

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM516543

|                              |                   |
|------------------------------|-------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT    |
| <b>NATURE OF CONVEYANCE:</b> | SECURITY INTEREST |

## CONVEYING PARTY DATA

| Name                               | Formerly | Execution Date | Entity Type             |
|------------------------------------|----------|----------------|-------------------------|
| Markwins Beauty Brands, Inc.       |          | 03/28/2019     | Corporation: CALIFORNIA |
| Markwins Beauty Products, Inc.     |          | 03/28/2019     | Corporation: CALIFORNIA |
| Physicians Formula Cosmetics, Inc. |          | 03/28/2019     | Corporation: DELAWARE   |
| Physicians Formula Inc.            |          | 03/28/2019     | Corporation: NEW YORK   |

## RECEIVING PARTY DATA

|                        |   |
|------------------------|---|
| <b>Name:</b>           | JPMorgan Chase Bank, N.A.                   |
| <b>Street Address:</b> | 10 S. Dearborn Street                       |
| <b>City:</b>           | chicago                                     |
| <b>State/Country:</b>  | ILLINOIS                                    |
| <b>Postal Code:</b>    | 60603                                       |
| <b>Entity Type:</b>    | National Banking Association: UNITED STATES |

## PROPERTY NUMBERS Total: 187

| Property Type        | Number  | Word Mark        |
|----------------------|---------|------------------|
| Registration Number: | 5077920 | #FLASHMOB        |
| Registration Number: | 5110431 | #INSTAREADY      |
| Registration Number: | 5110047 | 24 HR WEAR       |
| Registration Number: | 4556833 | ACTIBRIGHT BLEND |
| Registration Number: | 3496856 | ACTIPLUMP        |
| Registration Number: | 4724943 | ARGAN WEAR       |
| Registration Number: | 1529213 | ARTMATIC U.S.A.  |
| Registration Number: | 3169240 | BAKED BERRIES    |
| Registration Number: | 2801528 | BAKED BRONZER    |
| Registration Number: | 3189776 | BAKED BUTTER     |
| Registration Number: | 2953835 | BAKED COLLECTION |
| Registration Number: | 3913698 | BAKED COLLECTION |
| Registration Number: | 3189775 | BAKED OATMEAL    |
| Registration Number: | 3189777 | BAKED SANDS      |
| Registration Number: | 3169239 | BAKED SMOKES     |

TRADEMARK

| Property Type        | Number  | Word Mark                  |
|----------------------|---------|----------------------------|
| Registration Number: | 3189774 | BAKED SPICES               |
| Registration Number: | 3197148 | BAKED SUGAR                |
| Registration Number: | 3769017 | BAMBOO WEAR                |
| Registration Number: | 3794844 | BAMBUKI                    |
| Registration Number: | 2352779 | BEAUTY SPIRAL              |
| Registration Number: | 4423001 | BEST FLAVOR FOREVER        |
| Registration Number: | 1749170 | BLACK RADIANCE             |
| Registration Number: | 3243098 | BLEND 'N GLOW              |
| Registration Number: | 1123542 | BONNE                      |
| Registration Number: | 2617932 | BONNE BELL                 |
| Registration Number: | 3104435 | BONNEBELL                  |
| Registration Number: | 2841745 | BRIGHT COLLECTION          |
| Registration Number: | 3737835 | BRONZE BOOSTER             |
| Registration Number: | 1891578 | BRONZZER                   |
| Registration Number: | 3962805 | CASHMERE WEAR              |
| Registration Number: | 4725052 | CITY GLOW                  |
| Registration Number: | 4937467 | CITY PROTECTION TECHNOLOGY |
| Registration Number: | 3586902 | CLINICLEAR TECHNOLOGY      |
| Registration Number: | 3325455 | CONCEAL RX                 |
| Registration Number: | 2852080 | CONCEALER 101              |
| Registration Number: | 2398555 | CONCEALER TWINS            |
| Registration Number: | 1544116 | COVER ALL                  |
| Registration Number: | 3277212 | COVERTOXTEN50              |
| Registration Number: | 4512487 | CURL & CARE MASCARA        |
| Registration Number: | 3644900 | DAZZLE DUST                |
| Registration Number: | 0333239 | DERMETICS                  |
| Registration Number: | 4961271 | DISCO GLAM                 |
| Registration Number: | 1695175 | DURASCREEN                 |
| Registration Number: | 3423809 | ECOBLEND                   |
| Registration Number: | 3446345 | ECO-OLIVE                  |
| Registration Number: | 4516588 | ELASTINMOISTURE EXTRACT    |
| Registration Number: | 4495487 | ENDLESS COLOR              |
| Registration Number: | 3939143 | EYE BOOSTER                |
| Registration Number: | 2947252 | EYE STYLE                  |
| Registration Number: | 2288310 | EYEBRIGHTENER              |
| Registration Number: | 4314622 | FAKE OUT MASCARA           |
| Registration Number: | 1403699 | FANTASY MAKERS             |
| Registration Number: | 2277124 | FINELINE                   |

| Property Type        | Number  | Word Mark                                |
|----------------------|---------|--|
| Registration Number: | 4248229 | GEL BRONZE                               |
| Registration Number: | 2230761 | GENTLE COVER                             |
| Registration Number: | 4682589 | GENTLE WEAR                              |
| Registration Number: | 3967962 | GLAM COLLECTION                          |
| Registration Number: | 5232211 | GLASSY GLOSS                             |
| Registration Number: | 2846711 | GLIMMER BRONZE                           |
| Registration Number: | 3659156 | GLITZ 'N GLO                             |
| Registration Number: | 4050701 | GLOW & MOOD BOOSTING BLUSH               |
| Registration Number: | 4481446 | GLOW & MOOD BOOSTING BRONZER             |
| Registration Number: | 4032754 | GLOW & MOOD BOOSTING POWDER              |
| Registration Number: | 4046457 | GLOW-BOOSTING SUN STONES                 |
| Registration Number: | 4452229 | HAPPY 40TH BIRTHDAY! LIP SMACKER LOVED S |
| Registration Number: | 3962806 | HAPPY BOOSTER                            |
| Registration Number: | 3822800 | HEALTHY WEAR                             |
| Registration Number: | 4495587 | HOW GREEN IS YOUR MAKEUP REMOVER?        |
| Registration Number: | 4657726 | HOW GREEN IS YOUR MAKEUP?                |
| Registration Number: | 3544638 | HOW GREEN IS YOUR MAKEUP?                |
| Registration Number: | 4351228 | HOW-TO-WEAR                              |
| Registration Number: | 5232217 | IDOL EYES                                |
| Registration Number: | 4393287 | INTENSIVFILL PEPTIDE                     |
| Registration Number: | 1120402 | JONEL                                    |
| Registration Number: | 1120332 | JONEL                                    |
| Registration Number: | 1384904 | JONEL                                    |
| Registration Number: | 2709526 | JUNGLE FEVER                             |
| Registration Number: | 5650015 | KISS THERAPY                             |
| Registration Number: | 1949213 | LE VELVET                                |
| Registration Number: | 1122628 | LE VELVET FILM                           |
| Registration Number: | 2732963 | LIP D'VOTION                             |
| Registration Number: | 2743652 | LIP FASHION                              |
| Registration Number: | 2819450 | LIP FROSTING                             |
| Registration Number: | 4314474 | LIP GLOSS MADE IN USA                    |
| Registration Number: | 2172886 | LIP LITES                                |
| Registration Number: | 2735232 | LIP RUSH                                 |
| Registration Number: | 2414181 | LIP SHAKE                                |
| Registration Number: | 2617490 | LIP SMACKER                              |
| Registration Number: | 5649968 | LIP SMACKER KISS THERAPY                 |
| Registration Number: | 2929652 | LIP SMACKIN'                             |
| Registration Number: | 2819457 | LIP SPARKLER                             |

