

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM364333

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rolls-Royce PLC		10/20/2015	CORPORATION: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	Rolls-Royce Motor Cars Limited		
Street Address:	Summit One, Summit Avenue		
City:	Farnborough, Hampshire		
State/Country:	UNITED KINGDOM		
Postal Code:	RG128TA		
Entity Type:	CORPORATION: UNITED KINGDOM		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3862326	RR	
Registration Number:	3812394	RR ROLLS ROYCE	
Registration Number:	0912848	ROLLS-ROYCE	
CORRESPONDENCE DATA			
Fax Number:	2026261700		
<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>			
Email:	jbradley@jonesday.com		
Correspondent Name:	Jessica D. Bradley		
Address Line 1:	51 Louisiana Avenue, NW		
Address Line 2:	Jones Day		
Address Line 4:	Washington, D.C. 20001		
ATTORNEY DOCKET NUMBER:	988993-600001		
NAME OF SUBMITTER:	Jessica D. Bradley		
SIGNATURE:	/Jessica D. Bradley/		
DATE SIGNED:	12/02/2015		
Total Attachments: 7			
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PARTIAL TRADEMARK ASSIGNMENT

WHEREAS, Rolls-Royce PLC, a company organized and existing under the laws of the United Kingdom (hereinafter referred to as "RR PLC"), having a place of business located at 65 Buckingham Gate, London, SW1E 6AT, United Kingdom, has adopted, used or is using the trademarks as set forth in the attached Schedule A and has registered the marks in the United States Patent and Trademark Office (hereinafter referred to as the "Trademarks");

WHEREAS, Rolls-Royce Motor Cars Limited, a company organized and existing under the laws of the United Kingdom (hereinafter referred to as "RRMC"), having a registered address at Summit One, Summit Avenue, Farnborough, Hampshire GU14 0FB, United Kingdom, (formerly at Ellesfield Avenue, Bracknell, Berkshire, RG12 8TA, United Kingdom), is desirous of acquiring all right, title and interest in and to certain goods and services listed in Schedule A covered by the Trademarks, including any choses in action relating to said Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof as set forth in the attached Schedule A; and

WHEREAS, it is desired that the partial assignment and division of the Trademarks listed in the attached Schedule A be made a matter of record in the United States Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, RR PLC hereby sells, assigns, transfers and conveys unto RRMC all of its right, title and interest, whether statutory or common law, in and to the aforesaid Trademarks as listed in the attached Schedule A, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademarks rights accruing on or before the effective date of this Assignment, together with the

goodwill of the business symbolized by the Trademarks, and including the registrations thereof as set forth in the attached Schedule A, and further, hereby covenants, agrees and undertakes to execute, whenever requested by RRMC, all documents which RRMC may deem reasonably necessary or desirable for securing to RRMC the Trademarks hereby assigned.

ROLLS-ROYCE PLC



By: *S M Lickrish*
Name: S M Lickrish
Title: Trademark Manager (authorized by power of attorney)
Date: 20 October 2015

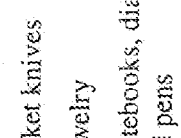
ROLLS-ROYCE MOTOR CARS LIMITED


By: *J Volkmer*
Name: Dr. Jochen Volkmer
Title: Head of Trademarks, BMW Group (authorized by power of attorney)
Date: _____



By: *A Gessner*
Name: Aimee Gessner
Title: Senior Legal Counsel, BMW Group (authorized by power of attorney)
Date: 09 November 2015


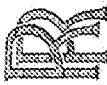
SCHEDULE A

REG. NO.	MARK	GOODS/SERVICES ASSIGNED TO RPMC	GOODS/SERVICES RETAINED BY RR PLC
3,995,473	ROLLS-ROYCE	<p>Int'l Class 35: club services, namely, promoting the interests of motor car enthusiasts</p> <p>Int'l Class 37: technical advisory services in the field of maintenance and repair of motor cars</p> <p>Int'l Class 41: educational services, namely, conducting discussion forums and providing courses offering technical information in the field of maintenance and repair of motor cars; services of a motor car club, namely, organizing and conducting meetings and events of a social nature</p>	<p>Int'l Class 35: advertising services</p> <p>Int'l Class 41: museum services; library services</p> <p>Int'l Class 43: reservation of tourist accommodation, namely, arranging temporary housing accommodation</p>
3,862,326	RR 	Int'l Class 28: model toy cars	None.
3,812,394	RR ROLLS ROYCE 	Int'l Class 28: model toy cars	None.

