

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM454976

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>SEQUENCE:</b>	2		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
GENTHERM CANADA ULC		09/20/2017	Unlimited Liability Corporation: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	GENTHERM GMBH		
<b>Street Address:</b>	Rudolf-Diesel-Strasse 12		
<b>City:</b>	85235 Odelzhausen		
<b>State/Country:</b>	GERMANY		
<b>Entity Type:</b>	Limited Liability Company: GERMANY		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3276348	ACTIVECOOLS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125099559		
<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>	212-509-5050		
<b>Email:</b>	tm-group@wg-law.com		
<b>Correspondent Name:</b>	Thilo C. Agthe		
<b>Address Line 1:</b>	100 Wall Street, 10th floor		
<b>Address Line 2:</b>	Wuersch & Gering LLP		
<b>Address Line 4:</b>	New York, NEW YORK 10005		
<b>ATTORNEY DOCKET NUMBER:</b>	5045-453		
<b>NAME OF SUBMITTER:</b>	Thilo C. Agthe		
<b>SIGNATURE:</b>	/Thilo C. Agthe/		
<b>DATE SIGNED:</b>	12/18/2017		
<b>Total Attachments: 3</b>			
source=US_Assignment2 of Trademarks ULC to GmbH#page1.tif			
source=US_Assignment2 of Trademarks ULC to GmbH#page2.tif			
source=US_Assignment2 of Trademarks ULC to GmbH#page3.tif			

OP \$40.00 3276348

## ASSIGNMENT OF TRADEMARK(S)

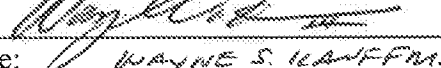
WHEREAS, GENTHERM CANADA ULC, an unlimited liability corporation organized under the laws of Canada, with an address at 1700, 421, 7th Avenue S.W., Calgary Alberta, T2P 4K9, Canada (hereinafter referred to as "Assignor"), has adopted and used and is using the trademark(s) (the "Mark(s)") listed on the attached Schedule A annexed hereto and made a part hereof, which trademark(s) is/are registered or pending in the United States Patent and Trademark Office with Registration and Serial Number(s) and date(s) of registration or application, as shown on Schedule A;

WHEREAS, Gentherm GmbH, a limited liability company organized under the laws of Germany with an address at Rudolf-Diesel-Strasse 12, 85235 Odelzhausen, Germany (hereinafter referred to as "Assignee"), is desirous of acquiring the Mark(s) and the registration(s)/application(s) thereof which are set forth on Schedule A;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all rights, title and interest in and to the Mark(s) listed on the attached Schedule A, together with the goodwill of the business symbolized by the Mark(s), all causes of action for past infringement thereof, and the registration(s) and application(s) thereof as set forth in Schedule A.

GENTHERM CANADA ULC

Dated: 20 SEPTEMBER 2017

By:   
Name: WAYNE S. KANFFMAN, III  
Title: CHIEF INTELLECTUAL PROPERTY ATTORNEY

SCHEDULE A  
Registered Mark(s).

Mark	Reg. No.	Date of Registration	Goods/Services
ACTIVECOOLS	3276348	August 7, 2007	Automotive parts, namely, vehicle seats and fitted covers for vehicles

**Power of Attorney**

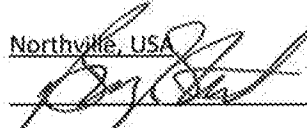
The Undersigned


**Gentherm Canada ULC**

organized under the laws of Alberta, Canada, with office at 421 7<sup>th</sup> Avenue S.W., Calgary, Alberta, Canada, T2P 4K9, (the "Principal") Hereby authorizes

**Wayne S. Kauffman III**

(the "Attorney - in - fact") to act as a true and lawful Attorney-in-fact for and in the name of the Principal. Specifically, the Principal authorizes the Attorney-in-fact to sign all power of attorney forms and all other documents necessary to secure, renew, and maintain the Principal's patent, trademark, and copyright rights (collectively "intellectual property rights"). The Attorney-in -fact is further entitled to take all measures, to make or receive all declarations, notifications, and statements vis-a-vis any authorities, courts, notaries, other public registers, persons or entities, to sign any other documents, and to fulfill any formality, requirement or condition, which the Attorney-in-fact deems to be necessary or useful to secure, renew, and maintain the Principal's intellectual property rights. The Attorney-in-fact is entitled to transact business in the United States Patent and Trademark Office in connection with the Principal's copyright registrations, and patent and trademark applications. The Attorney- in-fact is entitled to grant sub-powers of attorney.

Northville, USA 1 APRIL 26<sup>th</sup>, 2017  
  
Name: Barry G. Steele  
Title: Vice-President of Finance


Northville, USA 1 APRIL 26<sup>th</sup>, 2017  
  
Name: Kenneth J. Phillips  
Title: Secretary

UNITED STATES OF AMERICA  
STATE OF MICHIGAN  
COUNTY OF WAYNE

I, Deborah Marie Perkins, a notary public in and for, and residing in the said County, in the State aforesaid DO HEREBY CERTIFY, that Barry G. Steele and Kenneth J. Phillips, personally known to me to be the same persons whose names are subscribed to the foregoing POWER OF ATTORNEY, personally appeared before me this day and acknowledged to me that each of them executed the same in their respective authorized capacities as free and voluntary acts, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 26<sup>th</sup> day of APRIL, 2017

Notary Public

  
DEBORAH MARIE PERKINS  
NOTARY PUBLIC, STATE OF MI  
COUNTY OF WAYNE  
MY COMMISSION EXPIRES Feb 22, 2018  
ACTING IN COUNTY OF WAYNE