

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sage Group International Limited		11/24/2011	Limited: BRITISH VIRGIN ISLANDS
RECEIVING PARTY DATA			
Name:	Global Sage Limited		
Street Address:	18 Harbour Road, 53/F Central Plaza		
Internal Address:	Suite 5305		
City:	Wanchai		
State/Country:	HONG KONG		
Entity Type:	Limited: HONG KONG		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2655386	GLOBAL SAGE	
Registration Number:	2712432	GLOBAL SAGE	
CORRESPONDENCE DATA			
Fax Number:	(212)408-2501		
Phone:	212-408-2500		
Email:	nytmdpt@bakerbotts.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Baker Botts L.L.P.		
Address Line 1:	30 Rockefeller Plaza		
Address Line 4:	New York, NEW YORK 10112		
ATTORNEY DOCKET NUMBER:	072946.0109		
DOMESTIC REPRESENTATIVE			
Name:	Baker Botts L.L.P.		

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**TRADEMARK
 REEL: 004673 FRAME: 0837**

Address Line 1: 30 Rockefeller Plaza
Address Line 4: New York, NEW YORK 10112

NAME OF SUBMITTER:	Suzanne M. Hengl
Signature:	/Suzanne M. Hengl/
Date:	12/07/2011

Total Attachments: 8

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DATED: NOVEMBER 24, 2011

(1) SAGE GROUP INTERNATIONAL LIMITED

(2) GLOBAL SAGE LIMITED

ASSIGNMENT OF TRADE MARKS

THIS AGREEMENT is dated November 24, 2011

BETWEEN:-

- (1) Sage Group International Limited incorporated and registered in the British Virgin Islands whose registered office is at P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands (the "Assignor"); and
- (2) Global Sage Limited incorporated and registered in Hong Kong with company number 660393 whose registered office is at Suite 5305, 53/F Central Plaza, 18 Harbour Road, Wanchai, Hong Kong (the "Assignee").

WHEREAS:-

- (A) The Assignor is the proprietor of the Trade Marks (as defined below).
- (B) The Assignor has agreed to make an intra-group assignment of the Trade Marks to the Assignee on the terms set out in this Agreement.

IT IS AGREED as follows:-

1. INTERPRETATION

- 1.1 Clause and schedule headings shall not affect the interpretation of this Agreement.
- 1.2 The schedules form part of this Agreement and shall have effect as if set out in full in the body of this Agreement. Any reference to this Agreement includes the schedules.
- 1.3 Unless the context otherwise requires, words in the singular shall include the plural and in the plural include the singular.
- 1.4 A reference to a statute or statutory provision shall include any subordinate legislation made from time to time under that statute or statutory provision.
- 1.5 Writing or written includes faxes but not e-mail.
- 1.6 Any words following the terms including, include, in particular or any similar expression shall be construed as illustrative and shall not limit the sense of the words preceding those terms.

2. ASSIGNMENT

In consideration of the sum of HK\$ 1 (receipt of which the Assignor expressly acknowledges), the Assignor hereby assigns to the Assignee absolutely all its right, title and interest in and to the trade marks set out in Schedule 1 to this Agreement ("Trade Marks"), including:

- 2.1.1 all statutory and common law rights attaching to the Trade Marks, together with the goodwill of the business relating to the goods or services in respect of which the Trade Marks are registered or used; and
- 2.1.2 the right to bring, make, oppose, defend, appeal proceedings, claims or actions and obtain relief (and to retain any damages recovered) in respect of any infringement, or any other cause of action (including passing off) arising from ownership, of any of the Trade Marks whether occurring before, on or after the date of this Agreement.

3. FURTHER ASSURANCE

The Assignor shall use all reasonable endeavours to procure that any necessary third party shall, at the Assignee's cost, execute such documents and perform such acts as may be required for the purpose of giving full effect to this Agreement.