REG. NO.	MARK	GOODS/SERVICES ASSIGNED TO RRM	GOODS/SERVICES RETAINED BY RR PLC
1,974,772	RR 	Int'l Class 36: financing services for automobiles	<p>Int'l Class 6: metal badges and money clips</p> <p>Int'l Class 8: pocket knives</p> <p>Int'l Class 14: jewelry</p> <p>Int'l Class 16: notebooks, diaries, decals, letter openers, paperweights, and pens</p> <p>Int'l Class 18: golf umbrellas, tote bags, key fobs, clutch purses, briefcases, and wallets</p> <p>Int'l Class 21: coasters</p> <p>Int'l Class 25: ties, baseball hats, golf shirts, sweatshirts</p> <p>Int'l Class 28: golf balls and tees</p> <p>Int'l Class 36: financing services excluding those in relation to automobiles</p> <p>Int'l Class 37: repair and maintenance of gas turbine engines; and designing, installing, maintaining, and repairing process control and instrumentation systems in the field of power generation</p> <p>Int'l Class 39: leasing of gas turbine engines</p> <p>Int'l Class 41: training services in the field of operations, maintenance, and repair of gas turbine engines</p> <p>Int'l Class 42: engineering and technical and business consultation services in the fields of gas turbine engines and gas turbine engine applications, including aerospace, ground and marine propulsion, electric power generation, and driving pumps and compressors; design, engineering, management, and consulting services relating to the design, development, installation, operation, and maintenance of turn-key electric power generating stations; and consulting services relating to the maintenance and repair of gas turbine engines</p>

REG. NO.	MARK	GOODS/SERVICES ASSIGNED TO RRMIC	GOODS/SERVICES RETAINED BY RR PLC
1,946,820	RR ROLLS ROYCE 	Int'l Class 36: financing services for automobiles	<p>Int'l Class 8: pocket knives</p> <p>Int'l Class 18: golf umbrellas, and tote bags</p> <p>Int'l Class 25: baseball hats, golf shirts, sweatshirts, and sweaters</p> <p>Int'l Class 28: golf balls and tees</p> <p>Int'l Class 36: financing services excluding those in relation to automobiles</p> <p>Int'l Class 37: repair and maintenance of gas turbine engines; and designing, installing, maintaining and repairing process control and instrumentation systems in the field of power generation</p> <p>Int'l Class 39: leasing of gas turbine engines</p> <p>Int'l Class 41: training services in the field of operations, maintenance, and repair of gas turbine engines</p> <p>Int'l Class 42: engineering and technical and business consultation services in the fields of gas turbine engines and gas turbine engine applications, including aerospace, ground and marine propulsion, electric power generation, and driving pumps and compressors; and design, engineering, management, and consulting services relating to the design, development, installation, operation, and maintenance of turn-key electric power generating stations</p>

REG. NO.	MARK	GOODS/SERVICES ASSIGNED TO RRMIC	GOODS/SERVICES RETAINED BY RR PLC
1,275,757	ROLLS ROYCE RR 	Int'l Class 37: repair and maintenance of automobiles	Int'l Class 6: metal badges and money clips Int'l Class 14: jewelry Int'l Class 16: desk pads, decals, letter openers, paperweights, and pens Int'l Class 18: key fobs and wallets Int'l Class 21: glasses, tankards, decanters and coasters Int'l Class 25: ties Int'l Class 37: repair and maintenance of aircraft engines
1,257,391	ROLLS ROYCE	Int'l Class 37: repair and maintenance of automobiles	Int'l Class 6: key blanks, metal badges for vehicles and money clips Int'l Class 14: jewelry and silver plated vermouh dispensers and cigarette boxes Int'l Class 16: notebooks, desk blotters, desk pads, diaries, transfers, decals, letter openers, paperweights, playing cards and pens Int'l Class 18: key fobs, clutch purses, briefcases and wallets Int'l Class 21: glasses, goblets, pitchers, tankards, decanters and coasters Int'l Class 25: ties Int'l Class 26: embroidered patches for clothing Int'l Class 37: repair and maintenance of aircraft engines
1,068,023	RR 	Int'l Class 12: internal combustion engines for use in automobiles, and parts thereof and power transmissions therefor	Int'l Class 7: internal combustion engines for use in aircraft, in marine vehicles and in stationary installations, and parts thereof and power transmissions therefor Int'l Class 12: internal combustion engines for use in land vehicles, and parts thereof and power transmissions therefor, none of the aforesaid relating to automobiles or their parts and fittings

REG. NO.	MARK	GOODS/SERVICES ASSIGNED TO RRMC	GOODS/SERVICES RETAINED BY RR PLC
1,068,022	ROLLS RR ROYCE 	Int'l Class 12: internal combustion engines for use in automobiles, and parts thereof and power transmissions therefor	Int'l Class 7: internal combustion engines for use in aircraft, in marine vehicles and in stationary installations, and parts thereof and power transmissions therefor Int'l Class 12: internal combustion engines for use in land vehicles, and parts thereof and power transmissions therefor, none of the aforesaid relating to automobiles or their parts and fittings
912,848	ROLLS-ROYCE	Int'l Class 28: model toy cars	None.
343,053	RR 	Int'l Class 12: internal combustion engines and parts thereof and variable gearings being parts of machines for motor vehicles	Int'l Class 7: internal combustion engines and parts thereof and variable gearings being parts of machines for aircraft