

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM728425

<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>
Headspace Meditation Limited		03/01/2022	Private Limited Company: UNITED KINGDOM
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Headspace Inc.		
<b>Street Address:</b>	2415 Michigan Ave.		
<b>City:</b>	Santa Monica		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90404		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 22</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4822193	GYM MEMBERSHIP FOR THE MIND	
<b>Registration Number:</b>	5709957	GYM MEMBERSHIP FOR YOUR MIND	
<b>Serial Number:</b>	88937925	BE KIND TO YOUR MIND	
<b>Serial Number:</b>	88783082	HEADSPACE STUDIOS	
<b>Registration Number:</b>	6406912		
<b>Serial Number:</b>	88620533		
<b>Serial Number:</b>	88620524	HEADSPACE	
<b>Registration Number:</b>	6190017	HEADSPACE	
<b>Serial Number:</b>	88080142	IMPROVE THE HEALTH AND HAPPINESS OF THE	
<b>Registration Number:</b>	5555344	EVERYDAY HEADSPACE	
<b>Serial Number:</b>	90849125	HEADSPACE	
<b>Serial Number:</b>	90825315	HEADSPACE	
<b>Registration Number:</b>	6396849	HEADSPACE	
<b>Registration Number:</b>	5102782	RADIO HEADSPACE	
<b>Registration Number:</b>	4808459	TREAT YOUR HEAD RIGHT	
<b>Registration Number:</b>	5592800	GET SOME / GIVE SOME	
<b>Serial Number:</b>	86604957	TAKE10	
<b>Serial Number:</b>	87375636	BREATHSPACE	
<b>Serial Number:</b>	87418907	BRILLIANT THINGS HAPPEN IN CALM MINDS	
		<b>TRADEMARK</b>	

OP \$565.00 4822193

Property Type	Number	Word Mark
Serial Number:	86842902	HEADSPACE GET SOME / GIVE SOME
Serial Number:	86842855	HEADSPACE TREAT YOUR HEAD RIGHT
Serial Number:	86598762	GET SOME / GIVE SOME

**CORRESPONDENCE DATA**

**Fax Number:** 2134034906  
*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.*  
**Phone:** 2133379972  
**Email:** hcannom@wscllp.com  
**Correspondent Name:** Hannah Cannom  
**Address Line 1:** 500 MOLINO STREET, SUITE 118  
**Address Line 4:** LOS ANGELES, CALIFORNIA 90013

<b>NAME OF SUBMITTER:</b>	Hannah L. Cannom
<b>SIGNATURE:</b>	/Hannah L. Cannom/
<b>DATE SIGNED:</b>	05/17/2022

**Total Attachments: 13**

- source=2022.03.15 Headspace Assignment of Marks[3]#page1.tif
- source=2022.03.15 Headspace Assignment of Marks[3]#page2.tif
- source=2022.03.15 Headspace Assignment of Marks[3]#page3.tif
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- source=2022.03.15 Headspace Assignment of Marks[3]#page13.tif

### Assignment of Trademarks

WHEREAS, Headspace Meditation Limited, a Private Company, limited by shares, with a principle place of business located at 7 Papermill Road, Unit B-C, London, N1 8DW, United Kingdom (hereinafter "Assignor") is the owner of the trademarks as shown in Exhibit A (hereinafter referred to as "the Marks"), as set forth on attached Schedule A; and

WHEREAS, Headspace Inc., a Delaware corporation, with a principle place of business located at 2415 Michigan Avenue, Santa Monica, California 90404 (hereinafter "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the Marks and the applications and registrations therefor, together with the goodwill of the business in connection with which the said marks are used and which is symbolized by the said marks, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration in the amount of \$10.00, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the said marks and the registration therefor for the United States and throughout the world together with the goodwill of the business in connection with which the said marks are used and which is symbolized by the said marks, along with the right to bring, make, oppose, defend and appeal proceedings, claims or actions and recover for damages and profits for past and future infringements thereof.

