Bergdorf Graphics, Inc. Form 424B3 October 18, 2006

PROSPECTUS SUPPLEMENT (To Prospectus dated June 5, 2006) Filed Pursuant to Rule 424(b)(3) Registration No. 333-133184

The Neiman Marcus Group, Inc.

9%/93/4% Senior Notes due 2015103/8% Senior Subordinated Notes due 2015

Recent Developments

We have attached to this prospectus supplement the Current Report on Form 8-K of Neiman Marcus, Inc. dated October 17, 2006. The attached information updates and supplements The Neiman Marcus Group, Inc. s Prospectus dated June 5, 2006.

You should carefully consider the risk factors beginning on page 19 of the Prospectus before investing.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus. Any representation to the contrary is a criminal offense.

This prospectus will be used by Credit Suisse Securities (USA) LLC in connection with offers and sales in market-making transactions at certain negotiated prices related to prevailing market prices. Credit Suisse Securities (USA) LLC has advised us that it is currently making a market in the securities; however, it is not obligated to do so and may stop at any time. Credit Suisse Securities (USA) LLC may act as principal or agent in any such transaction. We will not receive the proceeds of the sale of the securities but will bear the expenses of registration. See Plan of Distribution in the Prospectus.

Credit Suisse

October 17, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report Date of Earliest Event Reported October 17, 2006 October 12, 2006

NEIMAN MARCUS, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

333-133184-12 (Commission File Number) 20-3509435 (IRS Employer Identification Number)

75201

(Zip Code)

(214) 741-6911

1618 Main Street Dallas, Texas (Address of principal executive offices)

Registrant s telephone number, including area code

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

0 Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17CFR 240.13e-4(c))

ITEM 8.01. OTHER EVENTS

On October 12, 2006, The Neiman Marcus Group, Inc. (NMG), the registrant s wholly-owned subsidiary, entered into an amendment to its senior secured term loan credit facility agreement decreasing the interest rates applicable to borrowings under that facility. A copy of that amendment is attached hereto as Exhibit 99.1.

Borrowings under NMG s senior secured term loan credit facility bear interest at a rate per annum equal to, at NMG s option, either (a) a base rate determined by reference to the higher of (1) the prime rate of Credit Suisse and (2) the federal funds effective rate plus 1/2 of 1% or (b) a LIBOR rate, subject to certain adjustments, in each case plus an applicable margin.

Under the facility s amended terms, (a) the applicable margin with respect to base rate borrowings (which was previously 1.50%) on a given date will be 1.00% or 1.25%, depending upon NMG s Consolidated Leverage Ratio (as defined in the senior secured term loan credit facility agreement) on such date, and (b) the applicable margin with respect to LIBOR borrowings (which was previously 2.50%) on a given date will be 2.00% or 2.25%, also depending upon NMG s Consolidated Leverage Ratio on such date.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

99.1 Amendment No. 3 dated as of October 12, 2006 to the Credit Agreement dated as of October 6, 2005, as amended, among NMG, Neiman Marcus, Inc. (formerly known as Newton Acquisition, Inc.), each subsidiary of NMG from time to time party thereto, the lenders thereunder, and Credit Suisse, as administrative agent and collateral agent for the lenders.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

NEIMAN MARCUS, INC.

Date: October 17, 2006

By: /s/ James E. Skinner James E. Skinner Senior Vice President

Exhibit 99.1

EXECUTION COPY

AMENDMENT NO. 3 dated as of October 12, 2006 (this *Amendment*), to the Credit Agreement dated as of October 6, 2005 (the *Credit Agreement*), among THE NEIMAN MARCUS GROUP, INC., a Delaware corporation (the *Borrower*), NEIMAN MARCUS, INC. (formerly known as Newton Acquisition, Inc.), a Delaware corporation (*Holdings*), each subsidiary of the Borrower from time to time party thereto, the Lenders (as defined in Article I of the Credit Agreement), and CREDIT SUISSE, as administrative agent (in such capacity, the *Administrative Agent*) and as collateral agent for the Lenders.

A. Pursuant to the Credit Agreement, the Lenders have made loans to the Borrower.

B. The Borrower and the Lenders have agreed to amend the Credit Agreement as set forth herein.

C. Capitalized terms used but not defined herein shall have the meanings assigned to them in the Credit Agreement.

Accordingly, in consideration of the mutual agreements herein contained and other good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, the parties hereto agree as follows:

SECTION 1. *Amendment*. The definition of Applicable Rate set forth in Section 1.01 of the Credit Agreement is hereby amended and restated in its entirety as follows:

<u>Applicable Rate</u> means, for any day, with respect to any ABR Loan or LIBOR Rate Loan, the applicable rate per annum set forth below under the caption ABR Spread or LIBOR Rate Spread, as the case may be, based upon the Consolidated Leverage Ratio as of the relevant date of determination:

Consolidated Leverage Ratio	ABR Spread	LIBOR Rate Spread	
Category 1			
Greater than or equal to 4.50 to 1.00	1.25	% 2.25	%
Category 2			
Less than 4.50 to 1.00	1.00	% 2.00	%

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Each change in the Applicable Rate resulting from a change in the Consolidated Leverage Ratio shall be effective with respect to all Loans outstanding on and after the date of delivery to the Agent of the financial statements and certificate required by Section 5.01(a) or (b) and Section 5.01(c), respectively, indicating such change until the date immediately preceding the next date of delivery of such financial statements and certificate required by Section 5.01(a) or (b) and Section 5.01(c), respectively, indicating such change. In addition, (a) at any time during which the Borrower has failed to deliver the financial statements and certificate required by Section 5.01(a) or (b) and Section 5.01(c), respectively, or (b) at any time after the occurrence and during the continuance of an Event of Default under clause (f) or (g) of Article VII, the Consolidated Leverage Ratio shall be deemed to be in Category 1 for purposes of determining the Applicable Rate.

SECTION 2. *Effectiveness*. This Amendment shall become effective as of the date set forth above on the date on which (a) the Administrative Agent shall have received counterparts of this Amendment that, when taken together, bear the signatures of the Borrower and each Lender (after giving effect to any prior or concurrent assignment, whether pursuant to the mandatory assignment provisions set forth in Section 9.02(e) of the Credit Agreement or otherwise) and (b) the Administrative Agent and its Affiliates shall have received all fees required to be paid by the Borrower in connection with the Amendment, and reimbursement from the Borrower of all expenses related thereto for which invoices have been presented (including the reasonable documented fees and expenses of legal counsel).

SECTION 3. *Counterparts*. This Amendment may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same contract. Delivery of an executed counterpart of a signature page of this Amendment by facsimile transmission shall be as effective as delivery of a manually executed counterpart hereof.

SECTION 4. *Applicable Law.* THIS AMENDMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

SECTION 5. *Headings*. The headings of this Amendment are for purposes of reference only and shall not limit or otherwise affect the meaning hereof.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be duly executed by their duly authorized officers, all as of the date and year first above written.

THE NEIMAN MARCUS GROUP, INC.,

by

/s/ Stacie Shirley Name: Stacie Shirley Title: Vice President, Finance & Treasurer

CREDIT SUISSE, CAYMAN ISLANDS BRANCH, individually and as Administrative Agent,

Name:

Title:

Name:

Title:

By

/s/ Robert Hetu Robert Hetu Managing Director

By

/s/ Cassandra Droogan Cassandra Droogan Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

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CREDIT AGREEMENT
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Name of Lender: Aberdee	en Asset Management	
	by	/s/ J. Christopher Gagnier Name: J. Christopher Gagnier Title: SR Portfolio Manager
Name of Lender: GOF Lo	an Funding LLC	
	by	/s/ Name: Title:
Name of Lender: Stichtin By: AI	g Pensioenfonds ABP 3P Investments US, In	c., its agent
	by	/s/ Paul Spijkers Name: Paul Spijkers Title: President / CEO
	by	/s/ Arnold Shapiro Name: Arnold Shapiro Title: Managing Director / CIO
Name of Lender:		ACA CLO 2005-1, Limited
	by	/s/ Vincent Ingato Name: Vincent Ingato Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:		ACA CLO 2006-1, Limited
	by	/s/ Vincent Ingato Name: Vincent Ingato Title: Managing Director
Name of Lender:		Galaxy CLO 2003-1, Ltd. By: AIG Global Investment Corp., Inc. Its Collateral Manager
	by	/s/ Steven S. Oh Name: Steven S. Oh Title: Managing Director
Name of Lender:		Galaxy III CLO, Ltd. By: AIG Global Investment Corp. Its Collateral Manager
	by	/s/ Steven S. Oh Name: Steven S. Oh Title: Managing Director
Name of Lender:		Galaxy IV CLO, Ltd. By: AIG Global Investment Corp. Its Collateral Manager
	by	/s/ Steven S. Oh Name: Steven S. Oh Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:		Galaxy V CLO, Ltd. By: AIG Global Investment Corp. Its Collateral Manager
	by	/s/ Steven S. Oh Name: Steven S. Oh Title: Managing Director
Name of Lender:		Galaxy VI CLO, Ltd. By: AIG Global Investment Corp. Its Collateral Manager
	by	/s/ Steven S. Oh Name: Steven S. Oh Title: Managing Director

Name of Lender:	Galaxy VII CLO, Ltd. By: AIG Global Investment Corp. Its Collateral Manager	
by	/s/ Steven S. Oh Name: Steven S. Oh Title: Managing Director	
Name of Lender:	KZH Soleil-2 LLC	
by	/s/ Virginia Conway Name: Virginia Conway Title: Authorized Signatory	
Name of Lender:	Saturn Trust By: AIG Global Investment Corp., Inc. Its Investment Advisor	
by	/s/ Steven S. Oh Name: Steven S. Oh Title: Managing Director	
Name of Lender:	SunAmerica Senior Floating Rate Fund, By: AIG Global Investment Corp. Investment Sub-Adviser	
by	/s/ Steven S. Oh Name: Steven S. Oh Title: Managing Director	

Name of Lender: The Airlie Group

by

/s/ Steve Ezzy
Name: Steve Ezzy
Title: PM

Airlie CLO 2006-I Airlie CLO 2006-II

Name of Lender:	Landmark VI CDO, Limited By: Aladdin Capital Management, LL as Manager	
by	/s/ John T. D Angelo Name: John T. D Angelo Title: Authorized Signatory	
Name of Lender:	Alcentra Warehouse, Ltd.	
by	/s/ Amy Adler Name: Amy Adler Title: Associate	
Name of Lender:	Pacifica CDO II, Ltd.	
by	/s/ Amy Adler Name: Amy Adler Title: Associate	

Name of Lender: Pacifica CDO III, Ltd.

/s/ Amy Adler Name: Amy Adler Title: Associate

Name of Lender:

by

Pacifica CDO IV, Ltd.

by

/s/ Amy Adler Name: Amy Adler Title: Associate

Name of Lender: Pacifica CDO V, Ltd.

by	/s/ Amy Adler
	Name: Amy Adler Title: Associate
Name of Lender:	AllianceBernstein Global Strategic Income Trust By: AllianceBernstein L.P., as Investment Advisor
by	/s/ Michael E. Sohr Name: Michael E. Sohr Title: Senior Vice President
Name of Lender:	New Alliance Global, CDO By: AllianceBernstein L.P., as Investment Advisor
by	/s/ Michael E. Sohr Name: Michael E. Sohr Title: Senior Vice President
Name of Lender:	Oregon State Treasury By: AllianceBernstein L.P., as Investment Advisor
by	/s/ Michael E. Sohr Name: Michael E. Sohr Title: Senior Vice President

Name of Lender:	AIMCO CLO, Series 2005-A
by	/s/ Chris Goergen Name: Chris Goergen Title: Authorized Signatory
b	y /s/ Charles D. Mires Name: Charles D. Mires Title: Authorized Signatory
Name of Lender:	AIMCO CLO, Series 2006-A
by	/s/ Chris Goergen Name: Chris Goergen Title: Authorized Signatory
b	y /s/ Charles D. Mires Name: Charles D. Mires Title: Authorized Signatory
Name of Lender:	Allstate Life Insurance Company
by	/s/ Chris Goergen Name: Chris Goergen Title: Authorized Signatory
b	y /s/ Charles D. Mires Name: Charles D. Mires Title: Authorized Signatory
Name of Lender: By: American Money M as Collateral Manager	AMMC CLO III, LIMITED lanagement Corp.,
by	/s/ Chester M. Eng Name: Chester M. Eng Title: Senior Vice President
8	

Name of Lender: AMMC CLO IV, LIMITED By: American Money Management Corp., as Collateral Manager

by

by

/s/ Chester M. Eng Name: Chester M. Eng Title: Senior Vice President

Name of Lender:AMMC CLO V, LIMITEDBy: American Money Management Corp.,
as Collateral Manager

/s/ Chester M. Eng Name: Chester M. Eng Title: Senior Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: AMMC CLO VI, LIMITED By: American Money Management Corp., as Collateral Manager

> by /s/ Chester M. Eng Name: Chester M. Eng Title: Senior Vice President

Name of Lender: AGALPHA CREDIT Master Ltd.

> by /s/ Fred Berger Name: Fred Berger Title: Authorized Signatory

Name of Lender: Azure Funding

by /s/ Greg Myers Name: Greg Myers Title: Assistant Vice President

by /s/ Andrew Valco Name: Andrew Valco Title: Trust Officer

Name of Lender: Millcreek CBNA Loan Funding LLC

by /s/ Fareen Jivraj Name: Fareen Jivraj Title: Attorney-In-Kind

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

ARES ENHANCED LOAN INVESTMENT STRATEGY II, LTD.

- By:Ares Enhanced Loan Management II, L.P.,
Investment ManagerBy:Ares Enhanced Loan GP II, LLC
 - Ares Enhanced Loan GP II, LLC Its General Partner
 - by /s/ Seth Brufsky Name: Seth Brufsky Title: Vice President

ARES ENHANCED LOAN INVESTMENT STRATEGY, LTD.

- By: Ares Enhanced Loan Management II, L.P., Investment Manager
- By: Ares Enhanced Loan GP, LLC Its General Partner
 - by /s/ Seth Brufsky Name: Seth Brufsky Title: Vice President

Ares IIR CLO Ltd.

- By: Ares CLO Management IIR L.P., Investment Manager
- By: Ares CLO GP IIR, LLC Its General Partner
 - by /s/ Seth Brufsky Name: Seth Brufsky Title: Vice President

Ares VII CLO Ltd.

- By: Ares CLO Management IX, L.P., Investment Manager
- By: Ares CLO GP IX, LLC Its General Partner
 - by /s/ Seth Brufsky Name: Seth Brufsky Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Ares VII CLO Ltd.

By:	Ares CLO Management VII, L.P., Investment Manager	
By:	Ares CLO GP VII, LLC, Its General Partner	
	by	/s/ Seth Brufsky Name: Seth Brufsky Title: Vice President
Ares VIII CLO	Ltd.	
By:	Ares CLO Mar Investment Ma	nagement VIII, L.P., nager
By:	Ares CLO GP VIII, LLC, Its General Partner	
	by	/s/ Seth Brufsky Name: Seth Brufsky

Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Ares VIR CLO Ltd.

E	3y:	Ares CLO Management VIR, L.P., Investment Manager		
E	By:	Ares CLO GP VIII, LLC, Its General Partner		
		by		/s/ Seth Brufsky Name: Seth Brufsky Title: Vice President
A	Ares VR CLO I	Ltd.		
E	By:		Ares CLO M Investment M	Ianagement VR, L.P., Manager
E	By:		Ares CLO GP VR, LLC, Its General Partner	
			by	/s/ Seth Brufsky Name: Seth Brufsky Title: Vice President
A	Ares X CLO Lt	d.		
E	By:		Ares CLO Management X, L.P., Investment Manager	
E	By:		Ares CLO GP X, LLC Its General Partner	
			by	/s/ Seth Brufsky Name: Seth Brufsky Title: Vice President
Name of Lender: AVENUE CLO II, LIMITED				
			by	/s/ Richard D Addario Name: Richard D Addario Title: Senior Portfolio Manager

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: AVENUE CLO III, LIMITED

by /s/ Richard D Addario Name: Richard D Addario Title: Senior Portfolio Manager

Name of Lender: Canadian Imperial Bank of Commerce

by /s/ John O Dowd Name: John O Dowd Title: Authorized Signatory

Name of Lender: Sankaty Advisors, LLC as Collateral Manager for AVERY POINT CLO. LTD., as Term Lender

> by /s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President

Name of Lender: Sankaty Advisors, LLC as Collateral Manager for Castle Hill I INGOTS, LTD., as Term Lender

> by /s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: Sankaty Advisors, LLC as Collateral Manager for Castle Hill II INGOTS, Ltd., as Term Lender

> by /s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President

Name of Lender: Sankaty Advisors, LLC as Collateral Manager for Castle Hill III CLO, Limited, as Term Lender

> by /s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President

Name of Lender:	Chatham Light II CLO, Limited, by Sankatay Advisors LLC, as Collateral Manager
by	/s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President
Name of Lender:	HARBOUR TOWN FUNDING LLC
by	/s/ L. Murchison Taylor Name: L. Murchinson Taylor Title: Vice President
Name of Lender:	Katonah III, Ltd. by Sankaty Advisors LLC as Sub-Advisors
by	/s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President
Name of Lender:	Katonah IV, Ltd. by Sankaty Advisors LLC as Sub-Advisors
by	/s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President

Name of Lender:	Sankaty Advisors LLC as Collateral Manager for Loan Funding XI LLC, As Term Lender
by	/s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President
Name of Lender:	Sankaty Advisors LLC as Collateral Manager for Race Point CLO, Limited, as Term Lender
by	/s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President
Name of Lender:	Sankaty Advisors LLC as Collateral Manager for Race Point II CLO, Limited, as Term Lender
by	/s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President
Name of Lender:	Sankaty Advisors LLC as Collateral Manager for Race Point III CLO, Limited, as Term Lender
by	/s/ Jeffrey Hawkins Name: Jeffrey Hawkins Title: Executive Vice President

