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 2015 103/8% 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

333-133184-12

20-3509435

(State or other jurisdiction of incorporation or organization)

(Commission File Number)

(IRS Employer Identification Number)

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

75201 (Zip Code)

Registrant s telephone number, including area code

(214) 741-6911

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:

- O 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:

Applicable Rate 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	%

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 indicating another 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,

By /s/ Robert Hetu

Name: Robert Hetu
Title: Managing Director

By /s/ Cassandra Droogan

Name: Cassandra Droogan Title: Vice President

SIGNATURE PAGE TO

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Aberdeen Asset Management

by /s/ J. Christopher Gagnier

Name: J. Christopher Gagnier Title: SR Portfolio Manager

Name of Lender: GOF Loan Funding LLC

by /s/

Name: Title:

Name of Lender: Stichting Pensioenfonds ABP

By: ABP Investments US, Inc., 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, LLC,

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.

by /s/ Amy Adler

Name: Amy Adler Title: Associate

Name of Lender: 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

by /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

by /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

by /s/ Charles D. Mires
Name: Charles D. Mires
Title: Authorized Signatory

Name of Lender: AMMC CLO III, LIMITED

By: American Money Management Corp.,

as Collateral Manager

by /s/ Chester M. Eng

Name: Chester M. Eng Title: Senior Vice President

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

Name of Lender: AMMC CLO IV, 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: AMMC CLO V, LIMITED

By: American Money Management Corp.,

as Collateral Manager

by /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 Manager

By: 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.,

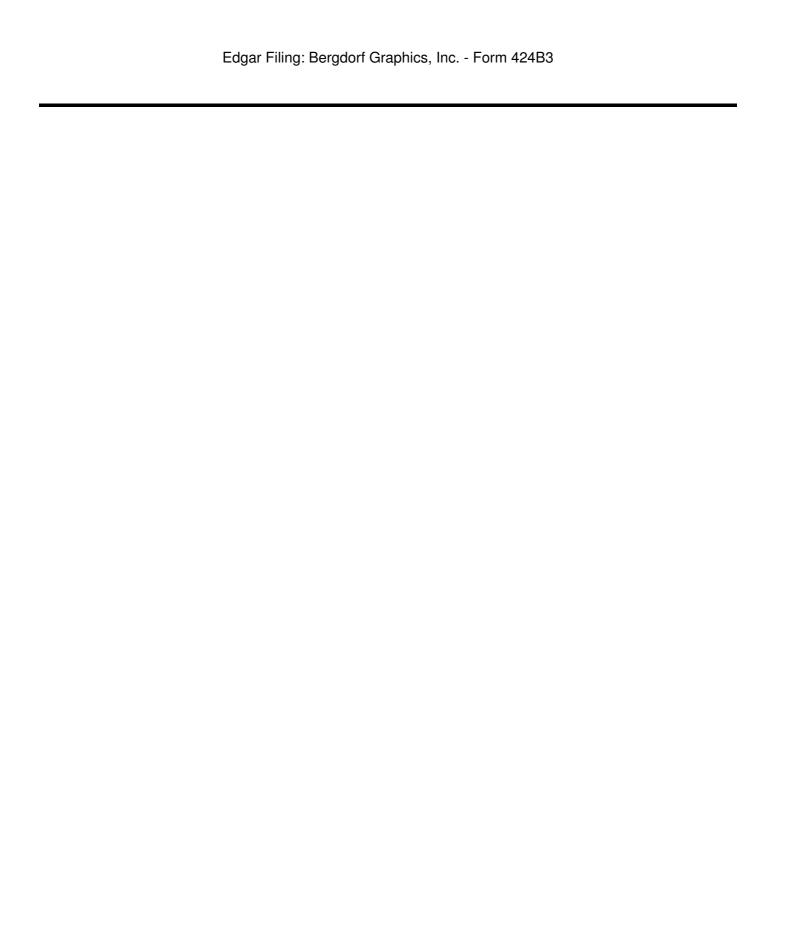
Investment Manager

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 Management VIII, L.P.,

Investment Manager

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.

By: Ares CLO Management VIR, L.P.,

Investment Manager

By: Ares CLO GP VIII, LLC,

Its General Partner

by /s/ Seth Brufsky

Name: Seth Brufsky Title: Vice President

Ares VR CLO Ltd.