4. **WAIVER**

No failure or delay by a party to exercise any right or remedy provided under this Agreement or by law shall constitute a waiver of that or any other right or remedy, nor shall it preclude or restrict the further exercise of that or any other right or remedy. No single or partial exercise of such right or remedy shall preclude or restrict the further exercise of that or any other right or remedy.

5. **ENTIRE AGREEMENT**

5.1 This Agreement constitutes the whole agreement between the parties and supersedes all previous agreements between the parties relating to its subject matter.

5.2 Each party acknowledges that, in entering into this Agreement, it has not relied on, and shall have no right or remedy in respect of, any statement, representation, assurance or warranty (whether made negligently or innocently) other than as expressly set out in this Agreement.

5.3 Nothing in this clause shall limit or exclude any liability for fraud.

6. **VARIATION**

No variation of this Agreement shall be effective unless it is in writing and signed by the parties (or their authorised representatives).

7. **SEVERANCE**

7.1 If any court or competent authority finds that any provision of this Agreement (or part of any provision) is invalid, illegal or unenforceable, that provision or part-provision shall, to the extent required, be deemed to be deleted, and the validity and enforceability of the other provisions of this Agreement shall not be affected.

7.2 If any invalid, unenforceable or illegal provision of this Agreement would be valid, enforceable and legal if some part of it were deleted, the provision shall apply with the minimum modification necessary to make it legal, valid and enforceable.

8. **COUNTERPARTS**

This Agreement may be executed in any number of counterparts, each of which when executed and delivered shall constitute an original of this Agreement, but all the counterparts shall together constitute the same agreement.

9. **NOTICES**

9.1 Any notice required to be given under this Agreement shall be in writing and shall be delivered personally, or sent by pre-paid first-class post or recorded delivery or by commercial courier, to the other party at the address set out above (or as otherwise specified by the relevant party by notice in writing to the other party).

10. **GOVERNING LAW AND JURISDICTION**

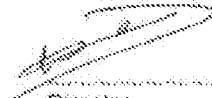
10.1 This Agreement and any dispute or claim arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims) shall be governed by and construed in accordance with the law of the Hong Kong Special Administrative Region.

10.2 The parties irrevocably agree that the courts of the Hong Kong Special Administrative Region shall have exclusive jurisdiction to settle any dispute or claim that arises out of or in connection with this Agreement or its subject matter or formation (including non-contractual disputes or claims).

This Agreement has been entered into on the date stated at the beginning of it.

Signed by Lam Choi Kam
for and on behalf of
Sage Group International Limited

For and on behalf of
Benchmark Consultants Limited
Director of Rigstead Group Limited
Director of Sage Group International Limited



Director

Signed by John A. Wright
for and on behalf of
Global Sage Limited



Director

SCHEDULE 1

TRADE MARKS

Country/ territory	Mark	Class	Registration Number	Specification of goods or services
HK	Global Sage	41	B15087	Provision of training for development of leadership; executive coaching services; provision of services and courses for cross cultural team development and training; provision of services and courses for psychological assessment and personality profile and organisational development; provision of courses relating to assertiveness training and stress management and human resources consultancy; provisions of training and educational services in respect of career and career development and provision of services and courses for education in the nature of classes and seminars for business personnel, employee executives in career and career development and provision of training, education courses and other materials relating thereto; publication of books; magazines, periodicals and newspapers; all included in Class 41.
HK	Global Sage	35	B03693	Recruitment consultancy for executive staff; employment agency services; business planning and management services for personnel agencies; legal advice and tax planning (accountancy); providing recruitment services for banking personnel; business information; business appraisals; business management and organisational consultancy, business management assistance; management assistance; personnel management consultancy, personnel recruitment, executive recruitment and search services; recruitment of temporary staff, deployment of temporary staff; all included in Class 35.
HK	Global Sage Logo	35	B02949	Recruitment consultancy including executive search and advisory; employment agency services; business planning and management services relating to personnel, providing customer feedback information, providing information relating to business surveys, corporate affairs and human resources development; business compensation analysis; market information analysis; providing advice on board of directors development; tax planning; advice on contract negotiations, providing recruitment services in banking including consumer, corporate, private and investment banking; providing vendors information; professional business consultancy; business information, business appraisal, business management and organisation consultancy; business management assistance, business management consultancy; business organisation consultancy, personnel management consultancy, personnel recruitment, executive recruitment planning and search, human resources consultancy, temporary recruitment of staff, temporary staff deployment; all included in Class 35.
Japan	Global Sage	35	4524188	Consultancy services with regard to recruitment of companies; instruction and advise services with regard to personnel recruitment of companies; and other referral service/personal placement (employment agencies); conducting and consulting services with regard to organization development and other professional business consultancy; market research; business information; business appraisal; business management and organization consultancy; business management assistance; personnel management consultancy, providing information

