

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT3832952

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	11/20/2014
CONVEYING PARTY DATA	
Name	Execution Date
WINTERTHUR HOLDING (WST ZUG) AG	11/20/2014
WINTERTHUR TECHNOLOGIE AG, ZUG	11/20/2014
NEWLY MERGED ENTITY DATA	
Name	Execution Date
WINTERTHUR TECHNOLOGIE AG, ZUG	11/20/2014
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)	
Name:	WINTERTHUR TECHNOLOGIE AG, ZUG
Street Address:	GOTTHARDSTRASSE 28
City:	ZUG
State/Country:	SWITZERLAND
Postal Code:	6304
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6273801
CORRESPONDENCE DATA	
Fax Number:	(651)736-3833
<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:	cjohnson1@mmm.com
Correspondent Name:	3M INNOVATIVE PROPERTIES COMPANY
Address Line 1:	P.O. BOX 33427
Address Line 4:	ST PAUL, MINNESOTA 55133-3427
ATTORNEY DOCKET NUMBER:	70205US005
NAME OF SUBMITTER:	CHRIS JOHNSON
SIGNATURE:	/Chris Johnson/
DATE SIGNED:	04/15/2016
Total Attachments: 37	

Identification number CHE-102.491.282	Legal status Limited or Corporation	Entry 01.05.1974	Cancelled 26.11.2014	Carried CH-170.3.005.835-4 from: on:	1
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All datas

Cancelled company

In	Ca	Business name	Ref	Legal seat
1	2	WST Holding AG	1	Zug
2		Winterthur Holding (WST Zug) AG		

In	Ca	Share capital (CHF)	Paid in (CHF)	Shares	In	Ca	Company address
1		250'000.00	250'000.00	250 Inhaberaktien zu CHF 1000.00	1	5	e/o Dr. Karel Zoller Alpenstrasse 14 6300 Zug
						5	9 e/o Winterthur Technologie AG Innere Güterstrasse 4 6300 Zug
						9	c/o Winterthur Technologie AG, Zug Gotthardstrasse 28 6304 Zug

In	Ca	Purpose
1		Beteiligung an anderen Unternehmungen, Führung dieser Beteiligungen, Gewährung von Darlehen, Finanzierung und Förderung von Geschäften jeglicher Art, Erwerb, Verwaltung und Veräusserung von Vermögenswerten aller Art sowie Erwerb, Entwicklung, Verwaltung und Verwertung von Patenten, Lizenzen und Herstellungsverfahren

In	Ca	Remarks	Ref	Date of the acts
2		Ferner Aenderung nicht publikationspflichtiger Tatsachen	1	15.01.1993
			2	02.02.1996
11		Aktiven und Passiven (Fremdkapital) gehen infolge Fusion auf die Winterthur Technologie AG, Zug, in Zug (CHE-101.013.508), über. Die Gesellschaft wird gelöscht.		

In	Ca	Qualified facts	Ref	Official publication
11		Fusion: Übernahme der Aktiven und Passiven der Winterthur Schleiftechnik AG, in Winterthur (CHE-107.422.325), gemäss Fusionsvertrag vom 19.11.2014 und Bilanz per 31.08.2014. Aktiven von CHF 4'992'791.00 und Passiven (Fremdkapital) von CHF 2'687'839.00 gehen auf die übernehmende Gesellschaft über. Da die übernehmende Gesellschaft sämtliche Aktien der übertragenden Gesellschaft hält, findet weder eine Kapitalerhöhung noch eine Aktienzuteilung statt.	1	SHAB
11		Fusion: Übernahme der Aktiven und Passiven der Rappold (International Sales) AG, in Zug (CHE-100.734.060), gemäss Fusionsvertrag vom 19.11.2014 und Bilanz per 31.08.2014. Aktiven von CHF 2'406'708.65 und Passiven (Fremdkapital) von CHF 18'232.00 gehen auf die übernehmende Gesellschaft über. Da die übernehmende Gesellschaft sämtliche Aktien der übertragenden Gesellschaft hält, findet weder eine Kapitalerhöhung noch eine Aktienzuteilung statt.		

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
ZG	1	(Ersterfassung)		130	07.07.1994	3807	ZG	7	15377	18.11.2013	226	21.11.2013	1192695
ZG	2	1881	14.03.1996	58	22.03.1996	1656	ZG	8	4109	25.03.2014	61	28.03.2014	1423067
ZG	3	3341	12.05.1997	99	28.05.1997	3582	ZG	9	4244	27.03.2014	63	01.04.2014	1428343
ZG	4	13046	20.12.2004	251	24.12.2004	22 / 2607926	ZG	10	12897	29.09.2014	190	02.10.2014	1746457
ZG	5	7461	13.06.2007	116	19.06.2007	16 / 3982546	ZG	11	15638	26.11.2014	232	01.12.2014	1851933
ZG	6	3195	06.03.2012	49	09.03.2012	6587206							

CHE-102.491.282	Winterthur Holding (WST Zug) AG	Zug	2
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All datas

n	Mo	Ca	Personal Data	Function	Signature
1		4m	Rappold, Dr. Edgar, österreichischer Staatsangehöriger, in Zumikon	president of the board of directors	single signature
1		6	Zeller, Dr. Karel, von Zollikon, in Zug	member of the board of directors	single signature
1		4	Jöhr, Dieter W., von Linden, in Zollikon	member of the board of directors	single signature
1		5	Garminada Treuhand AG, in Zürich	auditor	
3		4	Rahn, Hans Konrad, von Zürich, in Zürich	member of the board of directors	joint signature at two
		4	Rappold, Dr. Edgar, von Zürich, in Pfäffikon SZ	president of the board of directors	single signature
5		8	Deloitte AG, in Zürich	auditor	
6		10	Thun Hohenstein, Felix, österreichischer Staatsangehöriger, in Wien (AT)	president of the board of directors	joint signature at two
6		10	Strüby, Adrian, von Ingenbohl, in Freienbach	member of the board of directors	joint signature at two
6		10	Schönauer, Ernst, österreichischer Staatsangehöriger, in Wien (AT)	member of the board of directors	joint signature at two
6		7	Graf, Walter, von Aeschi bei Spiez, in Zürich	having right to sign	joint signature at two
6		10m	Zuber, Peter, von Winterthur, in Freienbach	having right to sign	joint signature at two
6			Doeksen, Carl, amerikanischer Staatsangehöriger, in St. Paul (US)	having right to sign	joint signature at two
8			PricewaterhouseCoopers AG (CHE-106.839.438), in Zürich	auditor	
		10	Zuber, Peter, von Winterthur, in Freienbach	president of the board of directors	joint signature at two
10			Tangemann, Jochen, von Zürich, in Horgen	vicepresident of the board of directors	joint signature at two
10			Röring, Hildegund, deutsche Staatsangehörige, in Ahaus (DE)	member of the board of directors	joint signature at two

Zug, 15.02.2016 14:20

The information above is given with not commitment and is in no way legally binding. Only the company record (extract) issued and certified by the commercial Registry Office of Zoug and the text published in the Swiss Commercial Gazette are binding.

The information above is given with no commitment and is in no way legally binding.

Identification number CHE-101.013.508	Legal status Limited or Corporation	Entry 11.12.1998	Cancelled 26.11.2014	Carried CH-170.3.022.534-5 from: on:	1
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All datas

Cancelled company

In	Ca	Business name	Ref	Legal seat
1	9	Abrasive Technologies Holding AG	1	Zug
9		Winterthur Technologie AG, Zug		
9		(Winterthur Technologie SA, Zug) (Winterthur Technology Ltd, Zug)		

In	Ca	Share capital (CHF)	Paid in (CHF)	Shares	In	Ca	Company address
1	2	100'000.00	100'000.00	10000 Namenaktien zu CHF 10.00	1	6	e/o PricewaterhouseCoopers AG
2	10	2'517'230.00	2'517'230.00	251723 Namenaktien zu CHF 10.00			Baarerstrasse 94
10	11	2'580'170.00	2'580'170.00	2580170 Namenaktien zu CHF 1.00			6300 Zug
11	12	3'630'170.00	3'630'170.00	3630170 vinkulierte Namenaktien zu CHF 1.00	6	10	e/o Schild Treuhand AG
12	14	3'886'610.00	3'886'610.00	3886610 vinkulierte Namenaktien zu CHF 1.00			Grafenauweg 8
14		5'867'772.00	5'867'772.00	5'867'772 vinkulierte Namenaktien zu CHF 1.00	10	20	Innere Güterstrasse 4
					20		6300 Zug
							Gotthardstrasse 28
							6304 Zug

In	Ca	Purpose
1	10	Erwerb, Halten und Verwalten von Beteiligungen an anderen Gesellschaften; kann unter Einbezug sämtlicher Gruppengesellschaften alle kommerziellen Geschäfte durchführen und finanzieren sowie Grundstücke erwerben, halten, nutzen und veräussern
10		Erwerb, Halten und Verwalten von direkten und indirekten Beteiligungen an anderen Gesellschaften, insbesondere auf dem Gebiet der Schleiftechnik und der damit im Zusammenhang stehenden Industrien sowie Koordination, Leitung und Überwachung derselben; kann Tochtergesellschaften errichten, Lizenzen und Immaterialgüterrechte erwerben, halten, vergeben und veräussern sowie Grundstücke erwerben, halten, nutzen und veräussern .

In	Ca	Remarks	Ref	Date of the acts
2		Ferner Aenderung einer nicht publikationspflichtigen Tatsache	1	10.12.1998
5		Aenderung einer nicht publikationspflichtigen Tatsache	2	02.02.1999
10		Ferner Aenderung nicht publikationspflichtiger Tatsachen	5	28.03.2000
11		Ferner Aenderung nicht publikationspflichtiger Tatsachen	9	26.04.2005
12		Ferner Aenderung einer nicht publikationspflichtigen Tatsache	10	14.06.2005
15	16	Die Generalversammlung hat mit Beschluss vom 17.04.2008 eine genehmigte und bedingte Kapitalerhöhung gemäss näherer Umschreibung in den Statuten beschlossen.	11	21.06.2005
15		Die Übertragbarkeit der Namenaktien ist nach Massgabe der Statuten beschränkt.	11	30.06.2005
16		Streichung der Statutenbestimmung über die mit Ermächtigungsbeschluss vom 17.04.2008 beschlossene genehmigte Kapitalerhöhung durch Beschluss der Generalversammlung vom 21.04.2010.	12	14.07.2005
16		Die Generalversammlung hat mit Beschluss vom 17.04.2008 eine bedingte Kapitalerhöhung gemäss näherer Umschreibung in den Statuten eingeführt.	14	20.09.2007
16		Die Generalversammlung hat mit Beschluss vom 21.04.2010 eine genehmigte Kapitalerhöhung gemäss näherer Umschreibung in den Statuten eingeführt.	15	17.04.2008
16		Die Mitteilungen an die Aktionäre erfolgen schriftlich an die im Aktienbuch verzeichneten Adressen.	16	21.04.2010
24		Aktiven und Passiven (Fremdkapital) gehen infolge Fusion auf die 3M (Schweiz) GmbH, in Rüschiikon (CHE-105.936.180), über. Die Gesellschaft wird gelöscht.		