By: Ares CLO Management VR, L.P.,

Investment Manager

By: Ares CLO GP VR, LLC,

Its General Partner

by /s/ Seth Brufsky

Name: Seth Brufsky Title: Vice President

Ares X CLO Ltd.

By: Ares CLO Management X, L.P.,

Investment Manager

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 /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

by /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 /s/ Name:

Title:

Name of Lender: Grand Central Asset Trust, BDC Series

by /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

By: /s/

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

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, 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. By: /s/ Name of Lender: Floating Rate Income Strategies Fund II, Inc. By: /s/ Name of Lender: Granite Finance Limited By: /s/ 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

by /s/ Kirk Maurer

Name: Kirk Maurer

Title: Co-Director of Research

Enterprise High-Yield Bond Fund

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

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

Title: AUTHORIZED SIGNATORY

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

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

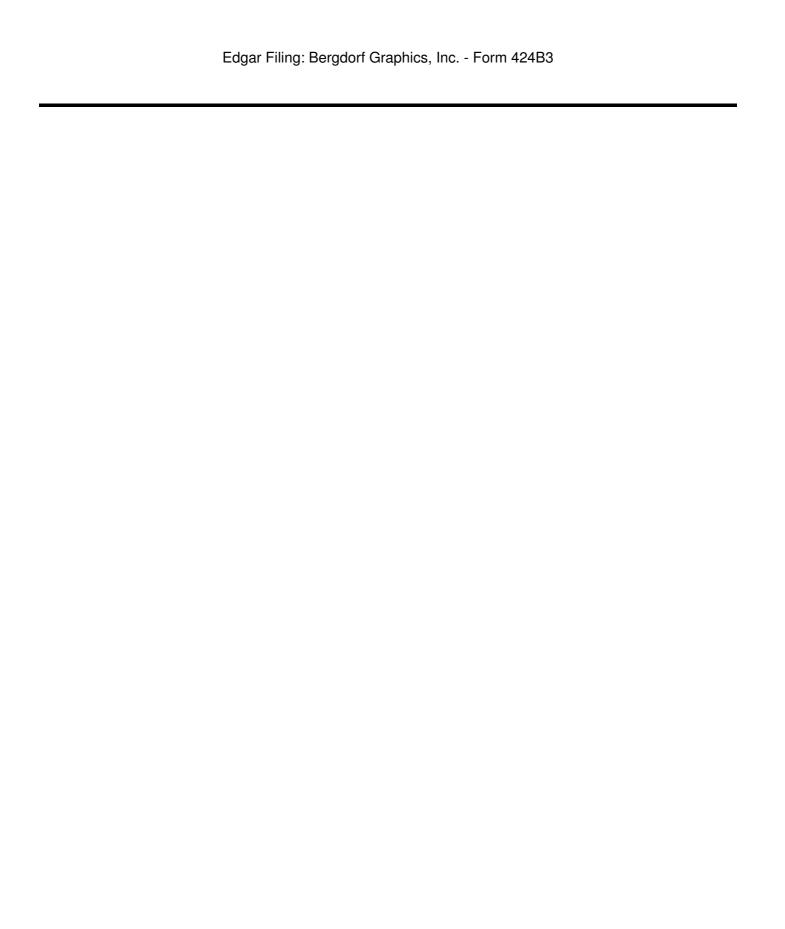
by /s/ Robert Weeden

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 /s/ Martha Hadeler
Name: Martha Hadeler

Name: Martha Hadeler Title: Managing Director

by /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

by /s/ Paul Travers

Name: Paul Travers Title: Managing Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: Duane Street CLO II, Ltd.

