

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Asset Purchase Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Highland Distillers Limited		02/02/2010	CORPORATION: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	BB&R Spirits Limited		
Street Address:	3 St James's Street		
City:	London		
State/Country:	UNITED KINGDOM		
Postal Code:	SW1A 1EG		
Entity Type:	CORPORATION: UNITED KINGDOM		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2067699	THE GLENROTHES	
CORRESPONDENCE DATA			
Fax Number:	(317)231-7433		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	317-236-1313		
Email:	dwong@btlaw.com		
Correspondent Name:	David A.W. Wong		
Address Line 1:	11 South Meridian Street		
Address Line 4:	Indianapolis, INDIANA 46204-3535		
ATTORNEY DOCKET NUMBER:	5074-210670		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			
Address Line 2:			

CH \$40.00 2067699

900155040

**TRADEMARK
 REEL: 004151 FRAME: 0629**

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

David A.W. Wong

Signature:

/dwong/

Date:

02/18/2010

Total Attachments: 6

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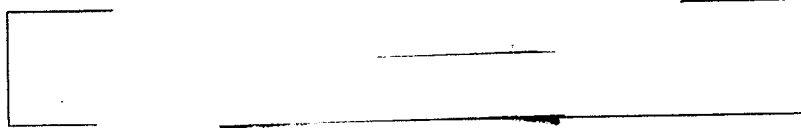
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ASSET PURCHASE AGREEMENT

among

HIGHLAND DISTILLERS LIMITED

and

BB&R SPIRITS LIMITED

—
✱

ASSET PURCHASE AGREEMENT made as a deed on 2 February 2010

among

(1) **HIGHLAND DISTILLERS LIMITED**, incorporated in Scotland with registered number SC 158731 and having its registered office at West Kinfauns, Perth, Perthshire PH2 7XZ (“Vendor”);

(2)

(3)

and

(4) **BB&R SPIRITS LIMITED**, incorporated under the laws of England and Wales with registered number 00379553 and having its registered office at 3 St James’ Street, London SW1A 1EG (“Purchaser”).

WHEREAS

- (A) The Vendor owns the Assets (as defined below).
- (B) The Vendor has agreed to sell and the Purchaser has agreed to purchase the Assets on the terms and subject to the conditions contained in this Agreement.

IT IS AGREED as follows:

2. SALE AND PURCHASE

2.1 Sale and purchase of the Assets

2.1.1 Subject to the Condition being satisfied, the Vendor agrees to sell and the Purchaser, relying on the Warranties, undertakings and indemnities set out in this Agreement, agrees to purchase the Assets (with the exception of the Excluded Assets) free from all Encumbrances (other than Permitted Encumbrances), with effect from Completion on the terms of this Agreement.

2.1.2 Subject to Clause 2.1.3, the following assets shall be sold to the Purchaser under this Agreement:

- (a) the Glenrothes IP;
- (b) the Goodwill; and
- (c) the Records.

2.1.3 There shall be excluded from the sale under this Agreement the Excluded Assets and any other property, rights or assets expressly excluded by the terms of this Agreement.

SCHEDULE 1

Listed IP

Section A - Listed IP registered or for which an application has been made

1. TRADE MARKS

Mark	Registration / application number	Jurisdiction(s)	Filing Date	Renewal Date
The Glenrothes	2067699	USA	15/05/1995	03/06/2017

* 2010 renewals carried out (Benelux) or instructed (Brazil and Spain)

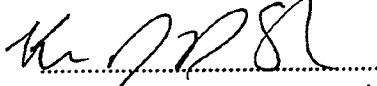
This Agreement is made as a deed and is executed and delivered on the date referred to on page 1.

EXECUTED and **DELIVERED** as a **DEED**
by
HIGHLAND DISTILLERS LIMITED
acting by a director

SIGNATURE: Mari A Cole

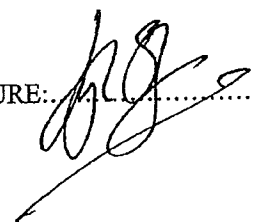
at 50 PALL MALL LONDON on 2 FEBRUARY 2010

before this witness

SIGNATURE: 
NAME: KENNETHA DAVID SHAND
ADDRESS: 151 ST. VINCENT STREET
GUERLAIN Q2 SNT

EXECUTED and DELIVERED as a DEED
by
BB&R SPIRITS LIMITED
acting by a director

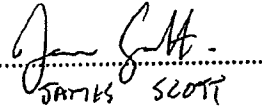
SIGNATURE:



at 50 FLEET STREET, LONDON on 2 FEBRUARY 2010

before this witness

SIGNATURE:



NAME:

JAMES SCOTT

ADDRESS:

65 FLEET STREET

LONDON, EC4Y 1HS