

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM379422

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH		02/29/2016	Aktiengesellschaft (Ag): SWITZERLAND

RECEIVING PARTY DATA

Name:	DIAMOND FOODS, INC.
Street Address:	1050 S. DIAMOND STREET
City:	STOCKTON
State/Country:	CALIFORNIA
Postal Code:	95205
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 57

Property Type	Number	Word Mark
Registration Number:	0796084	CALWAL
Registration Number:	3455993	COCOA ROAST
Registration Number:	1859218	COUNTRY STREAM
Registration Number:	1365849	
Registration Number:	1299727	
Registration Number:	2975312	
Registration Number:	1890026	DIAMOND
Registration Number:	0511213	DIAMOND
Registration Number:	0724880	DIAMOND BRAND
Registration Number:	0130162	DIAMOND BRAND
Registration Number:	1801304	DIAMOND OF CALIFORNIA
Registration Number:	2449847	DIAMOND OF CALIFORNIA
Registration Number:	1299723	DIAMOND OF CALIFORNIA
Registration Number:	3981595	DIAMOND OF CALIFORNIA
Registration Number:	0728907	EMERALD
Registration Number:	0639432	EMERALD
Registration Number:	3765476	EMERALD
Registration Number:	3498270	EMERALD COCOA ROAST
Registration Number:	2093018	EMERALD OF CALIFORNIA

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3799366	FEED YOUR FINGERS
Registration Number:	1129023	HARMONY
Registration Number:	1129029	HARMONY
Registration Number:	1397028	HARMONY
Registration Number:	2665022	HARMONY
Registration Number:	2682629	HARMONY
Registration Number:	3080252	HARMONY
Registration Number:	2901557	HARVEST RESERVE
Registration Number:	0592483	HOLIDAY
Registration Number:	3980362	MOVIE NIGHT MAKER
Registration Number:	0808927	SUNTAND
Registration Number:	3115217	100 CALORIE POP
Registration Number:	2192949	JUMBO POP
Registration Number:	1983966	POP SECRET
Registration Number:	1397053	POP SECRET
Registration Number:	1408825	POP-SECRET
Registration Number:	1517330	TROPICAL TRAIL MIX
Registration Number:	3277005	A NATURAL OBSESSION
Registration Number:	3277006	A NATURAL OBSESSION
Registration Number:	3167020	ALWAYS HAND COOKED
Registration Number:	3622684	BACKYARD BARBEQUE
Registration Number:	4426974	BUFFALO BLEU
Registration Number:	3577544	DEATH VALLEY CHIPOTLE
Registration Number:	2917457	
Registration Number:	4000266	FULLY LOADED BAKED POTATO
Registration Number:	2873087	KETTLE
Registration Number:	3510810	KETTLE
Registration Number:	3417780	KETTLE
Registration Number:	3417781	KETTLE
Registration Number:	3417783	KETTLE BRAND
Registration Number:	2923081	
Registration Number:	1397807	ROASTER-FRESH
Registration Number:	4434263	SPICY THAI
Registration Number:	3277341	SNACK WITH CONFIDENCE
Registration Number:	2881773	STAY SALTY STAY FUNKY
Registration Number:	4179911	TIAS
Registration Number:	2729540	KETTLE SWEET
Serial Number:	86133650	POPTOPIA

CORRESPONDENCE DATA**Fax Number:** 4048853770*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:** 4048853770**Email:** andrew.regan@troutmansanders.com**Correspondent Name:** ANDREW REGAN PHD**Address Line 1:** 600 PEACHTREE ST NE**Address Line 4:** ATLANTA, GEORGIA 30308**ATTORNEY DOCKET NUMBER:** 248014.000002**NAME OF SUBMITTER:** ANDREW REGAN PH.D.**SIGNATURE:** /ANDREW REGAN, PH.D. 66970/**DATE SIGNED:** 04/05/2016**Total Attachments: 7**

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS dated as of February 29, 2016 (this "*Termination and Release*"), by Credit Suisse AG, CAYMAN ISLANDS BRANCH, as administrative agent and collateral agent (in such capacities, the "*Agent*"), in favor of Diamond Foods, Inc., a Delaware corporation, (the "*Grantor*"). Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Credit Agreement or the Collateral Agreement, as applicable, referred to below.

A. Reference is made to (i) the Credit Agreement dated as of February 19, 2014 (as amended by that certain Amendment No.1 dated as of June 18, 2015 and as further amended, restated, supplemented or otherwise modified to the date hereof, the "*Credit Agreement*"), among the Grantor, each Lender from time to time party thereto and the Agent, (ii) the Collateral Agreement dated as of February 19, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the "*Collateral Agreement*"), among the Grantor, certain of its Subsidiaries party thereto and the Agent, and (iii) the Trademark Security Agreement dated as of February 19, 2014 (the "*Trademark Security Agreement*"), made by the Grantor in favor of the Agent (such documents set forth in clauses (ii) and (iii), the "*Security Agreements*").

B. Pursuant to the Security Agreements, the Grantor granted to the Agent, for the benefit of the Secured Parties, a security interest in the trademarks of the Grantors set forth on Schedule I hereto, including the goodwill associated with such trademarks and the right to receive all Proceeds therefrom (the "*Trademarks*"), which security interest was recorded with the United States Patent & Trademark Office on February 26, 2014 at Reel/Frame 5224/0760.

C. The Grantor has informed the Agent that, in connection with the Payoff Letter dated as of February 26, 2016 between the Grantor and the Agent, the Grantor requests the release of all right, title and interest of the Agent and the Secured Parties in, to and under the Trademarks granted under the Security Agreements.

Accordingly, for good and valuable consideration, including the satisfaction of the Obligations secured by the Trademarks, the receipt and sufficiency of which are hereby acknowledged, all of the Agent's right, title and interest (including, without limitation, security interests and liens) in, to and under the Trademarks shall hereby automatically terminate as provided in the Security Agreements, and the Agent hereby terminates, cancels, releases and discharges its security interests and liens in, to and under the Trademarks and hereby re-transfers, re-conveys and re-assigns all of the Agent's right, title and interest in, to and under the Trademarks to the applicable Grantor.


The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the security interests contemplated hereby.


THIS TERMINATION AND RELEASE SHALL BE GOVERNED BY
AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF
NEW YORK AND SHALL BE BINDING UPON THE AGENT'S
REPRESENTATIVES, SUCCESSORS, ASSIGNS AND TRANSFEREES.

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IN WITNESS WHEREOF, the Agent has caused this Termination and Release to be duly executed as of the day and year first above written.

CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Agent,

By 
Name: Judith E. Smith
Title: Authorized Signatory

By 
Name: Kelly Heimrich
Title: Authorized Signatory

Schedule I

UNITED STATES TRADEMARKS:

Registrations:

<u>OWNER</u>	<u>REGISTRATION NUMBER</u>	<u>TRADEMARK</u>
Diamond Foods, Inc.	796084	CALWAL
Diamond Foods, Inc.	3455993	COCOA ROAST
Diamond Foods, Inc.	1859218	COUNTRY STREAM
Diamond Foods, Inc.	1365849	Design (diamond)
Diamond Foods, Inc.	1299727	Design (diamond)
Diamond Foods, Inc.	2975312	Design (red diamond)
Diamond Foods, Inc.	1890026	DIAMOND
Diamond Foods, Inc.	511213	DIAMOND
Diamond Foods, Inc.	0724880	DIAMOND BRAND and design
Diamond Foods, Inc.	130162	DIAMOND BRAND and design
Diamond Foods, Inc.	1801304	DIAMOND OF CALIFORNIA and design
Diamond Foods, Inc.	2449847	DIAMOND OF CALIFORNIA and design
Diamond Foods, Inc.	1299723	DIAMOND OF CALIFORNIA and design
Diamond Foods, Inc.	3981595	DIAMOND OF CALIFORNIA and design (color)
Diamond Foods, Inc.	728907	EMERALD
Diamond Foods, Inc.	639432	EMERALD
Diamond Foods, Inc.	3765476	EMERALD and Hexagon Design (color)
Diamond Foods, Inc.	3498270	EMERALD COCOA ROAST