				with regard to customers.
Japan	Global Sage Logo	35	4524189	Consultancy services with regard to recruitment of companies; instruction and advise services with regard to personnel recruitment of companies; and other referral service/personal placement (employment agencies); conducting and consulting services with regard to organization development and other professional business consultancy; market research; business information; business appraisal; business management and organization consultancy; business management assistance; personnel management consultancy, providing information with regard to customers.
Japan	Global Sage	41	4535310	Organize, manage and holding seminars; organize, manage and hold training symposium; organize, manage and hold training seminar/course to educate senior management, and to motive and encourage passive people to be confident; and organize, manage and hold other seminars.
Japan	Global Sage	42	4593421	Provide counseling to prevent and cure mental stress. Conduct professional aptitude test.
Singapore	Global Sage	41	T00/02068E	Education: provision of training for leadership development, executive coaching; cross cultural team development and training; provision of psychological assessment and personality profiles, organizational development; provision of courses on assertiveness training; stress management; human resource consultancy; publication of books, magazines, periodicals and newspapers, pamphlets, leaflets, provision of training and education services; education in the nature of classes and seminars for business personnel, employees, executives and provision of training/course/ other materials relating thereto all included in Class 41.
Singapore	Global Sage	35	T00/02067G	Recruitment consultancy for executive staff; employment agency services; providing recruitment services for banking personnel; personnel recruitment, executive recruitment services; recruitment of temporary staff; all included in Class 35.
Singapore	Global Sage Logo	35	T00/02066I	Recruitment consultancy to include executive search and advisory; employment agency services; business planning and management services relating to personnel, providing customer feedback information, providing information surveys, corporate affairs and human development; compensation analysis; market information analysis; providing advice on board of directors development; providing career development and advisory; providing career consulting career management; advice on employment contract negotiations, advice on presentation skills and development and resume preparation; providing recruitment services in: banking including consumer, corporate, private and investment banking, information technology, managerial, consulting, administration and development positions, information technology specialist roles, brokerage houses; providing information vendors; professional consultations relating to business, business information, business appraisal, business management and organisation consultancy, business management assistance, business management consultancy, business organisation consultancy, employment agency, management assistance, management consultancy (personnel), personnel management consultancy, personnel recruitment, executive recruitment planning and search, human resource consultancy, temporary recruitment of staff, temporary staff deployment, all included in Class 35.
US	Global Sage	35	2,655,386	For: Consultation in the field of personnel recruitment for executives; employment agency services; business planning

