

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
QinetiQ Limited		04/11/2012	CORPORATION: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	OPTASENSE HOLDINGS LIMITED		
Street Address:	Ively Road		
Internal Address:	Cody Technology Park		
City:	Farnborough Hampshire		
State/Country:	UNITED KINGDOM		
Postal Code:	GU140LX		
Entity Type:	CORPORATION: UNITED KINGDOM		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3976313	OPTASENSE	
Registration Number:	3983354	OPTASENSE	
Registration Number:	3855417	PIPELINE DNA	
CORRESPONDENCE DATA			
Fax Number:	3129130002		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	312-913-0001		
Email:	docketing@mbhb.com		
Correspondent Name:	James M. McCarthy		
Address Line 1:	300 S. Wacker Drive		
Address Line 2:	McDonnell Boehnen Hulbert & Berghoff LLP		
Address Line 4:	Chicago, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	09-112, 09-113, 10-697		

CH \$90.00 3976313

DOMESTIC REPRESENTATIVE

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:	James M. McCarthy
Signature:	/James M. McCarthy/
Date:	06/07/2012

Total Attachments: 5

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THIS DEED OF ASSIGNMENT is made on 11th day of April 2012

Parties

- (1) QINETIQ LIMITED incorporated and registered in England and Wales with company number 03796233 whose registered office is at Cody Technology Park, Ively Road, Farnborough, Hampshire, England GU14 0LX (Assignor).
- (2) OPTASENSE HOLDINGS LIMITED incorporated and registered in England and Wales with company number 07450122 whose registered office is at Cody Technology Park, Ively Road, Farnborough, Hampshire, GU14 0LX (Assignee).

BACKGROUND

- (A) The Assignor is the proprietor of or applicant for the Patents (as defined below) and the Other IP (as defined below) and wishes to assign the same to its wholly owned subsidiary, the Assignee.

AGREED TERMS

1 Interpretation

- 1.1 The definitions and rules of interpretation in this clause apply in this Deed of Assignment.

Trade Marks: the registered trade marks and registered trade mark applications in Classes 9 and 42 short particulars of which are set out in the Schedule together with any and all goodwill and other common law or unregistered rights of any kind of the Assignor in any part of the world associated with the Optasense name and brand.

Other IP: the Know-How, the Software, the Trade Marks and the Domain Names.

2 Assignment

- 2.1 In consideration of [REDACTED]
[REDACTED]
[REDACTED] the Assignor hereby assigns to the Assignee absolutely with full title guarantee all right, title and interest in and to the Patents and the Other IP, and in and to all and any inventions disclosed in the Patents and the Other IP, including:

- (e) in respect of the Trade Marks, the absolute entitlement to any registered trade marks granted pursuant to any of the applications comprised in the Trade Marks;
- (f) in respect of the Trade Marks, all statutory and common law rights of the Assignor attaching to the Trade Marks, together with the goodwill of the Business relating to the goods or services in respect of which the Trade Marks are registered or used; and
- (g) the right to bring, make, oppose, defend, appeal proceedings, claims or actions and obtain relief (and to retain any damages recovered) in respect of any infringement, or any other cause of action arising from ownership, of any of the Patents or Other IP or any patents or other intellectual property rights granted on any of the applications comprised in the Patents or Other IP or filed as aforesaid, whether occurring before, on or after the date of this assignment.

13 Governing law and jurisdiction

- 13.1 Except as provided in clause 13.2, English law shall apply to the whole of this Deed of Assignment, and each party agrees to submit to the exclusive jurisdiction of the English courts.
- 13.2 Any question arising out of this Deed of Assignment as to the construction or effect of any of the Patents or the Trade Marks shall be decided in accordance with the laws of the country in which the Patent or the Trade Mark in question has been granted or filed.

IN WITNESS of the above the Assignor and the Assignee have executed and delivered this Assignment as a DEED on the date written at the head of this Assignment.

Schedule

Trade Marks and Domain Names

- 1) The following registrations for the trade mark "OptaSense":

OPTASENSE

Country	Filing No. and Registration No. if applicable	Filing date and Registration date if applicable	Priority Claim from EU 19/11/08	Status	Outstanding action
Brazil Class 9	830283315	19 May 2009	Yes	Pending	None – waiting for developments, under Opposition – Long delays in the Brazilian TM Office
Brazil Class 42	830283323	19 May 2009	Yes	Pending	None – waiting for developments
Canada (local 9 and 42)	1438207	14 May 2009	Yes	Pending	Waiting for information from Magnus on whether we have had sales in Canada yet. Registration is dependent on use in commerce having commenced. Affidavit due 14 May 2012
EU Classes 9 and 42	7406952	19 November 2008 19 August 2009	N/A	Registered	None
Mexico Class 9	1005930 1119538	13 May 2009 7 Sep 2009	Yes	Registered	None
Mexico Class 42	1005928 1136978	13 May 2009 11 Jan 2010	Yes	Registered	None
Nigeria Class 9	Awaiting filing details	19 July 2011	No	Pending	Awaiting developments
Nigeria Class 42	Awaiting filing details	19 July 2011	No	Pending	Awaiting developments
Russian Federation Classes 9 and 42	2009710868	18 May 2009	Yes	Awaiting grant of registration	Awaiting developments
USA Class 9	77/658687 3976313	28 January 2009 14 June 2011	Yes	Registered	None
USA Classes 9 and 42 (divided out)	77/979696 3983354	28 January 2009 28 June 2011	Yes	Registered	None

2) The following registrations for the Trade Mark "Pipeline DNA".


PIPELINE DNA

Country	Filing No. and Registration No. if applicable	Filing date and Registration date if applicable	Priority claim from EU	Status	Outstanding action
EU Classes 9 and 42	7407083	19 Nov 2008 16 June 2009	N/A	Registered	None
USA Classes 9 and 42	77/658682 3855417	28 January 2009 5 Oct 2010	Yes	Registered	None

Executed as a deed by

QINETIQ LIMITED

acting by A.J. BRIERLEY ,


.....
Director

a director

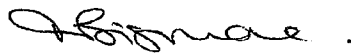
Witnessed by:



Name:

TRACEY BIGNORE .

Signature:



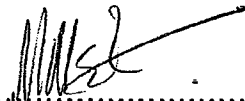
Address:

CODY TECHNOLOGY PARK
IVELY ROAD
FARNBOROUGH .
GU14 0LX

Executed as a deed by

OPTASENSE HOLDINGS LIMITED

acting by M. MCEWEN-KING ,


.....
Director

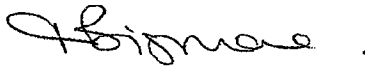
a director

Witnessed by:

Name:

TRACEY BIGNORE

Signature:



Address:

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