

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Societe Generale		12/15/2011	Association:

RECEIVING PARTY DATA

Name:	Grocery Outlet, Inc.
Street Address:	2000 Fifth Street
City:	Berkeley
State/Country:	CALIFORNIA
Postal Code:	94710-1918
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	3139032	¡OFERTAS EN MARCAS QUE USTED CONFÍA!
Registration Number:	3002627	BARGAIN HUNTER
Registration Number:	2964247	BARGAINS ON BRANDS YOU TRUST!
Registration Number:	3604714	GROCERY OUTLET BARGAIN MARKET
Registration Number:	2715156	GROCERY OUTLET BARGAINS ONLY!
Registration Number:	2775580	GROCERY OUTLET BARGAINS ONLY!
Registration Number:	3346419	
Registration Number:	3744651	BUCK-O-RAMA
Registration Number:	3782829	HARVEST DAY
Serial Number:	78827504	KEY BUY
Registration Number:	3779585	LADY LEE
Serial Number:	77125087	MACFRUGAL'S
Registration Number:	3701241	CANNED FOODS GROCERY OUTLETS

CORRESPONDENCE DATA

900209853

TRADEMARK
 REEL: 004681 FRAME: 0067

CH \$340.00 3139032

Fax Number: (302)636-5454
Phone: 2024083121 x2348
Email: tnuckolls@cscinfo.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Corporation Service Co. J. Paterson
Address Line 1: 1090 Vermont Avenue, NW
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	029522 005 DN
NAME OF SUBMITTER:	Tim Nuckolls
Signature:	/Tim Nuckolls/
Date:	12/16/2011

Total Attachments: 5
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Schedule A

<u>Mark</u>	<u>Reg. No. (App. No.)</u>
"Ofertas En Marcas Que Usted Confia!" name	3139032
"Bargain Hunter" name and design	3002627
"Bargains on brands you trust!" name	2964247
"Grocery Outlet Bargain Market" name	3604714
"Grocery Outlet Bargains Only!" name	2715156
"Grocery Outlet Bargains Only!" name and design	2775580
Store Facade design	3346419
"Buck O Rama" name	3744651
"Harvest Day" name	3782829
"Key Buy" name	78827504 (application pending)
"Lady Lee" name	3779585
"MacFrugal's" name	77125087 (application pending)
"Canned Foods Grocery Outlets" name	3701241

Release of Trademarks

December 15, 2011

This RELEASE is made by SOCIÉTÉ GÉNÉRALE, as Secured Party (in such capacity, the "**Secured Party**") in connection with the termination of the Security Agreement dated November 2, 2009 (the "**Security Agreement**") by and among GROCERY OUTLET INC. (the "**Pledgor**") and GOBP MIDCO, INC. and the Secured Party. Each capitalized term used herein and not defined has the meaning given to it in the Security Agreement.

Whereas, pursuant to the Security Agreement, the Pledgor granted to the Secured Party a security interest in and lien on certain assets and property of the Pledgor, including those trademarks owned by the Pledgor and set forth on Schedule A hereto;

Whereas, pursuant to the Security Agreement, the Pledgor executed a Grant of Trademark Security Interest dated as of November 2, 2009 (the "**Grant**"), which Grant was recorded with the United States Patent and Trademark Office; and

Whereas, in connection with the Pledgor's satisfaction of its obligations under the Security Agreement, the Security Agreement has terminated.

Now, Therefore, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Secured Party does hereby release, transfer and assign, without recourse, unto the Pledgor its lien on and security interest in and to all of each of the Pledgor's right, title and interest in, to and under all of the Trademark Collateral (as defined in the Grant).

The Secured Party authorizes the recordation of this Release with the United States Patent and Trademark Office and any other applicable registry, filing of Uniform Commercial Code financing statements and the filing or recording of any other document or instrument necessary to place on record the release of the Secured Party's security interest in all of the Pledgor's right, title and interest in and to such Trademark Collateral.

The Secured Party agrees to provide the Pledgor with any additional authorization necessary to effect the release of its security interest in the Trademark Collateral.

[Signature Page Follows]

IN WITNESS WHEREOF, the Secured Party has executed this Release as of the date first set forth above.

SOCIÉTÉ GÉNÉRALE

By: _____

Name: PRANAV CHANDRA

Title: MANAGING DIRECTOR

Schedule A

Trademarks Registrations

<u>Owner</u>	<u>Mark</u>	<u>Reg. No. (App. No.)</u>	<u>Reg. Date (Filing Date)</u>	<u>Jurisdiction</u>
Grocery Outlet Inc.	"¡Ofertas En Marcas Que Usted Confía!" name	3139032	September 5, 2006	United States
Grocery Outlet Inc.	"Bargain Hunter" name and design	3002627	September 27, 2005	United States
Grocery Outlet Inc.	"Bargains on brands you trust!" name	2964247	June 28, 2005	United States
Grocery Outlet Inc.	"Grocery Outlet Bargain Market" name	3604714	April 7, 2009	United States
Grocery Outlet Inc.	"Grocery Outlet Bargains Only!" name	2715156	May 13, 2003	United States
Grocery Outlet Inc.	"Grocery Outlet Bargains Only!" name and design	2775580	October 21, 2003	United States
Grocery Outlet Inc.	Store Facade design	3346419	November 27, 2007	United States
Grocery Outlet Inc.	"Buck O Rama" name	3744651	February 2, 2010	United States
Grocery Outlet Inc.	"Harvest Day" name	3782829	April 27, 2010	United States
Grocery Outlet Inc.	"Key Buy" name	78827504 (application pending)	March 2, 2006	United States
Grocery Outlet Inc.	"Lady Lee" name	3779585	April 20, 2010	United States
Grocery Outlet Inc.	"MacFrugal's" name	77125087 (application pending)	March 7, 2007	United States
Grocery Outlet Inc.	"Canned Foods Grocery Outlets" name	3701241	October 27, 2009	United States

Trademark Release