

Trademark Assignment (Canada)

November 28, 2023 (the “**Effective Date**”)

This Trademark Assignment is made and effective as of the Effective Date by and between Qdoba Restaurant Corporation (the “**Assignor**”), the full post office address of whose principal office or place of business is 350 Camino del La Reina, 4th Floor, San Diego, CA 92108 and Qdoba Franchisor LLC (the “**Assignee**”), the full post office address of whose principal office or place of business is 350 Camino del La Reina, 4th Floor, San Diego, CA 92108.

In consideration of the Omnibus Closing Date Transfer Agreement entered into by the Assignor and the Assignee on November 28, 2023, the Assignor did sell, assign and transfer and does hereby sell, assign and transfer to the Assignee its entire right, title and interest in and to the trademarks and trademark registrations identified in Schedule “A” attached hereto (the “**Marks**”) in Canada, together with the common law rights and goodwill associated therewith, and all rights of opposition and causes of action, either in law or in equity, for past, present or future infringement, misappropriation, depreciation or other violation of the Marks, the same to be held and enjoyed by the Assignee, its successors and assigns, as fully and completely as by the Assignor had this assignment not been made.

The Assignor agrees to execute and deliver to the Assignee all further documents as may be necessary to give effect to the assignment of rights reflected herein.

This Trademark Assignment may be signed in any number of counterparts, each of which is an original, and all of which taken together constitute one single document. Counterparts may be transmitted by fax or in electronically scanned form.

The Assignee appoints Cassels Brock & Blackwell LLP, whose full postal address in Canada is Suite 3200, Bay Adelaide Centre – North Tower 40 Temperance St. Toronto, ON M5H 0B4 Canada, as the firm to whom any notice in respect of the Canadian applications and registrations for the Marks may be sent, and upon whom service of any proceedings in respect of the Canadian applications and registrations for the Marks may be given or served with the same effect as if they had been given or served upon it.

The parties have executed this Trademark Assignment as of the Effective Date.

Qdoba Restaurant Corporation, as Assignor

I have authority to bind the corporation.

By: Justin Chenard

Name: Justin Chenard

Title: Chief Accounting Officer

Date: November 28, 2023

Qdoba Franchisor LLC, as Assignee

I have authority to bind the corporation.

By: Justin Chenard



Name: Justin Chenard

Title: Chief Accounting Officer, Treasurer & Secretary


Date: November 28, 2023

Schedule "A"

Qdoba Restaurant Corporation – Canadian Trademark Portfolio

	Mark	Owner	Application Date	Application Number	Registration Date	Registration Number	Status	Class	Goods and Services	Current Agent
1.	QDOBA	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	31-OCT-2006	1322275	09-NOV-2009	TMA752530	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5
2.	QDOBA MEXICAN GRILL	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	31-OCT-2006	1322278	09-NOV-2009	TMA752529	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5
3.	NAKED BURRITO	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	31-OCT-2006	1322281	09-NOV-2009	TMA752528	Registered	30	(1) Burritos.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5
4.	CACTUS BUTTON Design 	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	01-NOV-2006	1322494	02-DEC-2009	TMA754366	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5
5.	QDOBA MEXICAN GRILL & Design 	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	01-NOV-2006	1322497	09-NOV-2009	TMA752527	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5
6.	CACTUS BUTTON Design 	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	15-MAR-2011	1519233	18-APR-2013	TMA848896	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5

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7.	QDOBA MEXICAN GRILL Design 	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	15-MAR-2011	1519234	18-APR-2013	TMA848897	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5
8.	QDOBA REWARDS	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	15-MAR-2011	1519236	18-APR-2013	TMA848898	Registered	16	(1) A restaurant frequency card which enables participants to obtain a discount on food products.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5
9.	QUESOFY	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	25-APR-2013	1623962	09-APR-2015	TMA900698	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5
10.	QDOBA MEXICAN EATS & Design 	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	20-FEB-2015	1716079	06-SEP-2016	TMA948362	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5 Reference: SHPP-0004
11.	QDOBA MEXICAN EATS	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	20-FEB-2015	1716085	30-SEP-2016	TMA951003	Registered	43	(1) Restaurant services	Agent: PERLEY-ROBERTSON, HILL & MCDOUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5 Reference: FSHI-078TCA
12.	CHOOSE FLAVOR	Qdoba Restaurant Corporation 9330 Balboa Ave. San Diego, CA 92123-1516 UNITED STATES	10-DEC-2015	1758820	10-NOV-2016	TMA954984	Registered	43	(1) Restaurant services	Agent: SMART & BIGGAR LP 1000 RUE DE LA GAUCHETIERE OUEST BUREAU 3300 MONTREAL QUÉBEC H3B4W5 Reference: 87824-16 CB/cim

