

**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
VB VENTURES PTY LTD		04/19/2012	CORPORATION: AUSTRALIA

**RECEIVING PARTY DATA**

<b>Name:</b>	VIRGIN ENTERPRISES LIMITED
<b>Street Address:</b>	THE SCHOOL HOUSE
<b>Internal Address:</b>	50 BROOK GREEN
<b>City:</b>	LONDON
<b>State/Country:</b>	UNITED KINGDOM
<b>Postal Code:</b>	W67RR
<b>Entity Type:</b>	CORPORATION: UNITED KINGDOM

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Serial Number:	77423508	VPACIFIC
Serial Number:	77423487	VPACIFIC
Serial Number:	77239115	VAUSTRALIA
Serial Number:	77239109	VAUSTRALIA
Serial Number:	77423497	VPACIFIC
Serial Number:	77239122	V
Serial Number:	77239132	V
Serial Number:	77239143	V

**CORRESPONDENCE DATA**

Fax Number: 3122685063  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Phone: 7734250195  
 Email: SDALE@NORVELLIP.COM

OP \$215.00 77423508

Correspondent Name: SARAH E. DALE/NORVELL IP LLC  
Address Line 1: 1776 ASH STREET  
Address Line 4: NORTHFIELD, ILLINOIS 60093

ATTORNEY DOCKET NUMBER: 13353-290

DOMESTIC REPRESENTATIVE

Name:  
Address Line 1:  
Address Line 2:  
Address Line 3:  
Address Line 4:

NAME OF SUBMITTER: SARAH E. DALE

Signature: /SED/

Date: 12/18/2012

Total Attachments: 7  
source=120419 Assignment VB - VEL 13353.290#page1.tif  
source=120419 Assignment VB - VEL 13353.290#page2.tif  
source=120419 Assignment VB - VEL 13353.290#page3.tif  
source=120419 Assignment VB - VEL 13353.290#page4.tif  
source=120419 Assignment VB - VEL 13353.290#page5.tif  
source=120419 Assignment VB - VEL 13353.290#page6.tif  
source=120419 Assignment VB - VEL 13353.290#page7.tif

**TRADE MARK ASSIGNMENT**

**THIS AGREEMENT** is dated 19 April 2012

**BETWEEN** **VB VENTURES PTY LTD ACN 125 139 004** of 56 Edmondstone Road, Bowen Hills, Queensland, Australia 4006 (formerly of Level 7 Centenary Square, 100 Wickham Street, Fortitude Valley in the State of Queensland, Australia)

(the "Assignor")

**AND** **VIRGIN ENTERPRISES LIMITED** of The School House, 50 Brook Green, London W6 7RR, United Kingdom

(the "Assignee").

**RECITAL**

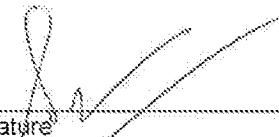
The Assignor has assigned the trade marks identified in the Schedule (the "Trade Marks") to the Assignee.

**AGREEMENT**

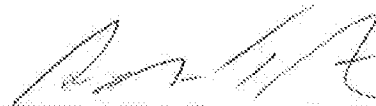
The Assignor acknowledges and agrees that on 6 April 2011, in return for good and valuable consideration receipt of which is acknowledged by the Assignor, all its rights in the Trade Marks (including the right to sue for damages and other remedies in respect of the infringement of the Trade Marks or any other acts within the scope of their protection, whether occurring before or after the date of the assignment), were assigned to the Assignee by Virgin Blue Holdings Limited acting with full authority as agent for the Assignor.

**EXECUTED** as an agreement

Signed on behalf of **VB VENTURES PTY LTD** in accordance with s127 Corporations Act 2001 (Cth)

  
-----  
Signature

*SANKAR NARAYAN*  
-----  
Name (print)  
**Director**

  
-----  
Signature

*ADAM THATCHER*  
-----  
Name (print)  
**Company Secretary**

Signed on behalf of **VIRGIN ENTERPRISES LIMITED** by an authorised officer:

V. Wisener  
Signature:

VICTORIA WISENER  
Name (print)