Name of Lender:	BALLANTYNE FUNDING LLC
by	/s/ L. Murchison Taylor Name: L. Murchison Taylor Title: Vice President
Name of Lender:	Bank of America, N.A.
by	/s/ Coleigh McKay Name: Coleigh McKay Title: Vice President

Name of Lender: The Bank of New York

by	/s/ Erin Morrissey
	Name: Erin Morrissey
	Title: Assistant Vice President

Name of Lender: US Bank Loan Fund (M) (Master Trust)

by /s/ Thomas Frangione Name: Thomas Frangione Title: AVP

Name of Lender: BEARSTEARNS INVESTMENT

PRODUCTS INC.

by

by

/s/ John McDermott Name: John McDermott Title: Vice President

Name of Lender:BLACK DIAMOND CLO 2005-1 LTD.By: Black Diamond Capital Management, L.L.C. as its Collateral Manager

/s/ Name: Title:

Name of Lender: BLACK DIAMOND CLO 2005-2 LTD. By: Black Diamond Capital Management, L.L.C. as its Collateral Manager

by

by

/s/ Name: Title:

Name of Lender: Grand Central Asset Trust, BDC Series

/s/ Mikus N. Kins Name: Mikus N. Kins Title: Attorney-in-fact

Name of Lender: MAGNETITE INVESTORS III L.L.C. By: BLACKROCK FINANCIAL MANAGEMENT, INC., its Collateral Manager

By: /s/

Name of Lender: MAGNETITE IV CLO, LIMITED By: BLACKROCK FINANCIAL MANAGEMENT, INC., its Collateral Manager

By: /s/

Name of Lender: MAGNETITE V CLO, LIMITED By: BLACKROCK FINANCIAL MANAGEMENT, INC., its Collateral Manager

By: /s/

MASTER SENIOR FLOATING RATE TRUST

By: /s/

Name of Lender: Loan Portfolio By: BLACKROCK FINANCIAL MANAGEMENT, INC., its Collateral Manager

By: /s/

Name of Lender: Merrill Lynch Global Investment Series: Corporate Loan Income Portfolio By: BLACKROCK FINANCIAL MANAGEMENT, INC., As investment advisor

/s/

Name of Lender: Merrill Lynch Global Investment Series: Income Strategies Portfolio

By:

By: BLACKROCK FINANCIAL MANAGEMENT, INC., As investment advisor

By: /s/

Name of Lender: Longhorn CDO III, LTD. By: BLACKROCK FINANCIAL MANAGEMENT, INC., as Collateral Manager

By: /s/

Name of Lender: MAGNETITE ASSET INVESTORS L.L.C. By: BLACKROCK FINANCIAL MANAGEMENT, INC., its Collateral Manager

By: /s/

Name of Lender: BlackRock Global Floating Rate Income Trust,

/s/

/s/

/s/

/s/

By:

By:

Name of Lender: BlackRock Limited Duration Income Trust,

Name of Lender: BlackRock Senior Income Series II

By: /s/

Name of Lender: BlackRock Senior Income Series III

By:

Name of Lender: Floating Rate Income Strategies Fund, Inc.

By: /s/

Name of Lender: Floating Rate Income Strategies Fund II, Inc.

By: /s/

Name of Lender: Granite Finance Limited

By:

Name of Lender: Essex Park CDO Ltd., By: Blackstone Debt Advisors L.P. As Collateral Manager

> by /s/ Dean T. Criares Name: Dean T. Criares Title: Senior Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:	Hanover Square CLO Ltd., By: Blackstone Debt Advisors L.P. As Collateral Manager
	by /s/ Dean T. Criares Name: Dean T. Criares Title: Senior Managing Director
Name of Lender:	Lafayette Square CDO Ltd. By: Blackstone Debt Advisors L.P. As Collateral Manager
	by /s/ Dean T. Criares Name: Dean T. Criares Title: Senior Managing Director
Name of Lender:	Loan Funding VI LLC, for itself or as agent for Corporate Loan Funding VI LLC
	by /s/ Dean T. Criares Name: Dean T. Criares Title: Senior Managing Director
Name of Lender:	Monument Park CDO Ltd. By: Blackstone Debt Advisors L.P. As Collateral Manager
	by /s/ Dean T. Criares Name: Dean T. Criares Title: Senior Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:	Prospect Park CDO Ltd. By: Blackstone Debt Advisors L.P. As Collateral Manager
	by /s/ Dean T. Criares Name: Dean T. Criares Title: Senior Managing Director
Name of Lender:	Union Square CDO Ltd.
	By: Blackstone Debt Advisors L.P. As Collateral Manager
	by /s/ Dean T. Criares Name: Dean T. Criares Title: Senior Managing Director
Name of Lender:	Blue Mountain CLO II Ltd
	by /s/ Kimberly Reina Name: Kimberly Reina Title: Associate
Name of Lender:	Blue Mountain CLO Ltd
	by /s/ Kimberly Reina Name: Kimberly Reina Title: Associate

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:

RED FOX FUNDING LLC

by /s/ L. MURCHISON TAYLOR Name: L. MURCHISON TAYLOR Title: VICE PRESIDENT

Name of Lender: Callidus Debt Partners CLO Fund II, Ltd. By: Its Collateral Manager, Callidus Capital Management, LLC

> by /s/ PETER R. BENNITT Name: PETER R. BENNITT Title: PRINCIPAL

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: Callidus Debt Partners CLO Fund III, Ltd. By: Its Collateral Manager, Callidus Capital Management, LLC

> by /s/ PETER R. BENNITT Name: PETER R. BENNITT Title: PRINCIPAL

Name of Lender: Callidus Debt Partners CLO Fund IV, Ltd. By: Its Collateral Manager, Callidus Capital Management, LLC

> by /s/ PETER R. BENNITT Name: PETER R. BENNITT Title: PRINCIPAL

Name of Lender: Callidus Debt Partners CLO Fund V, Ltd. By: Its Collateral Manager, Callidus Capital Management, LLC

> by /s/ PETER R. BENNITT Name: PETER R. BENNITT Title: PRINCIPAL

Name of Lender: MAPS CLO Fund I, LLC By: Its Collateral Manager, Callidus Capital Management, LLC

> by /s/ PETER R. BENNITT Name: PETER R. BENNITT Title: PRINCIPAL

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:

Canyon Capital CDO 2002-1 Ltd.

by

/s/ Patrick Dooley Name: Patrick Dooley Title: Authorized Signatory

By: Canyon Capital Advisors LLC, a Delaware limited liability company, its Collateral Manager

Name of Lender:

Canyon Capital CLO 2004-1 Ltd.

by

/s/ Dominique Mielle Name: Dominique Mielle Title: Authorized Signatory

By: Canyon Capital Advisors LLC, a Delaware limited liability company, its Collateral Manager

Name of Lender:

Canyon Capital CLO 2006-1 Ltd.

by

/s/ Dominique Mielle Name: Dominique Mielle Title: Authorized Signatory

By: Canyon Capital Advisors LLC, a Delaware limited liability company, its Collateral Manager

CS Advisors CLO I Ltd. By: CapitalSource Advisors LLC, as Portfolio Manager And attorney-in-fact

by

/s/ DANIEL M. DUFFY Name: DANIEL M. DUFFY Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:	Carlyle High Yield Partners IV, Ltd.
by	/s/ Linda Pace Name: Linda Pace Title: Managing Director
Name of Lender:	Carlyle High Yield Partners VI, Ltd.
by	/s/ Linda Pace Name: Linda Pace Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:	Carlyle High Yield Partners VII, Ltd.
by	/s/ Linda Pace Name: Linda Pace Title: Managing Director
Name of Lender:	Carlyle High Yield Partners VIII, Ltd.
by	/s/ Linda Pace Name: Linda Pace Title: Managing Director
Name of Lender:	Carlyle High Yield Partners IX, Ltd.
by	/s/ Linda Pace Name: Linda Pace Title: Managing Director
Name of Lender:	Carlyle Loan Investment, Ltd.
by	/s/ Linda Pace Name: Linda Pace Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:

Carlyle Loan Opportunity Fund

by

/s/ Linda Pace Name: Linda Pace Title: Managing Director

City Public Services of San Antonio Texas Employees Pension Trust

By: Caywood-Scholl Capital Management, LLC

as Collateral Manager

by

/s/ Thomas W. Saake Name: Thomas W. Saake Title: Managing Director

DEL MAR CLO I, Ltd.

