESTIC REPRESENTATIVE			
Name:	Dentons US LLP		
Address Line 1:	P. O. Box 061080		

OP \$115.00 85939465

Address Line 4: Chicago, ILLINOIS 60606-1080	
NAME OF SUBMITTER:	Brian R. McGinley
SIGNATURE:	/brian r mcginley/
DATE SIGNED:	04/30/2015
Total Attachments: 6 source=Davids IP Sec Agr(84115367_1)#page1.tif source=Davids IP Sec Agr(84115367_1)#page2.tif source=Davids IP Sec Agr(84115367_1)#page3.tif source=Davids IP Sec Agr(84115367_1)#page4.tif source=Davids IP Sec Agr(84115367_1)#page5.tif source=Davids IP Sec Agr(84115367_1)#page6.tif	

**SECURITY AGREEMENT AND NOTICE OF SECURITY INTEREST IN
TRADEMARKS AND PATENTS**

This Security Agreement and Notice of Trademark Security Interest (this “**Notice**”) is entered into and effective as of April 24, 2015, by and between DAVIDsTEA INC., a corporation incorporated under the Canada Business Corporations Act (“**Grantor**”), and Bank of Montreal, a chartered bank of Canada (together with its successors and assigns “**Grantee**”) (collectively, the “**Parties**”).

WHEREAS Grantor has granted to Grantee, for the benefit of Grantee, a hypothec in, among other things, all right, title and interests of Grantor in and to Grantor's trademarks, including without limitation the trademarks listed on Schedule A hereto, owned by Grantor (the “**Trademarks**”), and Grantor's patents, including without limitation the patents listed on Schedule B hereto, owned by Grantor (the “**Patents**”) pursuant to that certain Deed of Movable Hypothec executed on or about April 24, 2015 (the “**Security Agreement**”); and,

WHEREAS the Parties desire to record this Notice with the United States Patent and Trademark Office to provide third parties with notice of the grant of security interest described in the preceding paragraph above (the “**Security Interest**”).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. As continuing collateral security for the due and punctual payment and performance of all of the Credit Obligations (as defined in the Security Agreement, Grantor hereby grants to Grantee a continuing security interest in, all of Grantor’s right, title and interest in and to all of the Trademarks and Patents, and Grantor hereby ratifies and confirms the representations, warranties, covenants and other terms and conditions set forth in the Security Agreement, all of which are incorporated herein by this reference.

2. The Parties agree that this Notice may be recorded with the United States Patent and Trademark Office and such other authorities as Grantee desires to provide notice to third parties of the Security Interest granted under the Security Agreement. Notwithstanding the foregoing, nothing herein shall be deemed to supersede, nor shall anything herein be used for the purpose of interpreting, the Security Agreement, and this Notice is not intended to alter in any way the rights or obligations of the Parties set forth in the Security Agreement. For the avoidance of doubt, if the terms of this Notice conflict with the Security Agreement, the terms of the Security Agreement shall govern.

3. This Notice may be executed in counterparts, each of which shall constitute an original and all of which shall, when taken together, constitute one and the same agreement, notwithstanding that all parties may not have signed all counterparts of this Notice.

*Remainder of page intentionally blank.
Signature page follows.*

IN WITNESS WHEREOF, the Parties have entered into this Notice by and through their duly authorized representatives.

DAVIDsTEA INC.

By: _____

Name: Sylvain Toutant

Its: President and Chief Executive Officer

By: _____

Name: Howard Tafler

Its: Chief Accounting Officer

BANK OF MONTREAL

By: _____

Name: Bruno Lemay

Its: Managing Director and Group Head
Corporate Banking

IN WITNESS WHEREOF, the Parties have entered into this Notice by and through their duly authorized representatives.

DAVIDsTEA INC.

By: _____

Name: Sylvain Toutant

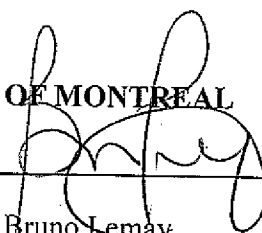
Its: President and Chief Executive Officer

