

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM718973

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FOX FACTORY, INC.		04/05/2022	Corporation: CALIFORNIA
FF US ACQUISITION CORP.		04/05/2022	Corporation: DELAWARE
ROCKY RIDGE TRUCKS, INC.		04/05/2022	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION		
Street Address:	1525 West W.T. Harris Blvd		
Internal Address:	Mail Code NC 0680		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28262		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 149			
Property Type	Number	Word Mark	
Registration Number:	3882587	FOX RACING SHOX	
Registration Number:	2321069	FOX	
Registration Number:	2321107	FOX	
Registration Number:	2464300	FLOAT	
Registration Number:	5054082	FLOAT	
Registration Number:	2851501	TALAS	
Registration Number:	2949629	PODIUM	
Registration Number:	2929593	TERRALOGIC	
Registration Number:	3036706	40	
Registration Number:	3036707	36	
Registration Number:	3093977	DHX	
Registration Number:	3249949	BOOST VALVE	
Registration Number:	3193046	PODIUM	
Registration Number:	3213279	PROTUNE	
Registration Number:	3215652	RP23	
Registration Number:	3314552	WHEREVER YOU RIDE	

OP \$3740.00 3882587

Property Type	Number	Word Mark
Registration Number:	3706095	PROTUNE
Registration Number:	3559324	FREE THE TRAIL
Registration Number:	4204552	FOX RACING SHOX
Registration Number:	3778989	FIT FOX ISOLATED TECHNOLOGY
Registration Number:	3669224	FOX
Registration Number:	3770431	EVOL
Registration Number:	5034615	OWN THE TRAIL
Registration Number:	4187285	RAD RACING APPLICATIONS DEVELOPMENT
Registration Number:	3940275	VAN
Registration Number:	4126250	FACTORY SERIES
Registration Number:	4161764	ADAPTIVE LOGIC
Registration Number:	4136434	34
Registration Number:	4025621	FOX
Registration Number:	4448190	IRD
Registration Number:	4425976	IRD INTELLIGENT RIDE DYNAMICS
Registration Number:	4219221	REDEFINE YOUR LIMITS
Registration Number:	4777414	REDEFINING RIDE DYNAMICS
Registration Number:	4303887	FOX PERFORMANCE SERIES
Registration Number:	4493895	
Registration Number:	4389218	FLOAT ICD
Registration Number:	4782481	FOX DEFENSE
Registration Number:	2071792	MARZOCCHI
Registration Number:	2293843	BOMBER
Registration Number:	5527395	4X4POSI-LOK
Registration Number:	5527396	4X4POSI-LOK POSITIVE AXLE ENGAGEMENT
Registration Number:	5373020	BDS
Registration Number:	5383694	BDS SUSPENSION
Registration Number:	5383695	JKS
Registration Number:	5389522	JKS MANUFACTURING
Registration Number:	5467030	ZONE OFFROAD PRODUCTS
Registration Number:	5467031	ZONE OFFROAD PRODUCTS
Registration Number:	5399283	NITRO SHOCKS
Registration Number:	5538165	SPORT TRUCK USA
Registration Number:	5538166	SPORT TRUCK USA INC.
Registration Number:	4979377	OWN THE COURSE
Registration Number:	4979376	OWN THE MOUNTAIN
Registration Number:	5370779	DHX2
Registration Number:	5370778	DHX2

Property Type	Number	Word Mark
Registration Number:	4779361	DUAL PISTON SYSTEM
Registration Number:	5370777	PUPU
Registration Number:	5370776	PUPU DUAL PISTON SYSTEM
Registration Number:	5050293	QS3
Registration Number:	5091673	QUICK SWITCH
Registration Number:	5137983	OWN THE TRACK
Registration Number:	5781875	RHYTHM
Registration Number:	5302497	LIVE VALVE
Registration Number:	5330591	LIVEVALVE
Registration Number:	5155265	TRANSFER
Registration Number:	5566621	IQS
Registration Number:	5590471	FOX
Registration Number:	5466409	CINCH
Registration Number:	5466408	C
Registration Number:	5584002	FOX FACTORY
Registration Number:	5760345	FOX FACTORY
Registration Number:	5605351	RACE FACE
Registration Number:	6579839	RACEFACE
Registration Number:	5927603	OVERSEA
Registration Number:	5893119	BOMBER
Registration Number:	6206516	38
Registration Number:	2368569	SHOCKWAVE
Registration Number:	2917095	STRONG ARMS
Registration Number:	3572979	STREET CHALLENGE
Registration Number:	3243403	LEVELPRO
Registration Number:	3583743	RIDETECH
Registration Number:	3587579	AIRPOD
Registration Number:	3587580	AIRPOD
Registration Number:	3982263	
Registration Number:	4957575	LEVELTOW
Registration Number:	5046455	LEVELTOW ADVANCED TOWING SOLUTIONS BY RI
Registration Number:	5055993	STREETGRIP
Registration Number:	5477106	R-JOINT
Registration Number:	4505419	FTX
Registration Number:	5748053	BADLANDER
Registration Number:	6280112	49
Registration Number:	6146014	JKS J-LINK
Registration Number:	6331636	J-FLEX

