

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cork International Holdings Limited		06/30/2003	COMPANY: UNITED KINGDOM

RECEIVING PARTY DATA	
Name:	McPherson's Limited
Street Address:	5 Dunlop Road
City:	Mulgrave, Victoria 3170
State/Country:	AUSTRALIA
Entity Type:	COMPANY: AUSTRALIA

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Registration Number:	2284303	MANICARE
Registration Number:	2527928	MANICARE
Registration Number:	2050426	LADY JAYNE

CORRESPONDENCE DATA	
Fax Number:	(212)521-5450
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Email:	dcohen@reedsmith.com
Correspondent Name:	Darren B. Cohen
Address Line 1:	599 Lexington Avenue
Address Line 2:	29th Floor
Address Line 4:	New York, NEW YORK 10022-7650

ATTORNEY DOCKET NUMBER:	501796/20000
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DOMESTIC REPRESENTATIVE	
Name:	Darren B. Cohen
Address Line 1:	599 Lexington Avenue
Address Line 2:	29th Floor

OP \$90.00 2284303

Address Line 4: New York, NEW YORK 10022-7650

NAME OF SUBMITTER:

Darren B. Cohen

**Total Attachments: 9**

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## Deed of Assignment of Trade Marks

**Between:**

**Cork International Holdings Limited**

(ARBN 104 439 821)

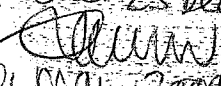
and

**McPherson's Limited**

(ACN 004 068 419)

©Cowley Hearne  
Website: [www.cowleyhearne.com.au](http://www.cowleyhearne.com.au)  
Tel: 61 2 9956 2100 Fax: 61 2 9959 3614  
Ref: JHP:SLK:31219

I SARA LAURA KEELUM certify that this page and the following 7 page/s are/is a true and correct copy/copies of the deed of Assignment of Trademarks between Cork International Holdings Ltd and McPherson's Limited dated 23 December 2003

Signed:   
Date: 21 May 2004

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# Deed of Assignment of Trade Marks

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AGREEMENT dated 23<sup>rd</sup> December 2003

**BETWEEN** **Cork International Holdings Limited** (ARBN 104 439 821) of 105 Vanessa Street, Kingsgrove, NSW 2208 (*Assignor*)

**AND** **McPherson's Limited** (ACN 004 068 419) of 5 Dunlop Road, Mulgrave, Victoria, 3170 (*Assignee*)

## RECITALS

- A. The Assignor is the owner of the registered trade marks and the trade mark application referred to in the Schedule (*Trade Marks*).
- B. The Assignor has agreed to assign all of its rights, title and interest in the Trade Marks to the Assignee subject to the terms and conditions of this deed.

THE PARTIES AGREE AS FOLLOWS.

## 1. Assignment

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- 1.1 In consideration of the covenants contained in this deed, with effect on and from 31 December 2003 (the *Effective Date*) the Assignor assigns to the Assignee all its right, title and interest in the Trade Marks together with any goodwill accrued to it in the Trade Marks and together with all rights of action, remedies, powers and benefits relating to any of the Trade Marks including the right to sue for damages for infringement occurring before the Effective Date.

## 2. Further Assurances

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- 2.1 The Assignor undertakes that, at the request of the Assignee, it will do all acts and things (including without limitation, making declarations and oaths) and execute all documents necessary under the law of any country to complete the transfer of the Trade Marks to the Assignee.
- 2.2 Until the Assignee is registered as the owner of the Trade Marks, the Assignor warrants that it will do all things necessary to maintain the registration of the Trade Marks, and bring or defend any proceedings necessary to protect the Trade Marks.
- 2.3 After the Assignee is registered as the owner of the Trade Marks, the Assignor will provide all assistance as requested by the Assignee in connection with bringing or defending any proceedings if the Assignee reasonably considers that this is necessary to protect its interest in the Trade Marks. The Assignee will bear the cost of these proceedings, and irrevocably and unconditionally indemnifies the Assignor from and against all liability, loss and damage (whether or not on the basis of negligence and including, without limitation, legal costs and disbursements on a solicitor and client basis) that the Assignor may suffer or incur directly or indirectly as a result of these proceedings.

