

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM461487

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Entity from a Public Company Limited By Shares to a Private Company Limited By Shares previously recorded on Reel 006037 Frame 0152. Assignor(s) hereby confirms the Entity is a Private Company Limited By Shares.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Nasty Gal Inc.		02/28/2017	Corporation: CALIFORNIA

RECEIVING PARTY DATA

Name:	Nasty Gal Limited
Street Address:	49-51 Dale Street
City:	Manchester
State/Country:	ENGLAND
Postal Code:	M1 2HF
Entity Type:	Private Company Limited By Shares: ENGLAND

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Serial Number:	86917053	
Serial Number:	86955621	NASTY GAL
Serial Number:	85964637	NASTY GAL
Serial Number:	86912642	NASTY GALAXY
Registration Number:	4549130	SHOE CULT
Registration Number:	4728316	AFTER PARTY
Registration Number:	4728317	AFTER PARTY BY NASTY GAL
Registration Number:	3953331	NASTY GAL
Registration Number:	4444069	NASTY GAL
Registration Number:	4548339	NASTY GAL
Registration Number:	4951612	NASTY GALLERY
Registration Number:	4426477	SHOE CULT BY NASTY GAL
Registration Number:	4422832	SUPER NASTY

CORRESPONDENCE DATA

Fax Number: 6509385200

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

TRADEMARK

Phone: (650) 988-8500
Email: trademarks@fenwick.com, jdueck@fenwick.com
Correspondent Name: Fenwick & West LLP c/o Sally Abel, Esq.
Address Line 1: 801 California Street
Address Line 2: Silicon Valley Center
Address Line 4: Mountain View, CALIFORNIA 94041-1990

ATTORNEY DOCKET NUMBER: 33867-00070-1409

DOMESTIC REPRESENTATIVE

Name: Fenwick & West LLP c/o Sally Abel, Esq.
Address Line 1: 801 California Street
Address Line 2: Silicon Valley Center
Address Line 4: Mountain View, CALIFORNIA 94041-1990

NAME OF SUBMITTER: Sally M. Abel, Esq.

SIGNATURE: /sabel/

DATE SIGNED: 02/07/2018

Total Attachments: 5

source=CoverSheet#page1.tif
source=Nasty Gal Trademark Assignment#page1.tif
source=Nasty Gal Trademark Assignment#page2.tif
source=Nasty Gal Trademark Assignment#page3.tif
source=Nasty Gal Trademark Assignment#page4.tif

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM424315

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Nasty Gal Inc.		02/28/2017	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Nasty Gal Limited		
Street Address:	49-51 Dale Street		
City:	Manchester		
State/Country:	ENGLAND		
Postal Code:	M1 2HF		
Entity Type:	Public Company Limited By Shares: ENGLAND		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Serial Number:	86917053		
Serial Number:	86955621	NASTY GAL	
Serial Number:	85964637	NASTY GAL	
Serial Number:	86912642	NASTY GALAXY	
Registration Number:	4549130	SHOE CULT	
Registration Number:	4728316	AFTER PARTY	
Registration Number:	4728317	AFTER PARTY BY NASTY GAL	
Registration Number:	3953331	NASTY GAL	
Registration Number:	4444069	NASTY GAL	
Registration Number:	4548339	NASTY GAL	
Registration Number:	4951612	NASTY GALLERY	
Registration Number:	4426477	SHOE CULT BY NASTY GAL	
Registration Number:	4422832	SUPER NASTY	
CORRESPONDENCE DATA			
Fax Number:	6509385200		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(650) 988-8500		
Email:	trademarks@fenwick.com, jdueck@fenwick.com		

CH \$340.00 86917053

TRADE MARK ASSIGNMENT AGREEMENT

TERRITORY: UNITED STATES

This TRADE MARK ASSIGNMENT AGREEMENT (“**Trade Mark Assignment**”), dated as of February 28, 2017 is made between Nasty Gal Inc. (“**Seller**”), a California corporation located at 523 W. 6th Street, Suite 330, Los Angeles, California 90014, and Nasty Gal Limited (formerly known as Boohoo F I Limited) (“**Buyer**”), a company limited by shares registered in England, company number 10487954, located at 49-51 Dale Street, Manchester, England, M1 2HF.

The parties agree as follows:

1 Assignment.

- 1.1 Seller hereby irrevocably assigns to Buyer all of Seller's right, title, and interest in and to the trade mark registrations and applications set forth on Schedule 1 (the “**Trade Marks**”), together with the goodwill of the business and any unregistered trade mark rights connected with the use of, and symbolized by, the Trade Marks; provided that, with respect to the United States intent-to-use trade mark applications set forth on Schedule 1 hereto, the transfer of such applications accompanies, pursuant to the Asset Purchase Agreement, the transfer of Seller's business, or portion of the business to which the trade mark pertains, and that business is ongoing and existing.

2 Recordation

Seller hereby authorizes the relevant trade mark registry to record and register this Trade Mark Assignment upon request by Buyer.

3 Counterparts.

This Trade Mark Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed one and the same agreement. A signed copy of this Trade Mark Assignment delivered by facsimile, e-mail, or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Trade Mark Assignment.

4 Successors and Assigns.

- 4.1 This Trade Mark Assignment shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, Seller has duly executed and delivered this Trade Mark Assignment as of the date first above written.

NASTY GAL INC.

By: *Joe Scirocco*

Name: Joe Scirocco

Title: President/Chief Restructuring Officer

ACKNOWLEDGEMENT

STATE OF CALIFORNIA)
)SS.
COUNTY OF LOS ANGELES)

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

On the 24 day of February, 2017, before me personally appeared Joseph Scirocco, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names is subscribed to the foregoing instrument, who, being duly sworn, did depose and say that he/she executed the same in his/her authorized capacity, and acknowledged the instrument to be the free act and deed of Nasty Gal Inc. for the uses and purposes mentioned in the instrument.

Mauricio Ramos


Notary Public
Printed Name: MAURICIO RAMOS

My Commission Expires: 7/30/2019



AGREED TO AND ACCEPTED:

NASTY GAL LIMITED


By:  _____

Name: *Neil Calto*

Title: *Director*

61290604.2

SCHEDULE 1
TRADE MARKS

Trade mark	Territory	Classes	Serial number	Registration number	Application date
(Design only) 	United States	25, 35	86917053		23 February 2016
NASTY GAL	United States	18	86955621		28 March 2016
NASTY GAL	United States	03, 09, 14	85964637		19 June 2013
NASTY GALAXY	United States	16, 25, 41	86912642		18 February 2016
SHOE CULT	United States	25, 35	85964684	4549130	19 June 2013
AFTER PARTY	United States	25	86000955	4728316	2 July 2013
AFTER PARTY BY NASTY GAL	United States	25	86000962	4728317	2 July 2013
NASTY GAL	United States	35	77949164	3953331	3 March 2010
NASTY GAL	United States	25	77949179	4444069	3 March 2010
NASTY GAL (Stylized)	United States	25, 35	85713556	4548339	27 August 2012
NASTY GALLERY	United States	41, 45	85746814	4951612	5 October 2012
SHOE CULT BY NASTY GAL	United States	25, 35	85692569	4426477	1 August 2012
SUPER NASTY	United States	16, 41	85682100	4422832	19 July 2012

61290604.2