

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM451713

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Supplement No. 1 to Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Vintage Wine Estates, Inc.		07/17/2017	Corporation: CALIFORNIA
Grove Acquisition, LLC		07/17/2017	Limited Liability Company: CALIFORNIA
Girard Winery LLC		07/17/2017	Limited Liability Company: CALIFORNIA
Mildara Blass Inc.		07/17/2017	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	JPMorgan Chase Bank, N.A.
Street Address:	3 Park Plaza, Suite 900
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92614
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 63

Property Type	Number	Word Mark
Registration Number:	1923856	B.R. COHN
Registration Number:	1835619	B.R. COHN
Registration Number:	1876830	OLIVE HILL VINEYARD
Registration Number:	3661869	PANEL WAGON PINOT
Registration Number:	3952087	RIDER'S RED
Registration Number:	3463147	ROADSTER RED
Registration Number:	4416313	SILVER LABEL
Registration Number:	2983763	SYRCAB
Registration Number:	3791122	SYRZIN
Registration Number:	3599029	WOODY WHITE
Registration Number:	3599362	ARSENE
Registration Number:	3385049	BON VIVANT CLUB
Registration Number:	2968138	CREPUSCULE
Registration Number:	1757123	CYGNET
Registration Number:	2698643	DECADENCE WITH A WINK

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4106333	INSTANT NAPA
Registration Number:	3402683	MINUIT BLACK MUSCAT
Registration Number:	1666901	SWANSON
Registration Number:	3972490	SWANSON SIP SHOPPE
Registration Number:	5017856	SMILE, LAUGH, REPEAT
Registration Number:	5017858	KING OF CUPS
Registration Number:	5022095	DOUBLE R RANCH
Registration Number:	5017861	VALLEY & VINE
Registration Number:	5017863	TALL DARK STRANGER
Registration Number:	5017865	ORIGAMI
Registration Number:	5017867	PEACE & PEACE
Registration Number:	5064357	THE INQUISITION
Registration Number:	5188273	SPLENDID OAK
Registration Number:	5082311	POET'S ROW
Registration Number:	5247568	BAR DOG
Registration Number:	4066728	DELECTUS
Registration Number:	3150973	CLAYHOUSE
Registration Number:	3150974	
Registration Number:	3038274	CLAYHOUSE
Registration Number:	3807641	ADOBE PINK
Registration Number:	3463495	ADOBE WHITE
Registration Number:	3355672	ADOBE RED
Registration Number:	3481678	ADOBE
Registration Number:	3535035	BURIED CANE
Registration Number:	4487097	CAMERON HUGHES LOT
Registration Number:	4514295	CAMERON HUGHES
Registration Number:	4266608	LOT SERIES
Registration Number:	3379265	ROCKRIDGE CELLARS
Registration Number:	3363032	EVERGREEN
Registration Number:	2732153	CINERGI
Registration Number:	3819504	ANGEL'S LANDING
Registration Number:	5077978	BAUS FAMILY VINEYARDS
Registration Number:	4203345	THE CULPRIT
Registration Number:	2625756	CRICKLEWOOD
Registration Number:	3836108	SNOWLINE
Registration Number:	4973857	EMILY
Registration Number:	4961246	TALL DARK STRANGER
Registration Number:	5102964	VINTAGE WINE ESTATES

Property Type	Number	Word Mark
Registration Number:	5075936	WHITE HAUTE
Registration Number:	5328339	SISTERHOOD DIRECT
Registration Number:	5307431	SABOTAGE
Registration Number:	5312341	RANCHER'S ROSÉ
Registration Number:	5282509	VILLA VICTORIA
Registration Number:	5312717	ALVARADO HILLS
Registration Number:	5267549	STARGROVES
Registration Number:	5267552	MADISON AND VINE
Registration Number:	5311176	HELLO, SISTER
Registration Number:	5335110	WALLA WALLA BING BANG

CORRESPONDENCE DATA

Fax Number: 2027393001

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: 2020-739-5866

Email: felicia.gordon@morganlewis.com

Correspondent Name: Morgan, Lewis & Bockius LLP

Address Line 1: 1111 Pennsylvania Avenue, NW

Address Line 4: Washington, D.C. 20004

ATTORNEY DOCKET NUMBER:	066397.05.0614
NAME OF SUBMITTER:	Felicia D. Gordon
SIGNATURE:	/Felicia D. Gordon/
DATE SIGNED:	11/21/2017

Total Attachments: 6

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SUPPLEMENT NO. 1 TO TRADEMARK SECURITY AGREEMENT

THIS SUPPLEMENT NO. 1 TO TRADEMARK SECURITY AGREEMENT (this "Supplement"), is dated as of July 17, 2017, and entered into by and among VINTAGE WINE ESTATES, INC., a California corporation, GROVE ACQUISITION, LLC, a California limited liability company, GIRARD WINERY LLC, a California limited liability company, and MILDARA BLASS INC., a California corporation (each a "Grantor", and collectively, the "Grantors"), and JPMORGAN CHASE BANK, N.A., in its capacity as administrative agent (the "Administrative Agent") for the lenders party to the Credit Agreement referred to below.