By: DiMaio Ahmad Capital LLC,

as Collateral Manager

by /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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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

/s/ Nicole D. Kouba

Name: Nicole D. Kouba Title: Vice President

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 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

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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

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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.

by /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. 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 Eaton Vance Management, as By: Interim Investment Advisor

> by /s/ Michael B. Botthof

> > Name: Michael B. Botthof Title: Vice President

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

> by /s/ Michael B. Botthof

Name: Michael B. Botthof Title: Vice President

Name of Lender: Eaton Vance Credit

Opportunities Fund

Eaton Vance Management, as By:

Investment Advisor

/s/ Michael B. Botthof by

Name: Michael B. Botthof

Title: Vice President

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AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: 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 Treasurer

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

by /s/ John H. Costello

Name: John H. Costello Title: Assistant Treasurer

Name of Lender: Fidelity School Street Trust:

Fidelity Strategic Income Fund

by /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 /s/ John H. Costello

Name: John H. Costello Title: Assistant Treasurer

Name of Lender: Long Lane Master Trust IV

/s/ L. Murchison Taylor by

> 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

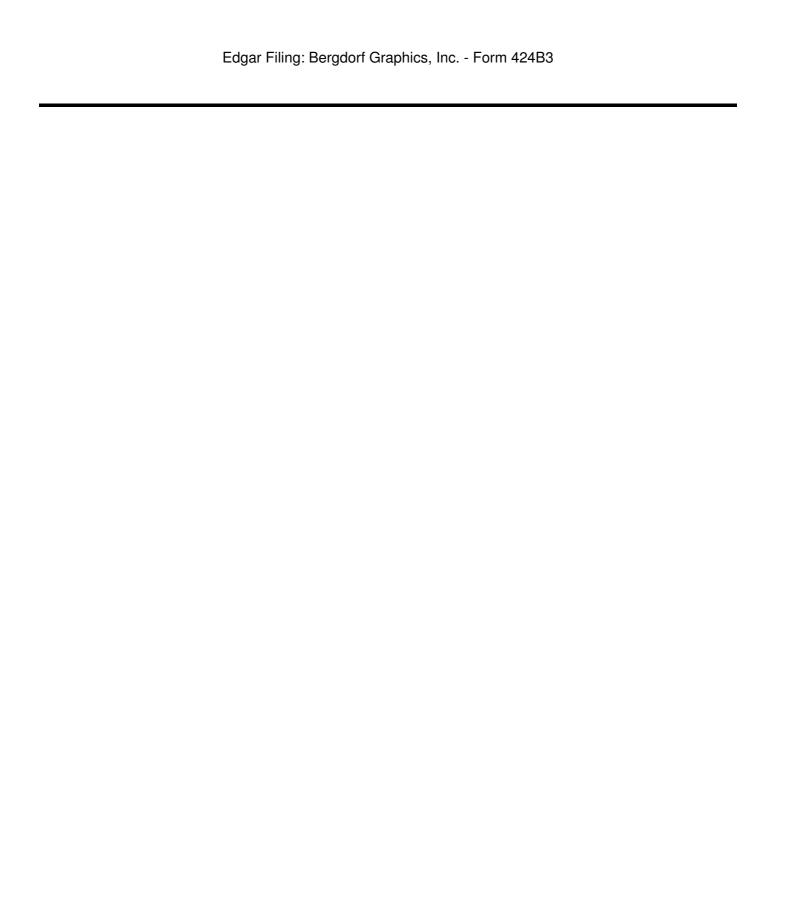
Four Corners CLO 2005-1, Ltd., as Lender

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

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

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

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 /s/ James W. Sykes

Name: James W. Sykes Title: Managing Principal

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

By: Halcyon Structured Asset Management

L.P. as Collateral Manager

By: Halcyon Structured Asset Management

LLC, its sole general partner

by /s/ James W. Sykes

Name: James W. Sykes Title: Managing Principal

Halcyon Structured Asset Management

CLO I Ltd.

By: Halcyon Structured Asset Management L.P.

as Collateral Manager under the Collateral

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. Sykes

Name: James W. Sykes Title: Managing Principal

Name of Lender: 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

Name of Lender: 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

Name of Lender: Stedman CBNA Loan Funding LLC, for itself or as agent for Stedman CFPI Loan Funding LLC

by /s/ Roy Hykal Name: Roy Hykal Title: Attorney in Fact

Name of Lender: Trumbull THC2 Loan Funding LLC, for itself or as agent for Trumbull THC2 CFPI Loan Funding LLC

by /s/ Name: Title:

Name of Lender: Emerald Orchard Limited

by /s/ Neam Ahmed Name: Neam Ahmed Title: Authorized Signatory

Name of Lender: Employers Insurance Company of Wausau

By: Highland Capital Management, L.P.,

its Investment Advisor

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:

Gleneagles 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: Harrison 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: Highland Credit Opportunities CDO Ltd.

by /s/ Stephen A. Gloria

Name: Stephen A. Gloria

Title: Officer

Name of Lender: Highland Credit Strategies Fund

by /s/ Joe Dougherty

Name: Joe Dougherty Title: Portfolio Manager

Name of Lender: Highland Floating Rate LLC

by /s/ Joe Dougherty

Name: Joe Dougherty
Title: Senior Vice President

Name of Lender: Highland Floating Rate Advantage Fund

> /s/ Joe Dougherty by

> > Name: Joe Dougherty Title: Senior Vice President

Name of Lender: Highland Loan Funding V Ltd.

> Highland Capital Management, L.P. By:

> > As Collateral Manager Strand Advisors, Inc.,

By: 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

Strand Advisors, Inc., By:

Its General Partner

/s/ Brian Lohrding by

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 Strand Advisors, Inc.,

Its General Partner

/s/ Brian Lohrding by

By:

Brian Lohrding, Treasurer

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

Name of Lender: Liberty Mutual Fire Insurance Company

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 Mutual Insurance Company

By: Highland Capital Management, L.P.,

Its Investment Advisor Strand Advisors, Inc.,

Its General Partner

by /s/ Brian Lohrding

By:

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: Loan Funding IV 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: 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

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Name of Lender: Red River CLO Ltd.

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.

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 /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

by /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

ING Investment Management Co., By:

as its investment manager

By: /s/ Brian Horton

> Name: Brian Horton Title: SVP

ING SENIOR INCOME FUND

By: ING Investment Management Co.,

as its investment manager

By: /s/ Brian Horton

> Name: Brian Horton

Title: SVP

ING Investment Management CLO I, Ltd.

ING Investment Management Co.,

as its investment manager

By: /s/ Brian Horton

> Name: **Brian Horton**

Title: SVP

ING Investment Management CLO II, LTD.

By: ING Alternative Asset Management LLC,

as its investment manager

By: /s/ Brian Horton

> Name: Brian Horton

Title: SVP

ING Investment Management CLO III, LTD.

By: ING Alternative Asset Management LLC,

as its investment manager

/s/ Brian Horton By:

> Name: **Brian Horton**

Title: SVP ING International (II) Senior Bank Loans USD

By: ING Investment Management Co. as its investment manager

/s/ Brian Horton

Name: **Brian Horton**

Title: SVP

ING International (II) Senior Bank Loans Euro

ING Investment Management Co.,

as its investment manager

/s/ Brian Horton

Brian Horton Name:

Title: SVP

ING LEVERAGED INCOME FUND I

By: ING Alternative Asset Management LLC,

as its investment manager

/s/ Brian Horton

Name: Brian Horton Title:

SVP

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: Neil De La Cruz Title: 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

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

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:

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.

by /s/ Vincent Siino

Name: Vincent Siino

Title: 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.

by /s/ Stefanie Rosenberg

Name of Lender:

Name: Stefanie Rosenberg Title: Authorized Signatory

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

by /s/ Colin Donlan

Name: Colin Donlan Title: Director

Name of Lender: Light Point CLO III, Ltd.

by /s/ Colin Donlan

Name: Colin Donlan Title: Director

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Light Point CLO IV, Ltd.

by /s/ Colin Donlan

Name: Colin Donlan Title: Director

Name of Lender: Light Point CLO V, Ltd.

by /s/ Colin Donlan

Name: Colin Donlan Title: Director

Name of Lender: Premium Loan Trust I, Ltd.

by /s/ Colin Donlan

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

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

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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

By: /s/ Matt Philo

Matt Philo

Sr. Managing Director

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

by /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

/s/ Philip Robbins

Name: Philip Robbins Title: Vice President

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

Name: Philip Robbins
Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: Merrill Lynch Global Investment Series:

Corporate Loan Income Portfolio

By: BlackRock Financial Management, LLC,

As investment advisor

By: /s/

Name of Lender: Merrill Lynch Global Investment Series:

Income Strategies Portfolio

By: BlackRock Financial Management, LLC,

As investment advisor

By: /s/

Name of Lender: Longhorn CDO III, LTD.