By: Caywood-Scholl Capital Management, LLC

as Collateral Manager

/s/ Kirk Maurer Name: Kirk Maurer Title: Co-Director of Research

Enterprise High-Yield Bond Fund

by

By: Caywood-Scholl Capital Management, LLC

as Collateral Manager

by

/s/ Thomas W. Saake Name: Thomas W. Saake Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

EQ/Caywood-Scholl High-Yield Bond Portfolio

By: Caywood-Scholl Capital Management, LLC

as Collateral Manager

by

/s/ Thomas W. Saake Name: Thomas W. Saake Title: Managing Director

HCA Master Retirement Trust

By: Caywood-Scholl Capital Management, LLC

as Collateral Manager

by

/s/ Thomas W. Saake Name: Thomas W. Saake Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

New Mexico State Investment Council By: Caywood-Scholl Capital Management, LLC as Collateral Manager

> by /s/ Thomas W. Saake Name: Thomas W. Saake Title: Managing Director

Name of Lender: OLYMPIC CLO I, LTD

by /s/ John M. Casparian Name: John M. Casparian Title: Chief Operating Officer, (Manager) Centre Pacific, LLC

Name of Lender: SIERRA CLO II, LTD

by /s/ John M. Casparian Name: John M. Casparian Title: Chief Operating Officer, (Manager) Centre Pacific, LLC

Name of Lender: WB Loan Funding 4, LLC

by /s/ Diana M. Himes Name: Diana M. Himes Title: Associate

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: WHITNEY CLO I, LTD

by /s/ John M. Casparian Name: John M. Casparian Title: Chief Operating Officer, (Manager) Centre Pacific, LLC

Name of Lender: Watch Tower CLO I PLC By: Citadel Limited Group, Collateral Manager By: Citadel Investment Partnership, L.L.C. its General Partner

> by /s/ ERICA L. TARPEY Name: ERICA L. TARPEY Title: Authorized Signatory

Name of Lender: LMP Corporate Loan Fund, Inc. By: Citigroup Alternative Investments LLC

> by /s/ Maura K. Connor Name: Maura K. Connor Title: Vice President

Name of Lender: Grand Central Asset Trust, EAP Series

by /s/ MIKUS N. KINS Name: MIKUS N. KINS Title: Attorney-in-fact

SECTION 5. Headings. The headings of this Amendment are for purposes of reference only and shall not dimit or of

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: Grand Central Asset Trust, ECL Series

by /s/ MIKUS N. KINS Name: MIKUS N. KINS Title: Attorney-in-fact

Name of Lender: REGATTA FUNDING LTD. By: Citigroup Alternative Investments LLC, attorney-in-fact

> by /s/ Maura K. Connor Name: Maura K. Connor Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: J.P. Morgan Trust Company (Cayman) Limited, as Trustee for TORAJI TRUST, as By: Its Investment Manager, Citigroup Alternative Investments, LLC

> by /s/ Maura K. Connor Name: MIKUS N. KINS Title: Vice President

Name of Lender: CITIBANK, N.A.

by /s/ THOMAS A. NEVILLE Name: THOMAS A. NEVILLE Title: Attorney-In-Fact

Name of Lender: Shinnecock CLO 2006-1, LTD

by /s/ David Spring Name: David Spring Title: Director of Operations

Name of Lender: ColumbusNova CLO Ltd. 2006-1

by /s/ Susan Owen Name: Susan Owen Title: Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: Commercebank NA

by /s/ Brian Hanley Name: Brian Hanley Title: Vice President

> by /s/ Francisco Rivero Name: Francisco Rivero Title: Senior Vice President

Name of Lender: Eagle Creek CLO, Ltd.

by /s/ Amy L. Gibson Name: Amy L. Gibson Title: Authorized Signor

Name of Lender: Fall Creek CLO, Ltd.

by /s/ Amy L. Gibson Name: Amy L. Gibson Title: Authorized Signor

Name of Lender: JUPITER LOAN FUNDING LLC

by /s/ L. MURCHISON TAYLOR Name: L. MURCHISON TAYLOR Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: RIVIERA FUNDING LLC

by /s/ L. MURCHISON TAYLOR Name: L. MURCHISON TAYLOR Title: Vice President

Name of Lender: CREDIT SUISSE LOAN FUNDING LLC

by /s/ Barry Zamore Name: Barry Zamore Title: Managing Director

Name of Lender:	CREDIT SUISSE CAYMAN ISLANDS BRANCH
by	/s/ Robert Healy Name: Robert Healy Title: Director
by	/s/ Douglas Dibella Name: Douglas Dibella Title: Assistant Vice President
Name of Lender:	CREDIT SUISSE INTERNATIONAL
by	/s/ Irina Borisova Name: Irina Borisova Title: Vice President
by	/s/ Steve Martin Name: Steve Martin Title: Vice President
Name of Lender:	KC CLO I LIMITED
by	/s/ Steve Martin Name: Steve Martin Title: Vice President
by	/s/ M.J. Harris Name: M.J. Harris Title:
Name of Lender:	Atrium CDO
by	/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY

Name of Lender:	Atrium II
by	/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY
Name of Lender:	Atrium III
by	/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY
Name of Lender:	Castle Garden Funding
by	/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY
Name of Lender:	CSAM (Au.) Syndicated Loan Fund
by	/s/ Thomas Flannery Name: Thomas Flannery

Name of Lender:	CSAM Funding II
by	/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY
Name of Lender:	CSAM Funding III
by	/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: CSAM Funding IV

by

/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY

Name of Lender: Madison Park Funding I, Ltd.

by

/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY

Name of Lender: Madison Park Funding III, Ltd.

by

/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY

Name of Lender: Atrium V

by

/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY

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SECTION 5. Headings. The headings of this Amendment are for purposes of reference only and shall noted imit or of

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: CSAM Funding I

by

/s/ Thomas Flannery Name: Thomas Flannery Title: AUTHORIZED SIGNATORY

Name of Lender: Hewett s Island CLO II, Ltd. By: Cypress Tree Investment Management Company, Inc., as Portfolio Manager

by

/s/ Preston I. Carnes, Jr.

Name: Preston I. Carnes, Jr. Title: Managing Director

Name of Lender: Hewett s Island CLO III, Ltd. By: Cypress Tree Investment Management Company, Inc., as Portfolio Manager

by

/s/ Robert Weeden Name: Robert Weeden Title: Managing Director

Name of Lender: Hewett s Island CLO IV, Ltd. By: Cypress Tree Investment Management Company, Inc., as Portfolio Manager

by

/s/ Robert Weeden Name: Robert Weeden Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

INVESTORS BANK & TRUST COMPANY AS SUB-CUSTODIAN AGENT OF CYPRESSTREE INTERNATIONAL LOAN HOLDING COMPANY LIMITED

by

by

/s/ Martha Hadeler Name: Martha Hadeler Title: Managing Director

/s/ John A. Frabotta Name: John A. Frabotta Title: Managing Director

Name of Lender:

Duane Street CLO 1, Ltd. By: DiMaio Ahmad Capital LLC, as Collateral Manager

/s/ Paul Travers Name: Paul Travers Title: Managing Director

by

by

Name of Lender:

SIGNATURE PAGE TO

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Duane Street CLO II, Ltd. By: DiMaio Ahmad Capital LLC, as Collateral Manager /s/ Paul Travers Name: Paul Travers Title: Managing Director

Name of Lender:		Delaware Corporate Bond Fund, a series of Delaware Group Income Funds	
	by	/s/ Andrew Kronschnabel Name: Andrew Kronschnabel Title: Vice President	
Name of Lender:		Delaware Duration Bond Fund, a series of Delaware Group	
	by	/s/ Andrew Kronschnabel Name: Andrew Kronschnabel Title: Vice President	
Name of Lender:		The Lincoln National Life Insurance Co. Separate Account 12	
	by	/s/ Andrew Kronschnabel Name: Andrew Kronschnabel Title: Vice President	

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SECTION 5. Headings. The headings of this Amendment are for purposes of reference only and shall not imit or of

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Denali Capital LLC, managing member of DC Funding Partners LLC, portfolio manager for DENALI CAPITAL CLO I, LTD., or an affiliate

by

/s/ Nicole D. Kouba Name: Nicole D. Kouba Title: Vice President

Denali Capital LLC, managing member of DC Funding Partners LLC, portfolio manager for DENALI CAPITAL CLO III, LTD., or an affiliate

by

/s/ Nicole D. Kouba Name: Nicole D. Kouba Title: Vice President

Denali Capital LLC, managing member of DC Funding Partners LLC, portfolio manager for DENALI CAPITAL CLO IV, LTD., or an affiliate

by

/s/ Nicole D. Kouba Name: Nicole D. Kouba Title: Vice President

Denali Capital LLC, managing member of DC Funding Partners LLC, portfolio manager for DENALI CAPITAL CLO V, LTD., or an affiliate

by

/s/ Nicole D. Kouba Name: Nicole D. Kouba Title: Vice President

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AMENDMENT NO. 3 TO THE
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THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Denali Capital LLC, managing member of DC Funding Partners LLC, portfolio manager for DENALI CAPITAL CLO VI, LTD., or an affiliate

by

/s/ Nicole D. Kouba Name: Nicole D. Kouba Title: Vice President

Denali Capital LLC, managing member of DC Funding Partners LLC, portfolio manager for DENALI CAPITAL CREDIT OPPORTUNITY FUND FINANCING, LTD., or an affiliate

by

/s/ Nicole D. Kouba Name: Nicole D. Kouba Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Aurum CLO 2002-1, Ltd. By: Deutsche Asset Management, Inc., as sub-advisor

- by /s/ Eric S. Meyer Name: Eric S. Meyer Title: Director
- By /s/ Thomas Bouchard Name: Thomas Bouchard Title: Vice President

Name of Lender: Flagship CLO II By: Deutsche Asset Management, Inc., as sub-advisor

- by /s/ Eric S. Meyer Name: Eric S. Meyer Title: Director
- By /s/ Thomas Bouchard Name: Thomas Bouchard Title: Vice President

Name of Lender: Flagship CLO III By: Deutsche Asset Management, Inc., as sub-advisor

- by /s/ Eric S. Meyer Name: Eric S. Meyer Title: Director
- By /s/ Thomas Bouchard Name: Thomas Bouchard Title: Vice President

Name of Lender: Flagship CLO IV By: Deutsche Asset Management, Inc., as sub-advisor

> by /s/ Eric S. Meyer Name: Eric S. Meyer Title: Director

By /s/ Thomas Bouchard Name: Thomas Bouchard Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Flagship CLO V By: Deutsche Asset Management, Inc.

