

PATENT ASSIGNMENT COVER SHEET

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
TK HOLDINGS INC.	04/10/2018
RECEIVING PARTY DATA	
Name:	JOYSON SAFETY SYSTEMS ACQUISITION LLC
Street Address:	2500 INNOVATION DRIVE
City:	AUBURN HILLS
State/Country:	MICHIGAN
Postal Code:	48326
PROPERTY NUMBERS Total: 3	
Property Type	Number
Application Number:	29681453
Application Number:	16119033
Application Number:	16363399
CORRESPONDENCE DATA	
Fax Number:	(404)645-7707
<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>	
Phone:	4046457700
Email:	athomason@mcciplaw.com
Correspondent Name:	MEUNIER CARLIN & CURFMAN LLC
Address Line 1:	999 PEACHTREE STREET, NE
Address Line 2:	SUITE 1300
Address Line 4:	ATLANTA, GEORGIA 30309
ATTORNEY DOCKET NUMBER:	10213-103DX2/24US3/34US3
NAME OF SUBMITTER:	MEREDITH W. STRUBY
SIGNATURE:	/Meredith W. Struby/
DATE SIGNED:	05/30/2019
Total Attachments: 24	
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PATENT ASSIGNMENT AGREEMENT

This **PATENT ASSIGNMENT AGREEMENT** (“Assignment”), dated as of April 10, 2018 (“Effective Date”), is entered into by and between TK Holdings Inc., a Delaware corporation (“Assignor”), and Joyson Safety Systems Acquisition LLC, a Delaware limited liability company (“Assignee”). Assignor and Assignee are individually referred to as a “Party” and collectively as the “Parties.”

WHEREAS, Assignor and certain of its Affiliates, and Joyson KSS Auto Safety S.A. (“Plan Sponsor”, an Affiliate of Assignee) and certain of its Affiliates have entered into that certain Asset Purchase Agreement, dated as of November 16, 2017, and as amended (the “TK US Purchase Agreement”), pursuant to which Assignor agreed to sell, and cause certain of its Affiliates to sell, and Plan Sponsor agreed to purchase, certain assets, including the Purchased Intellectual Property (as defined in the TK US Purchase Agreement), in each case on the terms and subject to the conditions contained in the TK US Purchase Agreement;

WHEREAS, the TK US Purchase Agreement requires the execution and delivery of this assignment of the Patents included in the Purchased Intellectual Property (including those set forth on Exhibit A attached hereto, referred to herein as the “Assigned Patents”) at the U.S. Closing; and

WHEREAS, Assignee hereby desires to purchase, acquire and accept from Assignor, and Assignor hereby desires to sell, transfer, assign, convey and deliver to Assignee, all of Assignor’s entire worldwide right, title and interest in, to and under the Assigned Patents.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, the Parties, intending to be legally bound, hereby agree as follows:

1. Unless otherwise defined herein, all capitalized terms used herein shall have the meanings ascribed to such terms in the TK US Purchase Agreement.
2. Assignor hereby sells, transfers, assigns, conveys and delivers to Assignee all of its right, title and interest in, to and under the Assigned Patents, all related continuations, continuations-in-part, divisionals, reissues, re-examinations, substitutions and extensions thereof, and all counterparts of the foregoing, the same to be held and enjoyed by Assignee for its own use and enjoyment and the use and enjoyment of its successors, assigns and other legal representatives as the same would have been held and enjoyed by Assignor (or its Affiliates, as applicable) if this Assignment had not been made, as assignee of its respective entire right, title and interest therein, including, without limitation, all statutory and other claims, demands, and causes of action of Assignor or any of its Affiliates, for royalties, fees, or other income from, or infringement, misappropriation or violation of, any of the Assigned Patents, all rights to apply for and to maintain all registrations, renewals and extensions thereof and all right of priority with respect thereto, and all of the proceeds from the foregoing which are accrued and unpaid as of, and/or accruing after, the U.S. Closing.