By: BlackRock Financial Management, LLC,

As Collateral Manager

By: /s/

Name of Lender: MAGNETITE ASSET INVESTORS L.L.C.

By: BLACKROCK FINANCIAL MANAGEMENT, INC.,

its Collateral Manager

By: /s/

			SIGNATURE PAGE TO
			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 S	Senior Income Series III	
	By:	/s/	
Name of Lender: Floating Rate Income Strategies Fund, Inc.			
	Ву:	/s/	
		te 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

METROPOLITAN WEST HIGH

Name of Lender: YIELD BOND FUND

by /s/ Joseph Hattesohl

Name: Joseph Hattesohl Title: Treasurer

SEI GLOBAL MASTER FUND PLC -

THE SEI HIGH YIELD FIXED INCOME FUND

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

By: Metropolitan West Asset Management, LLC,

Joseph D. Hattesohl

by

CFO

Name of Lender:

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: Venture CDO 2002, Limited

By its Investment advisor, MJX Asset Management LLC

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: Venture II CDO 2002,

Limited

By its Investment advisor, MJX Asset Management LLC

by /s/ Martin Davey

Name: Martin Davey
Title: Managing Director

Name of Lender: Venture III CDO Limited

By its Investment advisor, MJX Asset Management LLC

by /s/ Martin Davey

Name: Martin Davey
Title: Managing Director

Name of Lender: Venture IV CDO Limited

By its Investment advisor, MJX Asset Management LLC

by /s/ Martin Davey

Name: Martin Davey
Title: Managing Director

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AMENDMENT NO. 2 TO THE

THE NEIMAN MARCUS GROUP, INC.

CREDIT AGREEMENT

Name of Lender: By its Investment advisor, MJX Asset Management LLC Venture V CDO Limited

Venture VI CDO Limited

by /s/ Martin Davey

Name: Martin Davey
Title: Managing Director

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 Venture VII CDO Limited

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:

by

Morgan Stanley Senior Funding, Inc.

/s/ Donna M. Souza

Name: Donna M. Souza Title: Vice President

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

Name of Lender:

by

/s/ Jinny K. Kim

Name: Jinny K. Kim Title: Executive Director

MSIM Croton, Ltd.

By: Morgan Stanley Investment Management, Inc.