Property Type	Number	Word Mark
Registration Number:	6236782	FLEX CONNECT
Registration Number:	6096459	JSPEC
Registration Number:	6264077	QUICKER DISCONNECT
Registration Number:	6268059	Z ZONE OFFROAD
Registration Number:	6091092	ACOS
Registration Number:	6096458	J-RATED
Registration Number:	6268050	Z
Registration Number:	3966654	BLACK WIDOW
Registration Number:	4926409	SCA PERFORMANCE
Registration Number:	4517696	ROCKY RIDGE
Registration Number:	6649295	CHESTER
Registration Number:	6617678	CHESTER
Registration Number:	6393797	RF
Registration Number:	6396587	RACEFACE
Registration Number:	6502409	ATLAS
Registration Number:	6502410	TURBINE
Registration Number:	6502411	VAULT
Serial Number:	76563314	RIDEPRO
Serial Number:	85561841	RIDE FOX
Serial Number:	97290968	ROACH
Serial Number:	87410314	FOX
Serial Number:	87774721	AX
Serial Number:	90975152	RACEFACE
Serial Number:	88589428	TUSCANY
Serial Number:	88762021	TRAIL TRUST
Serial Number:	88814487	DIGITAL SUSPENSION
Serial Number:	90382565	REAPER
Serial Number:	88761950	K2
Serial Number:	88889567	FOX ACADEMY
Serial Number:	88884354	EMPIRE DM
Serial Number:	90145121	FOX DIGITAL SUSPENSION
Serial Number:	90005721	AWL
Serial Number:	90195922	
Serial Number:	90185049	RF
Serial Number:	90579300	TOGETHER WE RIDE
Serial Number:	90577926	TOGETHER WE RIDE
Serial Number:	90382563	REAPER
Serial Number:	90579178	FOX

Property Type	Number	Word Mark
Serial Number:	90641119	EC90
Serial Number:	90896533	GRIP SL
Serial Number:	90896540	FIT SL
Serial Number:	90896211	TRANSFER NEO
Serial Number:	90896212	LIVE VALVE NEO
Serial Number:	97087940	AXR
Serial Number:	97288163	RAD
Serial Number:	97207861	TAPER-CAST
Serial Number:	97207865	STEP-CAST
Serial Number:	97202323	RMT
Serial Number:	97202317	RMT OVERLAND
Serial Number:	97257413	T
Serial Number:	97257316	T TRAIL TRUST
Serial Number:	97271958	AXC
Serial Number:	97290191	EC70
Serial Number:	97290195	RACING APPLICATIONS DEVELOPMENT
Serial Number:	97288159	RAD
Serial Number:	97303344	EC70 ALX
Serial Number:	97303353	EC90 ALX

CORRESPONDENCE DATA

Fax Number: 7045032622

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: 7045032600

Email: msheehan@kslaw.com

Correspondent Name: King & Spalding LLP

Address Line 1: 300 S. Tryon St., Ste 1700

Address Line 2: Attn: Moira Sheehan

Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER: 18464.515078

NAME OF SUBMITTER: Moira Sheehan

SIGNATURE: /Moira Sheehan/

DATE SIGNED: 04/05/2022

Total Attachments: 9

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Trademark Security Agreement

THIS TRADEMARK SECURITY AGREEMENT, dated as of April 5, 2022 (this "Security Agreement"), is made by **FOX FACTORY, INC.**, a California corporation, **FF US ACQUISITION CORP.**, a Delaware corporation and **ROCKY RIDGE TRUCKS, INC.**, a Delaware corporation (collectively, the "Grantors"), in favor of **WELLS FARGO BANK, NATIONAL ASSOCIATION**, as administrative agent (in such capacity, together with its successors and permitted assigns, the "Administrative Agent") for the Secured Parties (as defined in the Guaranty and Security Agreement referred to below).

