

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM354757

<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>
Nu-Gro Ltd.		09/01/2015	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Agrium Inc.		
<b>Street Address:</b>	13131 Lake Fraser Drive S.E.		
<b>City:</b>	Calgary, Alberta		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	T2J 7E8		
<b>Entity Type:</b>	CORPORATION: CANADA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3084439	NU-SPEC	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3172378443		
<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) 237-1423		
<b>Email:</b>	stephanie.gumm@FaegreBD.com		
<b>Correspondent Name:</b>	Stephanie Gumm/Faegre Baker Daniels LLP		
<b>Address Line 1:</b>	300 North Meridian Street		
<b>Address Line 2:</b>	Suite 2700		
<b>Address Line 4:</b>	Indianapolis, INDIANA 46204		
<b>ATTORNEY DOCKET NUMBER:</b>	419661.590		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>	Stephanie Gumm/Faegre Baker Daniels LLP		
<b>Address Line 1:</b>	300 North Meridian Street		
<b>Address Line 2:</b>	Suite 2700		
<b>Address Line 4:</b>	Indianapolis, INDIANA 46204		
<b>NAME OF SUBMITTER:</b>	Stephanie A. Gumm		
<b>SIGNATURE:</b>	/Stephanie A. Gumm/		

OP \$40.00 3084439

**DATE SIGNED:**

09/11/2015

**Total Attachments: 7**

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## ASSIGNMENT OF TRADE-MARKS

**WHEREAS**, on September 1, 2015 (the "**Effective Date**"), pursuant to a General Conveyance and Assumption Agreement, Nu-Gro Ltd. (the "**Assignor**"), the full post office address of whose principal office or place of business is 181 Bay Street, Suite 4400, Toronto, Ontario M4J 2T3, Canada assigned, transferred and conveyed all of its assets, including all of its intellectual property (including, without limitation, all patents, patent applications, industrial design registrations, copyright and copyright registrations), including, without limitation, the trade-marks set out in Schedule "A" hereto (the "**Trade-marks**") to Agrium Inc. (the "**Assignee**"), the full post office address of whose principal office or place of business is 13131 Lake Fraser Drive S.E., Calgary, Alberta, T2J 7E8 Canada;

**NOW THEREFORE** the parties hereto, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, hereby confirm the assignment of the Trade-marks as set out above and confirm that the Assignee shall be the owner of all right, title and interest in and to the Trade-marks, together with all rights of action resulting from any prior unauthorized use, including any infringement of or passing off upon the Trade-marks, all goodwill of the business with which the Trade-marks have been and are used, and the right to claim such relief as is appropriate, and the benefits and obligations of licenses to third parties, including all rights to royalty and other income connected with such Trade-marks, and all rights as opponent in opposition proceedings, the same to be held and enjoyed by the Assignee, its successors and assigns as fully and effectually as they would have been held and enjoyed by the Assignor had this assignment not been made.

**AND** the parties hereby undertake to, without further consideration but at the expense of the Assignee, execute all such documents and do all such acts as may be reasonably necessary to perfect such assignment.

[Signature page follows]

EXECUTED this 9 day of September, 2015

NU-GRO LTD.

Per: Angela Lekatsas

Name: Angela Lekatsas

Title: President

AGRIUM INC.

Per: \_\_\_\_\_

Name:

Title:

EXECUTED this 9 day of September, 2015

NU-GRO LTD.

Per: \_\_\_\_\_

Name:

Title:

AGRIUM INC.