By: _____

Name: Howard Tafler

Its: Chief Accounting Officer

BANK OF MONTREAL

By:  _____

Name: Bruno Lemay



Its: Managing Director and Group Head
Corporate Banking

Security Agreement and Notice of Trademark Security Interest
Signature Page

TRADEMARK
REEL: 005506 FRAME: 0953

SCHEDULE A

TRADEMARKS

No.	Citation	Status	Claims (CA)	Owner
1	DAVIDSTEА TEАPOP	Pending Section 44(D) Intent to Use App 22-MAY-2013 App 85939465		DAVIDSTEА INC. CANADA CORPORATION TOWN OF MOUNT ROYAL 5775 FERRIER QUEBEC, H4P1N3 CA (CANADA)
Goods and Services INT. CL. 30 TEAS, TEА BEVERAGES				
2	DAVIDSTEА 	Registered App 25-OCT-2012 App 85763738 Reg 07-JAN-2014 Reg 4461051		DAVIDSTEА INC. CANADA CORPORATION 5775 FERRIER TOWN OF MOUNT ROYAL, QUEBEC, H4P 1N3 CA (CANADA)
Goods and Services INT. CL. 16 PLASTIC BAGS FOR PACKAGING OF TEА; TEА FILTERS MADE OF PAPER INT. CL. 21 TEА STORAGE TINS FOR DOMESTIC USE SOLD EMPTY; TEА CANISTERS; ACCESSORIES FOR THE PREPARATION AND SERVING OF TEА, NAMELY, TEА POTS, TEА SCOOPS, BAMBOO WHISKS, TEА BOWLS, TEА STRAINERS, TEА BALLS, TEА INFUSERS, TEА SETS, CUPS, MUGS, SAUCERS, TEА KETTLES, TEА TRIVETS INT. CL. 30 TEА, LOOSE LEAF TEAS, BREWED TEAS, ROASTED TEAS, TEА BEVERAGES, GOURMET TEА, ORGANIC TEА, POWDERED TEА AND MIXES IN THE NATURE OF SYRUPS OR POWDERS USED IN THE PREPARATION OF TEА BASED BEVERAGES; HERBAL INFUSIONS, NAMELY, LOOSE LEAF TEAS AND BREWED TEAS INFUSED WITH HERBS, FLOWERS AND FRUITS; HERBAL TEА; CHOCOLATES, TEА TRUFFLES IN THE NATURE OF CANDY, SHORTBREADS, SEASONABLE BAKED GOODS, NAMELY, TEА INFUSED COOKIES, SHORTBREAD AND TEА TRUFFLE CHOCOLATES; GIFT SETS AND GIFT BASKETS COMPRISED PRIMARILY OF TEА LEAVES AND ALSO INCLUDING TEА-RELATED ACCESSORIES SUCH AS TEА COZIES, TEА INFUSERS, TEА MUGS AND TEАPOTS; TEА BAGS; GIFT BASKETS CONTAINING TEА AND PROCESSED HERBS INT. CL. 32 NON-ALCOHOLIC BEVERAGES, NAMELY, CARBONATED BEVERAGES; JUICES, NAMELY, FRUIT JUICES, HERBAL JUICES, FRUIT JUICES FLAVORED WITH TEА INT. CL. 35 RETAIL STORE SERVICES FEATURING PACKAGED TEА AND TEА IN BULK, TEА ACCESSORIES AND HERBS; IMPORTING AGENCY SERVICES IN THE FIELD OF TEА; WHOLESALE ORDER SERVICES IN THE FIELD OF TEА, TINS AND CANISTERS, GIFT BOXES CONTAINING TEА AND HERBS INT. CL. 43 RESTAURANT SERVICES				
3		Published (Pending) Intent to Use App 25-OCT-2012 App 85763760 Deadline to file specimens of use: 9-JUNE-2015	Request extension of time to file specimens	DAVIDSTEА INC. CANADA CORPORATION 5775 FERRIER TOWN OF MOUNT ROYAL, QUEBEC, H4P 1N3 CA (CANADA)
Goods and Services INT. CL. 16 (BASED ON USE IN COMMERCE) PLASTIC BAGS FOR PACKAGING OF TEА; TEА FILTERS MADE OF PAPER INT. CL. 21 (BASED ON USE IN COMMERCE) TEА STORAGE TINS FOR DOMESTIC USE SOLD EMPTY; TEА CANISTERS; ACCESSORIES FOR THE PREPARATION AND SERVING OF TEА, NAMELY, TEА POTS, TEА SCOOPS, BAMBOO WHISKS, TEА BOWLS, TEА STRAINERS, TEА BALLS, TEА INFUSERS, TEА SETS, CUPS, MUGS, SAUCERS, TEА KETTLES, TEА TRIVETS INT. CL. 30 (BASED ON USE IN COMMERCE) TEА, LOOSE LEAF TEAS, BREWED TEAS, ROASTED TEAS, TEА BEVERAGES, GOURMET TEА, ORGANIC TEА, POWDERED TEА AND MIXES IN THE NATURE OF SYRUPS OR POWDERS USED IN THE PREPARATION OF TEА BASED BEVERAGES; HERBAL INFUSIONS, NAMELY, LOOSE LEAF TEAS AND BREWED TEAS INFUSED WITH HERBS, FLOWERS AND FRUITS; HERBAL TEА; CHOCOLATES, TEА TRUFFLES IN THE NATURE OF CANDY, SHORTBREADS, SEASONABLE BAKED GOODS, NAMELY, TEА INFUSED COOKIES, SHORTBREAD AND TEА TRUFFLE CHOCOLATES; GIFT SETS AND GIFT BASKETS COMPRISED PRIMARILY OF TEА LEAVES AND ALSO INCLUDING TEА-RELATED ACCESSORIES SUCH AS TEА COZIES, TEА INFUSERS, TEА MUGS AND TEАPOTS; TEА BAGS; GIFT BASKETS CONTAINING TEА AND PROCESSED HERBS				