Assignor agrees to execute and deliver at the request of the assignee, all papers, instruments and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's rights, title, and interest in and to the said marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

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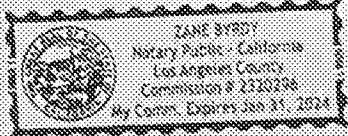
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Executed On Behalf of: Headspace Meditation Limited  
Dated March 1 2021 <sup>2022</sup> By: [Signature]  
Its: Headset Legal

STATE OF California  
COUNTY OF Los Angeles

On this 01 day of March <sup>2022</sup> 2021, before me, a Notary Public in and for the State and County identified above, personally appeared [Signature] known by me to be the person above named and the person who signed this instrument, who acknowledged that he signed it as a free act.

[Signature]  
Notary Public

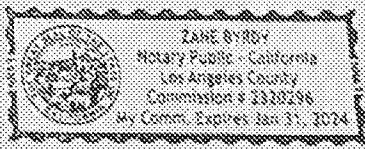


Accepted: Headspace Inc.  
Dated March 1 2021 <sup>2022</sup> By: [Signature]  
Its: Deputy General Counsel

STATE OF California  
COUNTY OF Los Angeles

On this 01 day of March <sup>2022</sup> 2021, before me, a Notary Public in and for the State and County identified above, personally appeared [Signature] known by me to be the person above named and the person who signed this instrument, who acknowledged that he signed it as a free act.

[Signature]  
Notary Public



**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

CIVIL CODE § 1189

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.

State of California

County of Los Angeles

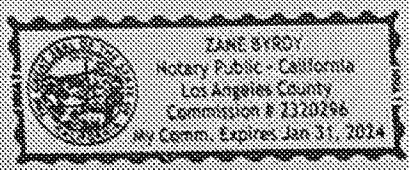
On 03/01/2022 before me, Zane Byrd, Notary Public  
Date Here Insert Name and Title of the Officer

personally appeared Michael M. ...  
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature Zane Byrd  
Signature of Notary Public

Place Notary Seal Above

**OPTIONAL**

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document  
Title or Type of Document: Assignment of Trademarks  
Document Date: 03/01/2022 Number of Pages: \_\_\_\_\_  
Signer(s) Other Than Named Above: \_\_\_\_\_

Capacity(ies) Claimed by Signer(s)  
Signer's Name: \_\_\_\_\_  
 Corporate Officer — Title(s): \_\_\_\_\_  
 Partner —  Limited  General  
 Individual  Attorney in Fact  
 Trustee  Guardian or Conservator  
 Other: \_\_\_\_\_  
Signer Is Representing: \_\_\_\_\_

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

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State of California

County of Los Angeles

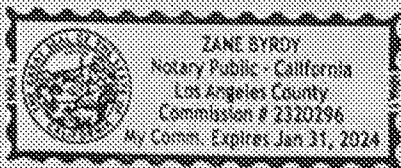
On 03/01/2022 before me, Zane Byrdy, Notary Public

personally appeared Michael Marchand Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature [Handwritten Signature] Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Assignment of Trade marks

Document Date: 03/01/2022 Number of Pages:

Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer(s)





- Signer's Name:
Corporate Officer - Title(s)
Partner - Limited General
Individual Attorney in Fact
Trustee Guardian or Conservator
Other:

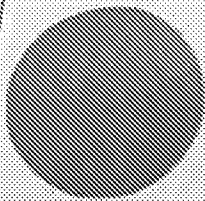
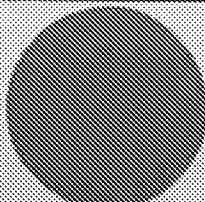
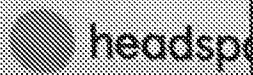
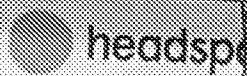
- Signer's Name:
Corporate Officer - Title(s)
Partner - Limited General
Individual Attorney in Fact
Trustee Guardian or Conservator
Other:

Signer is Representing:

Signer is Representing:


Schedule A

Trade Mark	Reg/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
HEADSPACE	8757866	15/12/2009	19/11/2010	9, 16, 20, 25, 38, 41, 44	European Union
HEADSPACE	8757866	15/12/2009	19/11/2010	9, 16, 20, 25, 38, 41, 44	UK
 HEADSPACE	011745411	17/04/2013	16.09.2013	9, 16, 20, 25, 30, 35, 38, 41, 44	European Union
 HEADSPACE	UK00911745411	17/04/2013	16.09.2013	9, 16, 20, 25, 30, 35, 38, 41, 44	UK
 HEADSPACE	1204282	15.10.2013	27.01.2015	9, 16, 20, 25, 30, 35, 38, 41, 44	International application designating US (serial number 79147406)
 HEADSPACE	4677075	15.10.2013	27.01.2015	9, 16, 20, 25, 30, 35, 38, 41, 44	US (designated under IR 1204282)
GYM MEMBERSHIP FOR THE MIND	4822193 86583033	31.03.2015	29.09.2015	9, 38, 41, 44	US
GYM MEMBERSHIP FOR THE MIND	1739137 IR 1276049	29.09.2015	24.03.2016	9, 38, 41, 44	Australia
GYM MEMBERSHIP FOR YOUR MIND	5709957	31.03.2015	26.03.2019	9, 38, 41, 44	US
GYM MEMBERSHIP FOR YOUR MIND	IR 1274210	29.09.2015		9, 38, 41, 44	EU
GYM MEMBERSHIP FOR YOUR MIND	1735687 IR 1274210	29.09.2015	25.02.2016	9, 38, 41, 44	Australia
GYM MEMBERSHIP FOR YOUR MIND	1748037	28.09.2015		9, 38, 41, 44	Canada (based on US 86583131)

Trade Mark	Reg/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
BE KIND TO YOUR MIND	88937925	28.05.2020		9, 44	US (IR 1570186, designating AU, CA, CN, EM, GB, ID, IL, IN, IS, JP, MX, NO, NZ, RU)
HEADSPACE STUDIOS	88783082	03.02.2020		41	US
	6406912	17.09.2019	06.07.2021	9, 44	US (IR 1527062 designating CN, EM, GB)
	88620533	17.09.2019		38, 42	US (IR 1527062 designating CN, EM, GB)
	88620524	17.09.2019		38	US (IR 1544212 designating CN, EM, GB)
	6190017	17.09.2019	03.11.2020	9, 42, 44	US (IR 1544212 designating CN, EM, GB)
IMPROVE THE HEALTH AND HAPPINESS OF THE WORLD	88080142	15.08.2015		9, 38, 44	US (IR 1456363 designating AU, EM)
EVERYDAY HEADSPACE	5555344	31.01.2018	04.09.2018	9, 38, 44	US (IR 1423084 designating CN, CO, EM, ID, IL, IN, IS,



Trade Mark	Regi/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
					JP, MX, NO, NZ, RU)
TREAT YOUR HEAD RIGHT	011726478	10/04/2013	21.08.2013	9, 16, 20, 25, 38, 41, 44	European Union
TREAT YOUR HEAD RIGHT	011726478	10/04/2013	21.08.2013	9, 16, 20, 25, 38, 41, 44	UK
HEADSPACE	4014510	11/06/2010	11/06/2010	9, 16, 20, 25, 38, 41, 44	US (designated under IR 1044077)
HEADSPACE	90849125	26/07/2021		38, 41, 44	US
HEADSPACE	90825315	13/07/2021		9	US
HEADSPACE	6396849	23.08.2017	22.06.2021	25	US
HEADSPACE	1176073	25.07.2013	25.07.2013	9, 16, 41	International (designating Switzerland, China, Colombia, Israel, India, Iceland, Japan, Mexico, Norway, New Zealand, Russia)
HEADSPACE	985578	25.07.2013	06.06.2014	9, 16, 41	New Zealand (IR 1176073 designation)
HEADSPACE	487850	25.07.2013	26.03.2015	9, 16, 41	Colombia (IR 1176073 designation)
HEADSPACE	360354	25.07.2013	05.06.2014	9, 16, 41	Japan (IR 1176073 designation)
HEADSPACE		25.07.2013	06.06.2014	9, 16, 41	Norway (IR 1176073 designation)
HEADSPACE		25.07.2013	05.05.2014	9, 16, 41	Iceland (IR 1176073)

