

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM643999

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of Montreal		04/21/2021	Bank: CANADA
RECEIVING PARTY DATA			
Name:	GELSON'S MARKETS		
Street Address:	16400 Ventura Blvd, Suite 240		
City:	Encino		
State/Country:	CALIFORNIA		
Postal Code:	91426		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5262626	LIFE TASTES BETTER HERE	
Registration Number:	4925287	GELSON'S THE SUPER MARKET	
Registration Number:	4925291	GELSON'S THE SUPER MARKET	
CORRESPONDENCE DATA			
Fax Number:	6508385109		
<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:	650-838-3743		
Email:	JLIK@SHEARMAN.COM		
Correspondent Name:	BENJAMIN PETERSEN		
Address Line 1:	1460 EL CAMINO REAL, 2ND FLOOR		
Address Line 2:	SHEARMAN & STERLING LLP		
Address Line 4:	MENLO PARK, CALIFORNIA 94025		
ATTORNEY DOCKET NUMBER:	5807/7		
NAME OF SUBMITTER:	BENJAMIN PETERSEN		
SIGNATURE:	/BENJAMIN PETERSEN/		
DATE SIGNED:	05/03/2021		
Total Attachments: 4			
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TRADEMARK SECURITY AGREEMENT RELEASE

This TRADEMARK SECURITY AGREEMENT RELEASE (this “**Release**”) dated April 21, 2021, is made by Bank of Montreal, as Administrative Agent (as defined in the Credit Agreement referred to below) in favor of Gelson’s Markets (the “**Grantor**”). All capitalized terms used herein and not otherwise defined shall have the meaning assigned to such terms in the Credit Agreement (as defined below).

Reference is made to (i) the Credit Agreement, dated as of February 19, 2014 (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “**Credit Agreement**”), among Arden Group, Inc., a Delaware corporation (the “**Borrower**”), GRCY Intermediate II, Inc., a Delaware corporation (“**Holdings**”), Bank of Montreal, as Administrative Agent, Swing Line Lender and L/C Issuer, and the Lenders and other parties from time to time party thereto, (ii) each Secured Hedge Agreement and (iii) each Secured Cash Management Agreement. The Lenders have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement, the Hedge Banks have agreed to enter into and/or maintain one or more Secured Hedge Agreements and the Cash Management Banks have agreed to enter into and/or maintain one or more Secured Cash Management Agreements, on the terms and conditions set forth in the Credit Agreement, in such Secured Hedge Agreements or such Secured Cash Management Agreements, as applicable

WHEREAS, as a condition precedent to the Lenders extension of such credit, the obligation of the Hedge Banks to enter into and/or maintain such Secured Hedge Agreements and the obligation of the Cash Management Banks to enter into and/or maintain such Secured Cash Management Agreements, the Grantor executed and delivered that certain Security Agreement dated February 19, 2014, made by the Grantor, GRCY Acquisition Inc., the Borrower, Holdings and the Subsidiary Guarantors (as defined therein) party thereto from time to time to the Administrative Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Security Agreement**”).

WHEREAS, under the terms of the Security Agreement, the Grantor executed that certain Trademark Security Agreement, dated as of August 9, 2018 (the “**Trademark Security Agreement**”), pursuant to which the Grantor granted to the Administrative Agent for the ratable benefit of the Secured Parties, a security interest in and to certain intellectual property of the Grantor;

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on August 29, 2018 at Reel 6424 and Frame 0244; and

WHEREAS, in accordance with the provisions of the Security Agreement and the Trademark Security Agreement, the Administrative Agent now desire to release its security interest in and to the Trademarks (as defined below).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby agrees as follows:

SECTION 1. Release of Grant of Security. The Administrative Agent hereby terminates, discharges and releases to the Grantor its security interest under the Trademark

Security Agreement in all the Grantor's right, title and interest in, to and under the Trademarks, including the Trademarks set forth on Schedule A attached hereto and all Proceeds of any and all of the foregoing (other than Excluded Assets) (collectively, the "***Trademarks***"):

SECTION 2. Recordation. The Administrative Agent authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Release.

SECTION 3. Governing Law. This Release shall be governed by, and construed in accordance with, the laws of the State of New York.

[Signature Page Follows]

Trademark Security Agreement Release

TRADEMARK
REEL: 007278 FRAME: 0445

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

Bank of Montreal
as Administrative Agent

By: Lindsay L Goetz

Name: Lindsay Goetz

Title: Managing Director

SCHEDULE A

Trademarks

MARK	Reg. No. / Date	App. No. / Filed
LIFE TASTES BETTER HERE	5262626 08-AUG-2017	87203066 14-OCT-2016
GELSON'S THE SUPER MARKET	4925287 29-MAR-2016	86550977 03-MAR-2015
GELSON'S THE SUPER MARKET	4925291 29-MAR-2016	86551424 03-MAR-2015

Trademark Security Agreement Release