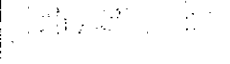









Per: Angela Lekatsas





Name: Angela Lekatsas



Title: VP and Treasurer

**SCHEDULE "A"**

**Canadian Trade-marks**

<b>Trade-mark</b>	<b>Owner Name</b>	<b>App. No. and App. Date</b>	<b>Reg. No. and Reg. Date</b>
NU-GRO	NU-GRO LTD.	App 1462266 App 09-DEC-2009	Reg TMA781071 Reg 28-OCT-2010
	NU-GRO LTD.	App 1420562 App 03-DEC-2008	Reg TMA805577 Reg 30-AUG-2011
	NU-GRO LTD.	App 1418103 App 12-NOV-2008	Reg TMA759316 Reg 11-FEB-2010
	NU-GRO LTD.	App 1406756 App 08-AUG-2008	Reg TMA753401 Reg 18-NOV-2009
	NU-GRO LTD.	App 1406757 App 08-AUG-2008	Reg TMA753402 Reg 18-NOV-2009
	NU-GRO LTD.	App 1406762 App 08-AUG-2008	Reg TMA753403 Reg 18-NOV-2009
	NU-GRO LTD.	App 1406238 App 05-AUG-2008	Reg TMA753670 Reg 23-NOV-2009
	NU-GRO LTD.	App 1405793 App 01-AUG-2008	Reg TMA758500 Reg 01-FEB-2010
	NU-GRO LTD.	App 1405794 App 01-AUG-2008	Reg TMA757206 Reg 18-JAN-2010
ATAACK	NU-GRO LTD.	App 1405712 App 31-JUL-2008	Reg TMA794795 Reg 06-APR-2011
MAGIC MIST DS	NU-GRO LTD.	App 1405136 App 28-JUL-2008	Reg TMA755173 Reg 11-DEC-2009
FARM & RANCH BRAND	NU-GRO LTD.	App 1405138 App 28-JUL-2008	Reg TMA754906 Reg 09-DEC-2009
	NU-GRO LTD.	App 1405139 App 28-JUL-2008	Reg TMA757853 Reg 26-JAN-2010
	NU-GRO LTD.	App 1405144 App 28-JUL-2008	Reg TMA749657 Reg 07-OCT-2009

NU-GRO GOLF	NU-GRO LTD.	App 1404969 App 25-JUL-2008	Reg TMA754970 Reg 10-DEC-2009
NU-GRO LANDSCAPE	NU-GRO LTD.	App 1404970 App 25-JUL-2008	Reg TMA754925 Reg 09-DEC-2009
	NU-GRO LTD.	App 1404975 App 25-JUL-2008	Reg TMA754907 Reg 09-DEC-2009
	NU-GRO LTD.	App 1404976 App 25-JUL-2008	Reg TMA755172 Reg 11-DEC-2009
CONTEC	NU-GRO LTD.	App 1366039 App 02-OCT-2007	Reg TMA745544 Reg 17-AUG-2009
K-PLUS	Nu-Gro Ltd.	App 1332724 App 25-JAN-2007	Reg TMA773560 Reg 03-AUG-2010
BANISH	Nu-Gro Ltd.	App 1329956 App 02-JAN-2007	Reg TMA803265 Reg 01-AUG-2011
6 IRON	Nu-Gro Ltd.	App 1298740 App 24-APR-2006	Reg TMA694348 Reg 20-AUG-2007
JUICY LAWN	Nu-Gro Ltd.	App 1277703 App 31-OCT-2005	Reg TMA690557 Reg 21-JUN-2007
NU-SPEC	Nu-Gro Ltd.	App 1195428 App 31-OCT-2003	Reg TMA620810 Reg 28-SEP-2004
TURFTEC ONLINE	Nu-Gro Ltd.	App 1186680 App 07-AUG-2003	Reg TMA620217 Reg 21-SEP-2004
SOLARGLO	Nu-Gro Ltd.	App 1138811 App 25-APR-2002	Reg TMA598752 Reg 07-JAN-2004
DUSTEC	Nu-Gro Ltd.	App 1138812 App 25-APR-2002	Reg TMA598807 Reg 08-JAN-2004
THE CLOSEST THING TO THE SUN	Nu-Gro Ltd.	App 1138813 App 25-APR-2002	Reg TMA598939 Reg 09-JAN-2004
IPM PRÊT	Nu-Gro Ltd.	App 1128230 App 16-JAN-2002	Reg TMA646107 Reg 18-AUG-2005
IPM READY	Nu-Gro Ltd.	App 1128037 App 15-JAN-2002	Reg TMA646062 Reg 18-AUG-2005
	Nu-Gro Ltd.	App 1119911 App 30-OCT-2001	Reg TMA593603 Reg 30-OCT-2003
GREEN KEEPER	Nu-Gro Ltd.	App 1084239 App 27-NOV-2000	Reg TMA628077 Reg 09-DEC-2004
FFII	Nu-Gro Ltd.	App 1020841 App 29-JUN-1999	Reg TMA545283 Reg 17-MAY-2001
	Nu-Gro Ltd.	App 868826 App 09-FEB-1998	Reg TMA505581 Reg 16-DEC-1998

