

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS 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>
GE Protimeter Limited		04/04/2005	Private Company: UNITED KINGDOM
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Panametrics Limited		
<b>Street Address:</b>	Shannon Industrial Estate		
<b>City:</b>	Shannon		
<b>State/Country:</b>	IRELAND		
<b>Entity Type:</b>	Private Limited Liability Company: BERMUDA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	0699783	PROTIMETER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(203)373-2181		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	203-373-2471		
<b>Email:</b>	trademark@corporate.ge.com		
<b>Correspondent Name:</b>	Lise Beaudry		
<b>Address Line 1:</b>	3135 Easton Turnpike		
<b>Address Line 2:</b>	Corporate Trademark Operations		
<b>Address Line 4:</b>	Fairfield, CONNECTICUT 06828		
<b>ATTORNEY DOCKET NUMBER:</b>	PROTIMETER/PANAMETRIC-LB		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>	Sean Merrill		
<b>Address Line 1:</b>	3135 Easton Turnpike		
<b>Address Line 2:</b>	Corporate Trademark Operations		

CH \$40.00 0699783

Address Line 4: Fairfield, CONNECTICUT 06828

NAME OF SUBMITTER:

Lise Beaudry

Signature:

/Lise Beaudry/

Date:

04/08/2008

**Total Attachments: 7**

source=GE Protimeter Limited to Panametrics#page1.tif

source=GE Protimeter Limited to Panametrics#page2.tif

source=GE Protimeter Limited to Panametrics#page3.tif

source=GE Protimeter Limited to Panametrics#page4.tif

source=GE Protimeter Limited to Panametrics#page5.tif

source=GE Protimeter Limited to Panametrics#page6.tif

source=GE Protimeter Limited to Panametrics#page7.tif

---

**BUSINESS TRANSFER AGREEMENT**

---

BY AND BETWEEN

**GE Protimeter Limited**

as Transferor

and

**Panametrics Limited**

as Transferee

*M. A.*

**THIS AGREEMENT** is made as of the 4 day of April, 2005

**BETWEEN:**

- (1) **GE Protimeter Limited**, a private limited company organized and existing under the laws of United Kingdom, having its corporate seat in Marlow, with address Meter House, Fieldhouse Lane, Buckinghamshire, SL7 1LW, United Kingdom, ("Transferor");
  
- (2) **Panametrics Limited** a private limited liability company with its corporate seat in Hamilton, Bermuda, acting via its Branch located in Shannon, at Shannon Industrial Estate, Ireland, ("Transferee").

Handwritten initials 'ML' and '129' in black ink.

**CONTENTS**

<b>ARTICLE 1. DEFINITIONS</b>	<b>6</b>
<b>ARTICLE 2. SALE AND PURCHASE OF THE TRANSFERRED DISTRIBUTION ACTIVITIES AND TRANSFERRED BRANCH DISTRIBUTION ACTIVITIES</b>	<b>7</b>
2.1 Sale of the Transferred Distribution Activities	7
2.2 Sale of the Transferred Branch Distribution Activities	7
2.3 Excluded Assets and Liabilities	8
<b>ARTICLE 3. CONSIDERATION FOR THE TRANSFERRED DISTRIBUTION ACTIVITIES AND TRANSFERRED BRANCH DISTRIBUTION ACTIVITIES</b>	<b>9</b>
<b>ARTICLE 4. TRANSFER OF ASSETS – ASSUMPTION OF LIABILITIES</b>	<b>10</b>
<b>ARTICLE 5. GENERAL PROVISIONS</b>	<b>10</b>
5.1 Representations and Warranties by Transferor	10
5.2 Benefits and charges – risk of loss	10
5.3 Claims	11
5.4 Assigned Contracts	12
5.5 Title deeds and documents	12
5.6 Notice of transfer	13
5.7 Additional documents	13
5.8 Amendment	13
5.9 Notices	13
5.10 Costs and charges	14
5.11 Counterparts	14
5.12 Entire Transaction	14
5.13 Applicable Law	14
5.14 Partial Invalidity	14



TABLE OF APPENDICES / SCHEDULES

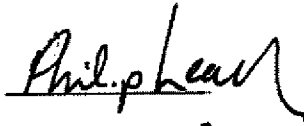
Appendix	Title
1.	The list of fixed assets transferred at April 4, 2005
2.	The list of receivables transferred at April 4, 2005
3.	The list of payables transferred at April 4, 2005
4.	The list of fixed assets transferred at November 30, 2005
5.	The list of inventory transferred at April 4, 2005
6.	The list of patents transferred at April 4, 2005
7.	The list of designs transferred at April 4, 2005
8.	The list of trade marks transferred at April 4, 2005
9.	The list of inventory transferred at November 30, 2005



IN WITNESS WHEREOF, each of the parties has caused this Agreement to be executed on its behalf by a duly authorized officer as of the date first written above.

