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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

4203

Austin Reed Limited

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State United Kingdom, Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Thompson Holdings (London) Limited

Internal

Address:

Street Address: 33 High Street

Chipstead, Sevenoaks, Kent

City: State: Zip:

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State United Kingdom, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: 10/11/2000

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 342,491; 653,455

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Theodore D. Lienesch

Internal Address:

Street Address: 2000 Courthouse Plaza NE,

10 W. Second St.

City: Dayton State: OH Zip: 45402

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Jessica S. Sachs

Name of Person Signing

Jessica Sachs

Signature

March 28, 2003

Date

Total number of pages including cover sheet, attachments, and document: 12

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 002705 FRAME: 0069

BETWEEN

1. AUSTIN REED LIMITED (registered number 399575) whose registered office is at London Office, 103 Regent Street, London, W1A 2AJ ("the Assignor"); and
2. THOMPSON HOLDINGS (LONDON) LIMITED (registered number 02349194) whose registered office is at 33 High Street, Chipstead, Sevenoaks, Kent, TN13 2RW ("the Assignee").

BACKGROUND

- (A) The Assignor is a wholly owned subsidiary of Austin Reed Group Plc.
- (B) The Assignor is the registered proprietor of the trade marks and trade mark applications (the "Applications") listed in the schedule to this Agreement.
- (C) Pursuant to the terms of an agreement of even date Austin Reed Group plc intends to dispose of the business of the production and manufacture of hand tailored clothing carried on under the name "Chester Barrie" and "Bladen".
- (D) The Assignor has agreed to assign to the Assignee the trade marks and trade mark applications listed in the Schedule subject to the terms and conditions in this Agreement.

OPERATIVE CLAUSES:-

1. Interpretation

In this Agreement:-

- 1.1 the following expressions have the following meanings unless inconsistent with the context:-

"Austin Reed Group plc"
"the Business"

Austin Reed
shall have the meaning ascribed to it in
the Business Purchase Agreement

"the Business Purchase Agreement"

the business purchase agreement of even date between Austin Reed and the Assignee pursuant to which Austin Reed will sell or procure the sale of the entire issued share capital of Chester Barrie Limited and Charter Barrie (US) Limited together with the business of the production and manufacture of hand tailored clothing carried on under the names "Chester Barrie", "Bladen" and under licence under the names of certain other third parties

A

DATED 11th October 2000

(1) AUSTIN REED LIMITED

AND

(2) THOMPSON HOLDINGS (LONDON) LIMITED

TRADE MARK ASSIGNMENT

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EVERSHEDS

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