

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM414259

|                              |                   |
|------------------------------|-------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT    |
| <b>NATURE OF CONVEYANCE:</b> | SECURITY INTEREST |

## CONVEYING PARTY DATA

| Name                              | Formerly | Execution Date | Entity Type           |
|-----------------------------------|----------|----------------|-----------------------|
| Sovos Brands Intermediate, Inc.   |          | 01/31/2017     | Corporation: DELAWARE |
| Bottom Line Food Processors, Inc. |          | 01/31/2017     | Corporation: DELAWARE |

## RECEIVING PARTY DATA

|                        |                                     |
|------------------------|-------------------------------------|
| <b>Name:</b>           | Citizens Bank, N.A.                 |
| <b>Street Address:</b> | 28 State Street                     |
| <b>City:</b>           | Boston                              |
| <b>State/Country:</b>  | MASSACHUSETTS                       |
| <b>Postal Code:</b>    | 02109                               |
| <b>Entity Type:</b>    | National Association: MASSACHUSETTS |

## PROPERTY NUMBERS Total: 23

| Property Type        | Number  | Word Mark                                |
|----------------------|---------|--|
| Registration Number: | 2060382 | MICHAEL ANGELO'S                         |
| Registration Number: | 1668677 | MICHAEL ANGELO'S                         |
| Registration Number: | 1673054 | MICHAEL ANGELO'S                         |
| Registration Number: | 2519760 | THE ART OF ITALIAN CUISINE               |
| Registration Number: | 2725489 | MICHAEL ANGELO'S MINI'S                  |
| Registration Number: | 2692831 | MICHAEL ANGELO'S                         |
| Registration Number: | 2826937 | MICHAEL ANGELO'S                         |
| Registration Number: | 2956659 | MICHAEL ANGELO'S                         |
| Registration Number: | 3195921 |  |
| Registration Number: | 3200707 |  |
| Registration Number: | 3195920 |  |
| Registration Number: | 3306554 |  |
| Registration Number: | 3418356 | UNCLE GIUSEPPE'S                         |
| Registration Number: | 3938437 | SO UNBELIEVABLY GOOD YOU WON'T BELIEVE I |
| Registration Number: | 4248245 | UNCOMPROMISINGLY ITALIAN                 |
| Registration Number: | 4082376 | THE WAY WE'VE ALWAYS DONE IT             |
| Registration Number: | 4047192 | ITALIAN NATURAL CUISINE                  |

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TRADEMARK

| Property Type        | Number   | Word Mark                |
|----------------------|----------|--------------------------|
| Registration Number: | 4162571  | SMALL BATCH FROM SCRATCH |
| Registration Number: | 4352726  | MICHAEL ANGELO'S         |
| Registration Number: | 4653514  | MICHAEL ANGELO'S         |
| Serial Number:       | 85863450 | MICHAEL ANGELO'S         |
| Serial Number:       | 87297373 | SOVOS                    |
| Serial Number:       | 87127908 | THE WHEAT YOU CAN EAT    |

**CORRESPONDENCE DATA**

Fax Number: 2127557306  
*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: 212-326-3939  
Email: elabarge@jonesday.com  
Correspondent Name: Wendy Ballard  
Address Line 1: 250 Vesey Street  
Address Line 2: Jones Day  
Address Line 4: New York, NEW YORK 10281-1047

|                         |                   |
|-------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | 741887-600088     |
| NAME OF SUBMITTER:      | Wendy Ballard     |
| SIGNATURE:              | /WENDY F BALLARD/ |
| DATE SIGNED:            | 01/31/2017        |

**Total Attachments: 4**  
source=2017.01.31\_Grand\_Prix\_Trademark\_Security\_Grant#page1.tif  
source=2017.01.31\_Grand\_Prix\_Trademark\_Security\_Grant#page2.tif  
source=2017.01.31\_Grand\_Prix\_Trademark\_Security\_Grant#page3.tif  
source=2017.01.31\_Grand\_Prix\_Trademark\_Security\_Grant#page4.tif

**GRANT OF A SECURITY INTEREST -- TRADEMARKS**

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of January 31, 2017, by Sovos Brands Intermediate, Inc., a Delaware corporation (the "Borrower") and Bottom Line Food Processors, Inc., a Delaware corporation ("Bottom Line" and, together with the Borrower, each a "Grantor" and collectively, the "Grantors"), in favor of CITIZENS BANK, N.A., in its capacity as Administrative Agent for itself and the other Secured Parties (together with its successors and assigns in such capacity, "Grantee").

