

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM334511

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Rohm and Haas Chemicals LLC		01/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Vertellus Performance Chemicals LLC		
<b>Street Address:</b>	201 N. Illinois Street, Suite 1800		
<b>City:</b>	Indianapolis		
<b>State/Country:</b>	INDIANA		
<b>Postal Code:</b>	46204		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	0811200	BOROL	
<b>Registration Number:</b>	2351816	BOROL	
<b>Registration Number:</b>	2502672	COLORCLEAR	
<b>Registration Number:</b>	1431651	VENPURE	
<b>Registration Number:</b>	1436979	VENMET	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3172317433		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	317-236-1313		
<b>Email:</b>	jgard@btlaw.com		
<b>Correspondent Name:</b>	Julia Spoor Gard		
<b>Address Line 1:</b>	11 South Meridian Street		
<b>Address Line 4:</b>	Indianapolis, INDIANA 46204-3535		
<b>ATTORNEY DOCKET NUMBER:</b>	66434-100		
<b>NAME OF SUBMITTER:</b>	Julia Spoor Gard		
<b>SIGNATURE:</b>	/jgard/		
<b>DATE SIGNED:</b>	03/10/2015		

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**Total Attachments: 9**

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## TRADEMARK TRANSFER AGREEMENT

This TRADEMARK TRANSFER AGREEMENT (this "Agreement") is effective as of January 30, 2015 (the "Effective Date") by and among The Dow Chemical Company, a Delaware corporation, Rohm and Haas Chemicals LLC, a Delaware limited liability company, and Rohm and Haas Company, a Delaware corporation (collectively "TDCC"), and Vertellus Performance Chemicals LLC (f/k/a Vertellus Specialty Materials LLC), a Delaware limited liability company ("ASSIGNEE").

### BACKGROUND

WHEREAS, The Dow Chemical Company, ASSIGNEE and, solely for purposes of Sections 3.3(e), 5.5(c), 12.6(b), 12.17 and 12.22 thereof, Vertellus Specialties Inc. have entered into that certain Asset Purchase Agreement dated as of December 4, 2014 (the "Purchase Agreement"), pursuant to which TDCC agreed to sell, assign, convey, transfer and deliver certain assets, including the trademarks, trade names, service marks and service names listed on the attached Schedule A (herein defined as "TRADEMARKS"), to ASSIGNEE.

### TERMS

NOW THEREFORE, in consideration of the above premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intent to be legally bound, the parties hereto hereby agree as follows:

Effective as of the Effective Date, and on the terms and subject to conditions of the Purchase Agreement, TDCC hereby sells, assigns, conveys, transfers and delivers all of its right, title and interest in and to all TRADEMARKS together with the goodwill of the business which they represent symbolized by the TRADEMARKS, including all associated trademark rights, service mark rights, trade name rights, and other indicia of origin, held by TDCC, together with all registrations and applications for registration of the TRADEMARKS, all claims, demands and rights to recovery that TDCC has or may have for future infringements, dilution or other violations of such TRADEMARKS, if any, and all rights to compromise, sue for, and collect on such claims, demands and rights to recovery. TDCC represents and warrants that it has the full power and authority to enter into this Agreement in connection with the transfer to ASSIGNEE of any TRADEMARKS.

TDCC, on behalf of itself, its successors, assigns and legal representatives, hereby authorizes the U.S. Patent and Trademark Office and any official of any country or countries foreign to the United States whose duty it is to receive or register trademarks or applications therefor, to record ASSIGNEE as the owner of the TRADEMARKS, and to issue all registrations for the foregoing, to be in the name of ASSIGNEE, for the sole use of ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this Agreement. TDCC (on behalf of itself, its successors, legal representatives and assigns) and ASSIGNEE shall each promptly take, and shall cause their respective Affiliates (as defined in the Purchase Agreement) to take, any and all additional actions as may be necessary or appropriate to effect the assignment transactions contemplated, including but not limited to execution and delivery of individual assignment documentation for filing with the authorities of each individual country.

The responsibility to file assignments with the national trademark offices of each country shall be on the ASSIGNEE and the ASSIGNEE shall bear the cost of filing such assignments.

Promptly following the Effective Date, TDCC will transfer to ASSIGNEE any files for the TRADEMARKS. TDCC may retain copies of such files solely for use in providing any assistance requested by the ASSIGNEE pursuant to this Agreement.

