

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

Assignment ID: PATI840712

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| SUBMISSION TYPE: | NEW ASSIGNMENT | |
| NATURE OF CONVEYANCE: | ASSIGNMENT | |
| CONVEYING PARTY DATA | | |
| | Name | Execution Date |
| | BRITISH AMERICAN TOBACCO (INVESTMENTS) LIMITED | 03/05/2020 |
| RECEIVING PARTY DATA | | |
| Company Name: | NICOVENTURES TRADING LIMITED | |
| Street Address: | Globe House | |
| Internal Address: | 1 Water Street | |
| City: | London | |
| State/Country: | UNITED KINGDOM | |
| Postal Code: | WC2R 3LA | |
| PROPERTY NUMBERS Total: 1 | | |
| | Property Type | Number |
| | Application Number: | 16839439 |
| CORRESPONDENCE DATA | | |
| Fax Number: | 6128522701 | |
| <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: | 6128522700 | |
| Email: | mollie.kufner@Huschblackwell.com, IP-BAT@huschblackwell.com | |
| Correspondent Name: | Mollie Kufner | |
| Address Line 1: | 80 S 8th Street | |
| Address Line 2: | Suite 4800 | |
| Address Line 4: | Minneapolis, MINNESOTA 55402 | |
| ATTORNEY DOCKET NUMBER: | 40068-20 | |
| NAME OF SUBMITTER: | Mollie Kufner | |
| SIGNATURE: | /Mollie Kufner/ | |
| DATE SIGNED: | 02/21/2025 | |
| Total Attachments: 113 | | |
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DATED: 5 March 2020

BRITISH AMERICAN TOBACCO (INVESTMENTS) LIMITED

-and-

NICOVENTURES TRADING LIMITED

ASSIGNMENT OF SELECT INTELLECTUAL PROPERTY

Contents

| | | |
|-----|--------------------|---|
| 1. | Interpretation | 3 |
| 2. | Assignment | 4 |
| 3. | Further Assurance | 5 |
| 4. | Warranties | 5 |
| 5. | Entire Agreement | 5 |
| 6. | Variation | 5 |
| 7. | Severance | 6 |
| 8. | Counterparts | 6 |
| 9. | Third Party Rights | 6 |
| 10. | Governing Law | 6 |
| 11. | Jurisdiction | 6 |

This agreement is dated 5 MARCH 2000.

PARTIES

- (1) **BRITISH AMERICAN TOBACCO (INVESTMENTS) LIMITED** incorporated in the United Kingdom with company number 00074974 whose place of business is at Globe House, 1 Water Street, London, WC2R 3LA (the "Assignor"); and
- (2) **NICOVENTURES TRADING LIMITED** incorporated in the United Kingdom with company number 06665343 whose place of business is at Globe House, 1 Water Street, London, WC2R 3LA, United Kingdom (the "Assignee").

(Each a Party and together the Parties.)

BACKGROUND

- (A) The Assignor is the owner of the Intellectual Property (as defined below).
- (B) The Assignor has agreed to assign the Intellectual Property to the Assignee on the terms set out in this agreement.

AGREED TERMS

1. Interpretation

1.1. The following definitions apply in this agreement:

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| Intellectual Property | means the Patents (as defined below), Registered Designs (as defined below), Know-How (as defined below) and Unregistered Rights (as defined below) (for the avoidance of doubt, this definition excludes trade marks (whether registered or unregistered)); |
| Know-how | includes specifications, formulae, information, inventions, processes, techniques, quality control standards and methods of assessment and modifications, improvements, enhancements to any of the foregoing; |
| Patents | means those patent and utility models and patent applications and utility model applications listed at Schedule 1; |
| Products | means: a) non-combustible aerosol provision systems that release compounds from an aerosol-generating material without combusting the aerosol-generating material including without limitation vapour products (such as electronic cigarettes), tobacco heating products (which are suitable for use with an aerosol-generating material comprising tobacco), and hybrid systems (which generate aerosol using a combination of aerosol-generating materials); and b) devices, aerosol-generating materials, consumables and spare parts and |

accessories for (a);

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| Registered Designs | means those registered designs and registered design applications listed at Schedule 2; and |
| Unregistered Rights | means unregistered rights in designs, copyright (including rights in computer software), topography rights, database rights, plant variety rights and all rights and forms of protection of a similar nature to any of the foregoing or having equivalent effect in relation to the Products (as defined above) (for the avoidance of doubt, this definition excludes trade marks (whether registered or unregistered)); |