3. Applicable Law and Jurisdiction

3.1 This deed and any dispute or claim arising out of or in connection with it shall be governed by and construed in accordance with the laws of Australia and all disputes or claims arising out of or relating to this deed shall be subject to the exclusive jurisdiction of the Australian courts to which the parties irrevocably submit.

EXECUTED as a deed

Signed by Cork International Holdings Limited (ARBN 104 439 821) by its duly authorised officers:

[Signature]
Signature

P. R. BENNETT
Print name

DIRECTOR
Office held

[Signature]
Signature

IAN LAIRD
Print name

DIRECTOR
Office held

Signed by McPherson's Limited (ACN 004 068 419) by its duly authorised officers:

[Signature]
Signature

D. J. ALLMAN
Print name

DIRECTOR
Office held

[Signature]
Signature

P. R. BENNETT
Print name

SECRETARY
Office held

## Schedule 1

## Trade Marks

Registered Owner	Trademark	Country	Regd No.	Classes	Next Renewal
Laughton Group Limited	Manicare	Benelux	486331	8,21	20.7.10
Laughton Group Limited	Manicare	Benelux	510614	3,8,21	13.12.11
Lady Jayne (Hair Products) Limited	Lady Jayne	Benelux	9992	21, 26	2.3.09
Lady Jayne (Hair Products) Limited	Lady Jayne Logo	Benelux	530657	8,21,26	29.12.12
Lady Jayne (Hair Products) Limited	Lady Jayne	Canada	TMA46658 2		29.11.11
Laughton Group Limited	Manicare	Canada	431648	21	12.8.09
Cork International Limited	Home Living	Community Trademark	001379304	3, 4, 8, 11, 16, 20, 21, 28	09.11.09
Cork International Limited	Home Living	Community Trademark	001378926	3, 4, 8, 11, 16, 20, 21, 28	09.11.09
Cork International Limited	Lady Jayne	Community Trademark	001080597	3, 5, 17, 21, 24, 25, 26	18.2.09
Lady Jayne (Hair Products) Limited	Lady Jayne (new Logo)	Community Trademark	000536698	21, 26	16.5.07
Laughton Group Limited	Manicare	Denmark	07365199	8,21	4.11.04
Laughton Group Limited	Manicare	Denmark	6948/95	3	20.10.05
Lady Jayne (Hair Products) Limited	Lady Jayne	Denmark	205-1959	21,26	7.2.09
Laughton Group Limited	Manicare	Finland	117490	8,21	2.5.12
Lady Jayne (Hair Products) Limited	Lady Jayne	Finland	97696	21, 26	20.1.07
Lady Jayne (Hair Products) Limited	Lady Jayne Logo	Finland	129451	26	7.12.03
Lady Jayne (Hair Products) Limited	Lady Jayne Logo	France	92448417	26	31.12.12
Laughton Group Limited	Manicare	France	1610669	8,21	21.8.10
Laughton Group Limited	Manicare	France	92402393	3	23.1.12
Lady Jayne (Hair Products) Limited	Lady Jayne	France	1609085	21, 26	10.8.10
Lady Jayne (Hair Products) Ltd	Miss Jayne	France	92418055	21, 26	06.05.2012
Laughton Group Limited	Manicare	Germany	1179745	8,21	31.7.10
Laughton Group Limited	Manicare	Germany	2099922	3	31.12.11
Lady Jayne (Hair Products) Limited	Lady Jayne	Germany	1146533	21, 26	28.2.09
Lady Jayne (Hair Products) Limited	Lady Jayne	Germany	2078206	26	31.12.12