*[Signatures on following page.]*

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed and delivered as of the Effective Date.

**THE DOW CHEMICAL COMPANY**

**VERTELLUS PERFORMANCE  
CHEMICALS LLC (f/k/a Vertellus  
Specialty Materials LLC)**

By: *Valentina Zajac*

By: \_\_\_\_\_

Name: Valentina Zajac

Name: \_\_\_\_\_

Title: Authorized Signatory

Title: \_\_\_\_\_

Signed in my presence this 23 day of

Signed in my presence this \_\_\_ day of

January 2015

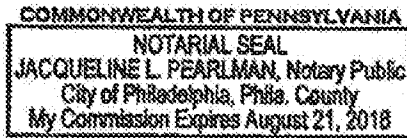
\_\_\_\_\_

*Jacqueline L. Pearlman*

\_\_\_\_\_

Notary Public

Notary Public



*[Signature Page to Trademark Transfer Agreement]*

**TRADEMARK  
REEL: 005474 FRAME: 0301**

ROHM AND HAAS COMPANY

ROHM AND HAAS CHEMICALS LLC

By: *Valentina Zajac*

Name: Valentina Zajac

Title: Authorized Signatory

Signed in my presence this 23 day of

January 2015

*Jacqueline L. Pearلمان*

Notary Public

By: *Valentina Zajac*

Name: Valentina Zajac

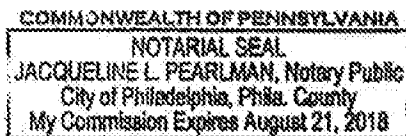
Title: Authorized Signatory

Signed in my presence this 23 day of

January 2015

*Jacqueline L. Pearلمان*

Notary Public



*[Signature Page to Trademark Transfer Agreement]*

TRADEMARK  
REEL: 005474 FRAME: 0302

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed and delivered as of the Effective Date.