WHEREAS, the Grantors have adopted, used and are using, and hold all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantors have entered into that certain Pledge and Security Agreement, dated as of January 31, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"), among Sovos Brands Holdings, Inc., a Delaware corporation ("Holdings"), the Borrower, each Subsidiary of the Borrower party thereto and the Grantee; and

WHEREAS, pursuant to the Security Agreement, the Grantors have granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantors in, to and under the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, the Grantors do hereby pledge and assign to the Grantee and grant to the Grantee for the benefit of the Secured Parties, a continuing security interest in the Collateral.

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

At such time as all of the Secured Obligations shall have been satisfied and paid in full, the Administrative Agent shall execute and deliver to Grantors, at Grantors' sole cost and expense, all releases, termination statements, and other instruments as may be necessary or proper to release or reflect the release of the Administrative Agent's security interest in the Collateral.

This Trademark 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. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.

[Remainder of page intentionally left blank]

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

SOVOS BRANDS INTERMEDIATE, INC.  
BOTTOM LINE FOOD PROCESSORS, INC.

By:

A handwritten signature in black ink, appearing to read "Todd R. Lachman", is written over a horizontal dotted line.




Name: Todd R. Lachman

Title: President

**SCHEDULE A TO GRANT OF A SECURITY INTEREST**

**Trademark Registrations and Applications**

TRADEMARKS

| <b>Trademark</b>  | <b>Registration No.</b> | <b>Registered Owner</b>   |
|---|-------------------------|---|
| MICHAEL ANGELO'S  | 2,060,382               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| MICHAEL ANGELO'S  | 1,668,677               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| MICHAEL ANGELO'S  | 1,673,054               | Bottom Line Food Processors, Inc.   |
| THE ART OF ITALIAN CUISINE  | 2,519,760               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| MICHAEL ANGELO'S MINIS  | 2,725,489               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| MICHAEL ANGELO'S  | 2,692,831               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| MICHAEL ANGELO'S  | 2,826,937               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| MICHAEL ANGELO'S  | 2,956,659               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
|  | 3,195,921               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
|  | 3,200,707               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
|  | 3,195,920               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
|  | 3,306,554               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| <i>Uncle Giuseppe's</i>   | 3,418,356               | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |

|   |           |   |
|---|-----------|---|
| SO UNBELIEVEABLY<br>GOOD YOU WON'T<br>BELIEVE IT CAME FROM<br>THE FREEZER | 3,938,437 | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| UNCOMPRISINGLY ITALIAN  | 4,248,245 | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| THE WAY WE'VE ALWAYS DONE<br>IT   | 4,082,376 | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| ITALIAN NATURAL CUISINE   | 4,047,192 | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| SMALL BATCH FROM SCRATCH  | 4,162,571 | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| MICHAEL ANGELO'S  | 4,352,726 | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| MICHAEL ANGELO'S  | 4,653,514 | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |

TRADEMARK APPLICATIONS

| Trademark             | Application No. | Applicant   |
|-----------------------|-----------------|---|
| MICHAEL ANGELO'S      | 85/863,450      | Bottom Line Food Processors, Inc.<br>DBA Michael Angelo's Gourmet Foods, Inc. |
| SOVOS                 | 87297373        | Sovos Brands Intermediate, Inc.   |
| THE WHEAT YOU CAN EAT | 87127908        | Bottom Line Food Processors, Inc. DBA Michael<br>Angelo's Gourmet Foods, Inc. |