/s/ Eric S. Meyer
Name: Eric S. Meyer
Title: Director

By /s/ Thomas Bouchard Name: Thomas Bouchard Title: Vice President

Name of Lender: DEUTSCHE BANK AG, LONDON

by	/s/ Amy Knowles
	Name: Amy Knowles
	Title:

Name of Lender: DEUTSCHE BANK AG, LONDON

- by /s/ Amy Knowles Name: Amy Knowles Title:
- by /s/ Nicola Butcher Name: Nicole Butcher Title:

Name of Lender: Dunes Funding LLC

by

/s/ L. Murchison Taylor Name: L. Murchison Taylor Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Credit Genesis C.L.O. 2005-1 LTD

by

/s/ Jeffrey S. Stern Name: Jeffrey S. Stern Title: Principal

Name of Lender: Eaton Vance Institutional Senior Loan Fund By: Eaton Vance Management, as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Eaton Vance CDO VI LTD. By: Eaton Vance Management, as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: Eaton Vance CDO VII PLC By: Eaton Vance Management, as Interim Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: Eaton Vance CDO VIII, Ltd. By: Eaton Vance Management, as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: By: Eaton Vance Ma Investment Advis		6	
50	by	/s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President	

SECTION 5. Headings. The headings of this Amendment are for purposes of reference only and shall not dimit or of

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THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Le	ender: Eaton Vance Floating-Rate
	Income Trust
By:	Eaton Vance Management, as Investment Advisor

by

/s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: Eaton Vance Limited Duration Income Fund By: Eaton Vance Management, as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

 Name of Lender:
 Eaton Vance Senior

 Floating-Rate Trust

 By:
 Eaton Vance Management, as

 Investment Advisor

by

/s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: Eaton Vance Senior Income Trust By: Eaton Vance Management, as Investment Advisor

by

/s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:

Eaton Vance Short Duration Diversified Income Fund

By: Eaton Vance Management, as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender:

Eaton Vance Variable Leverage Fund Ltd.

By: Eaton Vance Management, as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: Eaton Vance VT Floating-Rate Income Fund

By: Eaton Vance Management, as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: Grayson & Co By: Boston Management and Research as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: Senor Debt Portfolio By: Boston Management and Research as Investment Advisor

> by /s/ Michael B. Botthof Name: Michael B. Botthof Title: Vice President

Name of Lender: Avery Street CLO, LTD

by /s/ R. Ian O Keefe Name: R. Ian O Keefe Title: Authorized Signatory

Name of Lender: Emerson Place CLO, LTD

by /s/ R. Ian O Keefe Name: R. Ian O Keefe Title: Authorized Signatory

Name of Lender: Fenway Capital

- by /s/ Vidrik Frankfather Name: Vidrik Frankfather Title: Vice President
 - The Assets Management Committee of the Coca-Cola Company Master Retirement Trust By: Fidelity Management Trust Company, as Investment Manager under power of attorney
- by /s/ Geoffrey W. Johnson Name: Geoffrey W. Johnson Title: Vice President

BALLYROCK CLO II Limited By: BALLYROCK Investment Advisors LLC, as Collateral Manager

by /s/ Lisa Rymut Name: Lisa Rymut Title: Assistant Treasurer

BALLYROCK CLO III Limited By: BALLYROCK Investment Advisors LLC, as Collateral Manager

by /s/ Lisa Rymut Name: Lisa Rymut Title: Assistant Treasurer

> BALLYROCK CLO 2006-1 Limited By: BALLYROCK Investment Advisors LLC, as Collateral Manager

by /s/ Lisa Rymut Name: Lisa Rymut Title: Assistant Treasurer

Name of Lender: Fidelity Advisory Series II: Fidelity Advisor Floating Rate High Income Fund

by

/s/ John H. Costello
Name: John H. Costello
Title: Assistant Treasure

Name of Lender: Fidelity Advisory Series II: Fidelity Advisor Strategic Income Fund

by

/s/ John H. Costello Name: John H. Costello Title: Assistant Treasurer

Name of Lender: Fidelity Central Investment Portfolios LLC: Fidelity Floating Rate Central Investment Portfolio

> /s/ John H. Costello by Name: John H. Costello Title: Assistant Treasurer

Name of Lender: Fidelity School Street Trust:

by

Fidelity Strategic Income Fund

	/5
	N

s/ John H. Costello Name: John H. Costello Title: Assistant Treasurer

Name of Lender: Fidelity Summer Street Trust: Fidelity Capital & Income Fund

> by /s/ John H. Costello Name: John H. Costello Title: Assistant Treasurer

> > Illinois Municipal Retirement Fund By: Fidelity Management Trust Company, as Investment Manager under power of attorney

by

/s/ Geoffrey W. Johnson Name: Geoffrey W. Johnson Title: Vice President

Name of Lender: Variable Insurance Products Fund IV: VIP Strategic Income Portfolio

by

by

/s/ John H. Costello Name: John H. Costello Title: Assistant Treasurer

Name of Lender: Long Lane Master Trust IV

/s/ L. Murchison Taylor Name: L. Murchison Taylor Title: Authorized Agent

Foothill Income Trust II, L.P. By: FIT II GB, LLC Its Gen Partner

by

/s/ Richard Bohannon Name: Richard Bohannon Title: Managing Member

Name of Lender: Foothill CLO I, Ltd. By: The Foothill Group, Inc. as attorney-in-fact

by

/s/ Richard Bohannon Name: Richard Bohannon Title: Managing Member

Name of Lender:	Nantucket CLO I Ltd. By: Fortis Investment Management USA, Inc. as Attorney-In-Fact
by	/s/ George Ashur Name: George Ashur Title: Head, US Credit Research
Name of Lender:	Augusta Trading LLC
by	/s/ L. Murchison Taylor Name: L. Murchison Taylor Title: Vice President
Name of Lender:	Four Corners CLO III
by	/s/ Melissa Sadler Name: Melissa Sadler Title: Assistant Vice President

First Trust/Four Corners Senior Floating Rate Income Fund, as Lender By: Four Corners Capital Management LLC, as Sub-Adviser

by

/s/ Dean F. Valentine Name: Dean F. Valentine Title: Vice President

First Trust/Four Corners Senior Floating Rate Income Fund II, as Lender By: Four Corners Capital Management LLC, as Sub-Adviser

by

/s/ Dean F. Valentine Name: Dean F. Valentine Title: Vice President

Security Income Fund-Income Opportunity Series, as Lender By: Four Corners Capital Management LLC, as Sub-Adviser

by

/s/ Dean F. Valentine Name: Dean F. Valentine Title: Vice President

Fortress Portfolio Trust, as Lender By: Four Corners Capital Management LLC, as Investment Manager

by

/s/ Dean F. Valentine Name: Dean F. Valentine Title: Vice President

Four Corners CLO 2005-1, Ltd., as Lender By: Four Corners Capital Management LLC, as Collateral Manager

by

/s/ Dean F. Valentine Name: Dean F. Valentine Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:	Four Corners CLO II, LTD.
by	/s/ Molly Walter Name: Molly Walter Title: Attorney-In-Fact
Name of Lender:	Knight CBNA Loan Funding-Knight CFPI Loan Funding LLC By: Knight CBNA Loan Funding LLC, for itself or as Agent for Knight CFPI Loan Funding LLC
by	/s/ Molly Walter Name: Molly Walter Title: Attorney-In-Fact
Name of Lender:	Franklin CLO II, Limited
by	/s/ David Ardini Name: David Ardini Title: Vice President
Name of Lender:	Franklin CLO IV, Limited
by	/s/ David Ardini Name: David Ardini Title: Vice President
Name of Lender:	Franklin CLO V, Limited
by	/s/ David Ardini Name: David Ardini Title: Vice President

