

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM499816

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/23/2015		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Neoperl International AG		06/23/2015	Joint Stock Company: SWITZERLAND
RECEIVING PARTY DATA			
Name:	Neoperl AG		
Street Address:	Pfeffingerstrasse 21		
City:	Reinach		
State/Country:	SWITZERLAND		
Postal Code:	CH-4153		
Entity Type:	Aktiengesellschaft (Ag): SWITZERLAND		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2926353		
CORRESPONDENCE DATA			
Fax Number:	2155686499		
<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:	dwolf@vklaw.com		
Correspondent Name:	Michael F. Snyder		
Address Line 1:	30 South 17th Street		
Address Line 2:	Suite 1800		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
DOMESTIC REPRESENTATIVE			
Name:	Michael F. Snyder		
Address Line 1:	30 South 17th Street		
Address Line 2:	Suite 1800		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
NAME OF SUBMITTER:	Michael F. Snyder		
SIGNATURE:	/Michael F. Snyder/		
DATE SIGNED:	11/28/2018		

OP \$40.00 2926353

Total Attachments: 8

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COMMERCIAL REGISTER OF CANTON BASEL COUNTRY

Identification number CHE-106.440.668	Legal status Limited or Corporation	Entry 28.03.1989	Cancelled	Carried CH-280.3.917.455-5 from: CH-280.3.917.455-5/a on:	1
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[barcode] All entries

In	Ca	Business name	Ref	Legal seat
1	13	Hans Denzler & Co. AG	1	Reinach BL
13		Neoperl AG		
13		(Neoperl Ltd) (Neoperl SA)		

In	Ca	Share capital (CHF)	Paid in (CHF)	Shares	In	Ca	Company address
1		2,000,000.00	2,000,000.00	2,000 registered shares at 1,000.00 CHF each	1		Pfeffingerstrasse 21 4153 Reinach

In	Ca	Purpose	In	Ca	Postal address
1		Trading of sanitary fittings and related products, in particular trading of products under the Neoperl trade mark. The company may acquire, manage and sell intellectual property rights of any kind and may participate in other companies.			

In	Ca	Remarks	Ref	Date of the acts
1		The extract transferred from a previous register card does not contain any facts deleted prior to the transfer nor any possible earlier dates of the acts or gazette and SOGC citations. These may be consulted in the commercial register card designated in the field "Transfer from".	1	22.03.1989
3		Notifications by the company to the shareholders shall take place by registered letter.	3	22.05.1997
3		The transferability of the registered shares is restricted as provided for in the acts.	13	10.01.2006

In	Ca	Qualified facts	Ref	Official publication
1	3	Intended acquisition of assets upon formation: assets and liabilities of the limited commercial partnership "Hans Denzler & Co." in Reinach BL, for the price of at most CHF 20,000,000.	1	SOGC [stamp]
3		The company is acquiring, in implementation of the intention expressed upon formation on 22.03.1989, in accordance with the agreement relating to the acquisition of assets upon formation dated 01.04.1989, assets of CHF 19,749,404.34 and liabilities of CHF 2,059,478.67 from "Hans Denzler & Co.", in Reinach BL, for the price of CHF 17,689,925.87.		
21		Merger: Acquisition of the assets and liabilities of "Neoperl International AG" (CHE-107.602.577), in Reinach BL, in accordance with the merger agreement of 15.06.2015 and balance sheet as at 31.12.2014. Assets of CHF 30,394,038.54 and liabilities (borrowed capital) of CHF 35,077,194.03, i.e. excess liabilities of CHF 4,683,155.49, are being transferred to the acquiring company. In accordance with the confirmation from the authorized auditors, letters of subordination exist to the extent of the deficit and excessive debt. As the same shareholder holds all the shares in the companies involved in the merger there is neither a capital increase nor an allotment of shares.		

