



## ASSIGNMENT OF TRADEMARKS

Whereas, Wall Data Incorporated ("Assignor"), a Washington corporation, has adopted, used, and is using the marks in the attached schedule (hereinafter "Marks") in the United States and other countries and the Marks are registered in the United States Patent and Trademark Office;

Whereas, NetManage, Inc., a Delaware corporation located and doing business at 10725 North De Anza Boulevard, Cupertino, California 95014-2030 ("Assignee") is desirous of acquiring said Marks and any and all registrations thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor does hereby assign to Assignee all of its right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and the registrations for the Marks. This assignment includes the right to sue and recover damages for past and future infringements of Assignor's rights in the Marks and to bring any proceeding in the United States Patent and Trademark Office or any equivalent agency in any other country for cancellation or opposition or other proceeding in connection with said Marks. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

Assignor further agrees that it will execute, verify, acknowledge and deliver all such further papers, including any instruments of transfer and recordable assignments, and perform such other acts as Assignee lawfully may request from time to time, to perfect and vest title in the Marks in Assignee, or Assignee's successors and assigns.

IN TESTIMONY WHEREOF, Assignor has executed this document on the date indicated.

By: Michael R. Peckham Date: 3/25/02  
Name:  
Title: **Michael R. Peckham**  
**Senior Vice President &**  
**Chief Financial Officer**

**SCHEDULE 1**

**MARKS AND REGISTRATIONS**

<b>COUNTRY NAME</b>	<b>TRADEMARK NAME</b>	<b>APPLICATION NO.</b>	<b>REGISTRATION NO.</b>
United States	DANCERS DESIGN (RUMBA)	74254109	1,729,098
United States	ONESTEP	74520160	1,922,648