3. This Assignment is binding upon and inures to the benefit of the Parties and their respective successors and permitted assigns.
4. This Assignment and the rights and obligations of the Parties hereunder shall be governed by and construed in accordance with the Laws of the State of New York (without giving effect to any principles of conflict of laws of any jurisdiction that would cause the application of other jurisdictions' laws).
5. Assignor hereby authorizes and requests the officials of the United States Patent and Trademark Office, and the corresponding entities or agencies in any applicable foreign jurisdiction, to record Assignee as assignee and owner of the entire right, title and interest in, to and under the Assigned Patents.
6. Assignor further agrees to execute all instruments or documents required or reasonably requested to perfect or record the right, title or interest of Assignee and hereby irrevocably designates and appoints Assignee and its duly authorized officers and agents, as Assignor's agents and attorney in-fact, coupled with an interest to do all other lawfully permitted acts to record, perfect, or otherwise secure that transfer contemplated hereunder.
7. No waiver or amendment of any provision of this Agreement shall be valid unless the same shall be in writing and signed by each Party except as expressly provided herein. No conditions, course of dealing or performance, understanding or agreement purporting to modify, vary, explain, or supplement the terms and conditions of this Assignment shall be binding unless this Assignment is amended or modified in writing pursuant to the first sentence of this Section 7 except as expressly provided herein.
8. This Assignment may be executed in two or more counterparts, each of which shall be deemed an original but all of which together will constitute one and the same instrument. This Assignment or any counterpart may be executed and delivered by electronic communications in portable document format (.pdf), each of which shall be deemed an original.

[Signature Page Follows]

TK HOLDINGS INC.

By:



Name: Ken Bowling

Title: Vice President, Chief
Financial Officer, Secretary

[Signature Page to Patent Assignment Agreement]

As Assignee:

Joyson Safety Systems Acquisition LLC

By: Matthew Cohn

Name: Matthew Cohn

Title: Manager

[Signature Page to Patent Assignment Agreement]

**EXHIBIT A
ASSIGNED PATENTS**

See attached.

Country	Application Date	Application No.	Publ. Date Appl.	Publ. No. Appl.	Reg./grant Date	Reg./grant No.
Canada	7/19/2012	2783429	1/19/2013	2783429A		
Canada	4/30/2012	2775789	10/29/2012	2775789A		
China	3/19/2003	3811461.5			12/5/2007	100352703C
China	7/15/2003	3816967.3			1/30/2008	100365430C
China	3/19/2003	3811470.4			11/16/2011	101115646B
China	8/28/2006	200680030836.X			1/19/2011	101300154B
China	2/2/2007	200780008709.4			7/18/2012	101400554B
China	11/13/2008	200880115478.1	10/9/2010	101855120A	7/4/2012	101855120B
China	11/13/2008	200880115480.9			1/29/2014	101855121B
China	2/3/2009	200980104060.5			2/13/2013	101939191B
China	10/28/2010	201080048770.3			7/1/2015	102596686B
China	2/2/2007	201210196816.7			12/10/2014	102700500B
China	11/18/2010	201080052644.5	10/10/2012	102725183A	5/27/2015	102725183B
China	12/9/2011	201180066594.0			10/26/2016	103347446B
China	12/11/2013	201280015051.0			8/17/2016	103442925B
China	3/8/2012	201280019106.5			11/9/2016	103476623B
China	5/3/2012	201280022186.X			2/22/2017	103517833B
China	6/29/2012	201280034266.7			8/24/2016	103648885B
China	1/13/2014	201280034553.8	3/26/2014	103687755A	5/31/2017	103687755B
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China	4/9/2014	201280049599.7	6/18/2014	103874607A		
China	1/7/2013	201380012180.9	11/12/2014	104145433A		
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China	4/8/2015	201580018074.0	11/16/2016	106132783A		
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United States	3/21/2016	15/075519	7/14/2016	2016/0200343		
United States	3/21/2016	15/075527	7/14/2016	2016/0200246		
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United States	6/17/2016	15/185984				
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United States	1/6/2015	14/589362	4/23/2015	2015/0108742	9/20/2016	9446734
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