Name of Lender:	Franklin Floating Rate Master Series
by	/s/ Richard Hsu Name: Richard Hsu Title: Asst. Vice President
Name of Lender:	Franklin Floating Rate Daily Access Fund
by	/s/ Richard Hsu Name: Richard Hsu Title: Asst. Vice President
Name of Lender:	Franklin Templeton LIM. Duration Income Trust
by	/s/ Richard Hsu Name: Richard Hsu Title: Asst. Vice President
Name of Lender:	Fraser Sullivan CLO I Ltd.
by	/s/ Matthew Susland Name: Matthew Susland Title: Partner

Name of Lender: General Electric Pension Trust By: GE Asset Management Incorporation as Investment Advisor

by /s/ Kathleen S. Brooks Name: Kathleen S. Brooks Title: VP Leveraged Finance

Name of Lender: Goldman Sachs Credit Partners Ltd.

by /s/ Pedro Ramirez Name: Pedro Ramirez Title: Authorized Signatory

Name of Lender: WB Loan Funding 6 (Onshore), LLC

by /s/ Diana M. Himes Name: Diana M. Himes Title: Associate

Name of Lender: WB Loan Funding 7 (Offshore), LLC

by /s/ Diana M. Himes Name: Diana M. Himes Title: Associate

SECTION 5. Headings. The headings of this Amendment are for purposes of reference only and shall not dimit or o

Name of Lender: Greenwich International, Ltd.

by /s/ Kevin Cavanaugh Name: Kevin Cavanaugh Title: Senior Vice President

Name of Lender: Greywolf CLO I, Ltd

by /s/ William Troy Name: William Troy Title: Authorized Signer

Name of Lender: 280 Funding I

- by /s/ George Fan Name: George Fan Title: Authorized Signatory
- Name of Lender: GSO Domestic Capital Funding By: GSO Capital Partners LP as Collateral Manager
 - by /s/ George Fan Name: George Fan Title: Managing Director
- Name of Lender: Gulf Stream-Compass CLO 2002-1 LTD. By: Gulf Stream Asset Management LLC as Collateral Manager
 - by /s/ Barry K. Love Name: Barry K. Love Title: Chief Credit Officer
- Name of Lender: Gulf Stream-Compass CLO 2003-1 LTD. By: Gulf Stream Asset Management LLC as Collateral Manager
 - by /s/ Barry K. Love Name: Barry K. Love Title: Chief Credit Officer

LTD.

SIGNATURE PAGE TO AMENDMENT NO. 3 TO THE THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: Gulf Stream-Compass CLO 2005-1 LTD. By: Gulf Stream Asset Management LLC as Collateral Manager

by /s/ Barry K. Love Name: Barry K. Love Title: Chief Credit Officer

Name of Lender: Gulf Stream-Compass CLO 2005-1 LTD

By: Gulf Stream Asset Management LLC as Collateral Manager

by /s/ Barry K. Love Name: Barry K. Love Title: Chief Credit Officer

> Halcyon Loan Investors CLO I, LTD By: Halcyon Asset Management LLC, as Collateral Manager

by /s/ James W. Sykes Name: James W. Sykes Title: Managing Principal

Halcyon Structured Asset Management Long Secured/Short Unsecured CLO I, Ltd.

	By:	Halcyon Structured Asset Management L.P., as Collateral Manager
	By:	Halcyon Structured Asset Management LLC, its sole general partner
by	Name: Ja	W. Sykes mes W. Sykes naging Principal

Halcyon Structured As Long Secured/Short U	•	
2019 00000000000000000	By:	Halcyon Structured Asset Management L.P. as Collateral Manager
	By:	Halcyon Structured Asset Management LLC, its sole general partner
by	/s/ James W. S Name: James V	
	Title: Managing Principal	
		Halcyon Structured Asset Management CLO I Ltd.
	By:	Halcyon Structured Asset Management L.P. Manager under the Collateral
	as Conaterar I	Management Agreement dated September 23, 2005 between Halcyon Structured Asset Management L.P. and Halcyon Structured Asset Management CLO I Ltd.
	By:	Halcyon Structured Asset Management LLC, its sole general partner
by	/s/ James W. S Name: James V Title: Managin	V. Sykes

Name of Lender:

Name of Lender:

SIGNATURE PAGE TO AMENDMENT NO. 3 TO THE THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Atlas Loan Funding (Hartford), LLC
By: Atlas Capital Funding, Ltd.
By: Structured Asset Investors, LLC
its Investment Manager

by /s/ Diana M. Himes Name: Diana M. Himes Title: Associate

> Atlas Loan Funding (CENT I) LLC By: Riversource Investments, LLC Attorney in Fact

by /s/ Robert C. Stancil Name: Robert C. Stancil Title: Director of Operations

Name of Lender: Bushnell CBNA Loan Funding LLC for Itself or as agent for Bushnell CFPI Loan Funding LLC

by /s/ Roy Nykal Name: Roy Nykal Title: Attorney-in-fact

Name of Lender: The Hartford Mutual Funds, Inc., on behalf of the Hartford Floating Rate Fund By: Hartford Investment Management Company, its sub-advisor, as a lender

> by /s/ Franceco Ossimo Name: Francesco Ossimo Title: Vice President

Name of Lender:	Stanwich Loan Funding LLC
by	/s/ L. Murchison Taylor Name: L. Murchison Taylor Title: Vice President
	edman CBNA Loan Funding LLC, for Stedman CFPI Loan Funding LLC
by	/s/ Roy Hykal Name: Roy Hykal Title: Attorney in Fact
	umbull THC2 Loan Funding LLC, for Trumbull THC2 CFPI Loan Funding
by	/s/ Name: Title:
Name of Lender:	Emerald Orchard Limited
by	/s/ Neam Ahmed Name: Neam Ahmed Title: Authorized Signatory

Name of Lender:	Employers By: By:	Insurance Company of Wausau Highland Capital Management, L.P., its Investment Advisor Strand Advisors, Inc. its General Partner
by	Strand Adv	ohrding ding, Treasurer visors, Inc., General Partner d Capital Management, L.P.
Name of Lender:	Gleneagles By: By:	CLO, Ltd. Highland Capital Management, L.P. As Collateral Manager Strand Advisors, Inc., Its General Partner
by	Strand Adv	ohrding ding, Treasurer visors, Inc., General Partner d Capital Management, L.P.

Name of Lender:	Harrison CL By: By:	O Ltd Highland Capital Management, L.P. As Collateral Manager Strand Advisors, Inc., Its General Partner
by	Strand Advis	arding ing, Treasurer sors, Inc., General Partner Capital Management, L.P.
Name of Lender:	Highland Cro	edit Opportunities CDO Ltd.
by	/s/ Stephen / Name: <u>Steph</u> Title: Officer	en A. Gloria
Name of Lender:	Highland Cro	edit Strategies Fund
by	/s/ Joe Doug Name: Joe D Title: Portfol	ougherty
Name of Lender:	Highland Flo	pating Rate LLC
by	/s/ Joe Doug Name: Joe D Title: Senior	

Name of Lender:	Highland Floating Rate Advantage Fund
by	/s/ Joe Dougherty Name: Joe Dougherty Title: Senior Vice President
Name of Lender:	Highland Loan Funding V Ltd. By: Highland Capital Management, L.P. As Collateral Manager By: Strand Advisors, Inc., Its General Partner
by	/s/ Brian Lohrding Brian Lohrding, Treasurer Strand Advisors, Inc., General Partner of Highland Capital Management, L.P.
Name of Lender:	Jasper CLO, Ltd. By: Highland Capital Management, L.P. As Collateral Manager By: Strand Advisors, Inc., Its General Partner
by	/s/ Brian Lohrding Brian Lohrding, Treasurer Strand Advisors, Inc., General Partner of Highland Capital Management, L.P.
Name of Lender:	Liberty CLO, Ltd. By: Highland Capital Management, L.P. As Collateral Manager By: Strand Advisors, Inc., Its General Partner
by	/s/ Brian Lohrding Brian Lohrding, Treasurer Strand Advisors, Inc., General Partner of Highland Capital Management, L.P.

Name of Lender:	Liberty Mutu By: By:	al Fire Insurance Company Highland Capital Management, L.P. As Collateral Manager Strand Advisors, Inc., Its General Partner
by	Strand Advis	rding ng, Treasurer ors, Inc., General Partner Capital Management, L.P.
Name of Lender:	Liberty Mutu By: By:	al Insurance Company Highland Capital Management, L.P., Its Investment Advisor Strand Advisors, Inc., Its General Partner
by	/s/ Brian Lohrding Brian Lohrding, Treasurer Strand Advisors, Inc, General Partner of Highland Capital Management, L.P.	

by

SIGNATURE PAGE TO

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

 Name of Lender:
 Loan Funding IV LLC

 By:
 Highland Capital Management, L.P., As Collateral Manager

 By:
 Strand Advisor, Inc., Its General Partner

> /s/ Brian Lohrding Name: Title:

Brian Lohrding, Treasurer Strand Advisors, Inc, General Partner of Highland Capital Management, L.P.

Name of Lender: Loan Funding VII LLC By: Highland Capital Management, L.P.,

As Collateral Manager

By: Strand Advisor, Inc., Its General Partner

by /s/ Brian Lohrding Name: Title:

Brian Lohrding, Treasurer Strand Advisors, Inc, General Partner of Highland Capital Management, L.P.

