



ICQ HOLDING

Certified copy
pursuant to section 175(2)(b)
of the *Trade Marks Act 1995*


Commissioner

8/7/11
Date



**GENERAL RULE FOR CONCESSION AND USE OF THE MARK
"CERTIFIED SAFE"**

ICQ HOLDING

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ARTICLE 1 - OBJECT OF THE RULE AND OWNERSHIP OF THE MARK

The present rule provides:

- the procedures, the provisions and the restrictions of use of the collective mark "CERTIFIED SAFE" in all its versions (see enclosure A) hereafter called "the Mark", which is the subject of the registrations and listed applications in enclosure B.
- the relations between ICQ HOLDING with registered and operations' office in via Europa, 28 - 22060 Cabiato (CO) ITALY and the business companies (hereafter called companies) aiming to obtain the concession for use the registered mark "Certified Safe" of which ICQ HOLDING is the only owner.

ARTICLE 2 - AIMS OF THE MARK

The mark intends to give the opportunity to identify all those products and articles for children:

- that have been subjected, by ICQ HOLDING, to tests foreseen by the law in the field of the safety of products and that attend the essential requirements established by all applicable Standards and Directives;
- that have been subjected by ICQ HOLDING to the tests and assessments contained in the technical enclosure C which is integral part of this rule;
- whose production or lots of finished production personnel authorized by ICQ HOLDING have inspected.

The mark aims to give in the appropriate way the information about the level of safety of the product to all the interested subjects.

The mark aims to boost the cooperation between client and supplier in order to get a competitive product and a high level of safety.

The mark aims to spread an image of safety applied to the product world and issued by an independent Body.

ARTICLE 3 - TERMS OF CONTRACT

The use of the Mark is authorized only at the conditions foreseen by the present rule and companies must respect them at any time.

Only companies authorized by ICQ HOLDING are allowed to use the mark.

The right to maintain the use of the mark on products depends on the results of the inspections periodically carried out and on the fulfilment of the conditions established in the present rule.

The use of the mark is granted only for products for which:

- ICQ HOLDING has certified the respect of the essential requirements established by all applicable Directives.
- ICQ HOLDING has certified through assessments, tests and experimental analyses the conformity of products to safety requirements contained in enclosure C of the present rule. This document includes both requirements established by national and international laws and dispositions, and additional requirements determined by ICQ HOLDING for different categories of products;
- ICQ HOLDING has certified the overcoming of the inspections for lots of production.

The tests and controls must be performed at the ICQ HOLDING laboratory or in a place arranged between ICQ HOLDING and the applicant.



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The right of use the Mark cannot be transferred from one company to another one. In case of fusion or absorption of the owner company with another company, the rights to use the mark will discontinue.

The owner of the concession must inform immediately ICQ HOLDING when a change takes place inside the company, in the address or social reason and ICQ HOLDING will analyse the situation and take a decision about the continuity of the right to use the mark.

Collective published advertising, promotions and information actions about the products with right of use the mark will be defined and performed by ICQ HOLDING.

The applicant company can use the mark only in the format, graphic, colours and dimensions established by ICQ HOLDING. Reproductions, even partial, of the mark are not allowed.

The applicant company can make advertising actions and sales promotion where he makes reference to the concession of the Mark, safe that he doesn't cause any confusion about its meaning and use. The applicant company must display the words "*Certified by ICQ Holding S.r.l.*" near or alongside the mark in text that is of a size and position that it can be easily noticed by consumers.

In order to avoid any misunderstanding, the applicant company shall submit in advance to ICQ HOLDING a written and detailed presentation about the content that will be object of publicity or promotion of products.

ICQ HOLDING will communicate approval or opposition, always in a written way.

The mark shall be put in visible way on all the products' packaging, conform and identical to the product tested by ICQ HOLDING, and built, imported or distributed by the society that has obtained the concession to the use.

ICQ HOLDING assures the professional secret about all information, data or any other gathered notes required to the company during the whole process of achievement and use of the mark.

Companies who can apply for concession for use of the mark are those that:

- produce or commercialise products whose mark is applicable;
- completely accept the present rule and the relative enclosures that are integral part of it.

ARTICLE 4 – RESPONSIBILITY

The company with the concession to use the mark has the right of:

- to advertise the obtaining of the concession of use in the ways they find more convenient but only in relation with the products, which have obtained this concession.
- to apply or to make apply the mark on the relative pickings or in alternative directly on products.

The concession to use the mark, issued by ICQ HOLDING, does not release the company either from the observation of any legislative obligation deriving from the products, process and services that are furnished or the contractual obligation towards the clients.