| Property Type        | Number  | Word Mark                       |
|----------------------|---------|---------------------------------|
| Registration Number: | 1087952 | LIP-SMACKERS                    |
| Registration Number: | 4126693 | LIPREFRESH                      |
| Registration Number: | 3052613 | LORAC                           |
| Registration Number: | 1852838 | LORAC                           |
| Registration Number: | 4408353 | LOVED SINCE 1973                |
| Registration Number: | 3098670 | MAGIC MOSAIC                    |
| Registration Number: | 5074367 | MARATHONISTA TINTED MOISTURIZER |
| Registration Number: | 2267289 | MARKWINS                        |
| Registration Number: | 5311434 | MEGA CUSHION                    |
| Registration Number: | 5389348 | MEGA EYES                       |
| Registration Number: | 5232659 | MEGACLEAR                       |
| Registration Number: | 2196704 | MEGAFLAVORS                     |
| Registration Number: | 5232658 | MEGAGLO                         |
| Registration Number: | 1577242 | MEGALASH                        |
| Registration Number: | 5232214 | MEGALAST                        |
| Registration Number: | 1632101 | MEGALINER                       |
| Registration Number: | 5245340 | MEGASHIELD                      |
| Registration Number: | 2562224 | MEGAWINK                        |
| Registration Number: | 4556829 | MENORESTORE PEPTIDE             |
| Registration Number: | 1881097 | MIGHTY LASH                     |
| Registration Number: | 3700489 | MINERAL FACEBRIGHTENER          |
| Registration Number: | 3104495 | MINERAL WEAR                    |
| Registration Number: | 3164117 | MINERAL WEAR                    |
| Registration Number: | 3373540 | MINERAL WEAR                    |
| Registration Number: | 3595401 | MINERAL WEAR                    |
| Registration Number: | 3554909 | MINERAL WEAR                    |
| Registration Number: | 5326083 | NATURAL BLEND                   |
| Registration Number: | 4507425 | NUDE WEAR                       |
| Registration Number: | 4625876 | OH SO RADIANT POWDER            |
| Registration Number: | 4633345 | OH SO SEXY EYESHADOW QUAD       |
| Registration Number: | 3454574 | ORGANIC WEAR                    |
| Registration Number: | 3423808 | ORGANISOY                       |
| Registration Number: | 4654464 | OXYGEN BOOSTING TECHNOLOGY      |
| Registration Number: | 2874954 | P                               |
| Registration Number: | 2973126 | P                               |
| Registration Number: | 2228941 | PEACH-TO-GLOW                   |
| Registration Number: | 2460119 | PEARLS OF PERFECTION            |
| Registration Number: | 5245336 | PERFECT PAIR                    |

| Property Type        | Number  | Word Mark                        |
|----------------------|---------|----------------------------------|
| Registration Number: | 5232654 | PHOTO FOCUS                      |
| Registration Number: | 1187307 | PHYSICIANS FORMULA               |
| Registration Number: | 4147843 | PHYSICIANS FORMULA               |
| Registration Number: | 3494604 | PHYSICIANS FORMULA               |
| Registration Number: | 3503144 | PINKY LIP SMACKER                |
| Registration Number: | 3478243 | PINKY LIQUID LIP SMACKER         |
| Registration Number: | 2596062 | PLANET BLUSH                     |
| Registration Number: | 2003717 | PLENTIFULL                       |
| Registration Number: | 3341830 | PLUMP POTION                     |
| Registration Number: | 3455125 | PLUMP POTION                     |
| Registration Number: | 4554666 | POREFECTION                      |
| Registration Number: | 3000074 | POWDER BRONZE                    |
| Registration Number: | 2400377 | POWDER PALETTE                   |
| Registration Number: | 3517335 | PRO ART                          |
| Registration Number: | 5177036 | PROFIT BLEND                     |
| Registration Number: | 4324954 | SEASON-TO-SEASON                 |
| Registration Number: | 2475987 | SELF DEFENSE                     |
| Registration Number: | 2583857 | SENSITIVE SKIN ? BE SENSIBLE !   |
| Registration Number: | 4471383 | SEXY BOOSTER                     |
| Registration Number: | 1518552 | SILK FINISH                      |
| Registration Number: | 5186853 | SKIN-NOURISHING COCONUT COCKTAIL |
| Registration Number: | 3709973 | SKINSHEER                        |
| Registration Number: | 3735343 | SMACKERS                         |
| Registration Number: | 2919247 | SMACKERS                         |
| Registration Number: | 2182478 | SMACKERS                         |
| Registration Number: | 1852840 | SMACKERS                         |
| Registration Number: | 4649490 | SPOILED                          |
| Registration Number: | 4227262 | SPOILED BY WET N WILD            |
| Registration Number: | 5050969 | STAY WILD                        |
| Registration Number: | 4230608 | STIMUMOIST                       |
| Registration Number: | 2721774 | SUMMER ECLIPSE                   |
| Registration Number: | 1257282 | SUN SHIELD                       |
| Registration Number: | 2637184 | SUN SMACKERS                     |
| Registration Number: | 2961713 | S'WHIRL GLOSS                    |
| Registration Number: | 2811828 | S'WHIRLY SHIMMER GLOSS           |
| Registration Number: | 3944317 | TANTALIZER                       |
| Registration Number: | 1899523 | THE COLOR INSTITUTE              |
| Registration Number: | 1701299 | THE COLOR WORKSHOP               |

| Property Type        | Number   | Word Mark                              |
|----------------------|----------|--|
| Registration Number: | 2021117  | THE ONCE-A-DAY, ALL DAY SUNSCREEN      |
| Registration Number: | 2597621  | THE ORIGINAL FUN-FLAVORED LIP GLOSS    |
| Registration Number: | 2917166  | THE WORLD OF SMACKERS                  |
| Registration Number: | 2070859  | TO ANY LENGTHS                         |
| Registration Number: | 4407824  | TO-KI-O TREATS                         |
| Registration Number: | 2719467  | VITAL LASH                             |
| Registration Number: | 1158712  | WET 'N WILD                            |
| Registration Number: | 5083234  | WET N WILD 1 STEP WONDER GEL           |
| Registration Number: | 5240341  | WET N WILD LOS ANGELES                 |
| Registration Number: | 5055758  | WET N WILD MAX FANATIC CAT EYE MASCARA |
| Registration Number: | 4789659  | WET N WILD MAX VOLUME PLUS MASCARA     |
| Registration Number: | 2337607  | WET'N' WILD U.S.A.                     |
| Registration Number: | 2809481  | WHIRLIN' GLITZ 'N GLO                  |
| Registration Number: | 2767873  | WHIRLY GIRL                            |
| Registration Number: | 5232218  | WILD SHINE                             |
| Registration Number: | 4309740  | YOUR SKIN. OUR PASSION. WE PROMISE.    |
| Registration Number: | 4230891  | YOUTHFUL WEAR                          |
| Registration Number: | 4569210  | YOUTHFUL WEAR SPOTLESS                 |
| Serial Number:       | 87818511 | BEAUTY BENEFITS HOLLYWOOD              |
| Serial Number:       | 87603423 | LASH GOALS MASCARA                     |

**CORRESPONDENCE DATA**

**Fax Number:** 3127069000

*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:** 312-701-8352

**Email:** ejpalmer@mayerbrown.com, mdecember@mayerbrown.com

**Correspondent Name:** Erick J. Palmer

**Address Line 1:** P.O. Box 2828

**Address Line 4:** Chicago, ILLINOIS 60690-2828

**NAME OF SUBMITTER:** Erick J. Palmer

**SIGNATURE:** /EJP/

**DATE SIGNED:** 03/29/2019

**Total Attachments: 20**

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## TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT (this "Agreement") dated as of March 28, 2019 is among Markwins Beauty Brands, Inc., a California corporation, Markwins Beauty Products, Inc., a California corporation, Physician Formula Cosmetics, Inc., a Delaware corporation, Physicians Formula Inc., a New York corporation (each a "Debtor" and collectively the "Debtors"), and JPMorgan Chase Bank, N.A., as administrative agent (in such capacity, the "Administrative Agent") for the Secured Parties (as defined in the Security Agreement, defined below).