RECITALS

A. Grantors, the other Borrowers from time to time party thereto, the Lenders and the Administrative Agent entered into that certain Credit Agreement dated July 24, 2015 (as amended, modified, supplemented or restated from time to time, the "Original Credit Agreement") and are, simultaneously with the execution hereof, entering into a certain Amended and Restated Credit Agreement, dated as of the date hereof, among Grantors, the other Loan Parties party thereto, the Lenders and the Administrative Agent (the "Credit Agreement"). Capitalized terms used herein have the meanings given to them in the Credit Agreement unless otherwise specified.

B. To induce the Lenders to provide the financial accommodations described in the Original Credit Agreement, Grantors and the Administrative Agent entered into that certain Trademark Security Agreement (as recorded on August 4, 2015 with the United States Patent and Trademark Office at REEL/FRAME 5592/0555 and as amended, modified, supplemented or restated from time to time, the "Agreement").

C. Grantors have requested that the Administrative Agent modify and supplement certain terms of the Agreement as set forth herein.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants and agreements herein contained, it is agreed as follows:

1. Supplements to the Agreement. Schedule I to the Agreement is hereby supplemented by adding the trademarks set forth on Schedule I hereto ("New Trademarks"), in each case, including the New Trademarks as Trademark Collateral (as defined in the Agreement) thereunder.

2. No Other Changes. Except as modified by this Supplement, all of the terms and conditions of the Agreement and the Credit Agreement shall remain in full force and effect are hereby ratified and reaffirmed by Grantors.

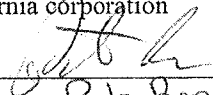
3. Counterparts. This Supplement may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed an original and all of which counterparts, taken together, shall constitute one and the same instrument.

[SIGNATURES ON NEXT PAGE]

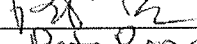
IN WITNESS WHEREOF, the parties hereto have caused this Supplement to be executed and delivered as of the day and year first above written.

GRANTORS:


VINTAGE WINE ESTATES, INC.,
a California corporation

By: 
Name: Pat Roney
Title: President


GROVE ACQUISITION, LLC,
a California limited liability company

By: 
Name: Pat Roney
Title: manager

GIRARD WINERY LLC,
a California limited liability company

By: 
Name: Pat Roney
Title: manager


MILDARA BLASS INC.,
a California corporation

By: 
Name: Pat Roney
Title: President

[Signature Page to Supplement No. 1 to Trademark Security Agreement]

ADMINISTRATIVE AGENT:

JPMORGAN CHASE BANK, N.A.

By: 
Name: Annaliese Fisher
Title: Authorized Officer

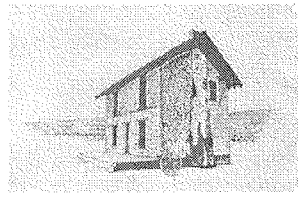
[Signature Page to Supplement No. 1 to Trademark Security Agreement]

TRADEMARK
REEL: 006210 FRAME: 0704

SCHEDULE I

Registered Trademarks

Name of Grantor	Mark	Registration/Serial Number	Registration Date
Vintage Wine Estates, Inc.	B.R. COHN	1923856	10/3/1995
Vintage Wine Estates, Inc.	B.R. COHN	1835619	5/10/1994
Vintage Wine Estates, Inc.	OLIVE HILL VINEYARD	1876830	1/31/1995
Vintage Wine Estates, Inc.	PANEL WAGON PINOT	3661869	7/28/2009
Vintage Wine Estates, Inc.	RIDER'S RED	3952087	4/26/2011
Vintage Wine Estates, Inc.	ROADSTER RED	3463147	7/8/2008
Vintage Wine Estates, Inc.	SILVER LABEL	4416313	10/15/2013
Vintage Wine Estates, Inc.	SYRCAB	2983763	8/9/2005
Vintage Wine Estates, Inc.	SYRZIN	3791122	5/18/2010
Vintage Wine Estates, Inc.	WOODY WHITE	3599029	5/31/2009
Vintage Wine Estates, Inc.	ARSENE	3599362	5/31/2009
Vintage Wine Estates, Inc.	BON VIVANT CLUB	3385049	2/19/2008
Vintage Wine Estates, Inc.	CREPUSCULE	2968138	7/12/2005
Vintage Wine Estates, Inc.	CYGNET	1757123	3/9/1993
Vintage Wine Estates, Inc.	DECADENCE WITH A WINK	2698643	3/18/2003
Vintage Wine Estates, Inc.	INSTANT NAPA	4106333	2/28/2012
Vintage Wine Estates, Inc.	MINUIT BLACK MUSCAT & DESIGN	3402683	3/25/2008
Vintage Wine Estates, Inc.	SWANSON	1666901	12/3/1991
Vintage Wine Estates, Inc.	SWANSON SIP SHOPPE	3972490	6/7/2011
Vintage Wine Estates, Inc.	SMILE, LAUGH, REPEAT	5017856	8/9/2016