Registered Owner	Trademark	Country	Regd No.	Classes	Next Renewal
	Logo				
Laughton Group Limited	Manicare	Greece	107303	3	14.1.12
Laughton Group Limited	Manicare	Greece	100533	8,21	4.9.10
Lady Jayne (Hair Products) Limited	Lady Jayne	Hong Kong	295/97	26	16.6.07
Lady Jayne (Hair Products) Limited	Lady Jayne	Hong Kong	487/79	21	26.6.13
Lady Jayne (Hair Products) Limited	Lady Jayne Logo	Hong Kong	05986/199 5	26	6.1.14
Laughton Group Limited	Manicare	Ireland	151824	3	18.12.08
Laughton Group Limited	Manicare	Ireland	142453	21	23.7.07
Laughton Group Limited	Manicare	Ireland	142452	8	23.7.07
Lady Jayne (Hair Products) Limited	Lady Jayne	Ireland	141210	26	1.8.07
Lady Jayne (Hair Products) Limited	Lady Jayne	Ireland	141209	21	1.8.07
Laughton Group Limited	Manicare	Italy	604882	8,21	23.7.10
Laughton Group Limited	Manicare	Italy	639367	3	14.1.12
Lady Jayne (Hair Products) Limited	Lady Jayne	Italy	605227	21,26	8.8.10
Laughton Group Limited	Manicare	Japan	2531115	13	28.4.03
Laughton Group Limited	Manicare	Japan	3335444	3	25.7.07
Laughton Group Limited	Manicare	Japan	2715790	21	30.8.06
Laughton Group Limited	Manicare and Logo	Japan	2704527	4	28.2.05
Cork International Limited	Blendrite	Japan	4378988	26	21.4.10
Laughton & Sons Ltd (the former company name of the Laughton Group Limited)	Twinkle Tots	New Zealand	90391	25	3.6.04
Laughton & Sons Ltd (the former company name of the Laughton Group Limited)	Twinkle Tots	New Zealand	90390	21	3.6.04
Laughton & Sons Ltd (the former company name of the Laughton Group Limited)	Twinkle Tots	New Zealand	90389	10	3.6.04
Laughton & Sons Ltd (the former company name of the Laughton Group Limited)	Twinkle Tots	New Zealand	90392	28	3.6.04
Laughton & Sons Ltd (the former company name of the Laughton Group Limited)	Twinkle Tots	New Zealand	90387	3	3.6.04
Laughton & Sons Ltd (the former company name of the Laughton Group Limited)	Twinkle Tots	New Zealand	90388	8	3.6.04



