

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Avery Berkel Limited		12/13/2004	COMPANY: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	Weigh-Tronix UK Limited		
Street Address:	Foundry Lane		
City:	Smethwick, West Midlands		
State/Country:	UNITED KINGDOM		
Postal Code:	B66 2LP		
Entity Type:	COMPANY:		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	76367943	AVERY BERKEL	
Registration Number:	0809880	AVERY	
Registration Number:	205217	AVERY	
CORRESPONDENCE DATA			
Fax Number:	(212)949-1690		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2126973750		
Email:	dbk@kirschsteinlaw.com		
Correspondent Name:	David B. Kirschstein		
Address Line 1:	489 Fifth Avenue, 17th Floor		
Address Line 4:	New York, NEW YORK 10017-6105		
DOMESTIC REPRESENTATIVE			
Name:	David B. Kirschstein		
Address Line 1:	489 Fifth Avenue		
Address Line 4:	New York, NEW YORK 10017-6105		

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NAME OF SUBMITTER:	David B. Kirschstein
Signature:	/David B. Kirschstein/
Date:	07/22/2005

Total Attachments: 13

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DATED 13 December

- (1) AVERY BERKEL LIMITED
- (2) WEIGH-TRONIX UK LIMITED

ASSIGNMENT OF TRADE MARKS



22:00E.2005 12:47 WILSON GUN
DATED 13 December

NO. 6656 P. 4/15
2004

- (1) AVERY-BERKEL LIMITED
- (2) WEIGH-TRONIX UK LIMITED

ASSIGNMENT OF TRADE MARKS

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ASSIGNMENT OF REGISTERED TRADE MARKS

THIS ASSIGNMENT is made on 13 December 2004

BETWEEN

- (1) **AVERY BERKEL LIMITED** (company number: 595129) whose registered office is at Foundry Lane, Smethwick, West Midlands B66 2LP, whose previous names were W. & T. Avery Limited and GEC Avery Limited (the "Vendor"); and
- (2) **WEIGH-TRONIX UK LIMITED** (company number: 3943960) whose registered office is at Foundry Lane, Smethwick, West Midlands B66 2LP (the "Purchaser").

INTRODUCTION

- (A) The Vendor is the registered proprietor of the Trade Marks (as defined below).
- (B) The parties have agreed upon the following sale.

AGREED TERMS

1. Definitions

"Trade Marks" means the trade marks listed in Schedule 1, together with all unregistered trade mark rights in respect of the same.

2. Assignment

- 2.1 In consideration of the sum of £25,085,000 (twenty five million and eighty five thousand pounds) to be paid by the Purchaser to the Vendor in accordance with the terms of a loan agreement to be entered into between the parties, the Vendor assigns to the Purchaser absolutely the Trade Marks together with the goodwill connected with and symbolised by each of the Trade Marks in the country to which it relates (as detailed in Schedule 1) and together also with all rights of action powers and benefits belonging or accrued to the same.
- 2.2 The Purchaser shall be responsible for paying all fees (including all recordal fees) associated with the assignment of the Trade Marks from the Vendor to the Purchaser.

3. Governing law

This agreement shall be governed by, and construed in accordance with, the law of England.

This assignment has been executed and delivered as a deed on the date first written above.

Schedule 1: Trade Marks

COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
GHANA	AVERY	12757	22.11.1963 22.11.2005	8	Apparatus for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing material, and apparatus for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd
GHANA	AVERY RING DEVICE	18468	07.06.1972 07.06.2007	9	Weighing machines, counting scales; apparatus employing applied stresses or strains for testing materials; apparatus included in Class 9 for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials; apparatus included in Class 9 for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd
INDIA	AVERY	81602	12.06.1943 12.06.2007	9	Weighing apparatus, instruments, machines and scales.	Regd
INDIA	AVERY	218787B	04.11.1963 04.11.2005	9	Apparatus included in Class 9 for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials; apparatus included in Class 9 for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd

COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
INDIA	AVERY	222783	15.06.1964 15.06.2006	16	Tickets and labels included in Class 16 for use in weighing machines.	Regd
INDIA	BRECKNELL Word	995416	09.03.2001	9	Spring balances, weighing apparatus; computer hardware and software in relation to weighing applications.	Pending
IRELAND	AVERY	39695	12.01.1918 12.01.2012	9	Weighing machines.	Regd
IRELAND	AVERY	67069	27.10.1963 27.10.2005	9	Apparatus employing stresses or strains for testing materials, apparatus for controlling the operation of strains for testing materials, apparatus for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials, and apparatus for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd
IRELAND	INDEPENDENT	213898	11.05.1999 10.05.2009	9	Weighing and testing apparatus, calculating and data processing apparatus; computers and computer software for use in conjunction with weighing apparatus, parts and fittings for all the aforesaid goods.	Regd
KENYA	AVERY	10689	14.12.1961 14.12.2010	9	Weighing machines and apparatus employing applied stresses or strains for testing materials.	Regd

COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
KENYA	AVERY RING DEVICE	19418	29.03.1972 29.03.2007	9(iii)	Weighing machines; counting scales; apparatus employing applied stresses or strains for testing materials; apparatus included in Class 9 for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials; apparatus included in Class 8 for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd
MALAYA	AVERY	M/2889	07.11.1951 14.01.2007	-	Weighing machines.	Regd
MALAYA	AVERY	M/40813	06.11.1963 06.11.2008	9	Apparatus employing stresses or strains for testing materials, apparatus for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials, and apparatus for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd
MALAYSIA	BRECKNELL Word	2001-03187	13.03.2001	9	Spring balances, weighing apparatus; computer hardware and software in relation to weighing applications.	Pending
NIGERIA	AVERY	12717	22.02.1962 22.02.2014	6	Weighing machines.	Regd
NIGERIA	AVERY RING DEVICE	15866	08.01.1964 08.01.2006	8	Apparatus for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials and apparatus for recording and	Regd

COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
NIGERIA	RING OF A'S AND GLOBE DEVICE	54669	07.04.1992 07.04.2013	9	processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials. Electric, electronic, optical, weighing, measuring, signaling and/or checking (supervision) apparatus and instruments; magnetic data carriers; recording discs; calculating machines; data processing apparatus; cash registers; ticket vending machines; computers; parts and fittings for all the aforesaid goods.	Regd
NIGERIA	BRECKNELL Word	TP49221/2001 /6	21.03.2001	9	Spring balances, weighing apparatus; computer hardware and software in relation to weighing applications.	Pending
NIGERIA	AVERY RING DEVICE	29199	05.05.1972 05.05.2007	9	Weighing machines; counting scales, apparatus employing applied stresses or strains for testing materials; apparatus included in Class 9 for controlling the operation of weighing machines or of apparatus employing applied stresses strains for testing materials; apparatus included in Class 9 for recording and processing data produced by the operation of weighing machines and of apparatus employing applied stresses or strains for testing materials.	Regd
PAKISTAN	AVERY	10088	12.06.1943 12.06.2011	9	Weighing apparatus, instruments, machines and scales.	Regd
PAKISTAN	AVERY	42397	24.10.1964 24.10.2016	9	Apparatus employing stresses or strains for testing materials, apparatus for controlling the operation of weighing	Regd

COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
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U.S.A.	EVERY BERKEL Word	76/367943	07.02.2002	7, 9, 16, 37	<p>machines or of apparatus employing applied stresses or strains for testing materials and apparatus for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains of testing materials.</p> <p>Class 7 - Food processing and handling machines, machines for slicing, cutting, chopping, sawing, mincing, mixing, shingling and/or tenderising food products; gas bottle filling machines, vacuum packaging machines, wrapping machines, labelling machines and printing machines and such machines including weighing apparatus; and parts and fittings for all the aforesaid goods.</p> <p>Class 9 - Weighing, measuring and counting apparatus, instruments and machines and such apparatus, instruments and machines including wrapping, labelling and/or printing apparatus; apparatus employing applied stresses or strains for testing materials; apparatus included in Class 9 for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials; apparatus included in Class 9 for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strain for testing materials; scales and balances, counting scales; electronic apparatus for printing and delivering labels, tickets and receipts, electronic checkout systems and cash</p>	Pending
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COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
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registers, combined scale and cash registers, bar code readers, keyboards, monitors and displays, load cells, weighbridges, metal detectors, calculating and data processing apparatus, computer hardware and software; parts and fittings for all the aforesaid goods.
 Class 16 - Tickets, labels, receipts or the like for use with weighing machines.
 Class 37 - Installation, maintenance, repair and adjustment of weighing, measuring checking (supervision), calculating and data processing apparatus and instrument and parts and fittings for all the aforesaid goods.

