

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM548203

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VINTAGE WINE ESTATES, INC.		09/10/2019	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	BANK OF THE WEST, AS AGENT		
Street Address:	300 South Grand Avenue		
Internal Address:	5th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 22			
Property Type	Number	Word Mark	
Serial Number:	88386538	OWEN ROE THE PARTING GLASS	
Registration Number:	4871433	THE PEARL BLOCK	
Registration Number:	4285557	OWEN ROE	
Registration Number:	4404293	ROCKS OF BAWN	
Registration Number:	4637552	CLANDEBOYE	
Registration Number:	3144380	VOCE POPULI	
Registration Number:	3119559	OWEN ROE	
Registration Number:	3088940	O'REILLY'S	
Registration Number:	3054685	SINISTER HAND	
Registration Number:	3050804	SHARECROPPER'S	
Registration Number:	3054683	EX UMBRIS	
Registration Number:	3650985	MIRTH	
Registration Number:	4091326	OWEN ROE LADY ROSA	
Registration Number:	3912717	CORVIDAE WINE COMPANY	
Registration Number:	3751248	ABBOT'S TABLE	
Registration Number:	3726547	LENORE	
Registration Number:	3679029	ROSA MYSTICA	
Registration Number:	3672211	THE KILMORE	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	3697053	THE KEEPER
Registration Number:	3703396	
Registration Number:	3703395	ROOK
Registration Number:	3636005	CORVIDAE

CORRESPONDENCE DATA

Fax Number: 2138960400

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: 2138915607

Email: crachina@buchalter.com

Correspondent Name: Corina Rachina

Address Line 1: 1000 Wilshire Blvd.

Address Line 2: 12th Floor

Address Line 4: Los Angeles, CALIFORNIA 90017

NAME OF SUBMITTER:	Corina Rachina
SIGNATURE:	/s/ Corina Rachina
DATE SIGNED:	11/05/2019

Total Attachments: 4
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

September 10, 2019

VINTAGE WINE ESTATES, INC., a California corporation, whose address is 205 Concourse Boulevard, Santa Rosa, CA 95403 ("Debtor") hereby acknowledges that it has granted to Bank of the West, as administrative agent and collateral agent for the Lenders (in such capacity, together with its successors and assigns in such capacity, "Agent"), a security interest in and to all of such Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor (other than intent to use trademark applications to the extent excluded in the Agreement (as defined below)) which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by such Debtor ("Trademarks"), together with the goodwill and assets of the business.

Unless and until an Event of Default occurs and is continuing, Debtor shall retain the legal and equitable title to the Trademarks and shall have the right to use and register the Trademarks, as applicable, in the ordinary course of the business of Debtor. The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of July 18, 2019 (the "Agreement"), among Debtor, the other Borrower parties to the Agreement from time to time, the financial institutions party to the Agreement from time to time as lenders (collectively, "Lenders"), and Agent, and that certain Amendment Number One to Loan and Security Agreement and Joinder Agreement of even date herewith (the "Amendment"), among Debtor, the other Borrowers to the Agreement from time to time, the Lenders and Agent, in each case, as security for the Secured Obligations under and as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Agent may have in any other collateral described in the Agreement, the Amendment or otherwise. Capitalized terms used but not defined herein shall have the meaning given to such terms in the Agreement.

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[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

DEBTOR:

VINTAGE WINE ESTATES, INC.
a California corporation

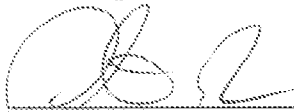
By: 
Name: Patrick Roney
Title: President and Chief Executive Officer

EXHIBIT A

TRADEMARKS AND TRADEMARK LICENSES

Trademark Title	Serial/ Registration No.	File/ Registration Date
OWEN ROE THE PARTING GLASS	88386538	04/15/2019
THE PEARL BLOCK	86279967/ 4871433	05/13/2014/ 12/15/2015
OWEN ROE	85638766/ 4285557	05/30/2012/ 02/05/2013
ROCKS OF BAWN	85638779/ 4404293	05/30/2012/ 09/17/2013
CLANDEBOYE	85556583/ 4637552	02/29/2012/ 11/11/2014
VOCE POPULI	78559248/ 3144380	02/02/2005/ 09/19/2006
OWEN ROE	78559201/ 3119559	02/02/2005/ 07/25/2006
O'REILLY'S	78559220/ 3088940	02/02/2005/ 05/02/2006
SINISTER HAND	78559256/ 3054685	02/02/2005/ 01/31/2006
SHARECROPPER'S	78559265/ 3050804	02/02/2005/ 01/24/2006
EX UMBRIS	78559233/ 3054683	02/02/2005/ 01/31/2006
MIRTH	77640960/ 3650985	12/29/2008/ 07/07/2009
OWEN ROE LADY ROSA	77640938/ 4091326	12/29/2008/ 01/24/2012
CORVIDAE WINE COMPANY	77640916/ 3912717	12/29/2008/ 02/01/2011
ABBOT'S TABLE	77640921/ 3751248	12/29/2008/ 02/23/2010

Exhibit A

TRADEMARK
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Trademark Title	Serial/ Registration No.	File/ Registration Date
LENORE	77640899/ 3726547	12/29/2008/ 12/15/2009
ROSA MYSTICA	77640946/ 3679029	12/29/2008/ 09/08/2009
THE KILMORE	77640929/ 3672211	12/29/2008/ 08/25/2009
THE KEEPER	77647681/ 3697053	01/12/2009/ 10/13/2009
	77640908/ 3703396	12/29/2008/ 10/27/2009
ROOK	77640892/ 3703395	12/29/2008/ 10/27/2009
CORVIDAE	77268119/ 3636005	08/30/2007/ 06/09/2009

Exhibit A