

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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
The New Zealand Merino Company Limited		07/25/2012	Limited Company: NEW ZEALAND

**RECEIVING PARTY DATA**

<b>Name:</b>	The New Zealand Merino Company Limited (formerly known as Merino Grower Investments Limited)
<b>Street Address:</b>	Level 2, 114 Wrights Road
<b>City:</b>	Addington, Christchurch
<b>State/Country:</b>	NEW ZEALAND
<b>Entity Type:</b>	Limited Company: NEW ZEALAND

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Serial Number:	85618432	ZQ
Serial Number:	85618444	ZQ
Registration Number:	3191829	ZQUE
Registration Number:	3191832	ZQÜE
Registration Number:	4141025	ZQUE

**CORRESPONDENCE DATA**

Fax Number:

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 2483584400

Email: trademarks@brookskushman.com

Correspondent Name: Robyn S. Lederman

Address Line 1: 1000 Town Center

Address Line 2: 22nd Floor

Address Line 4: Southfield, MICHIGAN 48075

CH \$140.00 85618432

ATTORNEY DOCKET NUMBER:	BASWL
<b>DOMESTIC REPRESENTATIVE</b>	
Name:	Robyn S. Lederman
Address Line 1:	1000 Town Center
Address Line 2:	22nd floor
Address Line 4:	Southfield, MICHIGAN 48075
NAME OF SUBMITTER:	Robyn S. Lederman
Signature:	/rlederman/
Date:	08/15/2012
<b>Total Attachments: 4</b> source=NZM US-Assign Aug2012#page1.tif source=NZM US-Assign Aug2012#page2.tif source=NZM US-Assign Aug2012#page3.tif source=NZM US-Assign Aug2012#page4.tif	

## Deed of Assignment - USA

Deed dated *25 July* 2012 in respect of an assignment effective as of **30 June 2012** ("the Completion Date") or such other date as agreed by the Parties.

### Parties

- 1 **The New Zealand Merino Company Limited**, of Level 2, 114 Wrights Road, Addington, Christchurch, New Zealand, ("Assignor")
- 2 **The New Zealand Merino Company Limited (previously known as Merino Grower Investments Limited)**, of Level 2, 114 Wrights Road, Addington, Christchurch, New Zealand, ("Assignee")

(Together known as "the Parties")

### Background

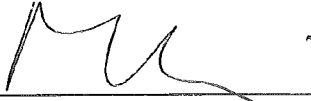

- A. The Parties have entered into a Sale and Purchase Agreement ("the Agreement") dated on or about 30 June 2012.
- B. The Assignor is the proprietor of the trade marks specified in Schedule 1 ("Trade Marks") and any get-up and copyright in works relating to the Trade Marks ("Intellectual Property").
- C. Pursuant to the Agreement, the Assignor has among other things agreed to assign and the Assignee agreed to purchase the Intellectual Property as at the Completion Date.

### Covenants

1. For the consideration set out in the Agreement paid by the Assignee to the Assignor, the Assignor assigns to the Assignee as of the Completion Date:
  - 1.1 the Intellectual Property together with the goodwill appurtenant thereto;
  - 1.2 the right to sue for damages and other remedies in respect of any infringement or misuse of the Intellectual Property which may have occurred prior to the Completion Date and to retain any damages obtained as a result of any such action; and
  - 1.3 all statutory and common law rights attaching to the Intellectual Property.
2. The Assignor undertakes to execute such further documents and do such further acts as the Assignee may reasonably require from time to time by way of further assurance of the rights herein assigned.
3. This assignment is governed by and construed in accordance with New Zealand law. Each of the party's agree that the Courts of New Zealand have exclusive jurisdiction to settle any dispute which may arise in connection with this Deed.

EXECUTED for and on behalf of  
The New Zealand Merino Company  
Limited

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in the presence of:

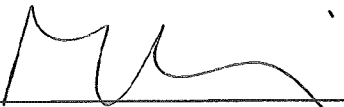
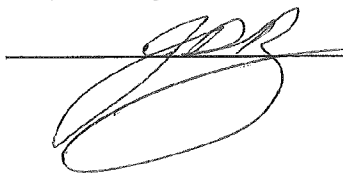
Caroline McPhail  
Witness Name

Christchurch  
Witness Address

Marketing Executive  
Witness Occupation

EXECUTED for and on behalf of  
The New Zealand Merino Company  
Limited (previously known as Merino  
Grower Investments Limited)

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in the presence of:

Caroline McPhail  
Witness Name


Christchurch  
Witness Address

Marketing Executive.  
Witness Occupation

**SCHEDULE ONE**

NUMBER	MARK	CLASSES	GOODS
85/618,432	ZQ	22 23 24 25 27	Raw fibrous materials; animal fibres, sheep fibre, fleece and wool; wool flocks, wool packs, wool tops, shorn wool; raw, treated, combed or carded wool. Yarns and threads for textiles. Textiles and textile goods, not included in other classes; woven fabrics, blankets; bed clothes and bed covers; table covers. Clothing, footwear and headgear. Carpets, rugs, mats and matting, other materials for covering existing floors, wall hangings.
85/618,444		22 23 24	Raw fibrous materials; animal fibres, sheep fibre, fleece and wool; wool flocks, wool packs, wool tops, shorn wool; raw, treated, combed or carded wool. Yarns and threads for textiles. Textiles and textile goods, not included in other classes; woven fabrics, blankets; bed clothes and bed covers; table covers.
3191829	ZQUE	25 27 22 23 24 25	Clothing, footwear and headgear. Carpets, rugs, mats and matting, other materials for covering existing floors, wall hangings. Raw fibrous materials; animal fibres, sheep fibre, fleece and wool; wool flocks, wool packs, wool tops, shorn wool; raw, treated, combed or carded wool. Yarns and threads, for textiles. Textiles and textile goods not included in other classes, namely, bed spreads, curtains, bed covers, and table covers; woven fabrics; bed blankets; and bedclothes, namely, blankets, spreads, throws, duvet covers, and comforters. Underwear, shirts, jumpers, pants, men's and women's suits, trousers, sweatshirts, tee shirts, shorts, jackets, dresses, skirts, shoes, slippers, hats, caps, scarves and gloves.

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3191832		22	Raw fibrous materials; animal fibres, sheep fibre, fleece and wool; wool flocks, wool packs, wool tops, shorn wool; raw, treated, combed or carded wool.
		23	Yarns and threads, for textiles.
		24	Textiles and textile goods not included in other classes, namely, bed spreads, curtains, bed covers, and table covers; woven fabrics; bed blankets; and bedclothes, namely, blankets, spreads, throws, duvet covers, and comforters.
		25	Underwear, shirts, jumpers, pants, men's and women's suits, trousers, sweatshirts, tee shirts, shorts, jackets, dresses, skirts, shoes, slippers, hats, caps, scarves and gloves.
4141025	ZQUE	27	Carpets, rugs, mats and matting, other materials for covering existing floors, wall hangings (non-textile).