

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM453858

|                                   |  |  |  |
|-----------------------------------|--|--|--|
| <b>SUBMISSION TYPE:</b>           | NEW ASSIGNMENT                                     |  |  |
| <b>NATURE OF CONVEYANCE:</b>      | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL |  |  |
| <b>CONVEYING PARTY DATA</b>       |  |  |  |
| <b>Name</b>                       | <b>Formerly</b>                                    | <b>Execution Date</b>                    | <b>Entity Type</b>                     |
| RODGERS & HAMMERSTEIN BV          |  | 06/30/2017                               | Limited Liability Company: NETHERLANDS |
| <b>RECEIVING PARTY DATA</b>       |  |  |  |
| <b>Name:</b>                      | IMAGEM HOLDING BV                                  |  |  |
| <b>Street Address:</b>            | Emmastraat 21-1211 NE                              |  |  |
| <b>Internal Address:</b>          | 1200 BB  |  |  |
| <b>City:</b>                      | Hilversum  |  |  |
| <b>State/Country:</b>             | NETHERLANDS  |  |  |
| <b>Entity Type:</b>               | Limited Liability Company: NETHERLANDS             |  |  |
| <b>PROPERTY NUMBERS Total: 18</b> |  |  |  |
| <b>Property Type</b>              | <b>Number</b>                                      | <b>Word Mark</b>                         |  |
| <b>Registration Number:</b>       | 3477112  | ACCOMPANEASE                             |  |
| <b>Registration Number:</b>       | 1612889  | CAROUSEL                                 |  |
| <b>Registration Number:</b>       | 3390621  | G2K                                      |  |
| <b>Registration Number:</b>       | 3122377  | G2K GETTING TO KNOW...                   |  |
| <b>Registration Number:</b>       | 3122378  | G2K GETTING TO KNOW...                   |  |
| <b>Registration Number:</b>       | 1884962  | HAPPY TALK                               |  |
| <b>Registration Number:</b>       | 3303257  | INSTRUMENTALEASE                         |  |
| <b>Registration Number:</b>       | 1371381  | THE KING AND I                           |  |
| <b>Registration Number:</b>       | 1735005  | THE KING AND I                           |  |
| <b>Registration Number:</b>       | 2505080  | THE KING AND I                           |  |
| <b>Registration Number:</b>       | 1744458  | RODGERS AND HAMMERSTEIN RH               |  |
| <b>Registration Number:</b>       | 1736241  | RODGERS AND HAMMERSTEIN RH               |  |
| <b>Registration Number:</b>       | 1891058  | RODGERS AND HAMMERSTEIN RH               |  |
| <b>Registration Number:</b>       | 1347361  | RODGERS & HAMMERSTEIN                    |  |
| <b>Registration Number:</b>       | 1316063  | RODGERS & HAMMERSTEIN                    |  |
| <b>Registration Number:</b>       | 1331321  | RODGERS & HAMMERSTEIN                    |  |
| <b>Registration Number:</b>       | 1414921  | SOUTH PACIFIC                            |  |
| <b>Registration Number:</b>       | 1715564  | WILLIAMSON MUSIC A RODGERS AND HAMMERSTE |  |

CH \$465.00 3477112

**CORRESPONDENCE DATA****Fax Number:** 2125866155*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.***Phone:** 212-699-6531**Email:** robin.walton@imagem.com**Correspondent Name:** Robin Walton**Address Line 1:** 229 West 28th Street - 11th Floor**Address Line 4:** New York, NEW YORK 10001**DOMESTIC REPRESENTATIVE****Name:** Victoria G. Traube**Address Line 1:** 229 West 28th Street - 11th floor**Address Line 4:** New York, NEW YORK 10001

|                           |                    |
|---------------------------|--------------------|
| <b>NAME OF SUBMITTER:</b> | VICTORIA G. TRAUBE |
|---------------------------|--------------------|

|                   |                      |
|-------------------|----------------------|
| <b>SIGNATURE:</b> | /VICTORIA G. TRAUBE/ |
|-------------------|----------------------|

|                     |            |
|---------------------|------------|
| <b>DATE SIGNED:</b> | 12/08/2017 |
|---------------------|------------|

**Total Attachments: 5**

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ASSIGNMENT

This assignment ("Assignment") is effective as of **June 30, 2017** by and between **Rodgers & Hammerstein BV**, a limited liability company organized under the laws of the Netherlands, with a place of business at Emmastraat 21 - 1211 NE, P.O. Box 1088 - 1200 BB, Hilversum, The Netherlands (the "Assignor"), on the one hand, and **Imagem Holding BV**, a limited liability company organized under the laws of the Netherlands, with a place of business at Emmastraat 21 - 1211 NE, P.O. Box 1088 - 1200 BB, Hilversum, The Netherlands (the "Assignee").

**WHEREAS**, Assignor is the owner of the trademarks, service marks, and trade names shown on Schedule A which are attached hereto and made a part hereof, subject to the limitations set forth on Schedule B attached hereto and made a part hereof (the "Marks");

**WHEREAS**, Assignee has succeeded to all rights, title and interest in and to the Marks.

**NOW THEREFORE**, for and in consideration of ten dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee absolutely and forever, subject to the limitations set forth in said Schedule B, Assignor's entire right title, and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by the Marks, and all corresponding registrations, as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute any further papers as may be necessary and proper to vest full title in and to the Marks and other corresponding rights in the Assignee.

Assignor hereby consents to the recordation of this Assignment by the Assignee in the countries listed in Schedule A and any other countries as appropriate.

Assignee hereby accepts the assignment of the Marks, applications and registrations listed on Schedule A and any other countries as appropriate.