**THE DOW CHEMICAL COMPANY**

**VERTELLUS PERFORMANCE  
CHEMICALS LLC (f/k/a Vertellus  
Specialty Materials LLC)**

By: \_\_\_\_\_

By:  \_\_\_\_\_

Name: Valentina Zajac

Name: Anne M. Frye

Title: Authorized Signatory

Title: Vice President and Secretary

Signed in my presence this \_\_\_ day of

Signed in my presence this 30 day of

\_\_\_\_\_  
\_\_\_\_\_

January, 2015  


Notary Public

Notary Public

*[Signature Page to Trademark Transfer Agreement]*

**SCHEDULE A TO TRADEMARK TRANSFER AGREEMENT**

**Active Trademarks:**

Owner	Trademark	Country	Status	App. No.	Filing Date	Reg. No.	Reg. Date	Next Renewal
Rohm and Haas Company	ACUBRIGHT	Brazil	REG	825330785	25-Feb-2003	825330785	04-Mar-2008	04-Mar-2018
Rohm and Haas Company	ACUBRIGHT	European Community	REG	002892420	16-Oct-2002	002892420	29-Apr-2004	16-Oct-2022
Rohm and Haas Company	ACUBRIGHT	Mexico	REG	571224	17-Oct-2002	780247	25-Feb-2003	17-Oct-2022
Rohm and Haas Company	ACUBRIGHT	Switzerland	REG	08959	17-Oct-2002	P506068	19-Dec-2002	17-Oct-2022
Rohm and Haas Company	ACUBRIGHT	United States	REG	78174347	15-Oct-2002	2940688	12-Apr-2005	12-Apr-2015
Rohm and Haas Chemicals LLC	BOROL	Austria	REG	AM159785	22-May-1985	110522	09-Oct-1985	09-Oct-2015
Rohm and Haas Chemicals LLC	BOROL	Benelux	REG	0053546	17-May-1985	0408816	17-May-1985	17-May-2015
Rohm and Haas Chemicals LLC	BOROL	Brazil	REG	812205774	30-Sep-1985	812205774	31-Oct-1989	31-Oct-2019
Rohm and Haas Chemicals LLC	BOROL	Canada	REG	375953	05-Jun-1974	TMA215110	30-Jul-1976	30-Jul-2021
Rohm and Haas Chemicals LLC	BOROL	European Community	REG	012252243	24-Oct-2013	012252243	19-Mar-2014	24-Oct-2023
Rohm and Haas Chemicals LLC	BOROL	Finland	REG	T197402522	29-May-1974	78286	05-Aug-1981	05-Aug-2021
Rohm and Haas Chemicals LLC	BOROL	Germany	REG	M566371WZ	24-May-1985	1119377	15-Mar-1988	24-May-2015
Rohm and Haas Chemicals LLC	BOROL	Japan	REG	766651982	30-Aug-1982	1686239	29-May-1984	29-May-2024
Rohm and Haas Chemicals LLC	BOROL	Mexico	REG	189020	26-Jan-1994	473306	13-Sep-1994	26-Jan-2024
Rohm and Haas Chemicals LLC	BOROL	Norway	REG	851870	20-May-1985	136167	20-Apr-1989	20-Apr-2019
Rohm and Haas Chemicals LLC	BOROL	Russian Federation	REG	068805	13-Jun-1974	56180	05-Aug-1980	13-Jun-2024
Rohm and Haas Chemicals LLC	BOROL	South Africa	REG	3528	20-May-1985	198503528	10-Dec-1986	20-May-2015
Rohm and Haas Chemicals LLC	BOROL	Sweden	REG	7402599	28-May-1974	157785	23-Dec-1976	23-Dec-2016
Rohm and Haas Chemicals LLC	BOROL	United States	REG	72228381	22-Sep-1965	0811200	19-Jul-1966	19-Jul-2016
Rohm and Haas Chemicals LLC	BOROL	United States	REG	75733187	11-Jun-1999	2351816	23-May-2000	23-May-2020
Rohm and Haas Company	CHROMACL EAR	Australia	REG	880421	26-Jun-2001	880421	20-Mar-2002	26-Jun-2021



Owner	Trademark	Country	Status	App. No.	Filing Date	Reg. No.	Reg. Date	Next Renewal
Rohm and Haas Company	CHROMACL EAR	Brazil	PUB	826997678	19-Oct-2004			
Rohm and Haas Company	CHROMACL EAR	Canada	REG	1512769	26-Jan-2011	TMA832961	27-Sep-2012	27-Sep-2027
Rohm and Haas Company	CHROMACL EAR & CH (YI-PIAO)	China	APP	13459185	31-Oct-2013			
Rohm and Haas Company	CHROMACL EAR	Colombia	REG	01055034	09-Jul-2001	248885	14-Feb-2002	14-Feb-2022
Rohm and Haas Company	CHROMACL EAR	European Community	REG	002275014	26-Feb-2003	002275014	26-Jun-2001	26-Jun-2021
Rohm and Haas Company	CHROMACL EAR	Japan	REG	2001060161	02-Jul-2001	4621558	15-Nov-2002	15-Nov-2022
Rohm and Haas Company	CHROMACL EAR	Malaysia	REG	04015899	15-Oct-2004	04015899	05-Sep-2008	15-Oct-2024
Rohm and Haas Company	CHROMACL EAR	Mexico	REG	493373	29-Jun-2001	711929	28-Aug-2001	29-Jun-2021
Rohm and Haas Company	CHROMACL EAR	New Zealand	REG	640320	26-Jun-2001	640320	13-May-2002	26-Jun-2018
Rohm and Haas Company	CHROMACL EAR	Norway	REG	200108074	29-Jun-2001	213622	14-Mar-2002	14-Mar-2022
Rohm and Haas Company	CHROMACL EAR	Peru	REG	130692	28-Jun-2001	74874	13-Sep-2001	13-Sep-2021
Rohm and Haas Company	CHROMACL EAR	South Africa	REG	2001010973	26-Jun-2001	200110973	31-Mar-2006	26-Jun-2021
Rohm and Haas Company	CHROMACL EAR	Switzerland	REG	070312001	12-Jul-2001	493397	03-Jan-2002	12-Jul-2021
Rohm and Haas Company	CHROMACL EAR	Taiwan	REG	102065592	22-Nov-2013	01639142	1-May-2014	30-Apr-2024
Rohm and Haas Company	CHROMACL EAR IN CH (YI-PIAO)	Taiwan	REG	102065593	22-Nov-2013	01639143	1-May-2014	30-Apr-2024
Rohm and Haas Company	CHROMACL EAR	Thailand	REG	572933	17-Nov-2004	KOR265020	23-Jul-2007	17-Nov-2024
Rohm and Haas Company	CHROMACL EAR	United States	REG	78070378	21-Jun-2001	2744961	29-Jul-2003	29-Jul-2023
Rohm and Haas Chemicals LLC	COLORCLEA R	Canada	REG	1106172	11-Jun-2001	TMA578460	27-Mar-2003	27-Mar-2018
Rohm and Haas Chemicals LLC	COLORCLEA R	China	REG	2001104818	18-Jun-2001	1901432	21-Oct-2002	21-Oct-2022
Rohm and Haas Chemicals LLC	COLORCLEA R IN CH (HUAN- YUAN-WEN)	China	APP	13633509	27-Nov-2013			
Rohm and Haas Chemicals LLC	COLORCLEA R IN CH (KAI-LING)	China	REG	5163067	17-Feb-2006	5163067	14-Jun-2009	14-Jun-2019
Rohm and Haas Chemicals LLC	COLORCLEA R	European Community	REG	002253334	11-Jun-2001	002253334	30-Jul-2002	11-Jun-2021