WHEREAS, FOX FACTORY HOLDING CORP., a Delaware corporation (the "Borrower"), the lenders from time to time parties thereto (the "Lenders") and the Administrative Agent have entered into an Credit Agreement, dated as of April 5, 2022 (as amended, restated, supplemented, replaced, increased, refinanced or otherwise modified from time to time, the "Credit Agreement");

WHEREAS, in connection with the Credit Agreement, the Borrower and certain of its Subsidiaries, including the Grantors, have entered into the Guaranty and Security Agreement, dated as of April 5, 2022 (as amended, restated, supplemented or otherwise modified from time to time, the "Guaranty and Security Agreement"), in favor of the Administrative Agent for the benefit of the Secured Parties; and

WHEREAS, the Guaranty and Security Agreement requires the Grantors to execute and deliver this Security Agreement;

NOW, THEREFORE, in consideration of the premises and in order to ensure compliance with the Credit Agreement, the Grantors hereby agree as follows:

Section 1. Defined Terms. Capitalized terms used herein without definition are used as defined in the Guaranty and Security Agreement.

Section 2. Grant of Security Interest in Trademark Collateral. The Grantors, as collateral security for the prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations of the Grantors, hereby pledge, assign and transfer to the Administrative Agent for the benefit of the Secured Parties, and grants to the Administrative Agent for the benefit of the Secured Parties a security interest in, all of its right, title and interest in, to and under the following Collateral (the "Trademark Collateral");

- (i) all of its Trademarks, including, without limitation, those referred to on Schedule I hereto;
- (ii) all renewals and extensions of the foregoing;
- (iii) all goodwill of the business connected with the use of, and symbolized by, each such Trademark; and
- (iv) all income, royalties, proceeds and liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

Section 3. Guaranty and Security Agreement. The security interest granted pursuant to this Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Guaranty and Security Agreement, and the Grantors hereby acknowledge and agree

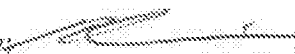
that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Guaranty and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event of any conflict or inconsistency between this Security Agreement and the Guaranty and Security Agreement (or any portion hereof or thereof), the terms of the Guaranty and Security Agreement shall prevail.

Section 4. Counterparts. This Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

Section 5. Governing Law. This Security Agreement and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

IN WITNESS WHEREOF, the Grantors have caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

FOX FACTORY, INC.,
a California corporation

By: 
Name: Mike Dennison
Title: Chief Executive Officer; President

FF US ACQUISITION CORP.,
a Delaware corporation

By: _____
Name: David Nathan
Title: Treasurer

ROCKY RIDGE TRUCKS, INC.,
a Delaware corporation

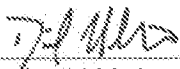
By: _____
Name: David Nathan
Title: Treasurer

IN WITNESS WHEREOF, the Grantors have caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.


FOX FACTORY, INC.,
a California corporation

By: _____
Name: Mike Dennison
Title: Chief Executive Officer; President

FF US ACQUISITION CORP.,
a Delaware corporation

By:  _____
Name: David Nathan
Title: Treasurer

ROCKY RIDGE TRUCKS, INC.,
a Delaware corporation

By:  _____
Name: David Nathan
Title: Treasurer

Acknowledged and Agreed to as of the date hereof.

ADMINISTRATIVE AGENT:

WELLS FARGO BANK, NATIONAL ASSOCIATION, as Administrative Agent

By: Shirlethia Evans

Name: Shirlethia Evans

Title: Vice President

Signature Page to
Trademark Security Agreement

TRADEMARK
REEL: 007680 FRAME: 0515

SCHEDULE I

Trademarks

I. REGISTERED TRADEMARKS

**Fox Factory, Inc.
(California corporation)**

Mark	Reg No	Reg Date
FOX RACING SHOX	3,882,587	11/30/2010
FOX	2,321,069	2/22/2000
FOX Design	2,321,107	2/22/2000
FLOAT	2,464,300	6/26/2001
FLOAT	5,054,082	10/4/2016
TALAS	2,851,501	6/8/2004
PODIUM	2,949,629	5/10/2005
TERRALOGIC	2,929,593	3/1/2005
40	3,036,706	12/27/2005
36	3,036,707	12/27/2005
DHX	3,093,977	5/16/2006
BOOST VALVE	3,249,949	6/5/2007
PODIUM	3,193,046	1/2/2007
PROTUNE	3,213,279	2/27/2007
RP23	3,215,652	3/6/2007
WHEREVER YOU RIDE	3,314,552	10/16/2007
PROTUNE	3,706,095	11/3/2009
FREE THE TRAIL	3,559,324	1/6/2009
FOX RACING SHOX (and Design)	4,204,552	9/11/2012
FIT FOX ISOLATED TECHNOLOGY	3,778,989	4/20/2010
FOX AND CIRCLE DESIGN	3,669,224	8/18/2009
EVOL	3,770,431	4/6/2010
OWN THE TRAIL	5,034,615	9/6/2016
RAD RACING APPLICATIONS DEVELOPMENT	4,187,285	8/7/2012
VAN	3,940,275	4/5/2011
FACTORY SERIES	4,126,250	4/10/2012
ADAPTIVE LOGIC	4,161,764	6/19/2012
34	4,136,434	5/1/2012
FOX and Design (Foxtail)	4,025,621	9/13/2011
iRD	4,448,190	12/10/2013
iRD INTELLIGENT RIDE DYNAMICS	4,425,976	10/29/2013
REDEFINE YOUR LIMITS	4,219,221	10/2/2012
REDEFINING RIDE DYNAMICS	4,777,414	7/21/2015
FOX PERFORMANCE SERIES	4,303,887	3/19/2013
FOX ICON STRIP Design	4,493,895	3/11/2014
FLOAT iCD	4,389,218	8/20/2013
FOX DEFENSE	4,782,481	7/28/2015
MARZOCCHI	2,071,792	6/17/1997

Mark	Reg No	Reg Date
ROCO	3,382,167	2/12/2008
BOMBER (Stylized)	2,293,843	11/23/1999
4x4Posi-Lok (word)	5,527,395	7/31/2018
4x4Posi-Lok POSITIVE AXLE ENGAGEMENT (Logo)	5,527,396	7/31/2018
BDS (Word)	5,373,020	1/9/2018
BDS SUSPENSION Skull and Cross Tracks Logo	5,383,694	1/23/2018
JKS	5,383,695	1/23/2018
JKS MANUFACTURING (Stylized)	5,389,522	1/30/2018
ZONE OFFROAD PRODUCTS (Word)	5,467,030	5/15/2018
ZONE OFFROAD PRODUCTS (Stylized)	5,467,031	5/15/2018
NITRO SHOCKS (Stylized)	5,399,283	2/13/2018
SPORT TRUCK USA	5,538,165	8/14/2018
SPORT TRUCK USA INC. (Stylized)	5,538,166	8/14/2018
OWN THE COURSE	4,979,377	6/14/2016
OWN THE MOUNTAIN	4,979,376	6/14/2016
DHX2 (Word)	5,370,779	1/2/2018
DHX2 (Stylized)	5,370,778	1/2/2018
DUAL PISTON SYSTEM (Word)	4,779,361	7/21/2015
DPS Logo Only	5,370,777	1/2/2018
DPS Logo with Words	5,370,776	1/2/2018
QS3	5,050,293	9/27/2016
QUICK SWITCH	5,091,673	11/29/2016
OWN THE TRACK	5,137,983	2/7/2017
RHYTHM	5,781,875	6/18/2019
LIVE VALVE	5,302,497	10/3/2017
LIVE VALVE Design	5,330,591	11/7/2017
TRANSFER	5,155,265	3/7/2017
iQS	5,566,621	9/18/2018
Heritage Logo	5,590,471	10/23/2018
CINCH	5,466,409	5/8/2018
CINCH (Stylized)	5,466,408	5/8/2018
FOX FACTORY	5,584,002	10/16/2018
FOX FACTORY (Stylized)	5,760,345	5/28/2019
RACE FACE	5,605,351	11/13/2018
RACE FACE	6,579,839	12/7/2021
Oversea	5,927,603	12/3/2019
BOMBER (Stylized)	5,893,119	10/22/2019
38	6,206,516	11/24/2020
SHOCKWAVE	2,368,569	7/18/2000
RIDEPRO	76/563,314	5/24/2005
STRONG ARMS	2,917,095	1/11/2005
STREET CHALLENGE	3,572,979	2/10/2009
LEVELPRO	3,243,403	5/22/2007
RIDETECH	3,583,743	3/3/2009
AIRPOD (Word)	3,587,579	3/10/2009
AIRPOD (Stylized)	3,587,580	3/10/2009
Equal Sign (Stylized)	3,982,263	6/21/2011