In	Ca	Qualified facts	Ref	Official publication
1		beabsichtigte Sachübernahme: Beteiligungen zum Preis von maximal CHF 1'760'000.00	1	SHAB
14		Sachübernahme: Die Gesellschaft verwendet die Barliberierung der Kapitalerhöhung vom 20.09.2007 zur teilweisen Refinanzierung des Kaufpreises der Wendt Holding GmbH, in Meerbusch (DE), welche über die Tochtergesellschaft Rheinsee Zweihundertvierte V V GmbH, in Düsseldorf (DE), gehalten wird.		

CHE-101.013.508	Winterthur Technologie AG, Zug	Zug	2
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All datas

In	Ca	Qualified facts	Ref	Official publication
24		Fusion: Übernahme der Aktiven und Passiven der Winterthur Holding (WST Zug) AG, in Zug (CHE-102.491.282), gemäss Fusionsvertrag vom 19.11.2014 und Bilanz per 31.08.2014. Aktiven von CHF 35'364'819.00 und Passiven (Fremdkapital) von CHF 21'532.00 gehen auf die übernehmende Gesellschaft über. Da die übernehmende Gesellschaft sämtliche Aktien der übertragenden Gesellschaft hält, findet weder eine Kapitalerhöhung noch eine Aktienzuteilung statt.		

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
ZG	1	8898	11.12.1998	245	17.12.1998	8616	ZG	13	2279	21.02.2006	40	27.02.2006	21 / 3262442
ZG	2	951	03.02.1999	27	09.02.1999	907	ZG	14	11964	20.09.2007	186	26.09.2007	20 / 4127178
ZG	3	3924	19.05.1999	99	26.05.1999	3477	ZG	15	6611	26.05.2008	103	30.05.2008	21 / 4499208
ZG	4	10079	10.12.1999	246	17.12.1999	8560	ZG	16	6225	28.04.2010	85	04.05.2010	26 / 5615932
ZG	5	2619	31.03.2000	60	06.04.2000	2315	ZG	17	10372	29.07.2011	149	04.08.2011	6282726
ZG	6	7962	03.10.2000	196	09.10.2000	6883	ZG	18	15076	11.11.2011	223	16.11.2011	6418490
ZG	7	8839	25.09.2001	189	01.10.2001	7612	ZG	19	14300	06.11.2012	219	09.11.2012	6925676
ZG	8	1686	11.02.2005	34	17.02.2005	16 / 2706274	ZG	20	11162	16.08.2013	160	21.08.2013	1037585
ZG	9	4634	29.04.2005	87	06.05.2005	19 / 2824606	ZG	21	14877	06.11.2013	218	11.11.2013	1172095
ZG	10	6517	15.06.2005	118	21.06.2005	15 / 2891350	ZG	22	3091	04.03.2014	46	07.03.2014	1386561
ZG	11	7111	30.06.2005	129	06.07.2005	25 / 2918688	ZG	23	12898	29.09.2014	190	02.10.2014	1746459
ZG	12	7851	14.07.2005	139	20.07.2005	16 / 2941876	ZG	24	15639	26.11.2014	232	01.12.2014	1851935

In	Mo	Ca	Personal Data	Function	Signature
1		2m	Oertle, Matthias, von Teufen AR, in Wädenswil	member of the board of directors	single signature
1		4	PricewaterhouseCoopers AG, in Winterthur	auditor	
2		3	Oertle, Matthias, von Teufen AR, in Wädenswil	president of the board of directors	single signature
2		8m	Rappold, Dr. Edgar, von Zürich, in Zumikon	vicepresident of the board of directors	single signature
2		8	Asplund, Ingemar, schwedischer Staatsangehöriger, in Västervik (SE)	member of the board of directors	without signing rights
3		10m	Braun, Reto, von Chur, in Born	president of the board of directors	without signing rights
3		10	Derry Evans, Jonathan, britischer Staatsangehöriger, in London (UK)	member of the board of directors	single signature
3		8	Broms, Axel, schwedischer Staatsangehöriger, in Stockholm (SE)	member of the board of directors	without signing rights
4		7m	Deloitte & Touche Experta AG, in Erlenbach ZH	auditor	
7		13m	DELOITTE & TOUCHE AG, in Zürich	auditor	
8		15	Wright, Tim, britischer Staatsangehöriger, in Warwickshire (UK)	member of the board of directors	joint signature at two
8		10m	Rappold, Dr. Edgar, von Zürich, in Pfäffikon SZ	vicepresident of the board of directors	single signature
10		12m	Braun, Reto, von Chur, in Born	president of the board of directors	joint signature at two
10		16m	Rappold, Dr. Edgar, von Zürich, in Pfäffikon SZ	vicepresident of the board of directors	joint signature at two
10		22	Allitsch, Edmar, oesterreichischer Staatsangehöriger, in Velden (AT)	member of the board of directors	joint signature at two
10		17	Brütseh, Markus, von Büttenhardt, in Souzaach	director	joint signature at two
12		16m	Braun, Reto, von Chur, in Zug	president of the board of directors	joint signature at two
13		15m	Deloitte AG, in Zürich	auditor	

CHE-101.013.508	Winterthur Technologie AG, Zug	Zug	3
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All datas