### WITNESSETH

WHEREAS, pursuant to a Credit Agreement, dated as of March 28, 2019 (as amended, supplemented, amended and restated or otherwise modified from time to time, the "Credit Agreement"), among certain of the Debtors, Markwins Canada Corporation, the Lenders party thereto and the Administrative Agent, the Lenders have extended Revolving Commitments to make Revolving Loans to the Borrowers;

WHEREAS, the Debtors and certain of their affiliates have entered into a Pledge and Security Agreement dated as of March 28, 2019, with the Administrative Agent (as amended, supplemented, restated, replaced or otherwise modified from time to time, the "Security Agreement"); and

WHEREAS, as a condition precedent to the making of the Revolving Loans, the Debtors are required to execute and deliver this Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Debtor agrees, for the benefit of the Administrative Agent and each other Secured Party, as follows:

**Section 1. Definitions.** Unless otherwise defined herein, terms used in this Agreement, including its preamble and recitals, have the meanings provided in the Security Agreement or Credit Agreement, as applicable. The following terms shall have the following meanings:

"Intellectual Property" means all rights, title and interests in or relating to intellectual property and industrial property arising under any Requirement of Law and all IP Ancillary Rights relating thereto, including all Copyrights, Patents, Industrial Designs, Software, Trademarks, Internet Domain Names, Trade Secrets and IP Licenses.

"IP Ancillary Rights" means, with respect to any Intellectual Property, as applicable, all foreign counterparts to, and all divisionals, reversions, continuations, continuations-in-part, reissues, reexaminations, renewals and extensions of, such Intellectual Property and all income, royalties, proceeds and Liabilities at any time due or payable or asserted under or with respect to any of the foregoing or otherwise with respect to such Intellectual Property throughout the world, including all rights to sue or recover at



law or in equity for any past, present or future infringement, misappropriation, dilution, violation or other impairment thereof.

**Section 2. Grant of Security Interest in the Collateral.** Each Debtor grants to the Administrative Agent for the benefit of the Secured Parties a continuing lien on and security interest in all of the following property of such Debtor (for each Debtor, the “Collateral”), whether now owned or hereafter acquired:

(a) **Trademarks.** Trademarks, whether now owned or hereafter acquired, or in which the Debtor now has or hereafter acquires any rights (the term “Trademarks” means all rights, title and interests (and all related IP Ancillary Rights) arising under any Requirement of Law in or relating to trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers and, in each case, all goodwill associated therewith, all registrations and recordations thereof and all applications in connection therewith, including, without limitation, each Trademark application and registration listed on Schedule A hereto);

(b) **Licenses.** IP Licenses, whether now owned or hereafter acquired, or in which the Debtor now has or hereafter acquires any rights (the term “IP Licenses” means all agreements granting any right, title and interest in or to any Intellectual Property under which a Grantor is a licensor or a licensee, including, without limitation, each IP License listed on Schedule B hereto); and

(c) **Proceeds and Products.** All proceeds and products of the foregoing and all insurance of the foregoing and proceeds thereof, whether now existing or hereafter arising, including, without limitation, (A) any claims by the Debtor against third parties for damages by reason of past, present or future infringement or dilution of any Trademark or of any Trademark licensed under any IP License, or for injury to the goodwill of the business connected with the use of, or symbolized by, any Trademark or of any Trademark licensed under any IP License, and (B) any claim by the Debtor against third parties for damages by reason of past, present or future misappropriation or wrongful use or disclosure of any trade secret or other property or right described above or of any such trade secret or other property or right licensed under any license or agreement described above, and together with the right to sue for and collect the damages described in the immediately preceding clause (A).

Notwithstanding anything to the contrary in clauses (a) - (c) above, the security interest created by this Agreement shall not extend to, and the term “Collateral” shall not include (i) any “intent-to-use” application for registration of a trademark filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. § 1051, prior to the filing of a “Statement of Use” pursuant to Section 1(d) of the Lanham Act or an “Amendment to Allege Use” pursuant to Section 1(c) of the Lanham Act with respect thereto, solely to the extent, if any, that and solely during the period, if any, in which, the grant of a security interest therein would impair the validity or enforceability of any registration that issues from such intent-to-use application under applicable federal law, or (ii) assets in respect of which pledges and security interests are prohibited by applicable U.S. law, rule or regulation or agreements with any U.S. governmental authority (other than to the extent that such prohibition would be rendered ineffective pursuant to Sections 9-406, 9-407, 9-408, 9-409 or other applicable provisions of the UCC of any relevant jurisdiction or any other applicable law);

provided that, immediately upon the ineffectiveness, lapse or termination of any such prohibitions, such assets shall automatically cease to be excluded from the Collateral.

**Section 3. Security Agreement.** The security interest granted pursuant to this Agreement is granted in conjunction with the security interest granted to the Administrative Agent for the benefit of the Secured Parties pursuant to the Security Agreement, and each Debtor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the security interest in the Collateral made and granted 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. In the event that any provision of this Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.


**Section 4. Continuing Agreement.** This Agreement shall be a continuing agreement in every respect and shall remain in full force and effect until payment in full of all Secured Obligations.

**Section 5. Governing Law. THIS AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE INTERNAL LAWS OF THE STATE OF NEW YORK, BUT GIVING EFFECT TO FEDERAL LAWS APPLICABLE TO NATIONAL BANKS.** The headings in this Agreement are for convenience of reference only and shall not limit or otherwise affect the meaning of any provision hereof.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, each Debtor has caused this Agreement to be duly executed and delivered as of the date first above written.

MARKWINS BEAUTY BRANDS, INC.  
MARKWINS BEAUTY PRODUCTS, INC.  
PHYSICIANS FORMULA, INC.  
PHYSICIANS FORMULA COSMETICS, INC.

By: 

Name: Sung Tsei Chen

Title: Chief Executive Officer

*Signature Page to  
Trademark Security Agreement*

**TRADEMARK**  
**REEL: 006604 FRAME: 0204**

Accepted and agreed to as of the date first above written.

