

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM526388

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
DENNIS IP LIMITED		10/03/2018	Private Limited Company: UNITED KINGDOM
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Broadleaf Bidco Limited		
<b>Street Address:</b>	30 Broadwick Street		
<b>City:</b>	London		
<b>State/Country:</b>	UNITED KINGDOM		
<b>Postal Code:</b>	W1F 8JB		
<b>Entity Type:</b>	Private Limited Company: ENGLAND AND WALES		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5135343	MONKEY	
<b>Registration Number:</b>	4378704	SEEK A GEEK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2128135901		
<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>			
<b>Phone:</b>	2128135900		
<b>Email:</b>	assignments@fzlj.com		
<b>Correspondent Name:</b>	NANCY SABARRA		
<b>Address Line 1:</b>	FROSS ZELNICK LEHRMAN & ZISSU, P.C.		
<b>Address Line 2:</b>	151 West 42nd Street, 17th Floor		
<b>Address Line 4:</b>	NEW YORK, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	BROA 1903557		
<b>NAME OF SUBMITTER:</b>	Nancy Sabarra		
<b>SIGNATURE:</b>	/NES/		
<b>DATE SIGNED:</b>	06/04/2019		
<b>Total Attachments: 23</b>			
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EXECUTION VERSION

DATED 3 October 2018

Dennis IP Ltd

and

Broadleaf Bidco Limited

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IP ASSIGNMENT AGREEMENT (4)

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SIMONS MUIRHEAD & BURTON LLP

87 – 91 Newman St  
London  
W1T 3EY

TRADEMARK  
REEL: 006661 FRAME: 0864

REDACTED

This agreement is dated 3 October 2018.

### Parties

- (1) **Dennis IP Limited** (formerly Dennis Holdings Limited) incorporated and registered in England and Wales with company number 06400281 whose registered office is at 3<sup>rd</sup> Floor, 6 Kingly Street, London W1B 5PF (**Assignor**); and
- (2) **Broadleaf Bidco Limited** incorporated and registered in England and Wales with company number 11473951 whose registered office is at 30 Broadwick Street, London W1F 8JB (**Assignee**).

### BACKGROUND

- (A) The Assignee has agreed to purchase the Business (as defined below) under the SPA (as defined below) (**Transaction**).
- (B) The Assignor owns the Assigned Rights (as defined below).
- (C) In connection with the sale of the Business, the Assignor has agreed to assign to the Assignee the Assigned Rights.

### Agreed terms

#### 1. Interpretation

The following definitions and rules of interpretation apply in this agreement.

##### 1.1 Definitions:

**Assigned Rights:** all the Intellectual Property Rights set out in Schedule 1 to this agreement and all other Intellectual Property Rights owned by the Assignor in connection with the Business.

REDACTED

REDACTED

REDACTED

REDACTED

## 2. Assignment

In consideration of the payment of the Consideration by the Assignee (receipt of which the Assignor expressly acknowledges) and with effect from immediately after Completion, the Assignor hereby assigns to the Assignee absolutely all its right, title and interest in and to the Assigned Rights, including:

- (a) the absolute entitlement to any registrations granted pursuant to any of the applications comprised in the Trade Marks and the Domains;
- (b) all statutory and common law rights and all goodwill attaching to the Trade Marks and the Domains and that part of the Business that relates to the goods or services in respect of which the Trade Marks and the Domains are registered or used; and
- (c) the right to bring, make, oppose, defend, appeal proceedings, claims or actions and obtain relief (and to retain any damages recovered) in respect of any infringement, or any other cause of action arising from ownership, of any of the Assigned Rights whether occurring before, on, or after the date of this agreement.

REDACTED



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RECEIVED

REMARKS

5.5

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REEL 1-3

REEL

RECORDED

REDACTED

**Schedule 1 The Intellectual Property**

**Part 1 Registered trade marks**





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B&C-9

CANCELLED

Country/ region	Mark	Application or registration number	Filing or registration date	Classes
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REDACTED

United States of America	MONKEY	5135343	07-Feb-2017	09, 16, 41
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REDACTED

Country/ region	Mark	Application or registration number	Filing or registration date	Classes
REDACTED				
United States of America	SEEK A GEEK	4378704	06-Aug-2013	38, 41, 45

REDACTED



Executed as a deed by Dennis IP Ltd acting by  
, a director,

\_\_\_\_\_  
Director

in the presence of:


Witness:

Name:

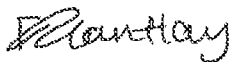
Address:

Occupation:

Executed as a deed by Broadleaf Bidco Limited acting by  
SHANE FARRAGHER , a director,

  
\_\_\_\_\_  
Director

in the presence of:



Witness: FIONA CANTLAY

Name:


Address: TRAVERS SMITH LLP  
10 SNOW HILL  
LONDON EC1A 2AL  
TEL: 020 7295 3000

Occupation: TRAINEE  
SOLICITOR

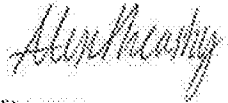


Executed as a deed by Dennis IP Ltd acting by

ANDREW BOTO, a director,

  
Director

in the presence of:



Witness:


Name: ALEX SHEASBY

Address: 8 SCARLET AVENUE  
WENDOVER  
BUCKS  
HP22 5FB

Occupation: ASSISTANT ACCOUNTANT

Executed as a deed by Broadleaf Bidco Limited acting by

, a director,

  
Director

in the presence of:

Witness:

Name:

Address:

Occupation: