

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM829385

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HPS INVESTMENT PARTNERS, LLC, as collateral agent		07/28/2023	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	The Talbots LLC		
Street Address:	One Talbots Drive		
City:	Hingham		
State/Country:	MASSACHUSETTS		
Postal Code:	02043		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 26			
Property Type	Number	Word Mark	
Serial Number:	77601814	T	
Registration Number:	4821404	FLATTERY WILL GET YOU EVERYWHERE TALBOTS	
Registration Number:	4812897	T	
Serial Number:	90838558	A WORLD OF WELLNESS FOR YOU AT HOME	
Registration Number:	6390197	T	
Registration Number:	6000291	TALBOTS INTIMATES	
Registration Number:	6310252	THE WORLD ACCORDING TO MOM	
Registration Number:	1114694		
Registration Number:	1771987		
Registration Number:	3052114		
Registration Number:	4168221		
Registration Number:	4118271	TALBOTS	
Registration Number:	2692954	TALBOTS CLASSIC AWARDS	
Registration Number:	5157568	TALBOTS COMPANY STORE	
Registration Number:	2297384	TALBOTS	
Registration Number:	2790627	TALBOTS	
Registration Number:	1720913	TALBOTS IS THE CLASSICS	
Registration Number:	1711809	TALBOTS KIDS	

CH \$665.00 77601814

Property Type	Number	Word Mark
Registration Number:	1826424	TALBOTS PETITES
Registration Number:	3119743	TALBOTS WOMAN PETITES
Registration Number:	5051368	BE YOUR OWN MODERN CLASSIC
Registration Number:	2692953	CLASSIC AWARDS
Registration Number:	5056109	GIVE CONFIDENCE HOPE STYLE
Registration Number:	4680050	TALBOTS
Registration Number:	5350042	TALBOTS SINCE 1947
Registration Number:	4861184	THE FLAWLESS FIVE-POCKET

CORRESPONDENCE DATA

Fax Number:

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: 2028357507
Email: dcip@milbank.com
Correspondent Name: Javier J. Ramos
Address Line 1: 1850 K St. NW
Address Line 2: Suite 1100
Address Line 4: Washington, D.C. 20006

ATTORNEY DOCKET NUMBER:	34408.00071
NAME OF SUBMITTER:	Javier J. Ramos
SIGNATURE:	/Javier J. Ramos/
DATE SIGNED:	08/03/2023

Total Attachments: 5

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RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS

This **RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS**, dated as of July 28, 2023 (“Release”) is made by **HPS INVESTMENT PARTNERS, LLC** (the “Collateral Agent”).

WHEREAS, The Talbots LLC (f/k/a The Talbots, Inc.), a Delaware limited liability company (“Talbots” or the “Grantor”), with its principal place of business at One Talbot Drive, Hingham MA 02043, owns the trademarks, trademark registrations, and trademark applications listed on Schedule A attached hereto (“Trademarks”), which Trademarks are registered or applications for registration have been filed in the United States Patent and Trademark Office (the “Office”); and

WHEREAS, the Collateral Agent was granted a security interest in (i) all of Grantor’s right, title and interest in, to and under the Trademarks, including the Trademarks set forth on Schedule A attached hereto, all as described in (a) that certain First Lien Security Agreement executed by Grantor in favor of the Collateral Agent dated November 17, 2021 (the “Security Agreement”) and (b) that certain First Lien Trademark Security Agreement, dated November 17, 2021, and previously filed for recordation in the Office on November 23, 2021 at Trademark Reel and Frame No. 7503/0181 (the “Grant of Security Interest”); and

