

Assignment of Trade Mark with Goodwill

Between Party A and Party B

Date:

DRAFTING NOTES: This precedent is suitable for the sale of a trade mark as part of a sale of business. Include a description of the Trademark(s) in the Schedule, and attach any graphical representations to Annexure A

THIS DEED dated this day of 2020

PARTIES

(ACN/ABN) of (Assignor)

OF THE FIRST PART

AND

(ACN/ABN) of (Assignee)

OF THE SECOND PART

RECITALS

- A. The transferor is the registered proprietor in Australia under the Trade Marks Act 1995 (Cth) (Act) of the trade mark and logo set out in the Schedule and Appendix respectively and hereby transfers its title in the mark to the Transferee.
- B. The Transferee has purchased the business belonging to the Transferor and the trademark forms part of the sale.

TERMS

1. DEFINITIONS & INTERPRETATION

a) Definitions

In this Deed, unless otherwise indicated by the context:

- i) Business Day means a day that is not a Saturday, Sunday, public holiday or bank holiday in the state in which the subject matter of this agreement is to be performed;
- ii) Business Hours means from 9.00 am to 5.00 pm on a Business Day;
- iii) Person includes a natural person, body corporate, partnership, joint venture, association or other incorporated or unincorporated legal entity;
- iv) ~~XX~~unenforceable; Trademark means a registered trademark as defined under the Trade Marks Act 1995 (Cth) (the Act);
- v) 'The Trademark' and 'Marks' means the words and / or graphical representations set out in the Schedule and Appendix to this Deed.

b) Interpretation

In this Agreement, unless otherwise indicated by the context:

- i) the singular includes the plural and vice versa; words importing a gender include the other genders;
- ii) other grammatical forms of defined words or phrases have corresponding meanings;
- iii) use of a term denoting subject matter which comprises more than one part or aspect includes a reference to each or any part or aspect of the subject matter;
- iv) a reference to a clause, part of a clause, schedule or annexure is a reference to that clause, part of a clause, schedule or annexure to this document and a reference to this document includes its schedules and any annexures;