

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
Ardath Tobacco Company Limited		05/31/2012	CORPORATION: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	B.A.T. China Limited		
Street Address:	Globe House		
Internal Address:	1 Water Street		
City:	London		
State/Country:	UNITED KINGDOM		
Postal Code:	WC2R 3LA		
Entity Type:	CORPORATION: UNITED KINGDOM		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	3582651	555 STATE EXPRESS LONDON SE 5	
Registration Number:	0137538	555	
Registration Number:	2971001	555	
Registration Number:	1908709		
Registration Number:	0041324	STATE EXPRESS	
Registration Number:	3752892	555 GOLD	
Registration Number:	1935081	555 INTERNATIONAL	
Registration Number:	3761630	555 MANDARIN	
Registration Number:	1028870	555 STATE EXPRESS	
Registration Number:	3582652	555 STATE EXPRESS LONDON SE 5	
CORRESPONDENCE DATA			
Fax Number:	212 218 22		

CH \$265.00 3582651

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

Phone: 212 218 2100
Email: prazzano@fchs.com
Correspondent Name: Pasquale A. Razzano
Address Line 1: 1290 Avenue of the Americas
Address Line 4: New York, NEW YORK 10104-3800

ATTORNEY DOCKET NUMBER:	04014.001007
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DOMESTIC REPRESENTATIVE

Name: Pasquale A. Razzano
Address Line 1: 1290 Avenue of the Americas
Address Line 2: Fitzpatrick, Cella, Harper & Scinto
Address Line 4: New York, NEW YORK 10104-3800

NAME OF SUBMITTER:	Pasquale A. Razzano
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Signature:	/Pasquale A. Razzano/
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Date:	09/20/2012
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Total Attachments: 4
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source=4014.1007 assignment Ardath to BAT China#page4.tif

**CONFIRMATORY DEED OF ASSIGNMENT
UNITED STATES OF AMERICA**

Ardath Tobacco Company Limited to B.A.T. China Limited

Parties:

1. **Ardath Tobacco Company Limited**, a company incorporated under the laws of England and Wales, whose address is at: Globe House, 4 Temple Place, London WC2R 2PG, England ("**Assignor**") and
2. **B.A.T. China Limited** a company incorporated under the laws of England and Wales , whose address is at: Globe House, 1 Water Street, London WC2R 3LA, England ("**Assignee**")

WHEREAS

By an agreement dated 31 May 2012 (the "**2012 Agreement**") the Assignor assigned to the Assignee all rights in and to the trade marks shown in Schedule 1 to this agreement (the "**Marks**"). The parties now wish to enter into this Deed as confirmation of that assignment of the Trade Marks by the Assignor to the Assignee.

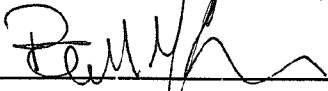
AGREED TERMS

1. Now therefore, for good and adequate consideration (the receipt and sufficiency of which is hereby acknowledged by the Assignee), the Assignor HEREBY CONFIRMS that pursuant to the 2012 Agreement it assigned all right, title and interest in and to the Marks, together with the goodwill in the business associated therewith, to the Assignee.

GOVERNING LAW AND JURISDICTION

1. This Deed and any dispute or claim arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims) shall be governed by and construed in accordance with the law of England and Wales.
2. The parties irrevocably agree that the courts of England and Wales shall have exclusive jurisdiction to settle any dispute or claim that arises out of or in connection with this Deed or its subject matter or formation (including non-contractual disputes or claims).

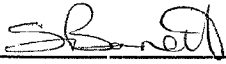
This document is executed and delivered as a Deed and takes effect from 31 May 2012.



EXECUTED AS A DEED BY:

Paul McCrory - Director

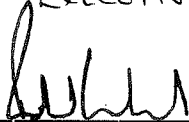
Ardath Tobacco Company Limited (ASSIGNOR)



SIGNATURE OF WITNESS

NAME: SUSAN BARNETT

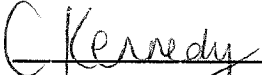
OCCUPATION: EXECUTIVE COORDINATOR.



EXECUTED AS A DEED BY:

Richard Cordeschi - Company Secretary

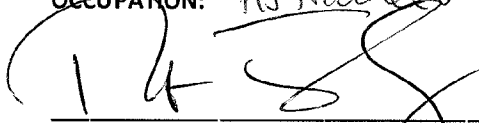
Ardath Tobacco Company Limited (ASSIGNOR)



SIGNATURE OF WITNESS

NAME: Patricia Kennedy

OCCUPATION: HR Manager



EXECUTED AS A DEED BY:

Robert James Casey - Director

B.A.T. China Limited (ASSIGNEE)



SIGNATURE OF WITNESS

NAME: Jean Baker

OCCUPATION: IP PARALEGAL



EXECUTED AS A DEED BY:

Nicola Snook - Director

B.A.T. China Limited (ASSIGNEE)



SIGNATURE OF WITNESS

NAME: SALLIE ELLIS

OCCUPATION: COMPANY SECRETARIAL ASSISTANT

SCHEDULE 1

**To the Confirmatory Deed of Assignment
Ardath Tobacco Company Limited and B.A.T. China Limited**

SEE ATTACHED TM SCHEDULE

TM Schedule 1

<u>Territory</u>	<u>Trade Mark</u>	<u>Application No.</u>	<u>Registration No.</u>	<u>Status</u>	<u>Class</u>
United States of America	STATE EXPRESS 555 with Roundel, Crest & Abstract Five (Label) (Blue) (2005) - Label	77/475756	3,582,651	Registered	34
United States of America	555 (Stylised) [STATE EXPRESS] (1994) - Numerals	71-130194	137538	Registered	34
United States of America	555 with Medallion & Chevron Designs [STATE EXPRESS] (Label) (2000) - Label	76/103013	2971001	Registered	34
United States of America	Medallion Design [STATE EXPRESS] (1994) - Device	74-493683	1908709	Registered	34
United States of America	STATE EXPRESS - Word - Block Letters	70-041324	41324	Registered	34
United States of America	STATE EXPRESS 555 GOLD (Label) (2008) - Label	77/475382	3752892	Registered	34
United States of America	STATE EXPRESS 555 INTERNATIONAL with Medallion & Chevron Design (Label) (1995) - Label	74/564,493	1935081	Registered	34
United States of America	STATE EXPRESS 555 MANDARIN (Label) (Colour) (2008) - Label	77/475403	3761630	Registered	34
United States of America	STATE EXPRESS 555 with Medallion & Chevron Design (Label) (1973) - Label	73-029468	1028870	Registered	34
United States of America	STATE EXPRESS 555 with Roundel, Crest & Abstract Five (Label) (Pearl) (2005) - Label	77/475759	3,582,652	Registered	34