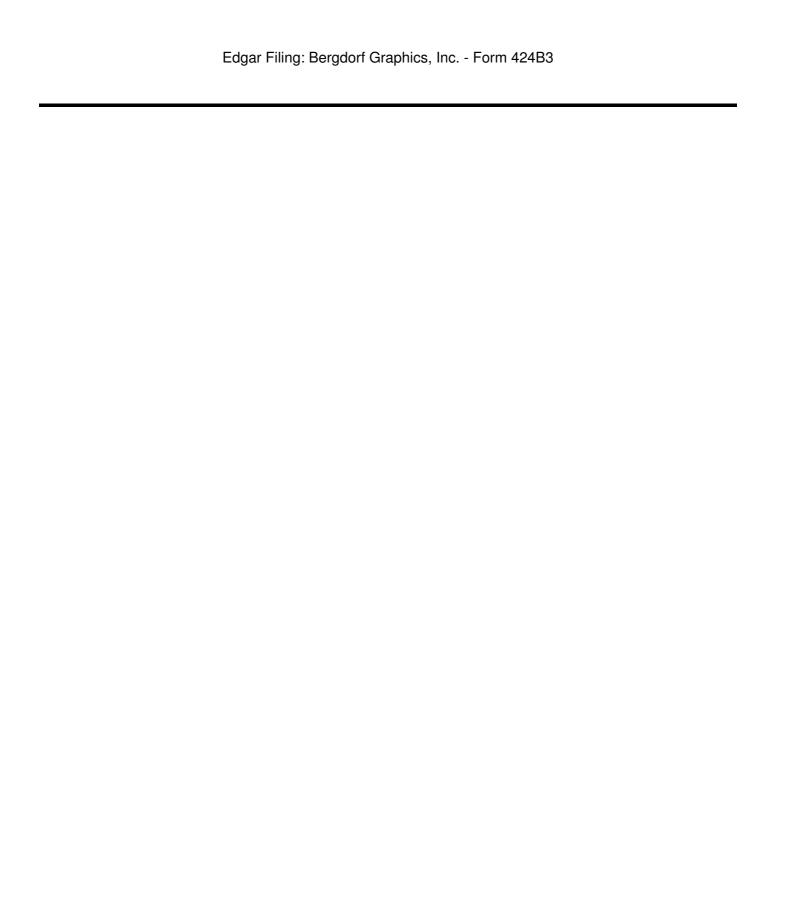
Name of Lender: as General Manager

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

US Senior Loan Fund

By: MSIM, Inc.,
Name of Lender: as investment advisor

by /s/ Jinny K. Kim

Name: Jinny K. Kim Title: Executive Director

Name of Lender: Mountain Capital CLO III Ltd.

by /s/ Regina Forman

Name: Regina Forman Title: Director

Name of Lender: Mountain Capital CLO IV Ltd.

by /s/ Regina Forman Name: Regina Forman Title: Director

Name of Lender: Mountain Capital CLO V Ltd.

by /s/ Regina Forman Name: Regina Forman Title: Director

Name of Lender: NATEXIS BANQUES POPULAIRES

by /s/ TEFTA GHILAGA Name: TEFTA GHILAGA Title: Vice President

By /s/ Harold Birk Name: Harold Birk Title: Vice President

Name of Lender: Nationwide Life Insurance Company

by /s/ Joseph P. Young Name: Joseph P. Young

Title: AUTHORIZED SIGNATORY

Name of Lender: Nationwide Mutual Insurance Company

by /s/ Joseph P. Young Name: Joseph P. Young

Title: AUTHORIZED SIGNATORY

Name of Lender: Navigare Funding I

By: Navigare Partners, LLC Its Collateral Manager

by /s/ Scott Van der BoschName: Scott Van der BoschTitle: Senior Vice President

Name of Lender: MainStay Floating Rate Fund, a series of Eclipse Funds, Inc.

By: New York Life Investment Management LLC

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: Mainstay VP Floating Rate Portfolio, a series of MainStay

VP Series Fund, Inc.

By: New York Life Investment Management LLC

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: New York Life Insurance and Annuity Corporation

By: New York Life Investment Management

LLC, its Investment Manager

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: New York Life Insurance Company

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: NYLIM Flatiron CLO 2003-1 Ltd.

By: New York Life Investment Management LLC, as Collateral Manager and Attorney-

in-Fact

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: NYLIM Flatiron CLO 2004-1 Ltd.

By: New York Life Investment Management LLC, as Collateral Manager and Attorney-

in-Fact

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: NYLIM Flatiron CLO 2005-1 Ltd.

By: New York Life Investment Management LLC, as Collateral Manager and Attorney-

in-Fact

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: NYLIM Flatiron CLO 2006-1 Ltd.

By: New York Life Investment Management LLC, as Collateral Manager and Attorney-

in-Fact

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

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

Name of Lender: NYLIM Institutional Floating Rate Fund

L.P.

By: New York Life Investment Management

LLC, its Investment Manager

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: MainStay Income Manager Fund, a series of

Eclipse Funds

By: New York Life Investment Management

LLC

by /s/ Elizabeth A. Standbridge Name: Elizabeth A. Standbridge

Title: Vice President

Name of Lender: NACM CLO I

by /s/ Joanna Williams

Name: Joanna Williams Title: Authorized Signatory

Name of Lender: Clydesdale CLO 2003, Ltd.

by /s/ Richard W.

Stewart

Name: Richard W. Stewart Title: Managing Director

NOMURA CORPORATE RESEARCH AND ASSET MANAGEMENT INC.

AS

INVESTMENT MANAGER

Name of Lender: Clydesdale CLO 2004, Ltd.

by /s/ Richard W.

Stewart

Name: Richard W. Stewart Title: Managing Director

NOMURA CORPORATE RESEARCH AND ASSET MANAGEMENT INC. AS INVESTMENT MANAGER

Name of Lender: Clydesdale CLO 2005, Ltd.

by /s/ Richard W.

Stewart

Name: Richard W. Stewart Title: Managing Director

NOMURA CORPORATE RESEARCH AND ASSET MANAGEMENT INC. AS INVESTMENT MANAGER

Name of Lender: Clydesdale CLO 2006, Ltd.

by /s/ Richard W.

