

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|                           |   |                |                     |
|---------------------------|---|----------------|---------------------|
| SUBMISSION TYPE:          | NEW ASSIGNMENT  |                |                     |
| NATURE OF CONVEYANCE:     | NUNC PRO TUNC ASSIGNMENT  |                |                     |
| EFFECTIVE DATE:           | 12/14/2012  |                |                     |
| CONVEYING PARTY DATA      |   |                |                     |
| Name                      | Formerly  | Execution Date | Entity Type         |
| HMV Canada Inc.           |   | 01/07/2013     | CORPORATION: CANADA |
| RECEIVING PARTY DATA      |   |                |                     |
| Name:                     | HMV Digital Holdings ULC  |                |                     |
| Street Address:           | 110-5401 Eglinton Ave. W.   |                |                     |
| City:                     | Etobicoke, Ontario  |                |                     |
| State/Country:            | CANADA  |                |                     |
| Postal Code:              | M9C 5K6   |                |                     |
| Entity Type:              | CORPORATION: CANADA   |                |                     |
| PROPERTY NUMBERS Total: 3 |   |                |                     |
| Property Type             | Number  | Word Mark      |                     |
| Serial Number:            | 85720114  | THE VAULT      |                     |
| Serial Number:            | 85720074  | THE VAULT      |                     |
| Serial Number:            | 85720139  |                |                     |
| CORRESPONDENCE DATA       |   |                |                     |
| Fax Number:               | 6169755505  |                |                     |
|                           | <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |                |                     |
| Phone:                    | 616-975-5502  |                |                     |
| Email:                    | gardner@glbf.com  |                |                     |
| Correspondent Name:       | Donald S. Gardner   |                |                     |
| Address Line 1:           | 2851 Charlevoix Drive, S.E.   |                |                     |
| Address Line 2:           | Suite 207   |                |                     |
| Address Line 4:           | Grand Rapids, MICHIGAN 49546  |                |                     |
| ATTORNEY DOCKET NUMBER:   | PER04 T-113/114/115   |                |                     |

OP \$90.00 85720114

**DOMESTIC REPRESENTATIVE**

Name: Donald S. Gardner  
Address Line 1: 2851 Charlevoix Drive, S.E.  
Address Line 2: Suite 207  
Address Line 4: Grand Rapids, MICHIGAN 49546

|                    |                   |
|--------------------|-------------------|
| NAME OF SUBMITTER: | Donald S. Gardner |
| Signature:         | /dsg/             |
| Date:              | 01/22/2013        |

Total Attachments: 2  
source=Nunc Pro Tunc Assignment re Vault US TM Apps - Signed#page1.tif  
source=Nunc Pro Tunc Assignment re Vault US TM Apps - Signed#page2.tif

NUNC PRO TUNC  
TRADEMARK/SERVICE MARK ASSIGNMENT

WHEREAS, HMV Canada Inc. of 110-5401 Eglinton Ave. W., Etobicoke, Ontario, Canada M9C 5K6, incorporated under the laws of the Province of Ontario, Canada (hereinafter referred to as "ASSIGNOR") intends to use the following trademarks/service marks in commerce in or with the United States and has filed the following United States trademark/service mark applications indicating that intention, but has not yet filed a Statement or Allegation of Use under 15 U.S.C. § 1051(c) or (d) in any of these applications:

THE VAULT, United States Application Serial No. 85/720,114, filed September 4, 2012, in Classes 9, 16, 35 and 38

THE VAULT and Design, United States Application Serial No. 85/720,074, filed September 4, 2012, in Classes 9, 16, 35 and 38

VAULT DOOR HANDLE Design, United States Application Serial No. 85/720,139, filed September 4, 2012, in Classes 9, 14, 16, 25, 35 and 38

WHEREAS, Applicant is assigning the above trademarks/service marks and the above-identified applications as part of the entire business or portions thereof to which the trademarks/service marks pertain as required by 15 U.S.C. § 1060;

WHEREAS, HMV Digital Holdings ULC of 110-5401 Eglinton Ave. W., Etobicoke, Ontario, Canada M9C 5K6, a corporation incorporated under the laws of the Province of British Columbia, Canada (hereinafter referred to as "ASSIGNEE"), is the successor to the business of ASSIGNOR, or that portion of the business to which the above trademarks/service marks THE VAULT, THE VAULT and Design, and VAULT DOOR HANDLE DESIGN pertain, which business is ongoing and existing, and has previously acquired said trademarks/service marks and the above pending intent-to-use applications therefore Serial Nos. 85/720,114, 85/720,074, and 85/720,139 in the United States, and now wishes to confirm that prior assignment by specific document.

NOW, THEREFORE, in consideration of one dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR HMV Canada Inc. does hereby assign, and confirms the prior assignment unto said ASSIGNEE HMV Digital Holdings ULC as of on or about December 14, 2012, of all right, title and interest in and to the

said trademarks/service marks in the United States of America and in all states and territories of the United States of America together with the above-identified applications Serial Nos. 85/720,114, 85/720,074, and 85/720,139 and any registrations maturing therefrom, along with the goodwill of the business symbolized thereby, along with all applicable common law rights in the trademarks/service marks, all Convention or treaty rights, and all rights to sue for present and future infringement, dilution, damage or injury thereof as well as infringements, dilution, damage or injury occurring prior to the date of this assignment, with respect to said trademarks/service marks in the United States and its states and territories as fully as these rights would have been held by ASSIGNOR had this assignment not been made.

Signed at HMV H.O. ETOBICOKE, this 7 day of JANUARY, 2012.

HMV CANADA INC.



Name of Signing Party: SAUNDRA BIANCHI  
Office Held: DIRECTOR, MARKETING