JPMORGAN CHASE BANK, N.A., as  
Administrative Agent

By:  \_\_\_\_\_  
Name: Coral Garcia  
Title: Authorized Signatory

*Signature Page to  
Trademark Security Agreement*

**TRADEMARK**  
**REEL: 006604 FRAME: 0205**

**SCHEDULE A**

**TO TRADEMARK COPYRIGHT SECURITY AGREEMENT**

**Trademark Registrations and Applications**

| <u>Trademark</u> | <u>Jurisdiction</u> | <u>Status</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Registration No.</u> | <u>Issue Date</u> | <u>Owner</u>                   |
|------------------|---------------------|---------------|------------------------|--------------------|-------------------------|-------------------|--------------------------------|
| #FLASHMOB        | USA                 | Registered    | 86966837               | 04/06/2016         | 5077920                 | 11/08/2016        | Markwins Beauty Brands, Inc.   |
| #INSTAREADY      | USA                 | Registered    | 86562566               | 03/12/2015         | 5110431                 | 12/27/2016        | Physicians Formula, Inc.       |
| 24 HR WEAR       | USA                 | Registered    | 85883018               | 03/21/2015         | 5110047                 | 12/27/2016        | Physicians Formula, Inc.       |
| ACTIBRIGHT BLEND | USA                 | Registered    | 85836342               | 01/30/2015         | 4556833                 | 06/24/2014        | Physicians Formula, Inc.       |
| ACTIPLUMP        | USA                 | Registered    | 77276038               | 09/10/2007         | 3496856                 | 09/02/2008        | Physicians Formula, Inc.       |
| ARGAN WEAR       | USA                 | Registered    | 86173110               | 01/23/2015         | 4724943                 | 04/21/2015        | Physicians Formula, Inc.       |
| ARTMATIC U.S.A.  | USA                 | Registered    | 73707585               | 01/25/1988         | 1529213                 | 03/14/1989        | Markwins Beauty Products, Inc. |
| BAKED BERRIES    | USA                 | Registered    | 76629442               | 01/26/2006         | 3169240                 | 11/07/2006        | Physicians Formula, Inc.       |
| BAKED BRONZER    | USA                 | Registered    | 78203188               | 01/14/2006         | 2801528                 | 12/30/2003        | Physicians Formula, Inc.       |
| BAKED BUTTER     | USA                 | Registered    | 76629445               | 01/26/2006         | 3189776                 | 12/26/2006        | Physicians Formula, Inc.       |
| BAKED COLLECTION | USA                 | Registered    | 78225187               | 03/13/2006         | 2953835                 | 03/17/2005        | Physicians Formula, Inc.       |
| BAKED COLLECTION | USA                 | Registered    | 85062015               | 06/14/2010         | 3913698                 | 02/01/2011        | Physicians Formula, Inc.       |
| BAKED OATMEAL    | USA                 | Registered    | 76629444               | 01/26/2006         | 3189775                 | 12/26/2006        | Physicians Formula, Inc.       |
| BAKED SANDS      | USA                 | Registered    | 76629446               | 01/26/2006         | 3189777                 | 12/26/2006        | Physicians Formula, Inc.       |

| <u>Trademark</u>            | <u>Jurisdiction</u> | <u>Status</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Registration No.</u> | <u>Issue Date</u> | <u>Owner</u>                   |
|-----------------------------|---------------------|---------------|------------------------|--------------------|-------------------------|-------------------|--------------------------------|
| BAKED SMOKES                | USA                 | Registered    | 76629438               | 01/26/2005         | 3169239                 | 11/07/2006        | Physicians Formula, Inc.       |
| BAKED SPICES                | USA                 | Registered    | 76629438               | 01/26/2005         | 3189774                 | 12/26/2006        | Physicians Formula, Inc.       |
| BAKED SUGAR                 | USA                 | Registered    | 76629441               | 01/26/2005         | 3197148                 | 01/09/2007        | Physicians Formula, Inc.       |
| BAMBOO WEAR                 | USA                 | Registered    | 77677128               | 02/24/2009         | 3769017                 | 03/30/2010        | Physicians Formula, Inc.       |
| BAMBUKI                     | USA                 | Registered    | 77773439               | 07/02/2009         | 3794844                 | 05/25/2010        | Physicians Formula, Inc.       |
| BEAUTY BENEFITS HOLLYWOOD   | USA                 | Pending       | 87818511               | 03/02/2018         |                         |                   | Markwins Beauty Brands, Inc.   |
| BEAUTY SPIRAL               | USA                 | Registered    | 75591430               | 11/18/1998         | 2352779                 | 05/23/2000        | Physicians Formula, Inc.       |
| BEST FLAVOR FOREVER         | USA                 | Registered    | 85756075               | 10/17/2012         | 4423001                 | 10/22/2013        | Markwins Beauty Products, Inc. |
| BLACK RADIANCE              | USA                 | Registered    | 74123037               | 12/13/1998         | 1749170                 | 01/26/1993        | Markwins Beauty Products, Inc. |
| BLEND 'N GLOW               | USA                 | Registered    | 78976948               | 06/08/2005         | 3243098                 | 05/15/2007        | Markwins Beauty Products, Inc. |
| BONNE                       | USA                 | Registered    | 73165227               | 04/06/1978         | 1123542                 | 08/07/1979        | Markwins Beauty Products, Inc. |
| BONNE BELL                  | USA                 | Registered    | 76312729               | 07/14/2001         | 2617932                 | 09/10/2002        | Markwins Beauty Products, Inc. |
| BONNEBELL                   | USA                 | Registered    | 76592656               | 05/17/2004         | 3104435                 | 06/13/2006        | Markwins Beauty Products, Inc. |
| BRIGHT COLLECTION           | USA                 | Registered    | 78175367               | 10/17/2002         | 2841745                 | 05/11/2004        | Physicians Formula, Inc.       |
| BRONZE BOOSTER & SUN DESIGN | USA                 | Registered    | 77569242               | 09/12/2008         | 3737835                 | 01/12/2010        | Physicians Formula, Inc.       |
| BRONZZER                    | USA                 | Registered    | 74365692               | 03/08/1993         | 1891578                 | 04/25/1995        | Markwins Beauty Products, Inc. |
| CASHMERE WEAR               | USA                 | Registered    | 77903148               | 12/30/2009         | 3962805                 | 05/17/2011        | Physicians Formula, Inc.       |

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| CITY GLOW                  | USA                 | Registered    | 86193232               | 02/13/2014         | 4725052                 | 04/21/2015        | Physicians Formula, Inc.       |
| CITY PROTECTION TECHNOLOGY | USA                 | Registered    | 86329571               | 07/07/2014         | 4937467                 | 04/12/2016        | Physicians Formula, Inc.       |
| CLINICLEAR TECHNOLOGY      | USA                 | Registered    | 77539802               | 08/05/2008         | 3586902                 | 03/10/2009        | Physicians Formula, Inc.       |
| CONCEAL RX                 | USA                 | Registered    | 77021968               | 10/16/2006         | 3325455                 | 10/30/2007        | Physicians Formula, Inc.       |
| CONCEALER 101              | USA                 | Registered    | 78230386               | 03/26/2003         | 2852080                 | 06/08/2004        | Physicians Formula, Inc.       |
| CONCEALER TWINS            | USA                 | Registered    | 75592193               | 11/19/1998         | 2398555                 | 10/24/2000        | Physicians Formula, Inc.       |
| COVER ALL                  | USA                 | Registered    | 73739595               | 07/13/1998         | 1544116                 | 06/20/1989        | Markwins Beauty Products, Inc. |
| COVERTOXTEN50              | USA                 | Registered    | 78698476               | 08/23/2005         | 3277212                 | 08/07/2007        | Physicians Formula, Inc.       |
| CURL & CARE MASCARA        | USA                 | Registered    | 85911354               | 04/22/2013         | 4512487                 | 04/08/2014        | Physicians Formula, Inc.       |
| DAZZLE DUST                | USA                 | Registered    | 77977229               | 06/30/2008         | 3644900                 | 06/23/2009        | Markwins Beauty Products, Inc. |
| DERMETICS                  | USA                 | Registered    | 71366268               | 06/17/1993         | 333239                  | 03/10/1936        | Markwins Beauty Products, Inc. |
| DISCO GLAM                 | USA                 | Registered    | 86533345               | 02/12/2015         | 4961271                 | 05/17/2016        | Physicians Formula, Inc.       |
| DURASCREEN                 | USA                 | Registered    | 74096034               | 09/11/1990         | 1695175                 | 06/16/1992        | Physicians Formula, Inc.       |
| ECOBLEND                   | USA                 | Registered    | 77141304               | 03/27/2007         | 3423809                 | 03/06/2008        | Physicians Formula, Inc.       |
| ECO-OOPEN                  | USA                 | Registered    | 77233146               | 07/18/2007         | 3446345                 | 06/10/2008        | Physicians Formula, Inc.       |
| ELASTINMOISTUR E EXTRACT   | USA                 | Registered    | 85836391               | 01/30/2013         | 4516588                 | 04/15/2014        | Physicians Formula, Inc.       |
| ENDLESS COLOR              | USA                 | Registered    | 85650791               | 06/13/2012         | 4495487                 | 03/11/2014        | Physicians Formula, Inc.       |

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| EYE BOOSTER                  | USA                 | Registered    | 85030715               | 05/05/2010         | 3939143                 | 03/29/2011        | Physicians Formula, Inc.       |
| EYE STYLE                    | USA                 | Registered    | 76424206               | 06/24/2002         | 2947252                 | 05/10/2005        | Markwins Beauty Products, Inc. |
| EYEBRIGHTENER                | USA                 | Registered    | 75978395               | 10/30/1997         | 2288310                 | 10/19/1999        | Physicians Formula, Inc.       |
| FAKE OUT MASCARA             | USA                 | Registered    | 85587043               | 04/02/2012         | 4314622                 | 04/02/2013        | Physicians Formula, Inc.       |
| FANTASY MAKERS               | USA                 | Registered    | 73576406               | 01/06/1986         | 1403699                 | 08/05/1986        | Markwins Beauty Products, Inc. |
| FINELINE                     | USA                 | Registered    | 75344692               | 08/21/1997         | 2277124                 | 09/14/1999        | Physicians Formula, Inc.       |
| GEL BRONZE                   | USA                 | Registered    | 85759200               | 10/22/2010         | 4248229                 | 11/27/2012        | Markwins Beauty Products, Inc. |
| GENTLE COVER                 | USA                 | Registered    | 75451734               | 03/17/1998         | 2230761                 | 03/09/1999        | Physicians Formula, Inc.       |
| GENTLE WEAR                  | USA                 | Registered    | 85974249               | 07/01/2013         | 4682589                 | 02/03/2015        | Physicians Formula, Inc.       |
| GLAM COLLECTION              | USA                 | Registered    | 85103140               | 08/09/2010         | 3967962                 | 05/24/2011        | Physicians Formula, Inc.       |
| GLASSY GLOSS                 | USA                 | Registered    | 87240667               | 11/17/2010         | 5232211                 | 06/27/2017        | Markwins Beauty Products, Inc. |
| GLIMMER BRONZE               | USA                 | Registered    | 78182623               | 11/07/2002         | 2846711                 | 05/25/2004        | Markwins Beauty Products, Inc. |
| GLITZ 'N GLO                 | USA                 | Registered    | 77511382               | 06/30/2008         | 3659156                 | 07/21/2009        | Markwins Beauty Products, Inc. |
| GLOW & MOOD BOOSTING BLUSH   | USA                 | Registered    | 85184693               | 11/24/2010         | 4050701                 | 11/01/2011        | Physicians Formula, Inc.       |
| GLOW & MOOD BOOSTING BRONZER | USA                 | Registered    | 85184721               | 11/24/2010         | 4481446                 | 02/11/2014        | Physicians Formula, Inc.       |
| GLOW & MOOD BOOSTING POWDER  | USA                 | Registered    | 85183419               | 11/23/2010         | 4032754                 | 09/27/2011        | Physicians Formula, Inc.       |



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| GLOW-BOOSTING SUN STONES                          | USA                 | Registered    | 85091022               | 07/22/2010         | 4046457                 | 10/25/2011        | Physicians Formula, Inc.       |
| HAPPY 40TH BIRTHDAY! LIP SMACKER LOVED SINCE 1973 | USA                 | Registered    | 85701937               | 08/13/2012         | 4452229                 | 12/17/2013        | Markwins Beauty Products, Inc. |
| HAPPY BOOSTER                                     | USA                 | Registered    | 77903165               | 12/30/2009         | 3962806                 | 05/17/2011        | Physicians Formula, Inc.       |
| HEALTHY WEAR                                      | USA                 | Registered    | 77691778               | 03/16/2009         | 3822800                 | 07/20/2010        | Physicians Formula, Inc.       |
| HOW GREEN IS YOUR MAKEUP REMOVER?                 | USA                 | Registered    | 85694217               | 08/02/2012         | 4495587                 | 03/11/2014        | Physicians Formula, Inc.       |
| HOW GREEN IS YOUR MAKEUP?                         | USA                 | Registered    | 86200586               | 02/21/2014         | 4657726                 | 12/16/2014        | Physicians Formula, Inc.       |
| HOW GREEN IS YOUR MAKEUP?                         | USA                 | Registered    | 77288120               | 09/25/2007         | 3544638                 | 12/09/2008        | Physicians Formula, Inc.       |
| HOW-TO-WEAR                                       | USA                 | Registered    | 85569810               | 03/14/2012         | 4351228                 | 06/11/2013        | Physicians Formula, Inc.       |
| IDOL EYES   | USA                 | Registered    | 87240853               | 11/17/2011         | 5232217                 | 06/27/2017        | Markwins Beauty Products, Inc. |
| INTENSIVFILL PEPTIDE                              | USA                 | Registered    | 85577236               | 03/22/2012         | 4393287                 | 08/27/2013        | Physicians Formula, Inc.       |
| JONEL   | USA                 | Registered    | 73166767               | 04/17/1978         | 1120402                 | 06/19/1979        | Markwins Beauty Brands, Inc.   |
| JONEL   | USA                 | Registered    | 73166643               | 04/17/1978         | 1120332                 | 06/19/1979        | Markwins Beauty Brands, Inc.   |
| JONEL   | USA                 | Registered    | 73503819               | 10/15/1984         | 1384904                 | 03/04/1986        | Markwins Beauty Brands, Inc.   |
| JUNGLE FEVER                                      | USA                 | Registered    | 78139556               | 06/27/2002         | 2709526                 | 04/22/2003        | Physicians Formula, Inc.       |
| KISS THERAPY                                      | USA                 | Registered    | 87409089               | 04/12/2011         | 5650015                 | 01/08/2019        | Markwins Beauty Products, Inc. |
| LASH GOALS  | USA                 | Pending       | 87603423               | 09/11/2011         |                         |                   | Markwins Beauty                |

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| MASCARA                  |                     |               |                        | 7                  |                         |                   | Brands, Inc.                   |
| LE VELVET                | USA                 | Registered    | 74648281               | 03/17/199          | 1949213                 | 01/16/1996        | Physicians Formula, Inc.       |
| LE VELVET FILM           | USA                 | Registered    | 73158732               | 02/14/197          | 1122628                 | 07/24/1979        | Physicians Formula, Inc.       |
| LIP D'VOTION             | USA                 | Registered    | 76269245               | 06/08/200          | 2732963                 | 07/01/2003        | Markwins Beauty Products, Inc. |
| LIP FASHION              | USA                 | Registered    | 76264930               | 05/31/200          | 2743652                 | 07/29/2003        | Markwins Beauty Products, Inc. |
| LIP FROSTING             | USA                 | Registered    | 76509916               | 04/28/200          | 2819450                 | 03/02/2004        | Markwins Beauty Products, Inc. |
| LIP GLOSS MADE IN USA    | USA                 | Registered    | 85553802               | 02/27/201          | 4314474                 | 04/02/2013        | Markwins Beauty Products, Inc. |
| LIP LITES                | USA                 | Registered    | 75306273               | 06/09/199          | 2172886                 | 07/14/1998        | Markwins Beauty Products, Inc. |
| LIP RUSH                 | USA                 | Registered    | 76168453               | 11/20/200          | 2735232                 | 07/08/2003        | Markwins Beauty Products, Inc. |
| LIP SHAKE                | USA                 | Registered    | 75921511               | 02/17/200          | 2414181                 | 12/19/2000        | Markwins Beauty Products, Inc. |
| LIP SMACKER              | USA                 | Registered    | 76247348               | 04/27/200          | 2617490                 | 09/10/2002        | Markwins Beauty Products, Inc. |
| LIP SMACKER KISS THERAPY | USA                 | Registered    | 87388636               | 03/28/201          | 5649968                 | 01/08/2019        | Markwins Beauty Products, Inc. |
| LIP SMACKIN'             | USA                 | Registered    | 78194870               | 12/16/200          | 2929652                 | 03/01/2005        | Markwins Beauty Products, Inc. |
| LIP SPARKLER             | USA                 | Registered    | 76510715               | 05/01/200          | 2819457                 | 03/02/2004        | Markwins Beauty Products, Inc. |
| LIP-SMACKERS             | USA                 | Registered    | 73086521               | 05/10/197          | 1087952                 | 03/28/1978        | Markwins Beauty Products, Inc. |
| LIPREFRESH               | USA                 | Registered    | 85248180               | 02/22/201          | 4126693                 | 04/10/2012        | Markwins Beauty Products, Inc. |
| LORAC                    | USA                 | Registered    | 76615304               | 10/12/200          | 3052613                 | 01/31/2006        | Markwins Beauty Brands, Inc.   |