U.S.A.	AVERY	809880	14.06.1966 14.06.2006	26	Apparatus employing applied stresses or strains for testing materials, apparatus for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials and apparatus for use with and for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd
U.S.A.	AVERY	205217	03.11.2025 03.11.2005	26	Weighing machines.	Regd
UK	AVERY	381425	12.01.1918 12.01.2012	9	Weighing machines.	Regd
UK	AVERY	640121	15.09.1945 15.09.2008	9	Apparatus employing applied stresses or strains for testing materials.	Regd

COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
UK	AVERY	B837471	28.07.1962 28.07.2007	9	Apparatus included in Class 9 for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials; apparatus included in Class 9 for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd
UK	AVERY	B865208	05.06.1964 05.06.2009	16	Tickets and labels, all included in Class 16, for use in weighing apparatus.	Regd
UK	AVERY	1339992	29.03.1988 29.03.2005	37	Installation, maintenance, repair and adjustment of weighing, measuring, optical, checking (supervision), calculating and data processing apparatus and instruments, and of parts and fittings for all the aforesaid goods; all included in Class 37.	Regd
UK	AVERY RING DEVICE	985131	29.12.1971 29.12.2006	9	Weighing machines, counting scales; apparatus employing applied stresses or strains for testing materials.	Regd
UK	AVERY RING DEVICE	B1001527	10.11.1972 10.11.2007	6	Tuned parts included in Class 6, but not including pipe fittings.	Regd
UK	AVERY RING DEVICE	B1001528	10.11.1972 10.11.2007	7	Pumps and vats, all being parts of machinery for food processing; cleaning machines (not for domestic purposes); plastic forming machines; and parts and fittings included in Class 7 for all the aforesaid goods.	Regd
UK	AVERY RING DEVICE	B1001529	10.11.1972 10.11.2007	9	Volumetric measuring apparatus and liquid dispensing apparatus.	Regd

COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
UK	AVERY RING DEVICE	B1001580	10.11.1972 10.11.2007	20	Furniture and fittings therefor included in Class 20 for ships, shops, offices, and catering establishments.	Regd
UK	AVERY RING DEVICE	B1007755	08.03.1973 08.03.2008	9	Apparatus included in Class 9 for controlling the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials and apparatus included in Class 9 for recording and processing data produced by the operation of weighing machines or of apparatus employing applied stresses or strains for testing materials.	Regd
UK	BRECKNELL	B1327523	20.11.1987 20.11.2004	9	Electronic and weighing apparatus and instruments; parts and fittings for the aforesaid goods; computer programmes; all included in Class 9.	Regd
UK	INDEPENDENT	2197665	19.05.1999 18.05.2009	9	Weighing and testing apparatus; calculating and data processing apparatus; computers and computer software for use in conjunction with weighing apparatus, parts and fittings for all the aforesaid goods.	Regd
UK	PLANTPOWER	2176518	04.09.1998 04.09.2008	9	Weighing, measuring and data processing apparatus and instruments and software thereof; all being for the collection, collation and reporting of data in respect of manufacturing environments.	Regd
UK	WEIGH-TRONIX Word	1587949	14.10.1994 14.10.2011	37	Repair and maintenance of weighing apparatus; all included in Class 37.	Regd

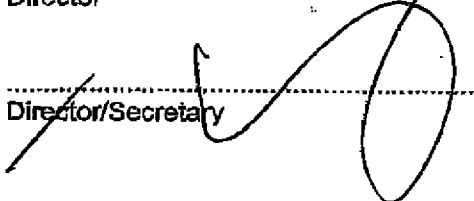
COUNTRY	MARK	NUMBER	DATE NEXT RENEWAL	CLASS	GOODS	STATUS
UK	WEIGH-TRONIX Word	1587948	14.10.1994 14.10.2011	9	Force measuring apparatus and instruments; weighing apparatus and scales; weight measuring and weight indicating devices; signal processors for use with electronic weighing equipment; load cells; printers; and parts and fittings for all the aforesaid goods; all included in Class 9.	Regd

EXECUTED by.
AVERY BERKEL LIMITED
acting by:

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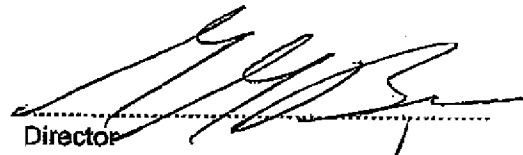
Director



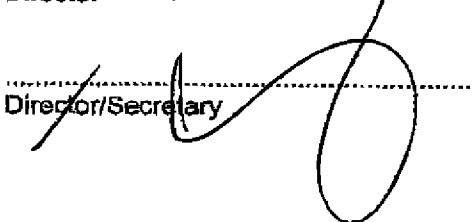
Director/Secretary

EXECUTED by.
WEIGH-TRONIX UK LIMITED
acting by:

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Director



Director/Secretary