No.	Citation	Status	Claims (CA)	Owner
	<p>INT. CL. 32 (BASED ON INTENT TO USE) NON-ALCOHOLIC BEVERAGES, NAMELY, CARBONATED BEVERAGES; JUICES, NAMELY, FRUIT JUICES, HERBAL JUICES, FRUIT JUICES FLAVORED WITH TEA</p> <p>INT. CL. 35 (BASED ON INTENT TO USE) RETAIL STORE SERVICES FEATURING PACKAGED TEA AND TEA IN BULK, TEA ACCESSORIES AND HERBS; IMPORTING AGENCY SERVICES IN THE FIELD OF TEA; WHOLESALE ORDER SERVICES IN THE FIELD OF TEA, TINS AND CANISTERS, GIFT BOXES CONTAINING TEA AND HERBS</p> <p>INT. CL. 43 (BASED ON INTENT TO USE) RESTAURANT SERVICES</p>			
4	<p>DAVIDsTEA</p>	<p>Registered App 24-AUG-2009 App 77811243 Reg 17-APR-2012 Reg 4129095</p>		<p>DAVIDSTEAM INC. CANADA CORPORATION 5775 FERRIER TOWN OF MOUNT ROYAL, QUEBEC, H4P 1N3 CA (CANADA)</p>
<p>Goods and Services</p> <p>INT. CL. 16 PLASTIC BAGS FOR PACKAGING OF TEA; TEA FILTERS MADE OF PAPER</p> <p>INT. CL. 21 TEA STORAGE TINS FOR DOMESTIC USE SOLD EMPTY; TEA CANISTERS; ACCESSORIES FOR THE PREPARATION AND SERVING OF TEA, NAMELY, TEA POTS, TEA SCOOPS, BAMBOO WHISKS, TEA BOWLS, TEA STRAINERS, TEA BALLS, TEA INFUSERS, TEA SETS, CUPS, MUGS, SAUCERS, TEA KETTLES, TEA TRIVETS</p> <p>INT. CL. 30 TEA, LOOSE LEAF TEAS, BREWED TEAS, ROASTED TEAS, TEA BEVERAGES, GOURMET TEA, ORGANIC TEA, POWDERED TEA AND MIXES IN THE NATURE OF SYRUPS OR POWDERS USED IN THE PREPARATION OF TEA BASED BEVERAGES; HERBAL INFUSIONS, NAMELY, LOOSE LEAF TEAS AND BREWED TEAS INFUSED WITH HERBS, FLOWERS AND FRUITS; HERBAL TEA; CHOCOLATES, TEA TRUFFLES IN THE NATURE OF CANDY, SHORTBREADS, SEASONABLE BAKED GOODS, NAMELY, TEA INFUSED COOKIES, SHORTBREAD AND TEA TRUFFLE CHOCOLATES; GIFT SETS AND GIFT BASKETS COMPRISED PRIMARILY OF TEA LEAVES AND ALSO INCLUDING TEA-RELATED ACCESSORIES SUCH AS TEA COZIES, TEA INFUSERS, TEA MUGS AND TEAPOTS; TEA BAGS; GIFT BASKETS CONTAINING TEA AND PROCESSED HERBS</p> <p>INT. CL. 32 NON-ALCOHOLIC BEVERAGES, NAMELY, CARBONATED BEVERAGES; JUICES, NAMELY, FRUIT JUICES, HERBAL JUICES, FRUIT JUICES FLAVORED WITH TEA</p> <p>INT. CL. 35 RETAIL STORE SERVICES FEATURING PACKAGED TEA AND TEA IN BULK, TEA ACCESSORIES AND HERBS; IMPORTING AGENCY SERVICES IN THE FIELD OF TEA; WHOLESALE ORDER SERVICES IN THE FIELD OF TEA, TINS AND CANISTERS, GIFT BOXES CONTAINING TEA AND HERBS</p> <p>INT. CL. 43 RESTAURANT SERVICES</p>				

SCHEDULE B

PATENTS

TEA FILTER						
No.	Country / State	Registration No.	Owner	Registration / Issue Date	Status	Next Action
3.	US	USD699917	Davids Tea Inc.	February 25, 2014	Issued	None

Note : The records of the US Patent Office show the owner of the U.S. member for this family as "Davids_Tea Inc." This clerical error made by the USPTO is in the process of being rectified.

MANUAL FROTHING DEVICE						
No.	Country / State	Application No. / Application Date	Owner	Patent No. / Issue Date	Status	Next Action
1.	United States	62/104,920 19 January 2015	DAVIDSTEA INC.		Pending	Complete patent application to be filed by 19 January 2016