In	Mo	Ca	Personal Data	Function	Signature
15		17	Lamers, Norbert, deutscher Staatsangehöriger, in Moers (DE)	member of the board of directors	joint signature at two
15		17	Handrick, Michael, deutscher Staatsangehöriger, in London (GB)	member of the board of directors	joint signature at two
15		17	Belliger, Arthur, von Teufen AR, in Teufen AR	member of the board of directors	joint signature at two
15		17	Rappold, Elena, von Zürich, in Zollikon Dorf	member of the board of directors	joint signature at two
15		22	Deloitte AG (CH-020.3.008.370-9), in Zürich	auditor	
16		17	Rappold, Dr. Edgar, von Zürich, in Pfäffikon SZ	president of the board of directors	joint signature at two
16		17	Braun, Reto, von Chur, in Zug	vicepresident of the board of directors	joint signature at two
17		19	Holmes, Christopher, genannt Chris, amerikanischer Staatsangehöriger, in Eagan (US)	president of the board of directors	joint signature at two
17		23	Thun Hohenstein, Felix, österreichischer Staatsangehöriger, in Wien (AT)	vicepresident of the board of directors	joint signature at two
17		23	Strüby, Adrian, von Ingenbohl, in Bäch SZ	member of the board of directors	joint signature at two
17		23m	Zuber, Peter, von Winterthur, in Freienbach	member of the board of directors	joint signature at two
18			Schönauer, Ernst, österreichischer Staatsangehöriger, in Wien (AT)	member of the management	joint signature at two
18		21	Graf, Walter, von Aeschi bei Spiez, in Zürich	member of the management	joint signature at two
19		23	Drennen, Charles David, genannt C. Dave, amerikanischer Staatsangehöriger, in Woodbury (US)	president of the board of directors	without signing rights
22		23	PricewaterhouseCoopers AG (CHE-106.839.438), in Zürich	auditor	
23			Zuber, Peter, von Winterthur, in Freienbach	president of the board of directors	joint signature at two
23			Tangemann, Jochen, von Zürich, in Horgen	vicepresident of the board of directors	joint signature at two
23			Röring, Hildegund, deutsche Staatsangehörige, in Ahaus (DE)	member of the board of directors	joint signature at two

Zug, 15.02.2016 14:21

The information above is given with not commitment and is in no way legally binding. Only the company record (extract) issued and certified by the commercial Registry Office of Zoug and the text published in the Swiss Commercial Gazette are binding.

The information above is given with no commitment and is in no way legally binding.

Registration with the Office of the Commercial Registry of Canton of Zug

The following is reported for entry in the commercial registry:

0. Company identification

0.1.1. Company

Winterthur Technologie AG, Zug

0.2. Place of business

Zug

0.3. Purpose

The acquisition, maintenance and management of direct and indirect investments in other companies, especially in the field of grinding and associated industries, as well as the coordination, management and monitoring thereof; capable of establishing subsidiaries, purchase, maintain, issue and sell licenses and intellectual property rights, and purchase, maintain, exploit and sell real estate.

0.4. Legal form

Aktiengesellschaft [German equivalent of a publicly-traded corporation]

0.5. SOCG citation

(SOCG No. _____ of _____, p. _____)

0.6 Company number

CHE-101.013.508

8.1. Qualified constituent elements

Merger: Assumption of assets and liabilities of Winterthur Holding (WST Zug) AG, Zug (CHE-102.491.282) pursuant to the merger agreement of November 19, 2014 and merger balance sheet of August 31, 2014. Assets of CHF 35,364,819 and liabilities (borrowed capital) of CHF 21,532 are transferred to the transferring company.

Since the transferring company holds all of the shares of the transferor company, there will be no capital increase or allocation of shares.

16. Fees

[Stamp: Commercial Register
of the Canton of Zug]



Digitally signed by Ruth M. Solazzo-Godub (qualified signature). The
correspondence of this copy with the original document is officially certified.
The original document is a paper document.
Location: Zug
Date: Saturday, December 6, 2014 8:50 a.m. CET

17. Documents

1. Registration
2. Merger agreement and merger balance sheet
3. Minutes of the Administrative Board of the transferring company and the transferor company on the approval of the merger agreement

18. Address for fees

Homburger AG
Herr Ueli Huber
Hardstrasse 201
Postfach 314
8037 Zurich

19.1 Order

- A: normal registration
 commercial register excerpts
- B: Telegraphic registration
 Commercial register excerpts before publication
 Commercial register excerpts after publication

19.2 Deliver to

Homburger AG
Ueli Huber
Hardstrasse 201
Postfach 314
8037 Zurich
Tel.: 043 222 10 00

21. Location and date

Rüschlikon, November 19, 2014

23. Personal signatures

Personal signature of the president and another member of the Administrative Board:



Peter Zuber
President of the Administrative Board



Jochen Tangemann
Member

Registration with the Office of the Commercial Registry of Canton of Zug

The following is reported for entry in the commercial registry:

0. Company identification

0.1.1. Company

Winterthur Technologie AG, Zug

0.2. Place of business

Zug

0.3. Purpose

The acquisition, maintenance and management of direct and indirect investments in other companies, especially in the field of grinding and associated industries, as well as the coordination, management and monitoring thereof; capable of establishing subsidiaries, purchase, maintain, issue and sell licenses and intellectual property rights, and purchase, maintain, exploit and sell real estate.

0.4. Legal form

Aktiengesellschaft [German equivalent of a publicly-traded corporation]

0.5. SOCG citation

(SOCG No. _____ of _____, p. _____)

0.6. Company number

CHE-101.013.508

8.1. New qualified constituent elements

Merger: Pursuant to the merger agreement of November 19, 2014, the assets and liabilities are transferred to 3M (Schweiz) GmbH, Rüschtikon (CHE- 105.936.180). The company is stricken from the commercial register.