Trade Mark	Reg/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
					designation)
HEADSPACE		25.07.2013	14.08.2014	9, 16, 41	Russia (IR 1176073 designation)
HEADSPACE		25.07.2013	16.10.2014	9, 16, 41	Switzerland (IR 1176073 designation)
HEADSPACE	008757866	25.07.2013	24.09.2014	9, 16, 41	China (IR 1176073 designation)
HEADSPACE	1530961	25.07.2013	21.04.2015	9	Mexico (IR 1176073 designation)
HEADSPACE	1530962	25.07.2013	21.04.2015	16	Mexico (IR 1176073 designation)
HEADSPACE	1530963	25.07.2013	21.04.2015	41	Mexico (IR 1176073 designation)
HEADSPACE		25.07.2013	04.04.2016	9,16, 41	Israel (IR 1176073 designation)
HEADSPACE	2680963	25.07.2015	05.10.2018	9, 16, 41	India (IR 1176073 designation)
 HEADSPACE	62	16.10.2013	25.05.2016	9, 16, 20, 25, 30, 35, 36, 41, 44	Canada
HEADSPACE	1543022	11.09.2013	13.04.2016	9, 16, 41	Canada
HEADSPACE	3290210	08/11/2013	28.11.2014	9	Argentina
HEADSPACE	3290212	08/11/2013	28.11.2014	16	Argentina
HEADSPACE	3290208	08/11/2013	25.11.2014	41	Argentina
HEADSPACE	85102	10/11/2013	24/12/2015	9	Qatar
HEADSPACE	85101	10/11/2013	02/08/2016	16	Qatar
HEADSPACE	85103	10/11/2013	09/11/2015	41	Qatar

Trade Mark	Reg/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
HEADSPACE	302693304	02/08/2013	02.08.2013	9, 16, 41	Hong Kong
GET SOME HEADSPACE	1580473	-	-	9, 16, 20, 25, 35, 41, 44	Australia
HEADSPACE	907.703.291	16.05.2014	03.01.2017	9	Brazil
HEADSPACE	907.703.399	16.05.2014	03.01.2017	16	Brazil
HEADSPACE	907.703.488	16.05.2014	03.01.2017	41	Brazil
RADIO HEADSPACE	5102782	09.02.2015	20.12.2016	38, 41, 44	US
	86529296				
RADIO HEADSPACE	IR 1265868	07.08.2015	08.09.2015	38, 41, 44	International (based on US 86529296) and designating New Zealand, Australia, and EU
TREAT YOUR HEAD RIGHT	4808459	09/02/2015	08/09/2015	38, 41, 44	US
	86529232				
TREAT YOUR HEAD RIGHT	1740798	07.08.2015		38, 41, 44	Canada
TREAT YOUR HEAD RIGHT	102956	07/08/2015		38, 41, 44	International (based on US 86529232) and designating New Zealand, Australia, and EU
RADIO HEADSPACE	1740784	07.08.2015		9, 38, 41, 44	Canada
GET SOME / GIVE SOME	5592800	15.04.2015	30.10.2018	38, 44	US (IR 1277551 designating AU EM)
GYM MEMBERSHIP FOR	1748030	28.09.2015		9, 38, 41, 44	Canada