Stewart

Name: Richard W. Stewart Title: Managing Director

NOMURA CORPORATE RESEARCH AND ASSET MANAGEMENT INC. AS INVESTMENT MANAGER

Name of Lender: Clydesdale Strategic CLO-1, Ltd.

by /s/ Richard W.

Stewart

Name: Richard W. Stewart Title: Managing Director

NOMURA CORPORATE RESEARCH AND ASSET MANAGEMENT INC. AS INVESTMENT MANAGER

Name of Lender: NCRAM Senior Loan Trust

by /s/ Richard W.

Stewart

Name: Richard W. Stewart Title: Managing Director

NOMURA CORPORATE RESEARCH AND ASSET MANAGEMENT INC. AS INVESTMENT MANAGER

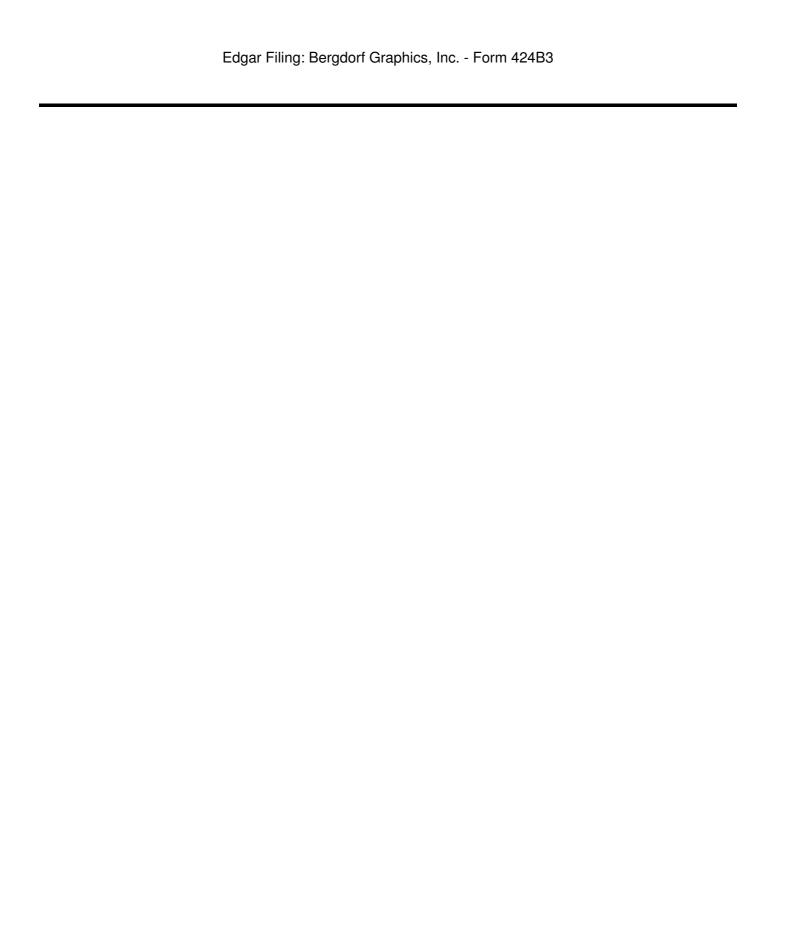
Name of Lender: Nomura Bond & Loan Fund

by /s/ Richard W.

Stewart

Name: Richard W. Stewart Title: Managing Director

By: Mitsubishi UFJ Trust & Banking Corporation as Trustee By: Nomura Corporate Research & Asset Management Inc. Attorney-in-Fact



Name of Lender: THE NORINCHUKIN BANK, NEW YORK BRANCH, through State Street Bank and Trust Company N.A. as Fiduciary Custodian By: Eaton Vance Management Attorney-in-fact

by /s/ Michael B. Botthof

Name: Michael B. Botthof Title: Vice President

Name of Lender: The Northwestern

Mutual Life Insurance Company

by /s/ Steven P. Swanson Name: Steven P. Swanson

Title: Managing Director

Name of Lender: i Star Financial

y /s/ Gabriel Lubiner Name: Gabriel Lubiner Title: Credit Asset Manager

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OAK HILL CREDIT OPPORTUNITIES FINANCING, LTD.

