

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM636862

SUBMISSION TYPE:	RESUBMISSION		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
RESUBMIT DOCUMENT ID:	900604615		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DENNIS PUBLISHING LIMITED		01/01/2021	limited company: ENGLAND AND WALES
RECEIVING PARTY DATA			
Name:	BROADLEAF NEWCO LIMITED		
Street Address:	31-32 Alfred Place		
City:	London		
State/Country:	UNITED KINGDOM		
Postal Code:	WC1E 7DP		
Entity Type:	limited company: ENGLAND AND WALES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2897236	OCTANE	
CORRESPONDENCE DATA			
Fax Number:			
<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:	212-813-5900		
Email:	anicolescu@fzlz.com		
Correspondent Name:	Nancy Sabarra		
Address Line 1:	Fross Zelnick Lehrman & Zissu, P.C.		
Address Line 2:	151 West 42nd Street, 17th Floor		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	BNEW 2103232		
NAME OF SUBMITTER:	Anca Nicolescu		
SIGNATURE:	/anca nicolescu/		
DATE SIGNED:	04/05/2021		
Total Attachments: 13			
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DATED 1 January 2021

- (1) DENNIS PUBLISHING LIMITED**
- (2) BROADLEAF NEWCO LIMITED**

DEED OF ASSIGNMENT OF SELLER OWNED IPRs

THIS DEED is made on

1 January 2021

BETWEEN:

- (1) **DENNIS PUBLISHING LIMITED** registered in England and Wales with registered number 01138891 having its registered office at 31-32 Alfred Place, London, WC1E 7DP (the "Assignor"); and
- (2) **BROADLEAF NEWCO LIMITED** registered in England and Wales with registered number 13018565 having its registered office at 31-32 Alfred Place, London, WC1E 7DP (the "Assignee"),

(each a "party" and together the "parties").

BACKGROUND

- (A) The Assignor has agreed to sell and the Assignee has agreed to buy the Business upon and subject to the terms and conditions of the BSA.
- (B) Consequently, the Assignor has agreed to assign the Trade Marks and all other Seller Owned IPRs to the Assignee on the terms set out in this Deed.

IT IS AGREED as follows:

1. DEFINITIONS AND INTERPRETATION

REDACTED

REDACTED

Intellectual Property Rights patents, rights to inventions, copyright and related rights, trade marks, business names, rights in get-up, goodwill and the right to sue for passing off, rights in designs, database rights, rights to use, and protect the confidentiality of, confidential information (including know-how) and all other intellectual property rights, in each case whether registered or unregistered and including all applications and rights to apply for and be granted, renewals or extensions of, and rights to claim priority from, such rights and all similar or equivalent rights or forms of protection which subsist or will subsist now or in the future in any part of the world.

REDACTED

Seller Owned IPRs means those Intellectual Property Rights used for any purpose exclusively in connection with the Business and which are owned by the Assignor as at the Transfer Date including, without limitation, the Trade Marks,

REDACTED

Trade Marks means the Assignor's registered trade marks and trade mark applications which relate exclusively to the Business as at the Transfer Date, short particulars of which are set out in Schedule 1.

Transfer Date means 00:01 on 1 January 2021.

REDACTED

REDACTED



2. ASSIGNMENT AND TRANSFER

2.1 In consideration of the sum of £1 (exclusive of VAT, and all similar taxes, to the extent applicable) (receipt of which the Assignor expressly acknowledges), with effect from the Transfer Date, the Assignor hereby assigns to the Assignee absolutely all its right, title and interest in and to the Seller Owned IPRs, including:

- 2.1.1** the absolute entitlement to any registrations granted pursuant to any of the applications comprised in the Trade Marks;
- 2.1.2** all statutory and common law rights and all goodwill attaching to the Trade Marks and that part of the Business that relates to the goods or services in respect of which the Trade Marks are registered or used; and
- 2.1.3** the right to bring, make, oppose, defend or appeal proceedings, claims or actions (and to retain any damages recovered) in respect of any infringement, or any other cause of action arising from ownership of any of the Seller Owned IPRs whether occurring before, on or after the date of this Deed.



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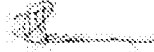
THIS DEED has been duly executed and delivered as a deed on the date first stated above.

EXECUTED and DELIVERED as a DEED
by DENNIS PUBLISHING LIMITED
acting by:

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)



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Director



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Director

EXECUTED and DELIVERED as a DEED
by BROADLEAF NEWCO LIMITED
acting by:

)
)
)



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Director



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Director

SCHEDULE 1

TRADE MARKS

Title/Mark	Official No	Country	Status	Classes
OCTANE	2897236	United States of America	Registered/Granted	16