Diamond Foods, Inc.	2093018	EMERALD OF CALIFORNIA and design (octagon)
Diamond Foods, Inc.	3799366	FEED YOUR FINGERS
Diamond Foods, Inc.	1129023	HARMONY
Diamond Foods, Inc.	1129029	HARMONY
Diamond Foods, Inc.	1397028	HARMONY
Diamond Foods, Inc.	2665022	HARMONY
Diamond Foods, Inc.	2682629	HARMONY
Diamond Foods, Inc.	3080252	HARMONY (illustration drawing)
Diamond Foods, Inc.	2901557	HARVEST RESERVE
Diamond Foods, Inc.	592483	HOLIDAY (stylized)
Diamond Foods, Inc.	3980362	MOVIE NIGHT MAKER
Diamond Foods, Inc.	808927	SUNTAND
Diamond Foods, Inc.	3115217	100 CALORIE POP
Diamond Foods, Inc.	2192949	JUMBO POP
Diamond Foods, Inc.	1983966	POP SECRET
Diamond Foods, Inc.	1397053	POP SECRET
Diamond Foods, Inc.	1408825	POP SECRET (stylized)
Diamond Foods, Inc.	1517330	TROPICAL TRAIL MIX
Kettle Foods, Inc.	98761A (CALIFORNIA)	KETTLE
Kettle Foods, Inc.	98761 (CALIFORNIA)	KETTLE
Kettle Foods, Inc.	T27845 (OREGON)	KETTLE
Kettle Foods, Inc.	22829 (WASHINGTON)	KETTLE

Kettle Foods, Inc.	22830 (WASHINGTON)	KETTLE
Kettle Foods, Inc.	3277005	A NATURAL OBSESSION
Kettle Foods, Inc.	3277006	A NATURAL OBSESSION
Kettle Foods, Inc.	3167020	ALWAYS HAND COOKED
Kettle Foods, Inc.	3622684	BACKYARD BARBECUE
Kettle Foods, Inc.	4426974	BUFFALO BLEU
Kettle Foods, Inc.	77/589780	BUFFALO BLUE
Kettle Foods, Inc.	3577544	DEATH VALLEY CHIPOTLE
Kettle Foods, Inc.	2917457	Design (man stirring)
Kettle Foods, Inc.	4000266	FULLY LOADED BAKED POTATO
Kettle Foods, Inc.	2873087	KETTLE
Kettle Foods, Inc.	3510810	KETTLE (stylized)
Kettle Foods, Inc.	3417780	KETTLE (stylized)
Kettle Foods, Inc.	3417781	KETTLE (stylized)
Kettle Foods, Inc.	3417783	KETTLE BRAND
Kettle Foods, Inc.	2923081	MAN LOGO 1
Kettle Foods, Inc.	1397807	ROASTER-FRESH
Kettle Foods, Inc.	4434263	SPICY THAI
Kettle Foods, Inc.	77/796249	SPICY THAI
Kettle Foods, Inc.	3277341	SNACK WITH CONFIDENCE
Kettle Foods, Inc.	2881773	STAY SALTY STAY FUNKY
Kettle Foods, Inc.	4179911	TIAS
Kettle Foods, Inc.	2729540	KETTLE SWEET

UNITED STATES TRADEMARK APPLICATIONS:

OWNER	APPLICATION NUMBER	TRADEMARK
Diamond Foods, Inc.	86133650	POPTOPIA

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RECORDED: 04/05/2016

**TRADEMARK
REEL: 005765 FRAME: 0546**