Name of Lender:

Pioneer Floating Rate Trust

by

/s/ Joe Dougherty Name: Title:

Joe Dougherty, Portfolio Manager

Name of Lender:

by

By: Highland Capital Management, L.P., As Collateral Manager

Red River CLO Ltd.

By: Strand Advisor, Inc., Its General Partner

/s/ Brian Lohrding Name: Title:

Brian Lohrding, Treasurer Strand Advisors, Inc, General Partner of Highland Capital Management, L.P.

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:Rockwall CDO LTD.By:Highland Capital Management, L.P.,

As Collateral Manager By: Strand Advisor, Inc., Its General Partner

by

by

/s/ Brian Lohrding Name: Title:

Brian Lohrding, Treasurer Strand Advisors, Inc, General Partner of Highland Capital Management, L.P.

Name of Lender:Southfork CLO, Ltd.By:Highland Capital Management, L.P.,

As Collateral Manager

By: Strand Advisor, Inc., Its General Partner

/s/ Brian Lohrding Name: Title:

Brian Lohrding, Treasurer Strand Advisors, Inc, General Partner of Highland Capital Management, L.P.

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

ING PRIME RATE TRUST

Ву:	as its investment	Management Co., manager			
By:	/s/ Brian Horton Name: Title:	Brian Horton SVP			
ING SEN By:	NOR INCOME FU ING Investment as its investment	Management Co.,	ING Interna By:	tional (II) Senior E ING Investment M as its investment r	-
By:	/s/ Brian Horton Name: Title:	Brian Horton SVP		/s/ Brian Horton Name: Title:	Brian Horton SVP
ING Inve By:	estment Managemen ING Investment as its investment	Management Co.,	ING Interna By:	tional (II) Senior E ING Investment M as its investment r	Ianagement Co.,
By:	/s/ Brian Horton Name: Title:	Brian Horton SVP		/s/ Brian Horton Name: Title:	Brian Horton SVP
ING Inve	estment Managemen	nt CLO II, LTD.	ING LEVE	RAGED INCOME F	UND I
By:		Asset Management LLC,	By:	ING Alternative A as its investment r	Asset Management LLC nanager
By:	/s/ Brian Horton Name: Title:	Brian Horton SVP		/s/ Brian Horton Name: Title:	Brian Horton SVP
ING Inve By:	estment Management ING Alternative as its investment	Asset Management LLC,			
By:	/s/ Brian Horton Name: Title:	Brian Horton SVP			

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SECTION 5. Headings. The headings of this Amendment are for purposes of reference only and shall not dimit or of

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:

ING CAPITAL LLC

by

/s/ Neil De La Cruz Name: Title:

Neil De La Cruz Director

AIM FLOATING RATE FUND By: INVESCO Senior Secured Management, Inc., As Sub-Adviser

by /s/ Thomas H.B. Ewald Name: Thomas H.B. Ewald Title: Authorized Signatory

ALZETTE EUROPEAN CLO S.A. By: INVESCO Senior Secured Management, Inc., As Collateral Manager

by	/s/ Thomas H.B. Ewald	
	Name:	Thomas H.B. Ewald
	Title:	Authorized Signatory

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:	Atlas Loan Funding (Navigator), LLC	
	By:	Atlas Capital Funding, Ltd.
	By:	Structured Asset Investors, LLC
	Its Investment Manager	

by /s/ Diana M. Himes Name: Diana M. Himes Title: Associate

AVALON CAPITAL LTD. 3 By: INVESCO Senior Secured Management, Inc., As Asset Manager

by	/s/ Thomas	H.B. Ewald
	Name:	Thomas H.B. Ewald
	Title:	Authorized Signatory

BELHURST CLO LTD.

- By: INVESCO Senior Secured Management, Inc., As Collateral Manager
 - by /s/ Thomas H.B. Ewald Name: Thomas H.B. Ewald Title: Authorized Signatory

CHAMPLAIN CLO, LTD. By: INVESCO Senior Secured Management, Inc., As Collateral Manager

by /s/ Thomas H.B. Ewald

Name: Thomas H.B. Ewald Title: Authorized Signatory

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

CHARTER VIEW PORTFOLIO

By: INVESCO Senior Secured Management, Inc., As Investment Advisor

by	/s/ Thomas	H.B. Ewald
	Name:	Thomas H.B. Ewald
	Title:	Authorized Signatory

DIVERSIFIED CREDIT PORTFOLIO LTD.

By: INVESCO Senior Secured Management, Inc., As Investment Advisor

by	/s/ Thomas	H.B. Ewald
	Name:	Thomas H.B. Ewald
	Title:	Authorized Signatory

KATONAH V, LTD.

By: INVESCO Senior Secured Management, Inc., As Investment Manager

by	/s/ Thomas	H.B. Ewald
	Name:	Thomas H.B. Ewald
	Title:	Authorized Signatory

LOAN FUNDING IX LLC, for itself or as agent for Corporate Loan Funding IX LLC By: INVESCO Senior Secured Management, Inc., as Portfolio Manager

by

/s/ Thomas H.B. Ewald Name: Thomas H.B. Ewald Title: Authorized Signatory

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

MOSELLE CLO S.A. By: INVESCO Senior Secured Management, Inc., As Collateral Manager

> by /s/ Thomas H.B. Ewald Name: Thomas H.B. Ewald Title: Authorized Signatory

NAUTIQUE FUNDING LTD. By: INVESCO Senior Secured Management, Inc., As Collateral Manager

> by /s/ Thomas H.B. Ewald Name: Thomas H.B. Ewald Title: Authorized Signatory

SECTION 5. Headings. The headings of this Amendment are for purposes of reference only and shall not dimit or of

PETRUSSE EUROPEAN CLO S.A.

- By: INVESCO Senior Secured Management, Inc., As Collateral Manager
 - by /s/ Thomas H.B. Ewald Name: Thomas H.B. Ewald Title: Authorized Signatory

SARATOGA CLO I, LIMITED

- By: INVESCO Senior Secured Management, Inc., As Asset Manager
 - by /s/ Thomas H.B. Ewald Name: Thomas H.B. Ewald Title: Authorized Signatory

WASATC CLO LTD.

- By: INVESCO Senior Secured Management, Inc., As Portfolio Manager
 - by /s/ Thomas H.B. Ewald Name: Thomas H.B. Ewald Title: Authorized Signatory

Name of Lender:

Janus Advisor Flexible Bond

by /s/ Caroline B. Larson Name: Caroline B. Larson Title:

Name of Lender:	Janus Advisor Flexible Bond
by	/s/ Caroline B. Larson Name: Caroline B. Larson Title:
Name of Lender:	JWF US Flexible Income
by	/s/ Caroline B. Larson Name: Caroline B. Larson Title:
Name of Lender:	JWF US Balanced Fund
by	/s/ Caroline B. Larson Name: Caroline B. Larson Title:
Name of Lender:	Janus Aspen Flexible Bond
by	/s/ Caroline B. Larson Name: Caroline B. Larson Title:
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Name of Lender:	Janus Advisor Balanced
by	/s/ Caroline B. Larson Name: Caroline B. Larson Title:
Name of Lender:	Janus Balanced Fund
by	/s/ Caroline B. Larson Name: Caroline B. Larson Title:
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AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Janus Flexible Income Fund

by /s/ Caroline B. Larson Name: Caroline B. Larson Title:

Name of Lender: DIAMOND LAKE CLO, LTD

by /s/ Wade Winter Name: Wade Winter Title:S.V.P.

Name of Lender: SUMMIT LAKE CLO, LTD.

by /s/ Wade Winter Name: Wade Winter Title:S.V.P.

Name of Lender: VICTORIA FALLS CLO, LTD

by /s/ Wade Winter Name: Wade Winter Title:S.V.P.

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: JPMorgan Whitefriars Inc.

by /s/ Virginia Conway Name: Virginia Conway Title:Authorized Signatory

Name of Lender: JPMorgan Chase Bank, N.A.

by /s/ Samantha Hume Name: Samantha Hume Title:

Name of Lender: KATONAH VII CLO LTD.

by /s/ Daniel Gilligan Name: Daniel Gilligan Title: Authorized Officer Katonah Debt Advisors, L.L.C. As Manager

Name of Lender: KATONAH VIII CLO LTD.

by /s/ Daniel Gilligan Name: Daniel Gilligan Title: Authorized Officer Katonah Debt Advisors, L.L.C. As Manager

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:

KBC FINANCIAL PRODUCTS (CAYMAN ISLANDS) LTD.

by /s/ Jonathan Martin Name: Jonathan Martin Title: Senior Vice President

by /s/ Luke Edwards Name: Luke Edwards Title: Managing Director

Name of Lender:Kingsland I, Ltd.

by /s/ Vincent Siino Name: Vincent Siino Title: Authorized Officer

Kingsland Capital Management, LLC As Manager

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Kingsland II, Ltd.