2. Assignment

In consideration of the sum of [REDACTED] receipt of which the Assignor expressly acknowledges, the Assignor assigns to the Assignee, with full title guarantee, all its right, title and interest in and to the Intellectual Property, and in and to all and any inventions disclosed in the Intellectual Property, including without limitation:

- 2.1. the right of priority for the Patents and Registered Designs;
- 2.2. in respect of any and each application in the Patents and Registered Designs:
 - a. the right to claim priority from and to prosecute and obtain grant of a patent or registered design (if available); and
 - b. the right to file divisional applications, continuations or continuations in part based thereon (or equivalent, if any) and to prosecute and obtain grant of patent or registered design on each and any such divisional application, continuation or continuation in part (or equivalent, if any);
- 2.3. in respect of each and any invention disclosed in the Patents, the right to file an application, claim priority from such an application, and prosecute and obtain grant of a patent or similar protection in or in respect of any country or territory in the world;
- 2.4. in respect of each and any design comprised in the Registered Designs, the right to file an application, claim priority from such an application, and prosecute and obtain grant of a registered design or similar protection in or in respect of any country or territory in the world;
- 2.5. the right to extend to or register in or in respect of any country or territory in the world each and any of the Patents or Registered Designs, and each and any of the applications comprised in the Patents or Registered Designs or filed as aforesaid, and to extend to or register in, or in respect of, any country or territory in the world any patent or registered design or like protection granted on any of such applications;

- 2.6. the absolute entitlement to any patents or registered designs granted pursuant to any of the applications comprised in the Patents or Registered Designs or filed as aforesaid; and
- 2.7. 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 arising from ownership, of any of the Intellectual Property, whether occurring before on or after the date of this agreement.

3. Further Assurance

At its own expense, the Assignor shall, and shall use all reasonable endeavours to procure that any necessary third party shall, promptly execute such documents and perform such acts as may be required for the purpose of giving full effect to this agreement, including:

- 3.1. registration of the Assignee as applicant for, or proprietor of, the Intellectual Property; and
- 3.2. assisting the Assignee in obtaining, defending and enforcing the Intellectual Property, and assisting with any other proceedings which may be brought by or against the Assignee against or by any third party relating to the rights assigned by this agreement.

4. Warranties

Each party warrants and represents to the other with respect to itself that it has the full right, power and authority to execute, deliver and perform this agreement and that the signatory to this Agreement is authorised to execute this agreement.

5. Entire Agreement

- 5.1. This agreement constitutes the entire agreement between the parties and supersedes and extinguishes all previous agreements, promises, assurances, warranties, representations and understandings between them, whether written or oral, relating to its subject matter.
- 5.2. Each party agrees that it shall have no remedies in respect of any statement, representation, assurance or warranty (whether made innocently or negligently) that is not set out in this agreement. Each party agrees that it shall have no claim for innocent or negligent misrepresentation or negligent misstatement based on any statement in this agreement.

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 provision or part-provision of this agreement is or becomes invalid, illegal or unenforceable, it shall be deemed deleted, but that shall not affect the validity and enforceability of the rest of this agreement.
- 7.2. If any provision or part-provision of this agreement is deemed deleted under Clause 7.1 the Parties shall negotiate in good faith to agree a replacement provision that, to the greatest extent possible, achieves the intended commercial result of the original provision.

8. Counterparts

- 8.1. This agreement may be executed in any number of counterparts, each of which when executed and delivered shall constitute a duplicate original, but all the counterparts shall together constitute the one agreement.
- 8.2. Transmission of an executed counterpart of this agreement by email shall take effect as delivery of an executed counterpart of this agreement.
- 8.3. No counterpart shall be effective until each Party has executed and delivered at least one counterpart.

9. Third Party Rights

This agreement does not give rise to any rights under the Contracts (Rights of Third Parties) Act 1999 to enforce any term of this agreement.

10. Governing Law

This agreement and any dispute or claim (including non-contractual disputes or claims) arising out of or in connection with it or its subject matter or formation shall be governed by and construed in accordance with the law of England and Wales.

11. Jurisdiction

Each Party irrevocably agrees that the courts of England and Wales shall have exclusive jurisdiction to settle any dispute or claim (including non-contractual disputes or claims) arising out of or in connection with this agreement or its subject matter or formation.