CHE-106.440.668	Neoperl AG	Reinach BL	2
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All entries

In	Ca	Branch offices	In	Ca	Branch offices

Vis	Ref	No Journal	Date	SOGC	Date SOGC	Page / ID
BL	0					
BL	1	1671	14.07.1994	144	27.07.1994	4220
BL	2	645	09.02.1996	35	20.02.1996	995
BL	3	1989	27.05.1997	108	10.06.1997	3968
BL	4	799	24.02.1998	41	02.03.1998	1496
BL	5	294	14.01.2000	14	20.01.2000	432
BL	6	260	12.01.2001	14	22.01.2001	471
BL	7	617	26.01.2001	22	01.02.2001	789
BL	8	398	23.01.2003	18	29.01.2003	5
BL	9	1724	16.04.2003	77	24.04.2003	4
BL	10	26	05.01.2004	5	09.01.2004	5 / 2063154
BL	11	2495	17.06.2005	120	23.06.2005	4 / 2895886
BL	12	5547	28.12.2005	2	04.01.2006	4 / 3178360
BL	13	489	26.01.2006	22	01.02.2006	5 / 3222080
BL	14	649	01.02.2008	26	07.02.2008	6 / 4328100
BL	15	5533	25.08.2009	167	31.08.2009	5 / 5222740
BL	16	1131	23.02.2010	41	01.03.2010	7 / 5517592
BL	17	2754	03.06.2010	109	09.06.2010	6 / 5667742
BL	18	3922	18.08.2011	162	23.08.2011	6305030
BL	19	399	20.01.2012	17	25.01.2012	6519470
BL	20	1734	16.04.2013	75	19.04.2013	7157224
BL	21	2918	18.06.2015	118	23.06.2015	2223601

In	Mo	Ca	Personal data	Function	Signature
1		2m	Denzler, Hans, from Zurich, in Binningen	president of the board of directors + delegate of the board of directors	single signature
1		2m	Wildfang, Dieter, German citizen, in Mülheim (D)	member of the board of directors + director	joint signature at two
1		2m	Denzler, Oliver, from Zurich, in Binningen		joint signature at two
1		2m	Burger, Werner, from Laufen in Röschenz	vice-director	joint signature at two
1		12	Stamm, Franz, from Basle, in Reinach BL	vice director	joint signature at two
1		7m	Boschung, Jean-Louis, from Jaun, in Courtepin		joint agent signature at two
1		4	Häner, Paul, from Basel, in Reinach BL		joint agent signature at two
1		8m	Schnell, Thomas, from Röschenz, in Muttens		joint agent signature at two
1		6	ATAC Ernst & Young AC, in Basel	auditor	
	2	12	Denzler, Hans, from Zurich, in Binningen	president of the board of directors	single signature
	2	8m	Denzler, Oliver, from Zurich, in Binningen	member of the board of directors + manager	joint signature at two
	2	9	Wildfang, Dieter, German citizen, in Mülheim (D)		joint signature at two
	2		Burger, Werner, from Laufen in Röschenz	manager	joint signature at two
5			Vögeli, Thomas, from Hagendord, in Bockten		joint agent signature at two
6			Ernst & Young AG (CH-270.3.012.140-6), in Basel	auditor	
	7	11	Boschung, Jean-Louis, from Jaun, in Courtepin	vice-director	joint signature at two
	8	12m	Denzler, Oliver, from Zurich, in Böttmingen	member of the board of directors + manager	joint signature at two
	8	10m	Schnell, Thomas, from Röschenz, in Muttens	vice-director	joint signature at two
In	Mo	Ca	Personal data	Function	Signature

CHE-106.440.668	Neoperl AG	Reinach BL	3
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All entries

	10		Schnell, Thomas, from Roschenz, in MuttENZ	assistant manager	joint signature at two
	12	15m	Denzler, Oliver, from Zurich, in Bottmingen	member of the board of directors + manager	single signature
	12	14m	Meyer, Oliver, from Basel, in Basel		joint agent signature at two
	14		Meyer, Oliver, from Basel, in Basel	vice-director	joint signature at two
	15	18m	Denzler, Oliver, from Zurich, in Bottmingen	president of the board of directors + manager	single signature
	15		Thoenen, Dr. Gert, from Bern and Reutigen, in Binningen	member of the board of directors	joint signature at two
	15	18m	Walti, Adrian, from Dürrenäsch, in Meilen	member of the board of directors + manager	joint signature at two
	16		Bauer, Reto, from Wetzikon ZH, in Hofstetten SO		joint agent signature at two
	17		Meisterernst, Ingolf called Ingo, German citizen, in Schwalmtal (DE)		joint agent signature at two
	18		Walti, Adrian, from Dürrenäsch, in Uetikon am See	president of the board of directors	joint signature at two
	18	20m	Denzler, Oliver, from Zurich, in Bottmingen	member of the board of directors + manager	joint signature at two
	19		Gnehm, Peter, from Bäretswil, in Boniswil	assistant manager	joint signature at two
	19		Klumpp, Jessica, German citizen, in Reinach BL	manager	joint agent signature at two
	20		Denzler, Oliver, from Zurich, in Bottmingen	member of the board of directors + manager	single signature

Arlesheim, 01.03.2016 13:51 BM

This extract from the cantonal Registry Office is not valid without the original authentication on the left. The extract contains all valid entries for the company in question as well as any entries deleted since the date of 14.07.1994. On special request it is also possible to provide an extract containing only the valid entries.

[Stamp] **Certified extract**

Commercial Register of
Canton Basel-Country

[signature]



COMMERCIAL REGISTER OF CANTON BASEL-COUNTRY

Identification number CHE-107.602.577	Legal status Limited or Corporation	Entry 27.04.1994	Cancelled 18.06.2015	Carried over from: CH-280.3.918.787-8 on:	1
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All entries

Cancelled company

In	Ca	Business name Neoperl International AG (Neoperl International SA) (Neoperl International Ltd)	Ref	Legal seat 1 Reinach BL									
In	Ca	Share capital (CHF) 1'000'000.00	Paid in (CHF) 1'000'000.00	Shares 1'000 Namenaktien zu CHF 1'000.00	In	Ca	Company address 1 Pfeffingerstrasse 21 4153 Reinach						
In	Ca	Purpose 1 Internationaler Handel mit sanitären Armaturen und verwandten Produkten, insbesondere Handel mit Produkten der Marke Neoperl. Die Gesellschaft kann sich an anderen Unternehmen beteiligen und Immaterialgüterrechte erwerben und verwerten.	In	Ca	Postal address								
In	Ca	Remarks 1 Die Mitteilungen der Gesellschaft an die Aktionäre erfolgen durch eingeschriebene Briefe. 1 Die Übertragbarkeit der Namenaktien ist nach Massgabe der Statuten beschränkt. 18 Assets and liabilities (outside capital) are passing to "Neoperl AG" (CHE-106.440.668), in Reinach BL, by way of merger. The company is dissolved.	Ref	Date of the acts 1 20.04.1994									
In	Ca	Qualified facts 1 Contribution in kind/acquisition of assets: Upon the formation of 20.04.1994, the company is acquiring assets of CHF 5,566,860.03 and liabilities of CHF 4,127,295.87 of the export department of "Hans Denzler & Co. AG", in Reinach BL, in accordance with the contribution in kind and asset acquisition agreement of 20.04.1994 and acquisition balance sheet as at 01.01.1994, for the price of CHF 1,439,564.16, for which 1000 registered shares of CHF 1000.00 are being issued and CHF 439,564.16 is being credited as a claim. 17 Merger: Acquisition of the assets and liabilities of "Neoperl Services AG" (CH-280.3.002.084-4), in Reinach BL, in accordance with the merger agreement of 05.06.2013 and balance sheet as at 31.12.2012. Assets of CHF 472,292.88 and liabilities (outside capital) of CHF 57,293.42 are passing to the acquiring company. The acquiring company shows an excess of liabilities over assets. According to the confirmation by the state-controlled auditors, the acquiring company has declarations of subordination to the extent of the deficit and excess of liabilities over assets. As the same shareholder holds all the shares in the companies involved in the merger, neither a capital increase nor an allotment of shares is taking place.	Ref	Official publication 1 SHAB									
In	Ca	Branch offices	In	Ca	Branch offices								
Vis	Ref	No journal	Date	SOGC	Date SOGC	Page / Id	Vis	Ref	No journal	Date	SOGC	Date SOGC	Page / Id
BL	1	1055	27.04.1994	88	06.05.1994	2516	BL	10	646	02.02.2006	27	08.02.2006	7 / 3233096
BL	2	651	09.02.1996	35	20.02.1996	995	BL	11	650	01.02.2008	26	07.02.2008	6 / 4328102
BL	3	3276	02.09.1998	173	08.09.1998	6207	BL	12	5535	25.08.2009	167	31.08.2009	5 / 5222744
BL	4	292	12.01.2001	14	22.01.2001	472	BL	13	3923	18.08.2011	162	28.08.2011	6305032
BL	5	594	25.01.2001	21	31.01.2001	751	BL	14	400	20.01.2012	17	25.01.2012	6519472
BL	6	518	29.01.2003	22	04.02.2003	5	BL	15	1574	30.03.2012	67	04.04.2012	6625154
BL	7	1728	16.04.2003	77	24.04.2003	4	BL	16	1736	16.04.2013	75	19.04.2013	7157228
BL	8	2497	17.06.2005	120	23.06.2005	4 / 2895888	BL	17	2821	19.06.2013	119	24.06.2013	934955
BL	9	5554	28.12.2005	2	04.01.2006	4 / 3178366	BL	18	2929	18.06.2015	118	23.06.2015	2223605
In	Mo	Ca	Personal Data 1 9 Denzler, Hans, von Zürich, in Binningen				Function president + delegate			Signature single signature			