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**TRADEMARK**  
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Owner	Trademark	Country	Status	App. No.	Filing Date	Reg. No.	Reg. Date	Next Renewal
Rohm and Haas Chemicals LLC	COLORCLEAR WITH CH (HUANYUAN-WEN) (SERIES OF TWO)	Hong Kong	REG	302825686	04-Dec-2013	302825686	10-Jun-2014	03-Dec-2023
Rohm and Haas Chemicals LLC	COLORCLEAR	India	REG	1016526	13-Jun-2001	1016526	15-Mar-2005	13-Jun-2021
Rohm and Haas Chemicals LLC	COLORCLEAR	Indonesia	REG	D00200101244512518	13-Jun-2001	IDM000309339	13-Jun-2001	13-Jun-2021
Rohm and Haas Chemicals LLC	COLORCLEAR	Malaysia	REG	200107312	14-Jun-2001	01007312	14-Jun-2001	14-Jun-2021
Rohm and Haas Chemicals LLC	COLORCLEAR	Mexico	REG	554983	04-Jul-2002	756744	04-Jul-2002	04-Jul-2022
Rohm and Haas Chemicals LLC	COLORCLEAR	New Zealand	REG	639412	11-Jun-2001	639412	17-Dec-2001	11-Jun-2018
Rohm and Haas Chemicals LLC	COLORCLEAR	Singapore	REG	T0108512H	13-Jun-2001	T0108512H	13-Jun-2001	13-Jun-2021
Rohm and Haas Chemicals LLC	COLORCLEAR	Taiwan	REG	90023718	12-Jun-2001	01008811	01-Aug-2002	01-Aug-2022
Rohm and Haas Chemicals LLC	COLORCLEAR IN CH (HUANYUAN-WEN)	Taiwan	APP	102065594	22-Nov-2013			
Rohm and Haas Chemicals LLC	COLORCLEAR	United States	REG	75734293	21-Jun-1999	2502672	30-Oct-2001	30-Oct-2021
Rohm and Haas Chemicals LLC	COLORCLEAR	Vietnam	REG	4200102914	29-Jun-2001	42449	30-Jul-2002	29-Jun-2021
Rohm and Haas Company	SB200	India	REG	1835852	02-Jul-2009	1835852	01-Mar-2011	02-Jul-2019
Rohm and Haas Chemicals LLC	VENMET	Canada	REG	603393	22-Mar-1988	352407	24-Feb-1989	24-Feb-2019
Rohm and Haas Chemicals LLC	VENMET	China	REG	5128586	19-Jan-2006	5128586	28-May-2009	27-May-2019
Rohm and Haas Chemicals LLC	VENMET IN CH (WAN-MED)	China	REG	5128585	19-Jan-2006	5128585	28-May-2009	27-May-2019
Rohm and Haas Chemicals LLC	VENMET	European Community	REG	000058164	01-Apr-1996	000058164	25-May-1998	01-Apr-2016
Rohm and Haas Chemicals LLC	VENMET	Norway	REG	932041	28-Apr-1993	163151	09-Jun-1994	09-Jun-2024
Rohm and Haas Chemicals LLC	VENMET	United States	REG	73601686	02-Jun-1986	1436979	21-Apr-1987	21-Apr-2017
Rohm and Haas Chemicals LLC	VENPURE	Brazil	REG	821807994	13-Jul-1999	821807994	26-Aug-2003	26-Aug-2023
Rohm and Haas Chemicals LLC	VENPURE	Canada	REG	599388	22-Jan-1988	351049	10-Feb-1989	10-Feb-2019
Rohm and Haas Chemicals LLC	VENPURE	China	REG	23961	02-Mar-1998	1295046	21-Jul-1999	20-Jul-2019