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

Signed for and on behalf of **BRITISH
AMERICAN TOBACCO
(INVESTMENTS) LIMITED** by an
authorised signatory in accordance
with the laws of the United Kingdom

Signature:



Name:

STEVE DIALE

Title:

DIRECTOR

Date:

5 MARCH 2020

Signed for and on behalf of
NICOVENTURES TRADING LIMITED
by an authorised signatory in
accordance with the laws of the
United Kingdom

Signature:



Name:

VLADIMIR SHILOV

Title:

DIRECTOR

Date:

5 MARCH 2020

Schedule 1

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| Family reference | Country | Application No. | Publication No. |
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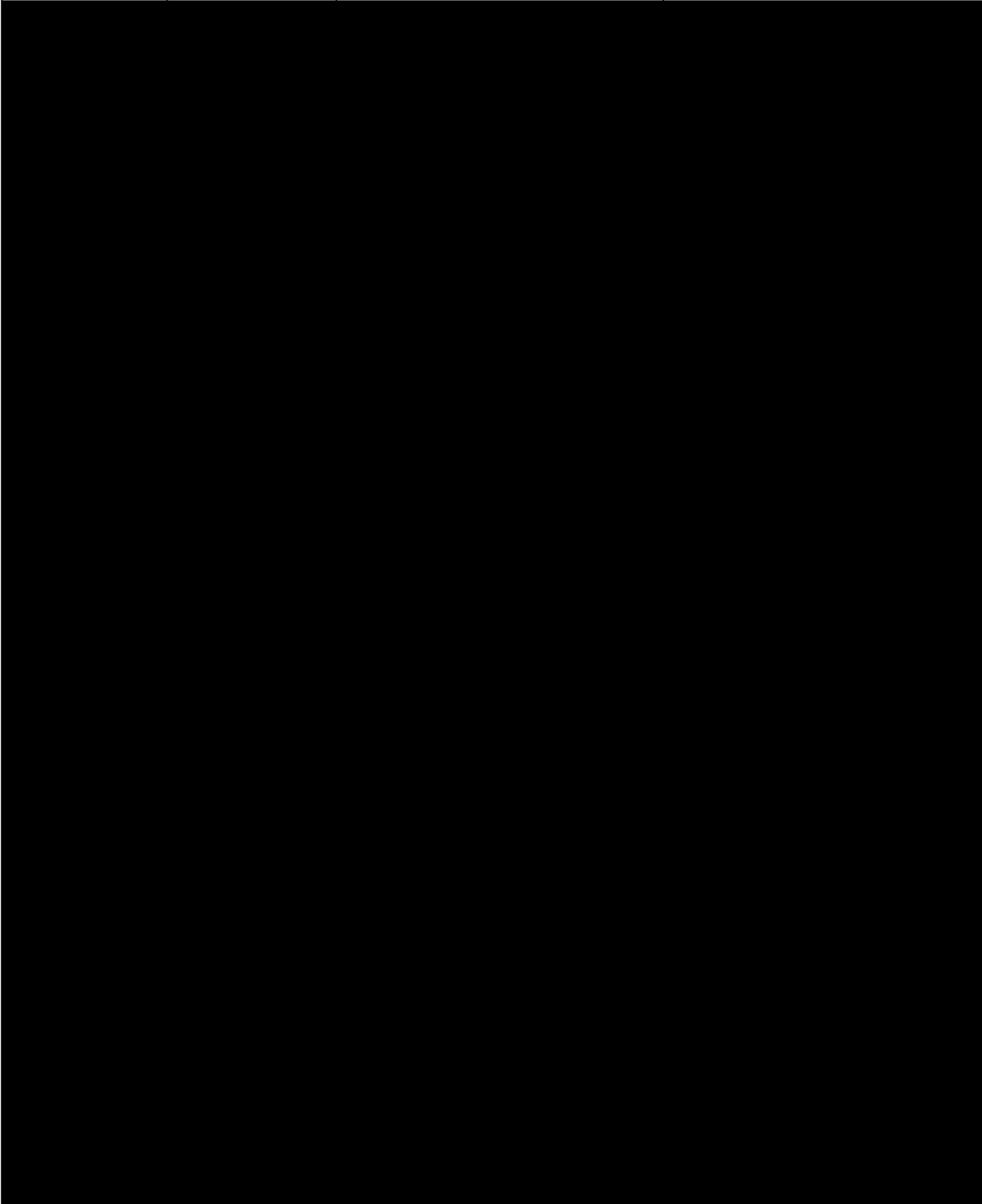
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| Family reference | Country | Application No. | Publication No. |
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| Family reference | Country | Application No. | Publication No. |
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