

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM503875

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
FOOD52, INC.		12/28/2018	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	HORIZON TECHNOLOGY FINANCE CORPORATION		
<b>Street Address:</b>	312 Farmington Avenue		
<b>City:</b>	Farmington		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06032		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5186844	FOOD52 WORKS	
<b>Registration Number:</b>	4034646	FOOD52	
<b>Serial Number:</b>	88000910	FIVE TWO BY FOOD52	
<b>Serial Number:</b>	87671374	GENIUS	
<b>Serial Number:</b>	87671343	GENIUS RECIPES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8606768655		
<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>			
<b>Email:</b>	lucia@horizontechfinance.com		
<b>Correspondent Name:</b>	Horizon Technology Finance		
<b>Address Line 1:</b>	312 Farmington Avenue		
<b>Address Line 2:</b>	Attn: Legal Department		
<b>Address Line 4:</b>	Farmington, CONNECTICUT 06032		
<b>NAME OF SUBMITTER:</b>	Eric S. Darmofal		
<b>SIGNATURE:</b>	/s/Eric S. Darmofal		
<b>DATE SIGNED:</b>	12/31/2018		
<b>Total Attachments: 2</b>			
source=5 Grant of Security Interest Trademark (12-28-18) (Food52)#page1.tif			

OP \$140.00 5186844



GRANT OF SECURITY INTEREST  
TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of December 28, 2018, is executed by FOOD52, INC., a Delaware corporation with an address of 122 West 26<sup>th</sup> Street, 8<sup>th</sup> Floor, New York, New York 10001 ("Debtor"), in favor of HORIZON TECHNOLOGY FINANCE CORPORATION, a Delaware corporation with an address of 312 Farmington Avenue, Farmington, Connecticut 06032 ("Secured Party").

A. Pursuant to a certain Venture Loan and Security Agreement, dated as of the date hereof (the "Agreement") by and between Debtor and the Secured Party, the Secured Party has agreed to extend certain credit facilities to Debtor upon the terms and subject to the conditions set forth therein;

B. Debtor owns the registered trademarks and service marks (and applications and registrations therefor), more particularly described on Schedules I-A and I-B annexed hereto as part hereof (collectively, the "Trademarks");


C. Pursuant to the Agreement, Debtor has granted to Secured Party a security interest in all right, title and interest of Debtor in and to the Trademarks, together with associated goodwill, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby further grant to Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first written above.

FOOD52, INC.

By:   
Name: Amanda Hesser  
Title: Chief Executive Officer

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

<b>Trademark</b>	<b>Owner</b>	<b>Registration Number</b>	<b>Registration Date</b>
FOOD52 WORKS	Food52, Inc.	5186844	4/18/17
FOOD52	Food52, Inc.	4034646	10/4/11

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

<b>Trademark Application</b>	<b>Owner</b>	<b>Application Number</b>	<b>Application Date</b>
FIVE TWO BY FOOD52	Food52, Inc.	88/000910	6/14/18
GENIUS	Food52, Inc.	1922432	4/26/18
GENIUS	Food52, Inc.	1895837	4/25/18
GENIUS	Food52, Inc.	17892747	4/26/18
GENIUS	Food52, Inc.	87/671374	11/3/17
GENIUS RECIPES	Food52, Inc.	1922437	4/26/18
GENIUS RECIPES	Food52, Inc.	1895838	4/25/18
GENIUS RECIPES	Food52, Inc.	17893105	4/27/18
GENIUS RECIPES	Food52, Inc.	87/671343	11/3/17
FIVE TWO BY FOOD52	Food52, Inc.	18000241	12/13/18