RAT-XB	Nu-Gro Ltd.	App 862748 App 28-NOV-1997	Reg TMA516049 Reg 02-SEP-1999
RAT-XC	Nu-Gro Ltd.	App 862749 App 28-NOV-1997	Reg TMA516047 Reg 02-SEP-1999
RAT-X	Nu-Gro Ltd.	App 862750 App 28-NOV-1997	Reg TMA516427 Reg 16-SEP-1999
RATOXIN	Nu-Gro Ltd.	App 641277 App 26-SEP-1989	Reg TMA388888 Reg 13-SEP-1991
BROADEX	Nu-Gro Ltd.	App 623415 App 18-JAN-1989	Reg TMA369501 Reg 15-JUN-1990
NU-GRO	Nu-Gro Ltd.	App 592560 App 28-SEP-1987	Reg TMA354581 Reg 14-APR-1989
	Nu-Gro Ltd.	App 592564 App 28-SEP-1987	Reg TMA383363 Reg 26-APR-1991
TRI-KIL	Nu-Gro Ltd.	App 553201 App 25-NOV-1985	Reg TMA323108 Reg 30-JAN-1987
HYDRO-SOL	Nu-Gro Ltd.	App 516597 App 08-FEB-1984	Reg TMA304122 Reg 28-JUN-1985
TURF-RITE	Nu-Gro Ltd.	App 511517 App 28-OCT-1983	Reg TMA295112 Reg 14-SEP-1984
SPRAYMATE	Nu-Gro Ltd.	App 428404 App 10-AUG-1978	Reg TMA242030 Reg 28-MAR-1980
BROMONE	Nu-Gro Ltd.	App 427889 App 25-JUL-1978	Reg TMA250890 Reg 02-OCT-1980
ULV	Nu-Gro Ltd.	App 418616 App 06-DEC-1977	Reg TMA238563 Reg 21-DEC-1979
SANEX	Nu-Gro Ltd.	App 414637 App 22-AUG-1977	Reg TMA236035 Reg 21-SEP-1979
	Nu-Gro Ltd.	App 406431 App 20-JAN-1977	Reg TMA237206 Reg 16-NOV-1979
PRO	Nu-Gro Ltd.	App 405940 App 06-JAN-1977	Reg TMA243634 Reg 18-APR-1980
FLEA-X	Nu-Gro Ltd.	App 405937 App 06-JAN-1977	Reg TMA227825 Reg 12-MAY-1978
PYRONIDE	Nu-Gro Ltd.	App 405938 App 06-JAN-1977	Reg TMA227207 Reg 14-APR-1978
MAGIC MIST	Nu-Gro Ltd.	App 391301 App 06-NOV-1975	Reg TMA218197 Reg 07-JAN-1977
PROTURF	Nu-Gro Ltd.	App 364476 App 16-MAY-1973	Reg TMA196628 Reg 04-JAN-1974
RIDDEX	Nu-Gro Ltd.	App 338212 App 26-NOV-1970	Reg TMA180503 Reg 07-JAN-1972



TRIONIZED	Nu-Gro Ltd.	App 334619 App 13-JUL-1970	Reg TMA190699 Reg 04-MAY-1973
<b>ProTurf</b>	Nu-Gro Ltd.	App 333975 App 17-JUN-1970	Reg TMA192860 Reg 27-JUL-1973
BAITPAKS	Nu-Gro Ltd.	App 270534 App 18-JUL-1962	Reg TMA138376 Reg 04-DEC-1964
PAR-EX	Nu-Gro Ltd.	App 251830 App 08-JUL-1959	Reg TMA116474 Reg 31-DEC-1959

**US Trade-marks**

Trade-mark	Owner Name	App. No. and App. Date	Reg. No. and Reg. Date
NU-SPEC	Nu-Gro Ltd.	App 78359934 App 30-JAN-2004	Reg 3084439 Reg 25-APR-2006

**Foreign Trade-marks**

Country	Trade-mark	Owner Name	App. No. and App. Date	Reg. No. and Reg. Date
Hong Kong	NU-GRO	Nu-Gro Ltd.	App 09022598 App 23-DEC-2009	
Japan	NU-SPEC	Nu-Gro Ltd.	App 2009-093459 App 10-DEC-2009	Reg 5340906 Reg 30-JULY-2010
Japan	Nu-GRO	Nu-Gro Ltd.	App 2009-084549 App 09-NOV-2009	Reg 5335910 Reg 10-JULY-2010
Malaysia	NU-GRO	Nu-Gro Ltd.	App 301512530 App 30-DEC-2009	Reg 301512530 Reg 30-DEC-2009
South Korea	NU-SPEC	Nu-Gro Ltd.	App 40-2009-0064391 App 30-DEC-2009	Reg 4008625410000 Reg 27-APR-2011