Trade Mark Attorney

SCHEDULE

<b>Number</b>	<b>Mark</b>	<b>Country</b>
1177760	VAUSTRALIA (word)	Australia
1202119	V AUSTRALIA (word)	Australia
777479	VAUSTRALIA (word)	New Zealand
77239109	VAUSTRALIA (word)	USA
1368114	VAUSTRALIA (word)	Canada
T0720904Z	VAUSTRALIA (word)	Singapore
300972900	VAUSTRALIA (word)	Hong Kong
5341254	VAUSTRALIA (word)	Japan
6394495	VAUSTRALIA (word)	China
6394497	VAUSTRALIA (word)	China
6394498	VAUSTRALIA (word)	China
6394499	VAUSTRALIA (word)	China
6394500	VAUSTRALIA (word)	China
6394501	VAUSTRALIA (word)	China
2007/24065	VAUSTRALIA (word)	South Africa
2007/24066	VAUSTRALIA (word)	South Africa
2007/24067	VAUSTRALIA (word)	South Africa
2007/24068	VAUSTRALIA (word)	South Africa
2007/24069	VAUSTRALIA (word)	South Africa
2007/24070	VAUSTRALIA (word)	South Africa
2007/24071	VAUSTRALIA (word)	South Africa
2007/24072	VAUSTRALIA (word)	South Africa
45-0028695	VAUSTRALIA (word)	South Korea
07020860	VAUSTRALIA (word)	Malaysia
07020861	VAUSTRALIA (word)	Malaysia
07020854	VAUSTRALIA (word)	Malaysia
07020858	VAUSTRALIA (word)	Malaysia
07020859	VAUSTRALIA (word)	Malaysia
07020857	VAUSTRALIA (word)	Malaysia
07020856	VAUSTRALIA (word)	Malaysia
07020855	VAUSTRALIA (word)	Malaysia
2471622	VAUSTRALIA (word)	United Kingdom
01622603	VAUSTRALIA (word)	India
348/10	VAUSTRALIA (word)	Fiji
349/10	VAUSTRALIA (word)	Fiji
350/10	V AUSTRALIA (word)	Fiji
351/10	V AUSTRALIA (word)	Fiji
151204	VAUSTRALIA (word)	UAE

151205	VAUSTRALIA (word)	UAE
151206	VAUSTRALIA (word)	UAE
151207	VAUSTRALIA (word)	UAE
151208	VAUSTRALIA (word)	UAE
151209	VAUSTRALIA (word)	UAE
151210	VAUSTRALIA (word)	UAE
151211	VAUSTRALIA (word)	UAE
1211871	VPACIFIC (word)	Australia
1285427	VPACIFIC (word)	Australia
1343871	VPACIFIC (word)	Australia
780090	VPACIFIC (word)	New Zealand
77423508	VPACIFIC (word)	USA
77423513	VPACIFIC (word)	USA
1211869	VNZ (word)	Australia
780089	VNZ (word)	Australia
1185417	V-star (logo)	Australia
777499	V-star (logo)	New Zealand
77239122	V-star (logo)	USA
77239143	V-star (logo)	USA
77239132	V-star (logo)	USA
1368120	V-star (logo)	Canada
1368121	V-star (logo)	Canada
T0720286Z	V-star (logo)	Singapore
300972883	V-star (logo)	Hong Kong
5344859	V-star (logo)	Japan
5344860	V-star (logo)	Japan
5344861	V-star (logo)	Japan
6397542	V-star (logo)	China
6397543	V-star (logo)	China
6397654	V-star (logo)	China
6397659	V-star (logo)	China
6397646	V-star (logo)	China
6397647	V-star (logo)	China
6397648	V-star (logo)	China
6397649	V-star (logo)	China
6397650	V-star (logo)	China
6397651	V-star (logo)	China
6397652	V-star (logo)	China
6397653	V-star (logo)	China
6397611	V-star (logo)	China
6397612	V-star (logo)	China
6397640	V-star (logo)	China
6397641	V-star (logo)	China
6397642	V-star (logo)	China
6397643	V-star (logo)	China
6397644	V-star (logo)	China
6397645	V-star (logo)	China
683449		Thailand

683450	V-star (logo)	Thailand
683451	V-star (logo)	Thailand
683452	V-star (logo)	Thailand
683453	V-star (logo)	Thailand
683454	V-star (logo)	Thailand
683455	V-star (logo)	Thailand
683456	V-star (logo)	Thailand
683457	V-star (logo)	Thailand
683458	V-star (logo)	Thailand
683459	V-star (logo)	Thailand
683460	V-star (logo)	Thailand
683461	V-star (logo)	Thailand
683462	V-star (logo)	Thailand
683463	V-star (logo)	Thailand
683464	V-star (logo)	Thailand
2007/24081	V-star (logo)	South Africa
2007/24082	V-star (logo)	South Africa
2007/24083	V-star (logo)	South Africa
2007/24084	V-star (logo)	South Africa
2007/24085	V-star (logo)	South Africa
2007/24086	V-star (logo)	South Africa
2007/24087	V-star (logo)	South Africa
2007/24088	V-star (logo)	South Africa
2007/27656	V-star (logo)	South Africa
2007/27657	V-star (logo)	South Africa
2007/27658	V-star (logo)	South Africa
2007/27660	V-star (logo)	South Africa
2007/27661	V-star (logo)	South Africa
2007/27662	V-star (logo)	South Africa
2007/27663	V-star (logo)	South Africa
45-0028068	V-star (logo)	South Korea
45-0028069	V-star (logo)	South Korea
07024036	V-star (logo)	Malaysia
07024039	V-star (logo)	Malaysia
07024037	V-star (logo)	Malaysia
07024038	V-star (logo)	Malaysia
07024041	V-star (logo)	Malaysia

