

## **TRADEMARK INTEGRATION**

### **Purpose/Executive Summary**

The purpose of this document is to outline the integration of trademark assets into \_\_\_\_\_ (“Company”)’s corporate ownership.

### **Scope**

This procedure applies to trademarks assets obtained through acquisitions.

#### **1.1 Acquisition Announcement.**

##### **1.1.1 Step 1:**

- (a) Acquisition is publicly announced.
- (b) Company Legal obtains IP Schedule from counsel handling the acquisition and the Trademark Asset Inventory and trademark docket of Target Company’s assets from Target Company’s trademark counsel.
- (c) Company Legal notifies Target Company to transfer physical trademark and domain names files to Company Legal upon close of acquisition. Company Legal contacts counsel for Target Company to ensure that Target Company maintains all trademark assets until acquisition closes, including responding to imminent deadlines.
- (d) Company Legal and Company Marketing begin process of reconciling IP Schedule and Trademark Asset Inventory to ensure consistency of data.

#### **1.2 Post Acquisition Close Date.**

##### **1.2.1 Step 2:**

- (a) Company Legal contacts counsel for the Target Company and requests transmittal of physical trademark files.
- (b) Company Marketing provides Company Legal with disposition instructions for Target Company’s trademark assets.

##### **1.2.3 Step 3:**

- (a) US Trademark Files: Upon receipt of physical trademark files, Company Legal transfers domestic files to Outside Legal for docket and calendar entry, subsequent trademark assignment activities and disposition.
- (b) Non-US Trademark Files: Company Legal provides Outside Legal counsel with updated docket of acquired assets for docketing and calendar entry. Company Legal maintains relevant files or sends to Outside Legal when needed.
- (c) After receipt of disposition instructions from Company Branding, Company Legal instructs local counsel used by Target Company accordingly. Record of instructions is maintained in databases and e-mail records.

### 1.3 Assignment of Trademarks.

#### 1.3.1 Step 4:

U.S. Trademarks: Outside Legal prepares assignment documentation and substitution of attorney documentation. Company Legal reviews and ensures execution of assignment documentation for subsequent transmittal to the U.S. Patent & Trademark Office. Filing with U.S. Patent & Trademark Office effected by Outside Legal.

Non-U.S. Trademarks: Based on disposition instructions provided by Company Marketing, Company Legal obtains and transmits assignment documentation to Local Counsel and instructs assignment of trademarks. Alternatively, Company Legal instructs Local Counsel to maintain trademark assets as per Company Legal's direction. E-mail communications are maintained in e-mail (electronic folders) and relevant databases.

Company Legal monitors and provides any additional supporting documentation to effect assignment of trademarks in all relevant jurisdictions (when applicable).

### 2.1 Records and Retention

In accordance with Legal Services Department Quality Record Management Procedure.

### 2.2 Responsibilities

#### *Company Legal*

Manages integration of trademark assets into Company corporate ownership.

#### *Company Marketing*

Provides disposition instructions of acquired trademark assets.

#### *Local Counsel*

Provide legal services in connection with the integration of trademark assets (outside the U.S.)

#### *Outside Legal*

Provide legal services in connection with the integration of trademark assets (U.S.)

#### *Outside Legal (corporate)*

Provide legal services in connection with the acquisition of Target Companies

## **Policy Compliance**

### **3.1 Compliance Management**

Compliance with Company policies is required. Compliance to this policy is verified through various methods, including but not limited to, reports from available business tools, internal and external audits, self-assessment, and/or feedback to the policy owner.

### **3.2 Non-compliance**

Compliance with Company policies is required. Deviations or non-compliance with this policy require prior approval from Company Legal.

### **Definitions**

The following terms and definitions are used in this document:

*Company Legal*

Company's internal trademark legal department

*Company Marketing*

Corporate Branding Including the Brand Strategy and Identity Team

*IP Schedule*

Listing of trademarks contained within acquisition documents pertaining to specific Target Company

*Outside Counsel*

Non Company attorneys performing legal work for Company

*Trademark Asset Inventory*

Listing of Trademark provided by Target Company's Trademark Counsel

*Target Company*

Entity being acquired by Company