COMMERCIAL REGISTER OF CANTON BASEL-COUNTRY

CHE-107.602.577	Neoperl International AG	Reinach BL	2
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All entries

In	Mo	Ca	Personal Data	Function	Signature
1		7	Wildfang, Dieter, deutscher Staatsangehöriger, in Müllheim (D)	member + manager	single signature
1		2	Denzler, Oliver, von Zürich, in Binningen	Mitglied und stellvertreterender Geschäftsführer	joint signature at two
1		2	Burk, Thomas, von Gempfen, in Arlesheim	vice-director	joint signature at two
1		3m	Kaiser, Margot, von Magden, in Magden	vice-director	joint signature at two
1		9	Stamm, Franz, von Basel, in Reinach BL	vice-director	joint signature at two
1		4	ATAG Ernst & Young AG, in Basel	auditor	
2		6m	Denzler, Oliver, von Zürich, in Binningen	member + manager	joint signature at two
2		8m	Burk, Thomas, von Gempfen, in Arlesheim	manager	joint signature at two
		3	Kaiser, Margot, in Magden	director	joint signature at two
4			Ernst & Young AG (CH-270.3.012.140-6), in Basel	auditor	
5		6m	Hügi, Markus, von Schötz, in Allschwil		joint agent signature at two
		6	9m Denzler, Oliver, von Zürich, in Bottmingen	member + manager	joint signature at two
		6	8m Hügi, Markus, von Schötz, in Allschwil	vice-director	joint signature at two
6		11m	Raso, Antonio, von Basel, in Lupsingen		joint agent signature at two
		8	Burk, Thomas, von Gempfen, in Ennetbürgen	manager	joint signature at two
		8	10 Hügi, Markus, von Schötz, in Shanghai (CN)	vice-director	joint signature at two
		9	12m Denzler, Oliver, von Zürich, in Bottmingen	member + manager	single signature
		9	11 Dévaud, Jean Marc, von Le Flon, in Binningen	manager	joint signature at two
		9	11m Meyer, Oliver, von Basel, in Basel		joint agent signature at two
		11	Meyer, Oliver, von Basel, in Basel	vice-director	joint signature at two
		11	Raso, Antonio, von Basel, in Lupsingen	vice-director	joint signature at two
		12	13m Denzler, Oliver, von Zürich, in Bottmingen	president + manager	single signature
12			Thoenen, Dr. Gert, von Bern und Reutigen, in Binningen	member	joint signature at two
12		13m	Walli, Adrian, von Dürrenäsch, in Meilen	member	joint signature at two
		13	Walli, Adrian, von Dürrenäsch, in Uetikon am See	president	joint signature at two
		13	16m Denzler, Oliver, von Zürich, in Bottmingen	delegate + manager	joint signature at two
14			Tettamanti, Armin, von Kriens, in Fürigen (Stansstad)	vice-director	joint signature at two
14			Wise, Belinda, amerikanische Staatsangehörige, in Arlesheim	vice-director	joint signature at two
15			Schnell, Thomas, von Röschenz, in Muttenz	vice-director	joint signature at two
		16	Denzler, Oliver, von Zürich, in Bottmingen	delegate + manager	single signature

Arlesheim, 12.04.2016 09:27

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COMMERCIAL REGISTER OF CANTON BASEL-COUNTRY

Identification number	Legal status	Entry	Cancelled	Carried CH-280.3.002.084-4 from: on:	1
CHE-104.986.531	Limited or Corporation	02.02.1999	19.06.2013		