Vintage Wine Estates, Inc.	KING OF CUPS	5017858	8/9/2016
Vintage Wine Estates, Inc.	DOUBLE R RANCH	5022095	8/16/2016
Vintage Wine Estates, Inc.	VALLEY & VINE	5017861	8/9/2016
Vintage Wine Estates, Inc.	TALL DARK STRANGER	5017863	8/9/2016
Vintage Wine Estates, Inc.	ORIGAMI	5017865	8/9/2016
Vintage Wine Estates, Inc.	PEACE & PEACE	5017867	8/9/2016
Vintage Wine Estates, Inc.	THE INQUISITION	5064357	4/20/2016
Vintage Wine Estates, Inc.	SPLENDID OAK	5188273	4/18/2017
Vintage Wine Estates, Inc.	POET'S ROW	5082311	11/15/2016
Vintage Wine Estates, Inc.	BAR DOG	5247568	6/6/2017
Vintage Wine Estates, Inc.	DELECTUS	4066728	12/6/2011
Vintage Wine Estates, Inc.	CLAYHOUSE	3150973	10/3/2006
Vintage Wine Estates, Inc.		3150974	10/3/2006
Vintage Wine Estates, Inc.	CLAYHOUSE	3038274	1/3/2006
Vintage Wine Estates, Inc.	ADOBE PINK	3807641	6/22/2010
Vintage Wine Estates, Inc.	ADOBE WHITE	3463495	7/8/2008
Vintage Wine Estates, Inc.	ADOBE RED	3355672	12/18/2007
Vintage Wine Estates, Inc.	ADOBE	3481678	8/5/2008
Vintage Wine Estates, Inc.	BURIED CANE	3535035	11/18/2008
Vintage Wine Estates, Inc.	CAMERON HUGHES LOT	4487097	2/25/2014
Vintage Wine Estates, Inc.	CAMERON HUGHES	4514295	4/15/2014
Vintage Wine Estates, Inc.	LOT SERIES	4266608	1/1/2013

Vintage Wine Estates, Inc.	ROCKRIDGE CELLARS	3379265	2/5/2008
Vintage Wine Estates, Inc.	EVERGREEN	3363032	1/1/2008
Vintage Wine Estates, Inc.	CINERGI	2732153	7/1/2003
Vintage Wine Estates, Inc.	ANGEL'S LANDING	3819504	7/13/2010
Vintage Wine Estates, Inc.	BAUS FAMILY VINEYARDS	5077978	11/8/2016
Vintage Wine Estates, Inc.	THE CULPRIT	4203345	9/4/2012
Vintage Wine Estates, Inc.	CRICKLEWOOD	2625756	9/24/2002
Vintage Wine Estates, Inc.	SNOWLINE	3836108	8/17/2010
Vintage Wine Estates, Inc.	EMILY	4973857	6/7/2016
Vintage Wine Estates, Inc.	TALL DARK STRANGER	4961246	5/17/2016
Vintage Wine Estates, Inc.	VINTAGE WINE ESTATES	5102964	12/20/2016
Vintage Wine Estates, Inc.	WHITE HAUTE	5075936	11/8/2016
Vintage Wine Estates, Inc.	SISTERHOOLD DIRECT	5328339	11/7/2017
Vintage Wine Estates, Inc.	SABOTAGE	5307431	10/10/2017
Vintage Wine Estates, Inc.	RANCHER'S ROSE	5312341	10/17/2017
Vintage Wine Estates, Inc.	VILLA VICTORIA	5282509	9/5/2017
Vintage Wine Estates, Inc.	ALVARADO HILLS	5312717	10/17/2017
Vintage Wine Estates, Inc.	STARGROVES	5267549	8/15/2017
Vintage Wine Estates, Inc.	MADISON AND VINE	5267552	8/15/2017
Vintage Wine Estates, Inc.	HELLO, SISTER	5311176	10/17/2017
Vintage Wine Estates, Inc.	WALLA WALLA BING BANG	5335110	11/14/2017