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Authorized Person

OHSF FINANCING, LTD.

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Authorized Person

OHSF II FINANCING, LTD.

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Authorized Person

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

OAK HILL CREDIT PARTNERS I. LIMITED

By: Oak Hill CLO Management I, LLC

As Investment Manager

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Authorized Person

OAK HILL CREDIT PARTNERS III, LIMITED

As Investment Manager

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Authorized Person

SMBC MVI, SPC,

on behalf of and for the account of Segregated Portfolio No. 1

By: Oak Hill Separate Account Management I, LLC

As Investment Manager

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Authorized Person

OAK HILL SECURITIES FUND, L.P.

By: Oak Hill Securities GenPar, L.P.

its General Partner

By: Oak Hill Securities MGP, Inc.,

its General Partner

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Vice President

OAK HILL CREDIT OPPORTUNITIES FINANCING, LTD.

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Authorized Person OAK HILL CREDIT PARTNERS II, LIMITED

By: Oak Hill CLO Management II, LLC

As Investment Manager

By: /s/ Scott D. Krase Name: Scott D. Krase

Title: Authorized Person

OAK HILL PARTNES IV, LIMITED As Investment Manager

By: /s/ Scott D. Krase

Name: Scott D. Krase Title: Authorized Person

OAK HILL SECURITIES FUND II, L.P.

By: Oak Hill Securities GenPar II, L.P.

its General Partner

By: Oak Hill Securities MGP II, Inc.

its General Partner

By: /s/ Scott D.

Krase

Name: Scott D. Krase Title: Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Name of Lender: OCTAGON INVESTMENT PARTNERS VI, LTD.

By: Octagon Credit Investors, LLC as collateral Manager

By /s/ Michael B. Nechamkin Name: Michael B. Nechamkin Title: Portfolio Manager

Name of Lender: Harbour View CLO 2006-1, Ltd.

By /s/ Paul Snogren Name: Paul Snogren Title: Manager

Name of Lender: Harbour View CLO IV, Ltd.

By /s/ Paul Snogren Name: Paul Snogren Title: Manager

Name of Lender: Oppenheimer Senior Floating Rate Fund

By /s/ Paul Snogren Name: Paul Snogren Title: Manager

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Fairway Loan Funding Company

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

Global Enhanced Loan Fund S.A.

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

IBM Personal Pension Plan Trust

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

Loan Funding III LLC

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Mayport CLO Ltd.

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

PIMCO Floating Income Fund

By: Pacific Investment Management Company LLC,

as its Investment Advisor, acting through Investors

Fiduciary Trust Company in the Nominee Name of IFTCO

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

PIMCO Floating Rate Income Fund

By: Pacific Investment Management Company LLC,

as its Investment Advisor, acting through Investors

Fiduciary Trust Company in the Nominee Name of IFTCO

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

PIMCO Floating Rate Strategy Fund

By: Pacific Investment Management Company LLC, as its

Investment Advisor, acting through Investors Fiduciary Trust Company in the Nominee Name of IFTCO

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

PIMCO GIS High Yield Bond Fund

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

Southport CLO, Limited

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

State Teachers Retirement System of Ohio

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong Arthur Y.D. Ong Senior Vice President

Waveland INGOTS, LTD.

By: Pacific Investment Management Company LLC,

as its Investment Advisor

By Arthur Y.D. Ong

Arthur Y.D. Ong Senior Vice President

Phoenix Edge Series Fund: Phoenix Goodwin Multi-Sector Short Term Bond Series

Name of Lender:

By David Albrycht

Name: David Albrycht Title: VP Fixed Income

Phoenix Multi-Sector Fixed Income Fund

Name of Lender:

By David Albrycht

Name: David Albrycht Title: VP Fixed Income

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AMENDMENT NO. 3 TO THE

THE NEIMAN MARCUS GROUP, INC. CREDIT AGREEMENT

Phoenix Multi-Sector Short Term Bond Fund

Name of Lender:

By David Albrycht

Name: David Albrycht Title: VP Fixed Income

Name of Lender: Phoenix Low Duration Care Plus Bond Fund

By David Albrycht

Name: David Albrycht Title: VP Fixed Income