Trade Mark	Reg/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
THE MIND					
TAKE10	1751112	19.10.2015		9, 38, 41, 44	Canada
GET SOME, GIVE SOME	1277551	14.10.2015		9, 38, 41, 44	International (based on US 86598762) and designating Australia and EU)
GET SOME, GIVE SOME	1277551	10.12.2015		9, 38, 41, 44	EU (designation 1277551)
GET SOME, GIVE SOME	1277551	14.10.2015	18.05.2016	9, 38, 41, 44	Australia (designation 1277551)
GET SOME / GIVE SOME	1750431	14.10.2015	13.04.2020	9, 38, 41, 44	Canada
HEADSPACE GET SOME / GIVE SOME	017125121	18.08.2017	20.12.2017	9, 36, 38, 41,44	EU
HEADSPACE GET SOME / GIVE SOME	UK00917125121	18.08.2017	20.12.2017	9, 36, 38, 41,44	UK
BRILLIANT THINGS HAPPEN IN CALM MINDS	87418907	20.04.2017		9, 38, 41, 44	US
BREATHSPACE	87375636	17.03.2017		9, 38, 41, 44	US
TAKE10	4831974	21.04.2015	13.10.2015	9, 38, 41, 44	US
TAKE10	1275905	20.10.2015		9, 38, 41, 44	International (based on US 86604957) and designating Australia and EU
HEADSPACE	1407046	20.03.2018	20.03.2018	9,44	International (based on EUTM 8757866) and

Trade Mark	Regi/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
					designating Egypt, Indonesia, Philippines, Republic of Korea, Singapore,  Thailand, Turkey, Ukraine, Viet Nam)
HEADSPACE	1407046	20.03.2018		9, 44	Egypt (IR 1407046 designation)
HEADSPACE	1407046	20.03.2018	20.03.2018	9, 44	Indonesia (IR 1407046 designation)
HEADSPACE	1407046	20.03.2018	09.06.2018	9, 44	Philippines (IR 1407046 designation)
HEADSPACE	1407046	20.03.2018	20.03.2018	9, 44	Republic of Korea (IR 1407046 designation)
HEADSPACE	1407046	20.03.2018	20.03.2018	9 (only)	Singapore (IR 1407046 designation)
HEADSPACE	1407046	20.03.2018		9, 44	Thailand (IR 1407046 designation)
HEADSPACE	1407046	20.03.2018		9, 44	Turkey (IR 1407046 designation)
HEADSPACE	1407046	20.03.2018		9, 44	Ukraine (IR 1407046 designation)
HEADSPACE	1407046	20.03.2018		9, 44	Vietnam (IR 1407046 designation)

Trade Mark	Reg/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
SLEEPCAST	UK00918081982	14.06.2019	16.11.2019	9,41,44	UK
SLEEPCAST	018081982	14.06.2019		9,41,44	EU
SLEEPCAST	1521459		12.12.2019	9,41,44	International (based on EU 018081982) and designating Australia, Brazil, Canada, China, Iceland, Indonesia, Israel, Japan,  Mexico, New Zealand, Norway, Russian Federation, United States of America)
SLEEPCAST	Australia (IR designation 1521459)		13.10.2020	9,41,44	Australia
SLEEPCAST	Canada (IR designation 1521459)				Canada
SLEEPCAST	China (IR designation 1521459)		14.08.2021	9,41,44	China
SLEEPCAST	Iceland (IR designation 1521459)		10.06.2021	9,41,44	Iceland
SLEEPCAST	Indonesia 1521459		12.12.2019	9,41,44	Indonesia
SLEEPCAST	Israel (IR designation 1521459)		3.11.2020	9,41,44	Israel
SLEEPCAST	Japan (IR designation 1521459)		09.09.2021	9,41,44	Japan

Trade Mark	Reg/App No.	Filing date (dd/mm/yyyy)	Registration/ grant of protection date (dd/mm/yyyy)	Classes	Countries
SLEEPCAST	Mexico (IR designation 1521459)		24.06.2021	9,41,44	Mexico
SLEEPCAST	NZ trade mark 1144032  (IR designation 1521459)		12.06.2019	9,41,44	New Zealand
SLEEPCAST	Norway (IR designation 1521459)		10.03.2021	9,41,44	Norway
SLEEPCAST	Serial No. 79281813	2019.12.12		9, 41, 44	United States of America