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| LORAC                           | USA                 | Registered    | 74343980               | 12/21/1992         | 1852838                 | 09/06/1994        | Markwins Beauty Brands, Inc.   |
| LOVED SINCE 1973                | USA                 | Registered    | 85701965               | 08/13/2012         | 4408353                 | 09/24/2013        | Markwins Beauty Products, Inc. |
| MAGIC MOSAIC                    | USA                 | Registered    | 76610693               | 09/09/2004         | 3098670                 | 05/30/2006        | Physicians Formula, Inc.       |
| MARATHONISTA TINTED MOISTURIZER | USA                 | Registered    | 86677347               | 06/29/2015         | 5074367                 | 11/01/2016        | Physicians Formula, Inc.       |
| MARKWINS                        | USA                 | Registered    | 75525821               | 07/27/1998         | 2267289                 | 08/03/1999        | Markwins Beauty Brands, Inc.   |
| MEGA CUSHION                    | USA                 | Registered    | 87438303               | 05/05/2017         | 5311434                 | 10/17/2017        | Markwins Beauty Products, Inc. |
| MEGA EYES                       | USA                 | Registered    | 87240821               | 11/17/2016         | 5389348                 | 01/30/2018        | Markwins Beauty Products, Inc. |
| MEGACLEAR                       | USA                 | Registered    | 87262745               | 12/08/2016         | 5232659                 | 06/27/2017        | Markwins Beauty Products, Inc. |
| MEGAFLAVORS                     | USA                 | Registered    | 75313802               | 06/24/1997         | 2196704                 | 10/13/1998        | Markwins Beauty Products, Inc. |
| MEGAGLO                         | USA                 | Registered    | 87262710               | 12/08/2016         | 5232658                 | 06/27/2017        | Markwins Beauty Products, Inc. |
| MEGALASH                        | USA                 | Registered    | 73806076               | 06/12/1989         | 1577242                 | 01/16/1990        | Markwins Beauty Products, Inc. |
| MEGALAST                        | USA                 | Registered    | 87240754               | 11/17/2016         | 5232214                 | 06/27/2017        | Markwins Beauty Products, Inc. |
| MEGALINER                       | USA                 | Registered    | 73836237               | 11/06/1989         | 1632101                 | 01/22/1991        | Markwins Beauty Products, Inc. |
| MEGASHIELD                      | USA                 | Registered    | 87271265               | 12/16/2016         | 5245340                 | 07/18/2017        | Markwins Beauty Products, Inc. |
| MEGAWINK                        | USA                 | Registered    | 75755802               | 07/20/1999         | 2562224                 | 04/16/2002        | Markwins Beauty Products, Inc. |
| MENORESTORE PEPTIDE             | USA                 | Registered    | 85835810               | 01/29/2013         | 4556829                 | 06/24/2014        | Physicians Formula, Inc.       |
| MIGHTY LASH                     | USA                 | Registered    | 74440274               | 09/27/1999         | 1881097                 | 02/28/1995        | Markwins Beauty                |

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|                                      |                     |               |                        | 3                  |                         |                   | Products, Inc.                 |
| MINERAL FACEBRIGHTENER               | USA                 | Registered    | 77479575               | 05/20/2008         | 3700489                 | 10/20/2009        | Physicians Formula, Inc.       |
| MINERAL WEAR                         | USA                 | Registered    | 76610694               | 09/09/2004         | 3104495                 | 06/13/2006        | Physicians Formula, Inc.       |
| MINERAL WEAR                         | USA                 | Registered    | 78670028               | 07/13/2005         | 3164117                 | 10/24/2006        | Physicians Formula, Inc.       |
| MINERAL WEAR                         | USA                 | Registered    | 77021147               | 10/13/2006         | 3373540                 | 01/22/2008        | Physicians Formula, Inc.       |
| MINERAL WEAR                         | USA                 | Registered    | 77126904               | 03/09/2007         | 3595401                 | 03/24/2009        | Physicians Formula, Inc.       |
| MINERAL WEAR                         | USA                 | Registered    | 77266584               | 08/28/2007         | 3554909                 | 12/30/2008        | Physicians Formula, Inc.       |
| NATURAL BLEND                        | USA                 | Registered    | 87271301               | 12/16/2011         | 5326083                 | 10/31/2017        | Markwins Beauty Products, Inc. |
| NUDE WEAR                            | USA                 | Registered    | 85836437               | 01/30/2013         | 4507425                 | 04/01/2014        | Physicians Formula, Inc.       |
| OH SO RADIANT POWDER                 | USA                 | Registered    | 86013124               | 07/17/2013         | 4625876                 | 10/21/2014        | Physicians Formula, Inc.       |
| OH SO SEXY EYESHADOW QUAD            | USA                 | Registered    | 85948897               | 06/03/2013         | 4633345                 | 11/04/2014        | Physicians Formula, Inc.       |
| ORGANIC WEAR                         | USA                 | Registered    | 77087970               | 01/22/2007         | 3454574                 | 06/24/2008        | Physicians Formula, Inc.       |
| ORGANISOY OXYGEN BOOSTING TECHNOLOGY | USA                 | Registered    | 77141295               | 03/27/2007         | 3423808                 | 05/06/2008        | Physicians Formula, Inc.       |
| P                                    | USA                 | Registered    | 86012802               | 07/17/2013         | 4654464                 | 12/09/2014        | Physicians Formula, Inc.       |
| P                                    | USA                 | Registered    | 78293943               | 08/29/2003         | 2874954                 | 08/17/2004        | Physicians Formula, Inc.       |
| P                                    | USA                 | Registered    | 78230843               | 03/27/2003         | 2973126                 | 07/19/2005        | Physicians Formula, Inc.       |