	Logo			<p>and management services relating to personnel, providing customer feedback information, information surveys, corporate affairs, and human development; business compensation analysis services; business consultation services, namely, analysis of market information; providing advice on corporate board of directors development; career counseling in the nature of career development and advice; providing career consulting; career management services; providing career advice on presentation skills; resume preparation; consultation in the field of personnel recruitment in the banking profession, namely, for consumer, corporate, private and investment banking, information technology, managerial consulting, administration and development, information technology specialist, and brokerage house positions; job placement services, namely providing information vendors; business consultation services in the fields of business information, business appraisal, business management and organization consultancy, business management assistance, business, management consultancy, business organization consultancy, employment agency, management assistance, management consultancy, personnel management consultancy, personnel recruitment, executive recruitment planning and search, human resource consultancy, temporary recruitment of staff and temporary staff deployment, in class 35 (U.S. CLS. 100, 101 and 102).</p> <p>First use 1-0-1999; In commerce 1-0-1999.</p> <p>SER. NO. 75-927-676, FILED 2-25-2000.</p>
US	Global Sage	35	2,712,432	<p>For: Consultation in the field of personnel recruitment for executives; employment agency services; business planning and management services relating to personnel, providing customer feedback information, information surveys. Corporate affairs, and human development; business compensation analysis services; business consultation services, namely, analysis of market information; providing advice on corporate board of directors development; career counselling in the nature of career development services; providing career counselling advice on presentation skills; resume preparation; consultation in the field of personnel recruitment in the banking profession, namely, for consumer, corporate, private and investment banking, information technology, managerial consulting, administration and development, information technology specialist, and brokerage house positions; job placement services, namely providing information vendors; business consultation services in the fields of business information, business appraisal, business management and organization consultancy, business management assistance, business management consultancy, business organization consultancy, employment agency, personnel management consultancy, personnel recruitment executive recruitment planning and search, human resource consultancy, temporary recruitment of staff and temporary staff development, in class 35 (U.S. CLS. 100, 101 and 102).</p> <p>First use 12-0-1998; In commerce 12-0-1998.</p>
US	Global Sage	41	2,712,432	<p>For: consultation in the field of personnel recruitment for executives; employment agency services; business planning and management services relating to personnel, providing customer feedback information, information surveys, corporate affairs, and human development; business compensation analysis services; business consultation services, namely, analysis of market information; providing advice on corporate board of directors development; career counselling in the nature of career development and advice; providing career consulting; career management services' providing career counselling advice on presentation skills; resume preparation,</p>

				<p>consultation in the field of personnel recruitment in the banking profession, namely, for consumer, corporate, private and investment banking, information technology, managerial consulting, administration and development, information technology specialist, and brokerage house positions; job placement services, namely providing information vendors; business consultancy services in the fields of business information, business appraisal, business management and organization consultancy, business management assistance, business management consultancy, business organization consultancy, employment agency, management assistance, management consultancy, personnel management consultancy, personnel recruitment, executive recruitment planning and search, human resource consultancy, temporary recruitment of staff and temporary staff deployment, in class 35 (U.S. CLS. 100, 101 and 102). First use 12-0-1998; in commerce 12-0-1998.</p> <p>For: educational services, namely, providing classes, seminars, conferences and workshops in the fields of leadership development, executive coaching, cross cultural team development, organization development, and assertiveness training; publication and newspapers, pamphlets, leaflets; provision of training and educational services in nature of classes of seminars for business personnel, employees; executives in the field of banking and distributing course materials in connection therewith, in class 41 (U.S. CLS. 100, 101 and 107).</p> <p>First use 5-0-1999; in commerce 5-0-1999.</p> <p>SER. NO. 75-927,677, FILED 2-25-2000.</p>
EU	Global Sage Logo	35	001483932	<p>Consultancy services with regard to recruitment of companies; instruction and advise services with regard to personnel recruitment of companies; and other referral service/personal placement (employment agencies); conducting and consulting services with regard to organization development and other professional business consultancy; market research; business information; business appraisal; business management and organization consultancy; business management assistance; personnel management consultancy, providing information with regard to customers.</p>
EU	Global Sage	35	1482769	<p>Consultancy services with regard to recruitment of companies; instruction and advise services with regard to personnel recruitment of companies; and other referral service/personal placement (employment agencies); conducting and consulting services with regard to organization development and other professional business consultancy; market research; business information; business appraisal; business management and organization consultancy; business management assistance; personnel management consultancy, providing information with regard to customers.</p>