16. Fees



Digitally signed by: Ruth M. Solazzo-Godub (qualified signature). The
correspondence of this copy with the original document is officially certified.
The original document is a paper document.
Location Zug
Date: Saturday, December 6, 2014 8:01 a.m. CET

17. Documents

1. Registration
2. Merger agreement and merger balance sheet
3. Minutes of the managerial staff of the transferring company and the Administrative Board of the transferor company on the approval of the merger agreement

18. **Address for fees**

Homburger AG
Herrn Ueli Huber
Hardstrasse 201
Postfach 314
8037 Zurich

19.1 **Order**

- A: normal registration
 Commercial register excerpts
B: Telegraphic registration
 Commercial register excerpts before publication
 Commercial register excerpts after publication

19.2 **Delivery to**

Homburger AG
Herrn Ueli Huber
Hardstrasse 201
Postfach 314
8037 Zurich
Tel: 043 222 10 00

21. **Location and date**

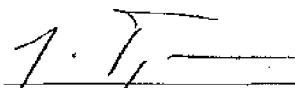
Rüschlikon, November 19, 2014

23. **Personal signatures**

Personal signature of the president and another member of the Administrative Board:



Peter Zuber
President of the Administrative Board



Jochen Tangemann
Member

Zug Commercial Registry
20 Nov. 2014

~~24 Nov. 2014~~
~~Doc. No. Ser. No. 15478~~

pwc

26 Nov. 2014
Doc. No. Ser. No. 15639

Winterthur Holding (WST Zug) AG
Zug

***Report for the Administrative Board on the interim balance
sheet audit of August 31, 2014 prepared in accordance with
Art. 11 Para. 2 of the Merger Act***



Digitally signed by Ruth M. Solazzo-Godub (qualified signature). The
correspondence of this copy with the original document is officially certified.
The original document is a paper document.
Location: Zug
Date: Saturday, December 06, 2014, 6:51 AM (CET)

Report on the audit of the interim balance sheet of
Winterthur Holding (WST Zug) AG, Zug of August
31, 2014 prepared in accordance with Art. 11
Para. 2 of the Merger Act

As requested, we have reviewed the accompanying audit of interim balance sheet of Winterthur Holding (WST Zug) AG, Zug of August 31, 2014 prepared in accordance with Art. 11 Para. 2 of the Merger Act. The interim balance sheet was prepared exclusively with regard to the planned merger of Winterthur Holding (WST Zug) AG, Zug with 3M Schweiz AG erstellt.

The Administrative Board is exclusively responsible for the interim balance sheet during the time for which we are responsible for auditing the interim balance sheet.

Our audit was carried out in accordance with the Swiss auditing standard which stipulates that the audit must be planned and conducted in such a way as to identify significant inaccuracies in the interim balance sheet with reasonable assurance. We audited the entries and information of the interim balance sheet through analyses and investigations based on random samples. We also assess the accounting principles used, significant estimates made by management and the overall presentation of the interim balance sheet. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the interim financial statement of August 31, 2014 is in compliance with the laws and statutes of Switzerland.

PricewaterhouseCoopers AG



Roger Kunz
Auditor



Thomas Wallmer
Auditor

Zürich, September 29, 2014

Attachments:

- Interim balance sheet of Winterthur Holding (WST Zug) AG, Zug of August 31, 2014 prepared in accordance with Art. 11 Para. 2 of the Merger Act.

*PricewaterhouseCoopers AG, Birchstrasse 160, Postfach, 8050 Zürich
Tel.: +4158 792 44 00, Telefax: +4158 792 4410, www.pwc.ch*

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Winterthur Holding (WST Zug) AG, Zug

MERGER BALANCE SHEET	8/31/2014 CHF	12/31/2013 CHF
ASSETS		
Current assets liquid funds	26,994	37,978
Intercompany receivables	0	139,261
Intercompany receivables (cash pooling)	30,556,841	30,470,534
Other receivables	2,248	2,571
Total current assets	30,586,083	30,650,344
Non-current assets		
Loans to affiliated companies	0	183,881
Investments in group entities	4,700,000	4,700,000
Investments in affiliated companies	0	2,286
Tax assets	78,736	55,834
Total fixed assets	4,778,736	4,942,001
TOTAL ASSETS	35,364,819	35,592,345
LIABILITIES		
Borrowed capital		
Intercompany payables	11,232	20,766
Deferred income	10,300	10,500
Tax provision	0	0
Total borrowed capital	21,532	31,266
Equity		
Share capital	250,000	250,000
General legal reserves	125,000	125,000
Net profit for the year	34,968,287	35,186,078
- Loss brought forward	35,186,078	34,801,752
- Annual loss/profit	- 217,791	384,326
Total equity	35,343,287	35,561,078
TOTAL LIABILITIES	35,364,819	35,592,345

A. J. — A. König

Zug Commercial Registry
20 Nov. 2014

~~24 Nov. 2014~~
~~Doc. No. Ser. No. 15478~~

26 Nov. 2014
Doc. No. Ser. No. 15639



Winterthur Technologie AG
Zug

*Report for the Administrative Board on the interim
balance sheet audit of August 31, 2014 prepared in
accordance with Art. 11 Para. 2 of the Merger Act.*



Digitally signed by Ruth M. Solazzo-Golik (qualified signature). The
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Location: Zug
Date: Saturday, December 06, 2014, 8:51 AM (CET)



Report on the audit of the interim balance sheet of
Winterthur Technologie, Zug of August 31, 2014
prepared in accordance with Art. 11 Para. 2 of the
Merger Act

As requested, we have reviewed the accompanying audit of interim balance sheet of Winterthur Technologie AG of August 31, 2014 prepared in accordance with Art. 11 Para. 2 of the Merger Act. The interim balance sheet was prepared exclusively with regard to the planned merger of Winterthur Technologie AG with 3M Schweiz AG erstellt.

The Administrative Board is exclusively responsible for the interim balance sheet during the time for which we are responsible for auditing the interim balance sheet.