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| PEACH-TO-GLOW            | USA                 | Registered    | 75479844               | 05/05/1998         | 2228941                 | 03/02/1999        | Physicians Formula, Inc.       |
| PEARLS OF PERFECTION     | USA                 | Registered    | 75591427               | 11/18/1998         | 2460119                 | 06/12/2001        | Physicians Formula, Inc.       |
| PERFECT PAIR             | USA                 | Registered    | 87271215               | 12/16/2016         | 5245336                 | 07/18/2017        | Markwins Beauty Products, Inc. |
| PHOTO FOCUS              | USA                 | Registered    | 87261882               | 12/08/2016         | 5232654                 | 06/27/2017        | Markwins Beauty Products, Inc. |
| PHYSICIANS FORMULA       | USA                 | Registered    | 73295966               | 02/06/1998         | 1187307                 | 01/26/1982        | Physicians Formula, Inc.       |
| PHYSICIANS FORMULA       | USA                 | Registered    | 85347262               | 06/15/2011         | 4147843                 | 05/22/2012        | Physicians Formula, Inc.       |
| PHYSICIANS FORMULA       | USA                 | Registered    | 77101667               | 02/07/2007         | 3494604                 | 09/02/2008        | Physicians Formula, Inc.       |
| PINKY LIP SMACKER        | USA                 | Registered    | 78923759               | 07/06/2006         | 3503144                 | 09/16/2008        | Markwins Beauty Products, Inc. |
| PINKY LIQUID LIP SMACKER | USA                 | Registered    | 78923800               | 07/06/2006         | 3478243                 | 07/29/2008        | Markwins Beauty Products, Inc. |
| PLANET BLUSH             | USA                 | Registered    | 78032179               | 10/24/2000         | 2596062                 | 07/16/2002        | Physicians Formula, Inc.       |
| PLENTIFULL               | USA                 | Registered    | 74655051               | 04/03/1999         | 2003717                 | 09/24/1996        | Physicians Formula, Inc.       |
| PLUMP POTION             | USA                 | Registered    | 78860277               | 04/12/2006         | 3341830                 | 11/20/2007        | Physicians Formula, Inc.       |
| PLUMP POTION             | USA                 | Registered    | 77256846               | 08/16/2007         | 3455125                 | 06/24/2008        | Physicians Formula, Inc.       |
| POREFECTION              | USA                 | Registered    | 85957590               | 06/12/2013         | 4554666                 | 06/24/2014        | Markwins Beauty Brands, Inc.   |
| POWDER BRONZE            | USA                 | Registered    | 76592655               | 05/17/2004         | 3000074                 | 09/27/2005        | Markwins Beauty Products, Inc. |
| POWDER PALETTE           | USA                 | Registered    | 75184455               | 10/21/1999         | 2400377                 | 10/31/2000        | Physicians Formula, Inc.       |
| PRO ART                  | USA                 | Registered    | 77182489               | 05/16/2007         | 3517335                 | 10/14/2008        | Markwins Beauty Brands, Inc.   |

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| PROFIT BLEND                           | USA                 | Registered    | 86643823               | 05/28/2015         | 5177036                 | 04/04/2017        | Physicians Formula, Inc.       |
| SEASON-TO-SEASON                       | USA                 | Registered    | 85308949               | 04/29/2011         | 4324954                 | 04/23/2013        | Physicians Formula, Inc.       |
| SELF DEFENSE                           | USA                 | Registered    | 75066698               | 03/04/1996         | 2475987                 | 08/07/2001        | Physicians Formula, Inc.       |
| SENSITIVE SKIN ?<br>BE SENSIBLE !      | USA                 | Registered    | 78033024               | 10/30/2000         | 2583857                 | 06/18/2002        | Physicians Formula, Inc.       |
| SEXY BOOSTER                           | USA                 | Registered    | 85506427               | 12/30/2011         | 4471383                 | 01/21/2014        | Physicians Formula, Inc.       |
| SILK FINISH                            | USA                 | Registered    | 73710252               | 02/08/1988         | 1518552                 | 12/27/1988        | Markwins Beauty Products, Inc. |
| SKIN-NOURISHING<br>COCONUT<br>COCKTAIL | USA                 | Registered    | 86336015               | 07/14/2014         | 5186853                 | 04/18/2017        | Physicians Formula, Inc.       |
| SKINSHEER                              | USA                 | Registered    | 77537552               | 08/01/2008         | 3709973                 | 11/10/2009        | Markwins Beauty Brands, Inc.   |
| SMACKERS                               | USA                 | Registered    | 78768747               | 12/07/2005         | 3735343                 | 01/05/2010        | Markwins Beauty Products, Inc. |
| SMACKERS                               | USA                 | Registered    | 76134962               | 09/25/2000         | 2919247                 | 01/18/2005        | Markwins Beauty Products, Inc. |
| SMACKERS                               | USA                 | Registered    | 75349241               | 08/29/1999         | 2182478                 | 08/18/1998        | Markwins Beauty Products, Inc. |
| SMACKERS                               | USA                 | Registered    | 74354426               | 02/01/1999         | 1852840                 | 09/06/1994        | Markwins Beauty Products, Inc. |
| SPOILED                                | USA                 | Registered    | 85400726               | 08/17/2011         | 4649490                 | 12/02/2014        | Markwins Beauty Products, Inc. |
| SPOILED BY WET N<br>WILD               | USA                 | Registered    | 85400736               | 08/17/2011         | 4227262                 | 10/16/2012        | Markwins Beauty Products, Inc. |
| STAY WILD                              | USA                 | Registered    | 86696720               | 07/17/2015         | 5050969                 | 09/27/2016        | Markwins Beauty Products, Inc. |
| STIMUMOIST                             | USA                 | Registered    | 85232274               | 02/02/2011         | 4230608                 | 10/23/2012        | Physicians Formula, Inc.       |
| SUMMER ECLIPSE                         | USA                 | Registered    | 75886756               | 01/04/2000         | 2721774                 | 06/03/2003        | Physicians Formula, Inc.       |

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|-------------------------------------|---------------------|---------------|------------------------|--------------------|-------------------------|-------------------|--------------------------------|
|                                     |                     |               |                        | 0                  |                         |                   | Formula, Inc.                  |
| SUN SHIELD                          | USA                 | Registered    | 73295967               | 02/06/198          | 1257282                 | 11/15/1983        | Physicians Formula, Inc.       |
| SUN SMACKERS                        | USA                 | Registered    | 76279615               | 07/03/200          | 2637184                 | 10/15/2002        | Markwins Beauty Products, Inc. |
| S'WHIRL GLOSS                       | USA                 | Registered    | 76509915               | 04/28/200          | 2961713                 | 06/14/2005        | Markwins Beauty Products, Inc. |
| S'WHIRLY SHIMMER GLOSS              | USA                 | Registered    | 78171621               | 10/07/200          | 2811828                 | 02/03/2004        | Markwins Beauty Products, Inc. |
| TANTALIZER                          | USA                 | Registered    | 85126818               | 09/10/201          | 3944317                 | 04/12/2011        | Markwins Beauty Brands, Inc.   |
| THE COLOR INSTITUTE                 | USA                 | Registered    | 74396821               | 06/01/199          | 1899523                 | 06/13/1995        | Markwins Beauty Brands, Inc.   |
| THE COLOR WORKSHOP                  | USA                 | Registered    | 74102657               | 10/01/199          | 1701299                 | 07/21/1992        | Markwins Beauty Brands, Inc.   |
| THE ONCE-A-DAY, ALL DAY SUNSCREEN   | USA                 | Registered    | 74325960               | 10/27/199          | 2021117                 | 12/03/1996        | Physicians Formula, Inc.       |
| THE ORIGINAL FUN-FLAVORED LIP GLOSS | USA                 | Registered    | 76247325               | 04/27/200          | 2597621                 | 07/23/2002        | Markwins Beauty Products, Inc. |
| THE WORLD OF SMACKERS               | USA                 | Registered    | 76976954               | 04/27/200          | 2917166                 | 01/11/2005        | Markwins Beauty Products, Inc. |
| TO ANY LENGTHS                      | USA                 | Registered    | 75066697               | 03/04/199          | 2070859                 | 06/10/1997        | Physicians Formula, Inc.       |
| TO-KI-O TREATS                      | USA                 | Registered    | 85551811               | 02/24/201          | 4407824                 | 09/24/2013        | Markwins Beauty Products, Inc. |
| VITAL LASH                          | USA                 | Registered    | 78140258               | 07/01/200          | 2719467                 | 05/27/2003        | Physicians Formula, Inc.       |
| WET N WILD                          | USA                 | Registered    | 73230858               | 09/10/197          | 1158712                 | 06/30/1981        | Markwins Beauty Products, Inc. |
| WET N WILD 1 STEP WONDER GEL        | USA                 | Registered    | 86696705               | 07/17/201          | 5083234                 | 11/15/2016        | Markwins Beauty Products, Inc. |