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**TRADEMARK**  
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Owner	Trademark	Country	Status	App. No.	Filing Date	Reg. No.	Reg. Date	Next Renewal
Rohm and Haas Chemicals LLC	VENPURE IN CH (WAN-CHUN)	China	REG	5128584	19-Jan-2006	5128584	28-May-2009	27-May-2019
Rohm and Haas Chemicals LLC	VENPURE	European Community	REG	000756437	25-Feb-1998	000756437	25-Nov-1999	25-Feb-2018
Rohm and Haas Chemicals LLC	VENPURE	European Community	REG	000058099	01-Apr-1996	000058099	14-Apr-1998	01-Apr-2016
Rohm and Haas Chemicals LLC	VENPURE	Japan	REG	34318	24-Apr-1998	4278424	28-May-1999	28-May-2019
Rohm and Haas Chemicals LLC	VENPURE	Lithuania	REG	ZP4560	23-Feb-1993	21542	10-Oct-1995	23-Feb-2023
Rohm and Haas Chemicals LLC	VENPURE	Norway	REG	931957	23-Apr-1993	166029	22-Dec-1994	22-Dec-2024
Rohm and Haas Chemicals LLC	VENPURE	Switzerland	REG	662419938	23-Apr-1993	2P411548	23-Apr-1993	23-Apr-2023
Rohm and Haas Chemicals LLC	VENPURE	United States	REG	73601988	02-Jun-1986	1431651	10-Mar-1987	10-Mar-2017

**Discontinued Trademarks:**

Owner	Discontinued Trademark	Country	Status	App. No.	Filing Date	Reg. No.	Reg. Date	Next Renewal
Rohm and Haas Chemicals LLC	ALKADRIDE	European Community	REG	000057984	01-Apr-1996	000057984	25-May-1998	01-Apr-2016
Rohm and Haas Chemicals LLC	ALKADRIDE	Norway	REG	19933121	30-Jun-1993	167350	23-Mar-1995	23-Mar-2015
Rohm and Haas Company	BOROFUEL	China	REG	6369167	09-Nov-2007	6369167	28-Apr-2010	28-Apr-2020
Rohm and Haas Company	BOROFUEL	European Community	REG	006473938	29-Nov-2007	006473938	30-Oct-2008	29-Nov-2017
Rohm and Haas Company	BOROFUEL	Japan	REG	2007113496	08-Nov-2007	5135274	16-May-2008	16-May-2018
Rohm and Haas Company	BOROFUEL	Korea, South	REG	20070056722	05-Nov-2007	400757824	20-Aug-2008	20-Aug-2018
Rohm and Haas Company	BOROFUEL	Taiwan	REG	096052187	06-Nov-2007	01322909	16-Aug-2008	16-Aug-2018
Rohm and Haas Company	BOROFUEL	United States	REG	77319760	02-Nov-2007	3850450	21-Sep-2010	21-Sep-2020
Rohm and Haas Chemicals LLC	COLORSTRIP	Canada	REG	1106173	11-Jun-2001	TMA578147	25-Mar-2003	25-Mar-2018
Rohm and Haas Chemicals LLC	HYDRITEX	Pakistan	REG	40502	04-Dec-1963	40502	04-Dec-1963	04-Dec-2015
Rohm and Haas Chemicals LLC	MOR-CARE	European Community	REG	000692327	28-Nov-1997	000692327	27-May-1999	28-Nov-2017
Rohm and Haas Company	SB100	India	REG	1835851	02-Jul-2009	1835851	01-Mar-2011	02-Jul-2019

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**RECORDED: 03/10/2015**

**TRADEMARK  
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