WHEREAS, the Collateral Agent has released its security interest in all of the Trademarks, including the Trademarks set forth on Schedule A attached hereto;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantee hereby, without representation or warranty of any kind and without any recourse to Grantor, terminates the Grant of Security Interest and hereby terminates, relinquishes, discharges and releases all of its security interests in all of such Grantor’s right, title and interest in and to the following (the “Collateral”) (a) the registered Trademarks (as defined in the Security Agreement) and Trademarks for which applications are pending in the United States Patent and Trademark Office set forth in Schedule A hereto, together with (i) all renewals thereof, (ii) all goodwill associated therewith or symbolized thereby, (iii) all rights to sue or otherwise recover for past, present and future infringements, dilutions or other violations thereof, (iv) all Proceeds of the foregoing, including license fees, royalties, income, payments, claims, damages, proceeds of suit and other payments now or hereafter due and/or payable with respect thereto, (v) all rights to sue or otherwise recover for past, present and future infringements, misappropriations, dilutions or other violations thereof, and (vi) all other rights accruing thereunder or pertaining thereto throughout the world (but excluding any intent-to-use trademark application in the United States prior to the filing of a “Statement of Use” or “Amendment to Allege Use” with respect thereto with the United States Patent and Trademark Office), and the undersigned hereby acknowledges and agrees that it has no further interests in such Collateral and that such Security Agreement and Grant of Security Interest are terminated and of no further force and effect.

Capitalized terms used in this Release and not otherwise defined herein have the meanings specified in the Grant of Security Interest and Section 5.07 Governing Law; Jurisdiction; Etc of the Security Agreement is incorporated by reference.

[Signature Page Follows]


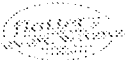




IN WITNESS WHEREOF, this Release of Security Interest in Trademark Rights has been duly executed as of the date first above written.



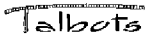



HPS INVESTMENT PARTNERS, LLC, as Collateral Agent,

By: Jaivir Sidhu
Name: Jaivir Sidhu
Title: Managing Director

SCHEDULE A

1. November 23, 2021 at Trademark Reel and Frame No. 7503/0181

Trademark	Application No./ Filing Date	Registration No./ Registration Date
T Design 	77601814 28-OCT-2008	--
FLATTERY WILL GET YOU EVERYWHERE TALBOTS PANT COLLECTION Design 	86508516 20-JAN-2015	4821404 29-SEP-2015
T Design 	86559498 10-MAR-2015	4812897 15-SEP-2015
A WORLD OF WELLNESS FOR YOU AT HOME	90838558 20-JUL-2021	--
T Design 	88657236 16-OCT-2019	6390197 15-JUN-2021
TALBOTS INTIMATES	88402646 25-APR-2019	6000291 03-MAR-2020
THE WORLD ACCORDING TO MOM	88771096 23-JAN-2020	6310252 30-MAR-2021
Design Only 	73088931 01-JUN-1976	1114694 06-MAR-1979
Design Only 	74112243 06-NOV-1990	1771987 18-MAY-1993

Trademark	Application No./ Filing Date	Registration No./ Registration Date
Design Only 	76538934 07-AUG-2003	3052114 31-JAN-2006
Design Only 	77601806 28-OCT-2008	4168221 03-JUL-2012
TALBOTS	85380026 25-JUL-2011	4118271 27-MAR-2012
TALBOTS CLASSIC AWARDS	76402882 30-APR-2002	2692954 04-MAR-2003
TALBOTS COMPANY STORE	86873867 13-JAN-2016	5157568 07-MAR-2017
TALBOTS Design 	75396254 25-NOV-1997	2297384 07-DEC-1999
TALBOTS Design 	76443975 23-AUG-2002	2790627 09-DEC-2003
TALBOTS IS THE CLASSICS	74149567 20-MAR-1991	1720913 29-SEP-1992
TALBOTS KIDS Design 	74112244 05-NOV-1990	1711809 01-SEP-1992
TALBOTS PETITES Design 	74396990 28-MAY-1993	1826424 15-MAR-1994
TALBOTS WOMAN PETITES	78607125 12-APR-2005	3119743 25-JUL-2006
BE YOUR OWN MODERN CLASSIC	86848063 14-DEC-2015	5051368 27-SEP-2016
CLASSIC AWARDS	76402881 30-APR-2002	2692953 04-MAR-2003
GIVE CONFIDENCE HOPE STYLE	86802364 28-OCT-2015	5056109 04-OCT-2016
TALBOTS	86261568	4680050

Trademark	Application No./ Filing Date	Registration No./ Registration Date
	24-APR-2014	27-JAN-2015
TALBOTS SINCE 1947	87435029 03-MAY-2017	5350042 05-DEC-2017
THE FLAWLESS FIVE-POCKET	86574608 24-MAR-2015	4861184 24-NOV-2015