Our audit was carried out in accordance with the Swiss auditing standard which stipulates that the audit must be planned and conducted in such a way as to identify significant inaccuracies in the interim balance sheet with reasonable assurance. We audited the entries and information of the interim balance sheet through analyses and investigations based on random samples. We also assess the accounting principles used, significant estimates made by management and the overall presentation of the interim balance sheet. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the interim financial statement of August 31, 2014 is in compliance with the laws and statutes of Switzerland.

PricewaterhouseCoopers AG

Roger Kunz

Auditor

Thomas Wallmer

Auditor

Zürich, September 29, 2014

Attachments:

- Interim balance sheet of Winterthur Technologie AG of August 31, 2014 prepared in accordance with Art. 11 Para. 2 of the Merger Act.

*PricewaterhouseCoopers AG, Birchstrasse 160, Postfach, 8050 Zürich
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MERGER BALANCE SHEET	8/31/2014 CHF	12/31/2013 CHF
ASSETS		
Current assets		
Liquid assets	26,265	236,677
Other receivables	3,931	4,859
<i>Intercompany receivables:</i>		
- Current accounts with Group companies (cash pooling)	265,843,712	265,695,561
Accrued income	0	42,472
Total current assets	265,873,908	265,979,569
Non-current assets		
Software	1	1
Investments	9,950,000	9,950,000
Total fixed assets	9,950,001	9,950,001
TOTAL ASSETS	275,823,909	275,929,570
LIABILITIES		
Borrowed capital		
<i>Consolidated liabilities:</i>		
- Current accounts with Group companies	11,232	16,848
Deferred income	10,580	18,300
Tax provisions	12,013	11,750
Total borrowed capital	33,825	46,898
Equity		
Share capital	5,867,772	5,867,772
Reserves from capital contributions	134,932,347	134,932,347
General legal reserves	1,173,554	1,173,554
Net profit	133,816,411	133,908,999
- Profit brought forward	133,908,999	133,980,391
- Annual loss	- 92,588	- 71,392
Total equity	275,790,084	275,882,672
TOTAL LIABILITIES	275,823,909	275,929,570

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J. Ronis

Winterthur Holding (WST Zug) AG, Zug

Minutes of the Administrative Board meeting of November 19, 2014 in Rüschtikon

Participants:

- Peter Zuber
- Jochen Tangemann
- Hildegund Röring

Chairman:

- Peter Zuber

Secretary:

- Hildegund Röring

I. Agenda

1. Inauguration
2. Approval of the merger with Winterthur Technologie AG, Zug and the associated merger agreement between Winterthur Holding (WST Zug) AG and Winterthur Technologie AG, Zug
3. Miscellaneous



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Location: Zug
Date: Saturday, December 08, 2014, 6:50 AM (CET)

II. Negotiations and resolutions

1. Peter Zuber, President of the Administrative Board, is Chairman. Hildegund Röring is the secretary.

The Chairman moves that today's Administrative Board meeting was duly convened and constitutes a quorum. No objection was raised to this movement.

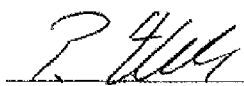
2. The Administrative Board acknowledges the merger agreement with Winterthur Technologie AG, Zug and the merger balance sheet of Winterthur Holding (WST Zug) AG of August 31, 2014. The Administrative Board hereby approves the merger agreement with Winterthur Technologie AG, Zug, and the Administrative Board empowers Peter Zuber and Jochen Tangemann, to sign the merger agreement (including appendix) in the name of Winterthur Holding (WST Zug) AG.

The Administrative Board confirms that the requirements have been met for a simplified merger pursuant to Art. 23 Para. 1 Merger Act.

3. The Chairman adjourns the meeting since no other agenda items are on the table for discussion.

November 19, 2014
Chairman

Secretary



Peter Zuber



Hildegund Röring

Winterthur Technologie AG, Zug, Zug

Minutes of the Administrative Board meeting of November 19, 2014 in Rüschtikon

Participants:

- Peter Zuber
- Jochen Tangemann
- Hildegund Röring

Chairman:

- Peter Zuber

Secretary:

- Hildegund Röring

I. Agenda

1. Inauguration
2. Approval of the merger with Winterthur Holding (WST Zug) AG in Zug and the associated merger agreement between Winterthur Technologie AG, Zug and Winterthur Holding (WST Zug) AG
3. Miscellaneous

II. Negotiations and resolutions

1. Peter Zuber, President of the Administrative Board, is Chairman. Hildegund Röring is the secretary.

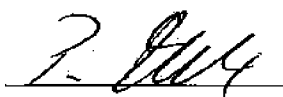
The Chairman moves that today's Administrative Board meeting was duly convened and constitutes a quorum. No objection was raised to this movement.

2. The Administrative Board acknowledges the merger agreement with Winterthur Holding (WST Zug) AG and the merger balance sheet of Winterthur Holding (WST Zug) AG of August 31, 2014. The administrative board hereby approves the merger agreement with Winterthur Holding (WST Zug) AG, and the administrative board authorizes Peter Zuber and Jochen Tangemann to sign the merger agreement (including the appendix) in the name of Winterthur Technologie AG, Zug.

The Administrative Board confirms that the requirements have been met for a simplified merger pursuant to Art. 23 Para. 1 Merger Act.

3. The Chairman adjourns the meeting since no other agenda items are on the table for discussion.

November 19, 2014
Chairman


Peter Zuber

Secretary


Hildegund Röring

Winterthur Technologie AG, Zug

Minutes of the Administrative Board meeting of November 19, 2014 in Rüschtikon

Participants:

- Peter Zuber
- Jochen Tangemann
- Hildegund Röring

Chairman:

- Peter Zuber

Secretary:

- Hildegund Röring

I. Agenda

1. Inauguration
2. Approval of the merger with 3M (Schweiz) GmbH in Rüschtikon and the associated merger agreement between Winterthur Technologie AG, Zug and 3M (Schweiz) GmbH
3. Miscellaneous



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Location Zug
Date: Saturday, December 06, 2014 8:51 AM CET

II. Negotiations and resolutions

1. Peter Zuber, President of the Administrative Board, is Chairman. Hildegund Röring is the secretary.

The Chairman moves that today's Administrative Board meeting was duly convened and constitutes a quorum. No objection was raised to this movement.