	Mark	Owner	Application Date	Application Number	Registration Date	Registration Number	Status	Class	Goods and Services	Current Agent
13.	QDOBA & Design 	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego 92123 UNITED STATES	29-FEB-2016	1769933	17-OCT-2017	TMA982995	Registered	43	(1) Restaurant services.	Agent: PERLEY-ROBERTSON, HILL & MCDUGALL LLP 1400 - 340 ALBERT STREET OTTAWA ONTARIO K1R0A5 Reference: SHPP-0006TCA
14.	UNITED BY FLAVOR	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego, CA 92123 UNITED STATES	09-FEB-2018	1882355	24-OCT-2019	TMA1060488	Registered	43	(1) Restaurant services	Agent: SMART & BIGGAR LP 1000 RUE DE LA GAUCHETIERE OUEST BUREAU 3300 MONTREAL QUÉBEC H3B4W5 Reference: 84183795 TBN/cim
15.	Q-CASH	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego, CA 92123 UNITED STATES	07-MAR-2019	1950190	25-SEP-2023	TMA1199532	Registered	9	(1) Electronic gift cards redeemable for food and beverage items; encoded gift cards redeemable for food and beverage items; pre-recorded cards being pre-recorded gift cards redeemable for food and beverage items.	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06734822CA
16.	QDOBA STANDS FOR FLAVOR	Qdoba Restaurant Corporation 9330 Balboa Avenue San Diego, CA 92123 UNITED STATES	16-MAY-2019	1963428	12-AUG-2022	TMA1137920	Registered	43	(1) Restaurant services.	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06736053CA

	Mark	Owner	Application Date	Application Number	Registration Date	Registration Number	Status	Class	Goods and Services	Current Agent
17.	BIG FLAVORS. BOLD RETURNS.	Qdoba Restaurant Corporation 350 Camino de la Reina San Diego, CA 92108 UNITED STATES	19-JUN-2019	1971879			Formalized (Pending)	35	(1) Franchise services.	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06736134CA
18.	Q-GO-BOX	Qdoba Restaurant Corporation 350 Camino de la Reina San Diego, CA 92108 UNITED STATES	01-AUG-2019	1978644			Formalized (Pending)	29 30 31 32	(1) Food and beverage items for consumption on or off the premises.	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06736930CA
19.	BOO-GO	Qdoba Restaurant Corporation 350 Camino de la Reina, Suite 400 San Diego, CA 92108 UNITED STATES	06-APR-2021	2097370	28-JUN-2023	TMA1187387	Registered	43	(1) Restaurant services	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06745715CA
20.	MAKING THE WORLD A MORE FLAVORFUL PLACE	Qdoba Restaurant Corporation 350 Camino de la Reina, Suite 400 San Diego, CA 92108 UNITED STATES	07-OCT-2021	2138800			Advertised (Pending)	43	(1) Restaurant services	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06748071CA
21.	PURE GOLD BY QDOBA & Design 	Qdoba Restaurant Corporation 350 Camino de la Reina, Suite 400 San Diego, CA 92108 UNITED STATES	08-DEC-2021	2152422			Formalized (Pending)	30	(1) Cheese sauce (queso); dipping sauces.	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06751453CA
22.	IN CHEESE WE CRUST	Qdoba Restaurant Corporation 350 Camino de la Reina, Suite 400 San Diego, CA 92108 UNITED STATES	21-SEP-2022	2210850			Formalized (Pending)	30	(1) Mexican food items, including, quesadillas.	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06755335CA

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23.	LOADED GOLD QUESOS	Qdoba Restaurant Corporation 350 Camino de la Reina, Suite 400 San Diego, CA 92108 UNITED STATES	02-DEC-2022	2225969			Formalized (Pending)	29 30	(1) Mexican food items, including, dips.	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06756072CA
24.	QUESOPOCKET	Qdoba Restaurant Corporation 350 Camino de la Reina, Suite 400 San Diego, CA 92108 UNITED STATES	02-DEC-2022	2225970			Formalized (Pending)	30	(1) Mexican food items, including, quesadillas.	Agent: GOWLING WLG (CANADA) LLP SUITE 2600, 160 ELGIN STREET OTTAWA ONTARIO K1P1C3 Reference: 06756071CA
25.	FOOD FOR PEOPLE WHO LOVE FOOD	Qdoba Restaurant Corporation 350 Camino de la Reina, Suite 400 San Diego, CA 92108 UNITED STATES		1589703						
26.	MORE TO EXPLORE	Qdoba Restaurant Corporation 350 Camino de la Reina, Suite 400 San Diego, CA 92108 UNITED STATES		1519235						