Mark	Reg No	Reg Date
LEVELTOW	4,957,575	5/10/2016
LEVELTOW ADVANCED TOWING SOLUTIONS (Stylized)	5,046,455	9/20/2016
STREETGRIP	5,055,993	10/4/2016
R-JOINT	5,477,106	5/22/2018
FTX	4,505,419	4/1/2014
BADLANDER	5,748,053	5/14/2019
49	6,280,112	3/2/2021
J-Link	6,146,014	9/8/2020
J-Flex	6,331,636	4/27/2021
Flex-Connect	6,236,782	1/5/2021
J-Spec	6,096,459	7/7/2020
Quicker Disconnect	6,264,077	2/9/2021
Z ZONE OFFROAD Logo	6,268,059	2/9/2021
ACOS	6,091,092	6/30/2020
J-Rated	6,096,458	7/7/2020
Green Z Logo	6,268,050	2/9/2021
BLACK WIDOW	3,966,654	5/24/2011
SCA PERFORMANCE	4,926,409	3/29/2016
ROCKY RIDGE	4,517,696	4/22/2014
CHESTER	6,649,295	2/22/2022
CHESTER (Stylized)	6,617,678	1/18/2022
RF (Stylized)	6,393,797	6/22/2021
RACEFACE (Stylized)	6,396,587	6/22/2021
ATLAS (Word)	6,502,409	9/28/2021
TURBINE (Word)	6,502,410	9/28/2021
Vault (Word)	6,502,411	9/28/2021

FF US Acquisition, Corp.
(Delaware corporation)

Title	Reg No.	Reg. Date
FTX	4,505,419	4/1/2014

Rocky Ridge Trucks, Inc.
(Delaware corporation)

Title	Reg No.	Reg. Date
Rocky Ridge	4,517,696	4/22/2014

II. TRADEMARK APPLICATIONS

Fox Factory, Inc.
(California corporation)

Mark	Appl. No.	Filing Date
RIDE FOX	85/561,841	3/6/2012
ROACH	97/290,968	3/2/2022
Heritage Logo	87/410,314	4/13/2017
AX	87/774,721	1/29/2018
RACE FACE	90/975,152	11/6/2020
TUSCANY	88/589,428	8/22/2019
TRAIL TRUST	88/762,021	1/16/2020
Digital Suspension	88/814,487	2/28/2020
REAPER	90/382,565	12/15/2020
K2	88/761,950	1/16/2020
FOX ACADEMY	88/889,567	4/27/2020
EMPIRE DM	88/884,354	4/23/2020
Fox Digital Suspension	90/145,121	8/28/2020
AWL	90/005,721	6/17/2020
Monkey Head (Stylized)	90/195,922	9/21/2020
RF (Word)	90/185,049	9/16/2020
Together We Ride	90/579,300	3/15/2021
Together We Ride	90/577,926	3/14/2021
REAPER Stylized Design	90/382,563	12/15/2020
FOX HERITAGE ORANGE LOGO	90/579,178	3/15/2021
EC90	90/641,119	4/13/2021
GRIP SL	90/896,533	8/23/2021
FIT SL	90/896,540	8/23/2021
TRANSFER NEO	90/896,211	8/23/2021
LIVE VALVE NEO	90/896,212	8/23/2021
AXR	97/087,940	10/22/2021
RAD	97/288,163	2/28/2022
Taper-Cast	97/207,861	1/7/2022
STEP-CAST	97/207,865	1/7/2022
RMT Logo	97/202,323	1/4/2022
RMT OVERLAND Logo	97/202,317	1/4/2022
TRAIL TRUST Design	97/257,413	2/8/2022
TRAIL TRUST Logo	97/257,316	2/8/2022
AXC	97/271,958	2/17/2022
EC70	97/290,191	3/1/2022
Racing Applications Development	97/290,195	3/1/2022
RAD (Stylized)	97/288,159	2/28/2022
EC70ALX	97/303,344	3/9/2022
EC90ALX	97/303,353	3/9/2022