07024040	V-star (logo)	Malaysia
07024044	V-star (logo)	Malaysia
07024043	V-star (logo)	Malaysia
2471624	V-star (logo)	United Kingdom
01622602	V-star (logo)	India
348/10	V-star	Fiji
349/10	V-star	Fiji
350/10	V-star	Fiji
351/10	V-star	Fiji
1211973	V-star (logo)	Australia
780119	V-star (logo)	New Zealand
77423503	V-star (logo)	USA
1216747	VPACIFIC (logo)	Australia
1285428	VPACIFIC (logo)	Australia
1343872	VPACIFIC (logo)	Australia
781872	VPACIFIC (logo)	New Zealand
77423487	VPACIFIC (logo)	USA
1211967	VNEW ZEALAND (logo)	Australia
780116	V NEW ZEALAND (logo)	New Zealand
1211968	VNZ (logo)	Australia
780117	VNZ (logo)	New Zealand
1185418	VAUSTRALIA (logo)	Australia
777472	V AUSTRALIA (logo)	New Zealand
77239115	VAUSTRALIA (logo)	USA
1368115	VAUSTRALIA (logo)	Canada
T0720285A	VAUSTRALIA (logo)	Singapore
300972892	VAUSTRALIA (logo)	Hong Kong
5344858	VAUSTRALIA (logo)	Japan
6397544	VAUSTRALIA (logo)	China
6397545	VAUSTRALIA (logo)	China
6397546	VAUSTRALIA (logo)	China
6397547	VAUSTRALIA (logo)	China
6397548	VAUSTRALIA (logo)	China
6397549	VAUSTRALIA (logo)	China
6397550	VAUSTRALIA (logo)	China
683441	VAUSTRALIA (logo)	Thailand
683442	VAUSTRALIA (logo)	Thailand
683443	VAUSTRALIA (logo)	Thailand
683444	VAUSTRALIA (logo)	Thailand
683445	VAUSTRALIA (logo)	Thailand
683446	VAUSTRALIA (logo)	Thailand
683447	VAUSTRALIA (logo)	Thailand
683448	VAUSTRALIA (logo)	Thailand
2007/27073	VAUSTRALIA (logo)	South



		Africa
2007/27074	VAUSTRALIA (logo)	South Africa
2007/27075	VAUSTRALIA (logo)	South Africa
2007/27076	VAUSTRALIA (logo)	South Africa
2007/27077	VAUSTRALIA (logo)	South Africa
2007/27078	VAUSTRALIA (logo)	South Africa
2007/27079	VAUSTRALIA (logo)	South Africa
2007/27080	VAUSTRALIA (logo)	South Africa
45-0026305	VAUSTRALIA (logo)	South Korea
07020489	VAUSTRALIA (logo)	Malaysia
07020496	VAUSTRALIA (logo)	Malaysia
07020495	VAUSTRALIA (logo)	Malaysia
07020494	VAUSTRALIA (logo)	Malaysia
07020493	VAUSTRALIA (logo)	Malaysia
07020492	VAUSTRALIA (logo)	Malaysia
07020491	VAUSTRALIA (logo)	Malaysia
07020490	VAUSTRALIA (logo)	Malaysia
2471625	VAUSTRALIA (logo)	United Kingdom
01622604	VAUSTRALIA (logo)	India
348/10	VAUSTRALIA (logo)	Fiji
349/10	VAUSTRALIA (logo)	Fiji
350/10	VAUSTRALIA (logo)	Fiji
351/10	VAUSTRALIA (logo)	Fiji
1211970	VPACIFIC (logo)	Australia
1285426	VPACIFIC (logo)	Australia
1343873	VPACIFIC (logo)	Australia
780118	VPACIFIC (logo)	New Zealand
77423497	VPACIFIC (logo)	USA