Registered Owner	Trademark	Country	Regd No.	Classes	Next Renewal
Lady Jayne (Hair Products) Limited	Lady Jayne	New Zealand	94244	21	13.7.05
Lady Jayne (Hair Products) Limited	Lady Jayne	New Zealand	94245	26	13.7.05
Lady Jayne (Hair Products) Limited	Lady Jayne	New Zealand	94242	8	13.7.05
Lady Jayne (Hair Products) Limited	Lady Jayne	New Zealand	84081	4, 26	12.5.16
Lady Jayne (Hair Products) Limited	Lady Jayne	New Zealand	84080	21	12.5.16
Lady Jayne (Hair Products) Ltd	Miss Jayne	New Zealand	91340	21	2.9.04
Lady Jayne (Hair Products) Ltd	Miss Jayne	New Zealand	9134	26	12.9.04
Laughton Group Limited	Manicare	Norway	151152	8,21	23.6.12
Laughton Group Limited	Manicare	Norway	158038	3	22.7.03
Lady Jayne (Hair Products) Limited	Lady Jayne	Norway	151154	21, 26	25.6.12
Lady Jayne (Hair Products) Limited	Lady Jayne Logo	South Africa	93/0003	26	4.1.13
Laughton Group Limited	Manicare	Spain	1583524	21	1.8.10
Laughton Group Limited	Manicare	Spain	1583523	8	1.8.10
Laughton Group Limited	Manicare	Spain	1676961	3	7.1.12
Lady Jayne (Hair Products) Limited	Lady Jayne	Spain	1148154	21	26.5.06
Lady Jayne (Hair Products) Limited	Lady Jayne	Spain	1148155	26	8.5.09
Laughton Group Limited	Manicare	Sweden	250469	3	30.7.03
Laughton Group Limited	Manicare	Sweden	231204	8,21	20.3.12
Lady Jayne (Hair Products) Limited	Lady Jayne	Sweden	251672	21	10.9.03
Lady Jayne (Hair Products) Limited	Lady Jayne	Sweden	112497	26	26.3.05
Lady Jayne (Hair Products) Limited	Lady Jayne Logo	Sweden	251894	26	17.9.03
Laughton Group Limited	Manicare	Switzerland	394676	3,8	17.12.11
Laughton Group Limited	Manicare	Switzerland	383954	8,21	27.7.10
Laughton Group Limited	Manicare	Taiwan	521942	45	30.4.11
Laughton Group Limited	Manicare	Taiwan	528125	6	15.7.11
Laughton Group Limited	Manicare	Taiwan	529714	84	15.7.11
Laughton Group Limited	Manicare	Taiwan	520294	57	15.4.11
Lady Jayne (Hair Products) Limited	Lady Jayne	Taiwan	703484	26	25.2.07
Lady Jayne (Hair Products) Limited	Lady Jayne	Taiwan	812699	8	15.8.08
Lady Jayne (Hair Products) Limited	Lady Jayne	Taiwan	361063		31.3.07
Lady Jayne (Hair Products) Ltd	Miss Jayne	Taiwan	361071		31.3.07
Lady Jayne (Hair Products) Ltd	Miss Jayne	Taiwan	793513	26	25.2.07
Lady Jayne (Hair Products) Limited	Lady Jayne	Thailand	TM13568	28	2.6.03
Laughton Group Limited	Manicare	United Kingdom	1484398	3	5.12.08

Registered Owner	Trademark	Country	Regd No.	Classes	Next Renewal
Laughton Group Limited	Manicare	United Kingdom	1374858	21	22.2.06
Laughton Group Limited	Manicare	United Kingdom	1374856	8	22.2.06
Lady Jayne (Hair Products) Limited	Lady Jayne	United Kingdom	770227	26	18.10.06
Lady Jayne (Hair Products) Limited	Lady Jayne	United Kingdom	834805	21	18.5.07
Lady Jayne (Hair Products) Limited	Lady Jayne	United Kingdom	546059	3,5,21	11.11.03
Lady Jayne (Hair Products) Limited	Lady Jayne	United Kingdom	1094391	26	20.4.09
Lady Jayne (Hair Products) Limited	Lady Jayne	United Kingdom	1094390	25	20.4.09
Lady Jayne (Hair Products) Limited	Lady Jayne Suregrip	United Kingdom	1232615	21	21.12.05
Laughton Group Limited	Manicare	USA	2284303	3,8,16,20,21	12.10.09
Cork International Limited	Manicare	USA	2527928	3, 8	8.1.12
Lady Jayne (Hair Products) Limited	Lady Jayne	USA	2050426	21, 26	8.4.07

## Trade Mark Applications

Applicant	Trademark	Country	Application No.	Classes
Cork International Holdings Limited	Manicare	Community Trade Mark	10725	3,8,21

KPMG LEGAL  
Level 17  
45 Clarence Street  
SYDNEY NSW 2000

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# Certificate of Registration of a Foreign Company

Corporations Act 2001 Sub-section 601CU(1)

This is to certify that

**CORK INTERNATIONAL HOLDINGS LIMITED**

Australian Registered Body Number 104 439 821

which was formed or incorporated in

**UNITED KINGDOM**

was registered as a foreign company under  
the Corporations Act 2001  
on the sixteenth day of April 2003.



**CERTIFICATE**

Given under the seal of the  
Australian Securities and Investments Commission  
on this sixteenth day of April, 2003.

David Knott  
Chairman