1. GE Protimeter Limited

Signature:



By:


Philip Leach

Title:

Board Director

2. Panametrics Limited

Signature:



By:

James Gibson

Title:

Board Director

Appendix no 8

The list of trade marks transferred at April 4, 2005

LIST OF REGISTERED TRADEMARKS/TRADEMARKS PENDING

Name	Country	Trademark No.	Renewal Date	Application No	Date
Aquant	France	1278414	July 09, 2014		
Aquant	G.B.	1212941	February 16, 2005		
Aquant	U.S.A.	1404650	August 12, 2006		
Protimeter Concretemaster	G.B.	816994	February 14, 2006		
DampCheck	G.B.	1242334-TM	May 21, 2006		
DampCheck	USA	1441844AFF	June 09, 2007		
Protimeter Grainmaster	G.B.	786810—TM	February 03, 2008		
Grainmaster	China	1993589	September 27, 2012		
House in Hand Device	G.B.	1251328-TM	October 01, 2006		
Humilog	G.B.	2263232	March 05, 2011		
Humilog	U.S.A.	2614855	September 03, 2012		
Hygromaster	China	1983629	September 06, 2012		
Hygromaster	Germany	39975522	December 01, 2009		
Hygromaster	U.K.	2201589	June 30, 2009		
Hygromaster	U.S.A.	2 467 521	March 17, 2010		
Hygromini	U.K.	2201592	June 30, 2009		
Hygrostick	China	1983600	September 27, 2012		
Hygrostick	Germany	39975523	December 01, 2009		
Hygrostick	U.K.	2201596	June 30, 2008		
Hygrostick	U.S.A.	78/002984	March 17, 2010		
Protimeter Mini	China	1993594	September 27, 2012		
Protimeter Mini	France	99830848	December 22, 2009		
Protimeter Mini	Germany	39981636	December 23, 2009		
Protimeter Mini	U.K.	2201163	June 24, 2009		
Protimeter Mini	USA	75/884649	March 12, 2012		
Protimeter	France	1408548FRA	May 14, 2007		
Protimeter	G.B.	909706	May 22, 2012		
Protimeter	Chile	460.296	April 23, 2006		
Protimeter	Germany	779495	August 24, 2010		
Protimeter	Hong Kong	2179/81	September 03, 2015		
Protimeter	India			726998	July 05, 1996
Protimeter	New Zealand	101985—NZ	September 26, 2007		
Protimeter	Norway	87634—NOR	March 12, 2013		
Protimeter	Peru	37368	December 29, 2005		
Protimeter	Denmark	2837/88	July 01, 2008		
Protimeter	Sweden	110325	July 03, 2004		
Protimeter	Australia	A261985AUS	September 19, 2007		



Name	Country	Trademark No.	Renewal Date	Application No	Date
Protimeter	Benelux	049785-BEN	November 25, 2013		
Protimeter	Canada	191764-CAN	June 08, 2003		
Protimeter	China	1983601	September 27, 2012		
Surveymini	G.B.	B970920-TM	February 08, 2006		
Surveymaster	G.B.	B790021-TM	April 23, 2008		
Surveymaster	USA	2809987	February 03, 2014		
Protimeter Surveymaster	China	1993586	September 27, 2012		
Timbermini	G.B.	1106289	December 13, 2009		
Timbermini	Germany	39936824	June 25, 2009		
Timbermini	U.S.A.	2431312	February 27, 2011		
Timberlogger	U.K.	2123338	February 11, 2007		
Protimeter Timbermaster	G.B.	816996	February 14, 2008		
<b>Ashworth Division</b>					
Speedy	U.S.A.	959811-REN	May 29, 2013		
Speedy	Spain	938341RENL	April 02, 2010		