2. The Administrative Board acknowledges the merger agreement with 3M (Schweiz) GmbH and the merger balance sheet of Winterthur Technologie AG, Zug of August 31, 2014. The administrative board hereby approves the merger agreement with 3M (Schweiz) GmbH, and the administrative board authorizes Peter Zuber and Jochen Tangemann to sign the merger agreement (including the appendix) in the name of Winterthur Technologie AG, Zug.

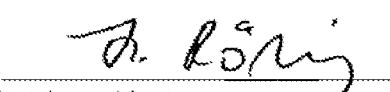
The Administrative Board confirms that the requirements have been met for a simplified merger pursuant to Art. 23 Para. 1 Merger Act.

3. The Chairman adjourns the meeting since no other agenda items are on the table for discussion.

November 19, 2014
Chairman


Peter Zuber

Secretary


Hildegund Röring

3M (Schweiz) GmbH, Rüslikon

Minutes of the management meeting of November 19, 2014 in Rüslikon

Participants:

- Christiane Grün
- Jochen Tangemann
- Hildegund Röring

Authorized absence:

- Patrick Deconinck

Chair:

- Christiane Grün

Secretary:

- Hildegund Röring

I. Agenda

1. Inauguration
2. Approval of the merger with Winterthur Technologie AG, Zug and the associated merger agreement between 3M (Schweiz) GmbH and Winterthur Technologie AG, Zug
3. Miscellaneous

II. Negotiations and resolutions

1. Christiane Grün, Chairwoman of the Board of Management, is the Chair. Hildegund Röring is the secretary.

The Chair moves that today's Board of Management meeting was duly convened and constitutes a quorum. No objections are raised to this motion.

2. The Board of Management acknowledges the merger agreement with Winterthur Technologie AG, Zug and the merger balance sheet of Winterthur Holding Technologie AG of August 31, 2014. The management hereby approves the merger agreement with Winterthur Technologie AG, Zug, and the management authorizes Christiane Grün and Hildegund Röring to sign the merger agreement (including the appendix) in the name of 3M (Schweiz) GmbH.

The Board of Management confirms that the requirements have been met for a simplified merger pursuant to Art. 23 Para. 1 Merger Act.

Management further acknowledges that the employees of 3M (Schweiz) GmbH have been notified of the merger pursuant to Art. 28 Merger Act in conjunction with Art. 333a Para. 2 Code of Obligations.

3. The Chairman adjourns the meeting since no other agenda items are on the table for discussion.

November 19, 2014
Chair


Christiane Grün

Secretary


Hildegund Röring

Daily record

15639 11/26/2014 (URB/3:16/CHE-101.013.508/ZG-20429-2014/CH-170.3.022.534-5)

Winterthur Technologie AG, Zug, in *Zug*, CHE-101.013.508, Aktiengesellschaft (SOCG Nor. 190 of 10/02/2014, Publ. 1746459). Merger: Assumption of assets and liabilities of Winterthur Holding (WST Zug) AG, Zug (CHE-102.491.282) pursuant to the merger agreement of 11/19/2014 and merger balance sheet of 8/31/2014. Assets of CHF 35,364,819 and liabilities (borrowed capital) of CHF 21,532 are transferred to the transferring company. Since the transferring company holds all of the shares of the transferor company, there will be no capital increase or allocation of shares. As a result of the merger, the assets and liabilities (borrowed capital) will be transferred to 3M (Schweiz) GmbH, in Rüslikon (CHE- 105.936.180). The company is dissolved.

Federal fees: 120.00 + 600.00 = 720.00

Documents:

- Registration
- Merger agreement
- Protocol
- Confirmation of audit
- Registration
- Merger agreement
- Protocol
- Confirmation of audit



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Location: Zug
Date: Saturday 06 December 2014 6:52 a.m. (CET)

Zug Commercial Registry
20 Nov. 2014

26 Nov. 2014
Doc. No. Ser. No. 15639 ~~Doc. No. Ser. No. 15478~~

~~24 Nov. 2014~~

Merger agreement

dated November 19, 2014

between

Winterthur Holding (WST Zug) AG
c/o Winterthur Technologie AG, Zug
Gotthardstrasse 28
6304 Zug

(hereinafter **transferor company**)

and

Winterthur Technologie AG, Zug
Gotthardstrasse 28
6304 Zug

(hereinafter **transferring company**)

(transferor company and transferring company, severally a **party**, and jointly the **parties**)



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The original document is a paper document, Zug
Date: Saturday, December 06, 2014, 8:30 AM (GET)

Preamble

1. The transferor company is a joint stock corporation according to Swiss law pursuant to Art. 620 et seq. of the Swiss Code of Obligations, with its head office in Zug. The share capital of the transferor company is CHF 250,000 and is divided into 250 fully transferable registered shares with a par value of CHF 1,000 each.
2. The transferring company is a joint stock corporation according to Swiss law pursuant to Art. 620 et seq. of the Swiss Code of Obligations, with its head office in Zug. The share capital of the transferring company is CHF 5,867,772 and is divided into 5,867,772 fully transferable registered shares with a par value of CHF 1.00 each.
3. The transferring company holds 100% of the shares of the transferor company.
4. The parties wish to join the transferring company and transferor company by way of merger according to the provisions of the Merger Act.

