

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM520933

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rent the Runway, Inc.		04/24/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	100 Federal Street, 9th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 26			
Property Type	Number	Word Mark	
Serial Number:	87019881	CINDERELLA MOMENT	
Serial Number:	87019905	CINDERELLA MOMENT	
Serial Number:	88087057	LOUNA	
Serial Number:	88068188	GREAT JONES	
Registration Number:	5638271	RENT THE RUNWAY FOUNDATION	
Registration Number:	5628187	RENT THE RUNWAY FOUNDATION	
Registration Number:	5628188	RENT THE RUNWAY FOUNDATION	
Registration Number:	4910177	ELLA CARTER	
Registration Number:	5100092	I HAVE NOTHING EVERYTHING TO WEAR	
Serial Number:	87020003	I HAVE NOTHING EVERYTHING TO WEAR	
Serial Number:	86722853	R T R	
Serial Number:	86722879	R T R	
Serial Number:	86722866	R T R	
Registration Number:	5481410	R T R	
Registration Number:	5007643	RENT THE RUNWAY	
Serial Number:	86800409	RENT THE RUNWAY	
Registration Number:	3905182	RENT THE RUNWAY	
Serial Number:	87019985	RTR	
Serial Number:	87019990	RTR	

CH \$665.00 87019881

Property Type	Number	Word Mark
Serial Number:	87855434	RTR RESERVE
Serial Number:	87019860	RTR UNLIMITED
Serial Number:	87855414	RTR UNLIMITED
Serial Number:	87855426	RTR UPDATE
Registration Number:	4964862	SLATE & WILLOW
Serial Number:	87087082	UNLIMITED CLOSET
Serial Number:	87087086	UNLIMITED CLOSET

CORRESPONDENCE DATA

Fax Number: 6173417701

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: 617-951-8132

Email: linda.salera@morganlewis.com

Correspondent Name: Linda A. Salera, Senior Paralegal

Address Line 1: One Federal Street

Address Line 2: c/o Morgan, Lewis & Bockius LLP

Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Linda A. Salera
SIGNATURE:	/Linda A. Salera/
DATE SIGNED:	04/26/2019

Total Attachments: 6

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

April 24, 2019

WHEREAS, Rent the Runway, Inc. (the “**Grantor**”) has entered into a Security Agreement, dated as of even date herewith (as amended, restated, supplemented, modified or otherwise changed from time to time, the “**Security Agreement**”), by and among the Grantor, the other entities from time to time party thereto, and Bank of America, N.A., as the Agent for itself and certain lenders (in such capacity, together with its successors and assigns, if any, the “**Agent**”); and

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Agent for the benefit of the Agent and the Lenders a continuing security interest in all right, title and interest of the Grantor in, to and under the trademarks and trademark applications listed on the attached Schedule A, which trademarks and trademark applications are registered or applied for in the United States Patent and Trademark Office (the “**Trademarks**”), together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all rights to sue or otherwise recover for any and all past, present and future infringements and misappropriations thereof and all income, royalties, damages and other payments now and hereafter due and/or payable with respect thereto (the “**Trademark Collateral**”), to secure the payment, performance and observance of the Obligations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant, pledge, assign, transfer and convey unto the Agent for the benefit of the Agent and the Lenders a continuing security interest in the Trademark Collateral to secure the prompt payment, performance and observance of the Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.


IN WITNESS WHEREOF, the Grantor has caused this Grant to be duly executed by its officer as of the date set forth above.

RENT THE RUNWAY, INC., as Grantor

By: SO Sullivan
Name: Scarlett O'Sullivan
Title: Chief Financial Officer

ACKNOWLEDGED AND ACCEPTED:

BANK OF AMERICA, N.A.,
as Agent

By: 

Name: Christine Hutchinson

Title: Director

[BOA/Rent the Runway – Signature Page to Grant of Security Interest in Trademarks]

TRADEMARK
REEL: 006629 FRAME: 0942

SCHEDULE A

Trademarks and Trademark Applications

Company	Trademark	File Date	Application No.	Registration Date	Registration No.	Status
Rent the Runway, Inc.	CINDERELLA MOMENT	4/29/2016	87019881			Allowed
Rent the Runway, Inc.	CINDERELLA MOMENT	4/29/2016	87019905			Allowed
Rent the Runway, Inc.	LOUNA	8/21/2018	88087057			Allowed
Rent the Runway, Inc.	GREAT JONES	8/7/2018	88068188			Allowed
Rent the Runway, Inc.	RENT THE RUNWAY FOUNDATION	9/28/2015	86770126	12/25/2018	5638271	Registered
Rent the Runway, Inc.	RENT THE RUNWAY FOUNDATION	9/28/2015	86770140	12/11/2018	5628187	Registered
Rent the Runway, Inc.	RENT THE RUNWAY FOUNDATION	9/28/2015	86770152	12/11/2018	5628188	Registered
Rent the Runway, Inc.	ELLA CARTER	10/6/2014	86978080	3/1/2016	4910177	Registered
Rent the Runway, Inc.	I HAVE EVERYTHING TO WEAR (Stylized)	4/29/2016	87020000	12/13/2016	5100092	Registered

Rent the Runway, Inc.	I HAVE EVERYTHING TO WEAR (Stylized)	4/29/2016	87020003			Allowed - SOU Accepted
Rent the Runway, Inc.	R T R (Square Design)	8/12/2015	86722853			Allowed
Rent the Runway, Inc.	R T R (Square Design)	8/12/2015	86722879			Allowed
Rent the Runway, Inc.	R T R (Triangle Design)	8/12/2015	86722866			Allowed
Rent the Runway, Inc.	R T R (Triangle Design)	8/12/2015	86722891	5/29/2018	5481410	Registered
Rent the Runway, Inc.	RENT THE RUNWAY	12/11/2015	86846779	7/26/2016	5007643	Registered
Rent the Runway, Inc.	RENT THE RUNWAY	10/27/2015	86800409			Pending
Rent the Runway, Inc.	RENT THE RUNWAY	8/6/2009	77799178	1/11/2011	3905182	Registered
Rent the Runway, Inc.	RTR	4/29/2016	87019985			Allowed
Rent the Runway, Inc.	RTR	4/29/2016	87019990			Allowed - SOU Accepted
Rent the Runway, Inc.	RTR RESERVE	3/29/2018	87855434			Pending
Rent the Runway, Inc.	RTR UNLIMITED	4/29/2016	87019860			Allowed - SOU Accepted

Rent the Runway, Inc.	RTR UNLIMITED	3/29/2018	87855414			Pending
Rent the Runway, Inc.	RTR UPDATE	3/29/2018	87855426			Pending
Rent the Runway, Inc.	SLATE & WILLOW	1/14/2013	85823009	5/24/2016	4964862	Registered
Rent the Runway, Inc.	UNLIMITED CLOSET	6/28/2016	87087082			Allowed
Rent the Runway, Inc.	UNLIMITED CLOSET	6/28/2016	87087086			Allowed