

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Diamond Foods, Inc.		02/25/2010	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Bank of America, N.A., as Administrative Agent
<b>Street Address:</b>	800 5th Avenue, Floor 17
<b>City:</b>	Seattle
<b>State/Country:</b>	WASHINGTON
<b>Postal Code:</b>	98104
<b>Entity Type:</b>	national banking association: UNITED STATES

<b>PROPERTY NUMBERS Total: 8</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	3981595	DIAMOND OF CALIFORNIA
Registration Number:	3980362	MOVIE NIGHT MAKER
Registration Number:	3115217	100 CALORIE POP
Registration Number:	2953986	CRISPY GLAZED
Registration Number:	2192949	JUMBO POP
Registration Number:	1983966	POP SECRET
Registration Number:	1408825	POP-SECRET
Registration Number:	1397053	POP SECRET

<b>CORRESPONDENCE DATA</b>	
Fax Number:	9194168328
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	9192868041
Email:	pto_tmconfirmation@mvalaw.com
Correspondent Name:	Moore & Van Allen PLLC

OP \$215.00 3981595

Address Line 1: 430 Davis Drive  
Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 031752-140 JES

NAME OF SUBMITTER: John E. Slaughter

Signature: /John E. Slaughter/

Date: 07/25/2012

Total Attachments: 4  
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Collateral Agreement dated as of February 25, 2010 (as the same may be amended, modified, restated or supplemented from time to time, the "Collateral Agreement"), by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor granted, pledged and collaterally assigned a security interest in the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks, trademark licenses and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Collateral Agreement and (ii) is not to be construed as an assignment of any trademark, trademark license or trademark application.

[Signature Pages Follow]

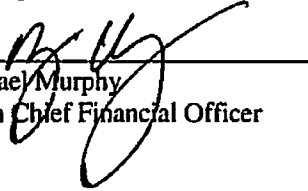
Sincerely,

DIAMOND FOODS, INC.,  
a Delaware corporation

By: \_\_\_\_\_

Name: Michael Murphy

Title: Interim Chief Financial Officer

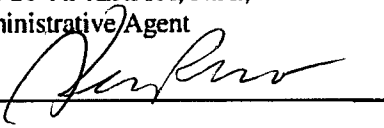
A handwritten signature in black ink, appearing to read 'M. Murphy', is written over a horizontal line. The signature is stylized and cursive.

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS  
DIAMOND FOODS, INC.

TRADEMARK  
REEL: 004828 FRAME: 0608

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,  
as Administrative Agent

By:   
Name: \_\_\_\_\_  
Title:

Ken Puro  
Vice President

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS  
DIAMOND FOODS, INC.

**TRADEMARK**  
**REEL: 004828 FRAME: 0609**

**Schedule 1**

**Diamond Foods, Inc.  
(Delaware Corporation)**

**U.S. Trademarks**

**Registered Marks**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
DIAMOND OF CALIFORNIA and Design	3981595	06/21/11
MOVIE NIGHT MAKER	3980362	06/21/11
100 CALORIE POP	3115217	07/11/06
CRISPY GLAZED	2953986	05/17/05
JUMBO POP	2192949	10/06/98
POP SECRET	1983966	07/02/96
POP-SECRET	1408825	09/09/86
POP SECRET	1397053	06/10/86

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS  
DIAMOND FOODS, INC.