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| <u>Trademark</u>                       | <u>Jurisdiction</u> | <u>Status</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Registration No.</u> | <u>Issue Date</u> | <u>Owner</u>                       |
|--|---------------------|---------------|------------------------|--------------------|-------------------------|-------------------|------------------------------------|
| WET N WILD LOS ANGELES                 | USA                 | Registered    | 87237201               | 11/15/2016         | 5240341                 | 07/11/2017        | Markwins Beauty Products, Inc.     |
| WET N WILD MAX FANATIC CAT EYE MASCARA | USA                 | Registered    | 86696653               | 07/17/2015         | 5055758                 | 10/04/2016        | Markwins Beauty Products, Inc.     |
| WET N WILD MAX VOLUME PLUS MASCARA     | USA                 | Registered    | 86482566               | 12/16/2014         | 4789659                 | 08/11/2015        | Markwins Beauty Products, Inc.     |
| WET N WILD USA                         | USA                 | Registered    | 75545666               | 08/31/1998         | 2337607                 | 04/04/2000        | Markwins Beauty Products, Inc.     |
| WHIRLIN' GLITZ 'N GLO                  | USA                 | Registered    | 78171406               | 10/05/2002         | 2809481                 | 01/27/2004        | Markwins Beauty Products, Inc.     |
| WHIRLY GIRL                            | USA                 | Registered    | 76388748               | 03/29/2002         | 2767873                 | 09/23/2003        | Markwins Beauty Products, Inc.     |
| WILD SHINE                             | USA                 | Registered    | 87240867               | 11/17/2016         | 5232218                 | 06/27/2017        | Markwins Beauty Products, Inc.     |
| YOUR SKIN. OUR PASSION. WE PROMISE.    | USA                 | Registered    | 85353481               | 06/22/2011         | 4309740                 | 03/26/2013        | Physicians Formula, Inc.           |
| YOUTHFUL WEAR                          | USA                 | Registered    | 85353447               | 06/22/2011         | 4230891                 | 10/23/2012        | Physicians Formula, Inc.           |
| YOUTHFUL WEAR SPOTLESS                 | USA                 | Registered    | 85868631               | 03/06/2013         | 4569210                 | 07/15/2014        | Physicians Formula, Inc.           |
| BAMBOO WEAR                            | Canada              | Registered    | 1456652                | 10/23/2009         | TMA804797               | 08/18/2011        | Physicians Formula Cosmetics, Inc. |
| BEST FLAVOR FOREVER                    | Canada              | Registered    | 1599854                | 10/22/2012         | TMA870639               | 02/04/2014        | Markwins Beauty Products, Inc.     |
| BLUSH 'N GLOW                          | Canada              | Registered    | 1592339                | 08/24/2012         | TMA883,405              | 08/05/2014        | Markwins Beauty Products, Inc.     |
| BONNE BELL                             | Canada              | Registered    | 0224893                | 05/17/1954         | UCA049962               | 05/17/1954        | Markwins Beauty Products, Inc.     |
| BONNE BELL                             | Canada              | Registered    | 0809750                | 04/15/1996         | 506607                  | 01/15/1999        | Markwins Beauty Products, Inc.     |



| <u>Trademark</u>   | <u>Jurisdiction</u> | <u>Status</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Registration No.</u> | <u>Issue Date</u> | <u>Owner</u>                             |
|--|---------------------|---------------|------------------------|--------------------|-------------------------|-------------------|--|
| BONNEBELL W/<br>DESIGN   | Canada              | Registered    | 1381981                | 01/29/20<br>08     | TMA758,797              | 02/04/2010        | Markwins Beauty<br>Products, Inc.        |
| COLOR STARTS<br>HERE   | Canada              | Registered    | 1479680                | 04/27/20<br>10     | TMA797209               | 05/11/2011        | Markwins Beauty<br>Products, Inc.        |
| FANTASY MAKERS   | Canada              | Registered    | 554598                 | 12/19/19<br>85     | TMA321740               | 12/12/1986        | Markwins Beauty<br>Products, Inc.        |
| GLITZ 'N GLO<br>HAPPY 40TH<br>BIRTHDAY! LIP<br>SMACKERS & Design | Canada              | Registered    | 1403606                | 07/10/20<br>08     | TMA752,484              | 11/06/2009        | Markwins Beauty<br>Products, Inc.        |
| HAPPY BOOSTER  | Canada              | Registered    | 1591265                | 08/17/20<br>12     | TMA874,037              | 03/24/2014        | Markwins Beauty<br>Products, Inc.        |
| HOW GREEN IS<br>YOUR MAKEUP?                                     | Canada              | Registered    | 1494582                | 09/02/20<br>10     | TMA804795               | 08/18/2011        | Physicians<br>Formula<br>Cosmetics, Inc. |
| LIP SMACKERS   | Canada              | Registered    | 1363748                | 09/14/20<br>07     | TMA759941               | 02/19/2010        | Physicians<br>Formula<br>Cosmetics, Inc. |
| LOVED SINCE 1973   | Canada              | Registered    | 398587                 | 06/01/19<br>76     | 222263                  | 08/05/1977        | Markwins Beauty<br>Products, Inc.        |
| ORGANIC WEAR   | Canada              | Registered    | 1591266                | 08/17/20<br>12     | TMA873054               | 03/11/2014        | Markwins Beauty<br>Products, Inc.        |
| PHYSICIANS<br>FORMULA  | Canada              | Registered    | 1362685                | 09/06/20<br>07     | TMA758768               | 02/04/2010        | Physicians<br>Formula<br>Cosmetics, Inc. |
| PINKY LIP SMACKER  | Canada              | Registered    | 699111                 | 02/18/19<br>92     | TMA442028               | 04/21/1995        | Physicians<br>Formula<br>Cosmetics, Inc. |
| PINKY LIQUID LIP<br>SMACKER                                      | Canada              | Registered    | 1,310,418              | 07/14/20<br>06     | TMA693,169              | 07/31/2007        | Markwins Beauty<br>Products, Inc.        |
| SMACKERS   | Canada              | Registered    | 1,310,419              | 07/14/20<br>06     | TMA693,186              | 07/31/2007        | Markwins Beauty<br>Products, Inc.        |
|  | Canada              | Registered    | 792250                 | 09/11/19<br>95     | 481727                  | 08/27/1997        | Markwins Beauty<br>Products, Inc.        |

| <u>Trademark</u>             | <u>Jurisdiction</u> | <u>Status</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Registration No.</u> | <u>Issue Date</u> | <u>Owner</u>                   |
|------------------------------|---------------------|---------------|------------------------|--------------------|-------------------------|-------------------|--------------------------------|
| THE BONNE BELL COMPANY       | Canada              | Registered    | 1218084                | 05/20/2004         | TMA688,130              | 05/24/2007        | Markwins Beauty Products, Inc. |
| THE COLOR INSTITUTE          | Canada              | Registered    | 1,128,402              | 01/17/2002         | 590,234                 | 09/18/2003        | Markwins Beauty Brands, Inc.   |
| THE COLOR WORKSHOP           | Canada              | Registered    | 1,128,401              | 02/17/2002         | TMA 589,678             | 09/12/2003        | Markwins Beauty Brands, Inc.   |
| TO-KI-O TREATS               | Canada              | Registered    | 1567266                | 02/29/2012         | TMA867102               | 12/11/2013        | Markwins Beauty Products, Inc. |
| WET'N WILD WORLD OF SMACKERS | Canada              | Registered    | 465371                 | 02/12/1981         | 266109                  | 01/29/1982        | Markwins Beauty Products, Inc. |
|                              | Canada              | Registered    | 1,311,818              | 07/24/2006         | TMA729340               | 11/25/2008        | Markwins Beauty Products, Inc. |

**SCHEDULE B**  
**TO TRADEMARK SECURITY AGREEMENT**  
**IP Licenses**

None.