/s/ Vincent Siino by

Title:

Name: Vincent Siino Authorized Officer Kingsland Capital Management, LLC As Manager

> KKR Financial CLO 2005-1, Ltd. KKR Financial CLO 2005-2, Ltd. KKR Financial CLO 2006-1, Ltd.

Name of Lender:

by

/s/ Stefanie Rosenberg Name: Stefanie Rosenberg Title: Authorized Signatory

Name of Lender: Light Point CLO 2004-1, Ltd.

/s/ Colin Donlan by Name: Colin Donlan Title: Director

Name:

Title:

Name of Lender: Light Point CLO III, Ltd.

by /s/ Colin Donlan

Colin Donlan Director

by

by

SIGNATURE PAGE TO

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Light Point CLO IV, Ltd.

/s/ Colin Donlan Name: Title:

Colin Donlan Director

Name of Lender: Light Point CLO V, Ltd.

/s/ Colin Donlan Colin Donlan Name: Title: Director

Name of Lender: Premium Loan Trust I, Ltd.

/s/ Colin Donlan by Name: Colin Donlan Title: Director

Name of Lender: IXIS Loomis Sayles Senior Loan Fund

by Please See Following Page Name: Title:

IXIS LOOMIS SAYLES SENIOR LOAN FUND By Loomis, Sayles and Company, L.P. *its manager* By Loomis, Sayles and Company, Inc. *its general partner*

by /s/ Kevin J. Perry Name: Kevin J. Perry Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: The Loomis Sayles Senior Loan Fund, LLC

by Please See Following Page Name: Title: THE LOOMIS SAYLES SENIOR LOAN FUND, LLC By Loomis, Sayles and Company, L.P. *its manager* By Loomis, Sayles and Company, Inc.

its general partner

by

/s/ Kevin J. Perry Name: Kevin J. Perry Title: Vice President

Name of Lender:LATITUDE CLO I, LTD

by

/s/ Chauncey Lufkin Name:Chauncey Lufkin Title:President

SIGNATURE PAGE TO AMENDMENT NO. 3 TO THE THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender

Alaska State Pension Investment Board

AVAYA INC MASTER PENSION TRUST

BRIGGS & STRATTON RETIREMENT PLAN

JPMorgan Chase 401(K) Savings Plan

MACKAY SHIELDS STATUTORY TRUST High Yield Corporate Bond Series

Federal Insurance Company

EA/Mackay High Yield Cayman Unit Trust

Fondation Lucie Et Andre Chagnon

ILLINOIS MUNICIPAL RETIREMENT FUND

LEXINGTON-FAYETTE URBAN COUNTY GOVERNMENT POLICEMEN S AND FIREFIGHTERS RETIREMENT FUND

THE 1199 HEALTH CARE EMPLOYEES PENSION FUND

Employees Retirement System of Rhode Island

HOUSTON POLICE OFFICERS PENSION SYSTEM

CITY OF MEMPHIS RETIREMENT SYSTEM

Board of Fire and Police Pension Commissioners of the City of Los Angeles

THE MAINSTAY FUNDS, ON BEHALF OF ITS HIGH YIELD CORPORATE BOND FUND SERIES

MainStay Diversified Income Fund

MAINSTAY VP SERIES FUND, INC. ON BEHALF OF ITS HIGH YIELD CORPORATE BOND PORTFOLIO

Rohm and Haas Defined Benefit Master Trust

FIRE & POLICE PENSION FUND, SAN ANTONIO

Southern California United Food & Commercial Workers Unions and Food Employers Joint Pension Trust Fund

Tennessee Valley Authority Master Decommissioning Trust

THE FINANCE COMMITTEE OF BOARD OF TRUSTEES OF THE WRITERS GUILD INDUSTRY HEALTH FUND

By: MacKay Shields LLC, as Investment Adviser and not individually

> /s/ Matt Philo Matt Philo Sr. Managing Director

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By:

SIGNATURE PAGE TO AMENDMENT NO. 3 TO THE THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender

MacKay Short Duration Alpha Fund

New York Life Insurance Company (Guaranteed Products)

By: MacKay Shields LLC, as Investment Adviser and not individually

/s/ Dan Roberts Name: Dan Roberts Title: Sr. Managing Director

Name of Lender: MARATHON CLO I, LTD

by /s/ Louis T. Hanover Name: Louis T. Hanover Title: Authorized Signatory

Name of Lender: MARATHON CLO II, LTD

by /s/ Louis T. Hanover Name: Louis T. Hanover Title: Authorized Signatory

Name of Lender:

Jersey Street CLO, Ltd

By

by

/s/ Philip Robbins Name: Philip Robbins Title: Vice President

SIGNATURE PAGE TO AMENDMENT NO. 3 TO THE THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender:

Marlboro Street CLO, Ltd

By

/s/ Philip Robbins Name: Philip Robbins Title: Vice President

Name of Lender:

MFS Floating Rate High Income Fund

By

/s/ Philip Robbins Name: Philip Robbins Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:

MFS Floating Rate Income Fund

By

/s/ Philip Robbins Philip Robbins Name: Title:

Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender	:: By:	Merrill Lynch Global Investment Series: Corporate Loan Income Portfolio BlackRock Financial Management, LLC, As investment advisor
	By:	/s/
Name of Lender	:: By:	Merrill Lynch Global Investment Series: Income Strategies Portfolio BlackRock Financial Management, LLC, As investment advisor
	By:	/s/
Name of Lender	:: By:	Longhorn CDO III, LTD. BlackRock Financial Management, LLC, As Collateral Manager
	By:	/s/
Name of Lender	" By:	MAGNETITE ASSET INVESTORS L.L.C. BLACKROCK FINANCIAL MANAGEMENT, INC., its Collateral Manager
	By:	/s/

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: BlackRock Global Floating Rate Income Trust By: /s/ Name of Lender: BlackRock Limited Duration Income Trust By: /s/ Name of Lender: BlackRock Senior Income Series II By: /s/ Name of Lender: BlackRock Senior Income Series III By: /s/ Name of Lender: Floating Rate Income Strategies Fund, Inc. /s/ By: Name of Lender: Floating Rate Income Strategies Fund II, Inc. By: /s/ Name of Lender: Granite Finance Limited By: /s/

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:

METROPOLITAN WEST HIGH YIELD BOND FUND

by

/s/ Joseph Hattesohl Name: Joseph Hattesohl Title: Treasurer

> SEI GLOBAL MASTER FUND PLC -THE SEI HIGH YIELD FIXED INCOME FUND

by

Name of Lender:

/s/ Joseph Hattesohl Name: Joseph Hattesohl Title: Treasurer

By: Metropolitan West Asset Management, LLC, Joseph D. Hattesohl CFO

SEI INSTITUTIONAL MANAGEMENT TRUST HIGH YIELD BOND FUND

Name of Lender:

by /s/ Joseph Hattesohl Name: Joseph Hattesohl Title: Treasurer

By: Metropolitan West Asset Management, LLC, as agent Joseph D. Hattesohl CFO

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Name of Lender:

By its Investment advisor, MJX Asset Management LLC

by

Venture CDO 2002, Limited

/s/ Martin Davey Name: Martin Davey Title: Managing Director

AMENDMENT NO. 2 TO THE

Venture II CDO 2002,

Limited

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:

By its Investment advisor, MJX Asset Management LLC

by

/s/ Martin Davey Name: Martin Davey Title: Managing Director

Name of Lender: By its Investment advisor, MJX Asset Management LLC

by

Name of Lender:

By its Investment advisor, MJX Asset Management LLC Venture III CDO Limited

/s/ Martin Davey Name: Martin Davey Title: Managing Director

Venture IV CDO Limited

by

/s/ Martin Davey Name: Martin Davey Title: Managing Director

AMENDMENT NO. 2 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: By its Investment advisor, MJX Asset Management LLC

by

Venture V CDO Limited

/s/ Martin Davey Name: Martin Davey Title: Managing Director

Venture VI CDO Limited

Name of Lender: By its Investment advisor, MJX Asset Management LLC

by

/s/ Martin Davey Name: Martin Davey Title: Managing Director

Venture VII CDO Limited

Name of Lender: By its Investment advisor, MJX Asset Management LLC

by

/s/ Martin Davey Name: Martin Davey Title: Managing Director

Name of Lender:

Vista Leveraged Income Fund

By its Investment advisor, MJX Asset Management LLC

by

/s/ Martin Davey Name: Martin Davey Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender:

Morgan Stanley Senior Funding, Inc.

by	/s/ Donna	/s/ Donna M. Souza	
	Name:	Donna M. Souza	
	Title:	Vice President	

/s/ Jinny K. Kim

Name:

Title:

KITTY HAWK TRUST BY: MORGAN STANLEY INVESTMENT MANAGEMENT As: INVESTMENT MANAGER

Name of Lender:

by

Jinny K. Kim Executive Director

MSIM Croton, Ltd. By: Morgan Stanley Investment Management, Inc. as General Manager

Name of Lender:

by /s/ Name: Title:

Name of Lender:

Morgan Stanley Prime Income Trust

by /s/ Jinny K. Kim Name: Jinny K. Kim Title: Executive Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Zodiac Fund Morgan Stanley