On this basis, the parties hereby agree to be following:

1 Merger

The transferor company and transferring company hereby agree to merge pursuant to Art. 3 Para. 1(a) of the Merger Act (**FusG**), wherein the transferring company assumes all of the assets and liabilities of the transferor company by way of universal succession. The transferor company will be stricken from the commercial register.

The provisions relating to simplified mergers pursuant to Art. 23 Para. 1(a) Merger Act apply.

The merger is based on the book value entered in the merger balance sheet of the transferor company of August 31, 2014 in Appendix 1. All activities on the part of the transferor company shall be considered as being on behalf of the transferring company as of September 1, 2014.

2 Conversion of shares, other provisions

2.1 Exchange ratio

Since the transferor company is a 100% subsidiary of the transferring company, the merger will take place without a capital increase or any compensation payment for shares or membership rights.

2.2 Settlement

No settlement will be paid pursuant to Art. 8 Merger Act.

2.3 No special advantages

No member of a managerial or administrative body shall be granted any special advantages (Art. 13 Para. 1(h) FusG).

3 Applicable law and jurisdiction

3.1 Applicable law

This agreement is subject to Swiss law.

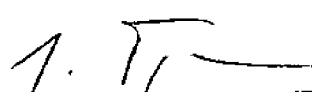
3.2 Jurisdiction

All disputes arising from or associated with this agreement, including disputes regard you in the conclusion, binding effect, supplements to and termination of this agreement are subject to the exclusive jurisdiction and the Commercial Court of Zürich with the right of appeal to the Federal Supreme Court of Switzerland.

Rüschlikon, November 19, 2014
Winterthur Holding (WST Zug) AG



Peter Zuber
 President of the Administrative Board



Jochen Tangemann
 Vice-President of the Administrative Board

Rüschlikon, November 19, 2014
Winterthur Technologie AG, Zug



Peter Zuber
 President of the Administrative Board



Jochen Tangemann
 Vice-President of the Administrative Board

Appendix 1

Merger balance sheet (separate document)

Zug Commercial Registry
20 Nov. 2014

26 Nov. 2014 ~~24 Nov. 2014~~
Doc. No. Ser. No. 15639 ~~Doc. No. Ser. No. 15478~~

Merger agreement

dated November 19, 2014

between

Winterthur Technologie AG, Zug
Gotthardstrasse 28
6304 Zug

(hereinafter **transferor company**)

and

3M (Schweiz) GmbH
Eggstrasse 93
8803 Rüschlikon

(hereinafter **transferring company**)

(transferor company and transferring company, severally a **party**, and jointly the **parties**)



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The original document is a paper document.
Location Zug
Date: Saturday, December 6, 2014 8:51 AM a.m. CET

Preamble

1. The transferor company is a joint stock corporation according to Swiss law pursuant to Art. 620 et seq. of the Swiss Code of Obligations, with its head office in Zug. The share capital of the transferor company is CHF 5,867,772 and is divided into 5,867,772 fully transferable registered shares with a par value of CHF 1.00 each.
2. The transferring company is a limited liability corporation according to Swiss law pursuant to Art. 772 et seq. of the Swiss Code of Obligations, with its head office in Zug. The share capital of the transferring company is CHF 10,705,000 and is divided into 10,705 fully transferable registered shares with a par value of CHF 1,000 each.
3. The transferring company holds 100% of the shares of the transferor company.
4. The parties wish to join the transferring company and transferor company by way of merger according to the provisions of the Merger Act.

On this basis, the parties hereby agree to be following:

1 Merger

The transferor company and transferring company hereby agree to merge pursuant to Art. 3 Para. 1(a) of the Merger Act (**FusG**), wherein the transferring company assumes all of the assets and liabilities of the transferor company by way of universal succession. The transferor company will be stricken from the commercial register.

The provisions relating to simplified mergers pursuant to Art. 23 Para. 1(a) Merger Act apply.

The merger is based on the book value entered in the merger balance sheet of the transferor company of August 31, 2014 in Appendix 1. All activities on the part of the transferor company shall be considered as being on behalf of the transferring company as of September 1, 2014.

2 Conversion of shares, other provisions

2.1 Exchange ratio

Since the transferor company is a 100% subsidiary of the transferring company, the merger will take place without a capital increase or any compensation payment for shares or membership rights.

2.2 Settlement

No settlement will be paid pursuant to Art. 8 Merger Act.

2.3 No special advantages

No member of a managerial or administrative body shall be granted any special advantages (Art. 13 Para. 1(h) FusG).

3 Applicable law and jurisdiction

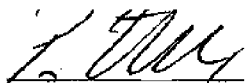
3.1 Applicable law

This agreement is subject to Swiss law.

3.2 Jurisdiction

All disputes arising from or associated with this agreement, including disputes regard youin the conclusion, binding effect, supplements to and termination of this agreement are subject to the exclusive jurisdiction and the Commercial Court of Zürich with the right of appeal to the Federal Supreme Court of Switzerland.

Rüschlikon, November 19, 2014
Winterthur Technologie AG, Zug



Peter Zuber
President of the Administrative Board



Jochen Tangemann
Vice President of the Administrative Board

Rüschlikon, November 19, 2014
3M (Schweiz) GmbH



Christiane Grün
President of the Management Board



Hildegund Röring
Member of Management

Appendix 1

Merger balance sheet (separate document)



The correspondence of this copy with the original document is hereby certified.

Zug, JAN. 18 2016

OFFICE OF THE COMMERCIAL REGISTRY ZUG

PATENT

RECORDED: 04/15/2016

REEL: 038440 FRAME: 0823

Reference Translation - may contain inconsistencies