The individuals signing this document on behalf of corporate entities represent and declare that they are authorized to execute this document on behalf of such corporate entities.

This Agreement may be executed in counterparts which, taken together, shall constitute a fully integrated and binding contract. For the purposes of executed, a fax signature or a signature transmitted electronically by computer file (e.g., .PDF, JPEG or TIFF) shall be deemed as valid as an original.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed and delivered as of this 30th day of June, 2017.

ASSIGNOR:

**RODGERS & HAMMERSTEIN BV**

By: \_\_\_\_\_

Denis Wigman  
Authorized Signatory






ASSIGNEE:



**IMAGEM HOLDING BV**

By: \_\_\_\_\_

Denis Wigman  
Authorized Signatory

**SCHEDULE A**

| TRADEMARK   | CLASS      | COUNTRY   | SERIAL NO. | REGISTRATION NO. |
|---|------------|-----------|------------|------------------|
| ACCOMPANEASE  | 9          | US        | 76/662512  | 3,477,112        |
| BABES IN ARMS   | 41         | UK        | 1526011    | 1526011          |
| CAROUSEL  | 16 & 25    | US        | 73/635732  | 1,612,889        |
| CAROUSEL  | 6          | UK        | 1529154    | 1529154          |
| CAROUSEL  | 21         | UK        | 1529155    | 1529155          |
| RODGERS & HAMMERSTEIN'S CAROUSEL  | 25         | UK        | 1529149    | 1529149          |
| CAROUSEL  | 6, 21 & 25 | EU        | 8222226    | 8222226          |
|    | 16         | US        | 76/679159  | 3,390,621        |
|    | 9          | US        | 76/603643  | 3,122,377        |
|   | 16         | US        | 76/603898  | 3,122,378        |
| HAPPY TALK  | 16         | US        | 74/519733  | 1,884,962        |
| INSTRUMENTALEASE  | 9          | US        | 76/662514  | 3,303,257        |
| THE KING AND I  | 25         | US        | 73/470,033 | 1,371,381        |
| THE KING AND I  | 28         | US        | 74/144815  | 1,735,005        |
| THE KING AND I  | 25         | US        | 75/663017  | 2,505,080        |
| THE KING AND I  | 25         | AUSTRALIA | 571730     | A571730          |
| THE KING AND I  | 21         | AUSTRALIA | 571729     | A571729          |
| THE KING AND I  | 16         | AUSTRALIA | 571728     | A571728          |
| MY FAVOURITE THINGS   | 14 & 25    | UK        | 2472020    | 2472020          |
|  | 16         | US        | 74/079237  | 1,744,458        |
|  | 9          | US        | 74/225728  | 1,736,241        |

|   |                    |    |           |           |
|---|--------------------|----|-----------|-----------|
|  | 16                 | US | 74/519729 | 1,891,058 |
| RODGERS & HAMMERSTEIN   | 9                  | US | 73/475992 | 1,347,361 |
| RODGERS & HAMMERSTEIN   | 35 & 41            | US | 73/470128 | 1,316,063 |
| RODGERS & HAMMERSTEIN   | 41                 | US | 73/486650 | 1,331,321 |
| THE SOUND OF MUSIC  | 16                 | UK | 1490969   | 1490969   |
| THE SOUND OF MUSIC  | 21                 | UK | 1489525   | 1489525   |
| THE SOUND OF MUSIC  | 25                 | UK | 1489526   | 1489526   |
| THE SOUND OF MUSIC  | 9, 14, 16, 21 & 25 | EU | 5813506   | 5813506   |
| SOUTH PACIFIC   | 16, 21 & 25        | US | 73/546043 | 1,414,921 |
|  | 16                 | US | 74/079236 | 1,715,564 |

**SCHEDULE B**

**Limitations**






- I. The rights conveyed are subject to the interests, as applicable, of The Howard Lindsay Trust and Crouse Literary Properties Company LLC (collectively, "Lindsay and Crouse") in the following:

| TRADEMARK          | CLASS              | COUNTRY | SERIAL NO. | REGISTRATION NO. |
|--------------------|--------------------|---------|------------|------------------|
| THE SOUND OF MUSIC | 16                 | UK      | 1490969    | 1490969          |
| THE SOUND OF MUSIC | 21                 | UK      | 1489525    | 1489525          |
| THE SOUND OF MUSIC | 25                 | UK      | 1489526    | 1489526          |
| THE SOUND OF MUSIC | 9, 14, 16, 21 & 25 | EU      | 5813506    | 5813506          |

- II. The rights conveyed are subject to the interests of The Lorenz Hart Trust ("Hart Trust") in the following:

| TRADEMARK     | CLASS | COUNTRY | SERIAL NO. | REGISTRATION NO. |
|---------------|-------|---------|------------|------------------|
| BABES IN ARMS | 41    | UK      | 1526011    | 1526011          |

### Common Law Trademarks

| TRADEMARK  | COUNTRY | GOODS/SERVICES   |
|--|---------|--|
| <b>G2K</b>   | US      | Videocassettes and DVD's featuring dramatico-musical productions & audio compact discs |
| <b>HAPPY TALK</b>  | US      | Use on Internet for "Happy Talk" newsletter  |
| R&H (plain) logo<br>          | US      | Pre-recorded films, video and audio/video tapes  |
| R&H (plain) logo<br>          | US      | Pre-recorded films, DVD  |
| R&H (plain) logo<br>          | US      | Pre-recorded audio CDs featuring music   |
| R&H (plain) logo<br>        | US      | Theatre & music publications   |
| R&H "Organization" logo<br> | US      | Use on Internet for "Happy Talk" newsletter  |