All entries

Cancelled company

In	Ca	Business name	Ref	Legal seat									
1		Neoperl Servisys AG (Neoperl Servisys SA) (Neoperl Servisys Ltd)	1	Reinach BL									
In	Ca	Share capital (CHF)	Paid in (CHF)	Shares	In	Ca	Company address						
1		200'000.00	200'000.00	200 Namenaktien zu CHF 1'000.00	1		c/o Neoperl Holding AG Pfeffingerstrasse 21 4153 Reinach						
In	Ca	Purpose			In	Ca	Postal address						
1		Erbringen von Dienstleistungen auf dem Gebiet der Organisationsberatung an verbundene Unternehmen und Dritte sowie Entwicklung von Programmen und Systemen auf dem Gebiet der elektronischen Datenverarbeitung für verbundene Unternehmen. Die Gesellschaft kann sich an Unternehmen ähnlicher Art beteiligen, Immaterialgüterrechte erwerben, halten und weiterentwickeln sowie Grundeigentum erwerben und veräussern.											
In	Ca	Remarks			Ref	Date of the acts							
1		Notifications by the company to the shareholders shall take place by registered letter.			1	21.01.1999							
1		The transferability of the registered shares is restricted as provided for in the acts.			1	29.01.1999							
9		In accordance with a declaration of 04.09.2012, the limited audit was dispensed with.			9	31.08.2012							
10		Assets and liabilities (outside capital) are passing to "Neoperl International AG" (CH-280.3.918.767-8), in Reinach BL, by way of merger. The company is dissolved.											
In	Ca	Qualified facts			Ref	Official publication							
1		Beabsichtigte Sachübernahme: Die Gesellschaft beabsichtigt, nach der Gründung gemäss einer noch zu erstellenden Inventarliste EDV-Material und Mobililar zum Preis von höchstens CHF 300'000.-- zu übernehmen.			1	SHAB							
In	Ca	Branch offices			In	Ca	Branch offices						
Vis	Ref	No journal	Date	SOGC	Date SOGC	Page / Id	Vis	Ref	No journal	Date	SOGC	Date SOGC	Page / Id
BL	1	434	02.02.1999	26	08.02.1999	879	BL	6	5555	28.12.2005	2	04.01.2006	4 / 3178368
BL	2	293	12.01.2001	14	22.01.2001	472	BL	7	651	01.02.2008	26	07.02.2008	6 / 4328104
BL	3	595	25.01.2001	21	31.01.2001	751	BL	8	4843	29.09.2008	192	03.10.2008	5 / 4676854
BL	4	407	23.01.2003	18	29.01.2003	5	BL	9	4224	10.09.2012	178	13.09.2012	6846628
BL	5	2498	17.06.2005	120	23.06.2005	4 / 2895890	BL	10	2829	19.06.2013	119	24.06.2013	934981
In	Mo	Ca	Personal Data			Function			Signature				
1		4m	Denzler, Oliver, von Zürich, in Basel			member			single signature				
1		6	Stamm, Franz, von Basel, in Reinach BL						joint signature at two				
1		8m	Kaiser, Margot, von Magden, in Magden						joint signature at two				
1		2	ATAG Ernst & Young AG, in Basel			auditor							
2		9	Ernst & Young AG (CH 270.3.012.140-6), in Basel			auditor							
3		5	Mosheer, Claudia, von Langrickenbach und Rheinfelden, in Magden						joint agent signature at two				
4		4	Denzler, Oliver, von Zürich, in Bottmingen			member			single signature				
6		7m	Meyer, Oliver, von Basel, in Basel						joint agent signature at two				
7		7	Meyer, Oliver, von Basel, in Basel			vice-director			joint signature at two				



COMMERCIAL REGISTER OF CANTON BASEL-COUNTRY

CHE-104.986.531	Neoperl Servisys AG	Reinach BL	2
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All entries

In	Mo	Ca	Personal Data	Function	Signature
	8		Kaiser, Margot, von Magden, in Magden	director	joint signature at two

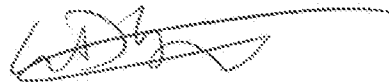
Arlesheim, 12.04.2016 09:28

Only the company record (extract) issued and certified by the Commercial Registry and the text published in the Swiss Commercial Gazette are binding.

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I, Lucy Dawn BOUGHTON BA (Hons),
translator to RWS Group Ltd, of Europa House, Chiltern Park, Chiltern Hill, Chalfont St
Peter, Buckinghamshire, United Kingdom, hereby declare that I am conversant with the
English and German languages and am a competent translator thereof. I declare further that to
the best of my knowledge and belief the following is a true and correct translation of the
accompanying document in the German language.

Signed this 7th day of December 2016

A handwritten signature in black ink, appearing to read 'L. D. Boughton', with a long horizontal flourish extending to the right.

L. D. BOUGHTON
For and on behalf of RWS Group Ltd