

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM523354

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST - TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rent the Runway, Inc.		05/07/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Double Helix Pte Ltd, as agent		
Street Address:	60B Orchard Road		
Internal Address:	#06-18 Tower 2		
City:	The Atrium@Orchard		
State/Country:	SINGAPORE		
Postal Code:	238891		
Entity Type:	Private Limited Company: SINGAPORE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Serial Number:	88068188	GREAT JONES	
Serial Number:	88087057	LOUNA	
Serial Number:	86770126	RENT THE RUNWAY FOUNDATION	
Serial Number:	86770140	RENT THE RUNWAY FOUNDATION	
Serial Number:	86770152	RENT THE RUNWAY FOUNDATION	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212-756-2132		
Email:	scott.kareff@srz.com		
Correspondent Name:	S. Kareff c/o Schulte Roth & Zabel LLP		
Address Line 1:	919 Third Avenue		
Address Line 2:	25th Floor		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	077803-0001		
NAME OF SUBMITTER:	Scott Kareff (077803-0001)		
SIGNATURE:	/kc for sk/		
DATE SIGNED:	05/13/2019		

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Total Attachments: 3

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NOTICE OF GRANT OF SECURITY INTEREST - TRADEMARKS

WHEREAS, Rent the Runway, Inc., a Delaware corporation (the "**Grantor**") has entered into a Security Agreement, dated July 23, 2018 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Double Helix Pte Ltd, 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 "**Collateral**"), to secure the payment, performance and observance of the Secured Indebtedness (as defined in the Security Agreement).

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 Collateral to secure the prompt payment, performance and observance of the Secured Indebtedness.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the 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 Assignment to be duly executed by its officer thereunto duly authorized as of May 7, 2019.

RENT THE RUNWAY, INC.

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

[Notice of Grant of Security Interest – Trademarks]

TRADEMARK
REEL: 006644 FRAME: 0311

SCHEDULE A TO NOTICE OF GRANT OF SECURITY INTEREST

Company	Country	Trademark	File Date	Application No.	Registration Date	Registration No.	Status
Rent the Runway, Inc.	United States	GREAT JONES	8/7/2018	88068188	-	-	Allowed
Rent the Runway, Inc.	United States	LOUNA	8/21/2018	88087057	-	-	Allowed
Rent the Runway, Inc.	United States	RENT THE RUNWAY FOUNDATION	9/28/2015	86770126	12/25/2018	5638271	Registered
Rent the Runway, Inc.	United States	RENT THE RUNWAY FOUNDATION	9/28/2015	86770140	12/11/2018	5628187	Registered
Rent the Runway, Inc.	United States	RENT THE RUNWAY FOUNDATION	9/28/2015	86770152	12/11/2018	5628188	Registered

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REEL: 006644 FRAME: 0312

RECORDED: 05/13/2019