In particular anyone agrees that the company is the only guarantor for the observation of the present rule and that ICQ HOLDING is not responsible either for third parties or consumers.

The company in possession of the concession for use the mark commits itself to:

- to keep in file the certificates and the technical documentation on the base of which they were released, for at least 5 years up to the last product manufacturing;
- to use the mark only on the products for which the use was allowed;
- to guarantee that products put on the market with the mark have the same characteristics of those sent to ICQ HOLDING for evaluations, tests and analyses. Any change on the



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product must be communicated and a sample has to be sent to ICQ HOLDING for assessments. ICQ HOLDING shall do all the necessary tests to maintain the use of the mark. The company commits itself to improve all the non-conformities due to modifications;

- to distinguish in a clear way on price lists, catalogues and advertising materials the products for which the use of the mark was allowed, avoiding any confusion with the other products;
- to respect the dispositions deriving from the actual rule;
- to manufacture, to produce, to import only products in conformity with the "Type" for which the use of the mark was allowed;
- to allow ICQ HOLDING to visit for inspection reasons the manufacturing, inspection, testing and storage places where the products which obtained the use of the mark are collected, with the aim to certify their conformity;
- to allow ICQ HOLDING to draw samples or parts of them in manufacturing, inspection, storage, or installation areas and from the market in order to make tests and analysis to certify the conformity of the products with the "Type" for which the use of the mark was allowed;
- to pay the annual fee for concession of use the mark.

ICQ HOLDING commits itself to promote and broadcast information about the mark through means of communication, advertising, informative sessions, publications, specialized magazines, press and so on.

The concession for use the mark issued by ICQ HOLDING to the company for products conform to all necessary requirements, does not presume that ICQ HOLDING assures the safety of all the production, when the production is different from the type-product really subjected to tests.

ARTICLE 5 --PROCEDURE FOR CONCESSION OF USE OF THE MARK

PRESENTATION OF THE APPLICATION

The companies that want to obtain the concession for use the mark must send a written request using the model prepared by ICQ HOLDING or another form containing all the information required by the model.

A specific request must be presented for each product (hereafter called "Type") for which the company wants to obtain the right to use the mark.

The same "Type" can include several versions of a product providing that differences among the variations do not affect on the level of safety and on other characteristics in matter of product performances. The evaluation about the influence of variations on the level of safety of the specific product is exclusive competence of ICQ HOLDING.

Therefore even the decision about the possibility of considering more variations of a product as the same "Type" is exclusive competence of ICQ HOLDING and it shall be taken after evaluation of the products and their technical documentation during the acceptance of the request.

The company must present a request to ICQ HOLDING containing the following documentation: general information about the product including, when applicable:

- way of use and if necessary, installation and maintenance;
- age target to which the product is addressed;
- technical specifications;



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- industrial design, if available;
- way and place of production;
- countries of sales;
- forms and criteria through which the company assures that the manufactured products are in conformity with the Type for which the concession of use the mark is required.

EXAMINATION OF THE APPLICATION

On receipt of the application, ICQ HOLDING enters it and carries out a preliminary assessment with the following aim:

- to verify the completeness and to evaluate the consistency of the general information;
- to verify the completeness and to evaluate the consistency of the technical documentation.

ICQ HOLDING provides to forward copy of the present rule for acceptance and signature of the company.

When the documentation received results, in ICQ HOLDING opinion, inadequate, inconsistent, and/or incomplete, the normal progress of the file will be suspended until the applicant satisfies the requests of integration and/or changes pointed out by ICQ HOLDING.

Following the positive result of the applicant examination, ICQ HOLDING officially communicates its acceptance to the company and forwards an estimate relative to:

- costs for tests, analysis and all necessary controls to verify the conformity of the product to the applicable safety requirements
- costs related with the issue of the Certificate of use the mark;
- annual contribution for the concession to use the mark: it is defined within a price list.

The progress of the course for concession of use of the mark and the beginning of tests and analysis are subordinate to:

- acceptance by signing the estimate from the company;
- acceptance by signing of the present rule.

In particular cases, where the characteristics of the products makes it necessary, ICQ HOLDING will issue the estimate related to tests, and analysis only after a preliminary visit, performed in the arranged way and charged to the company, at the place of production, storehouse or installation of products.

TEST AND VERIFICATIONS PERFORMANCE

Following the acceptance of the estimate by the company, ICQ HOLDING starts tests and foreseen verifications at ICQ HOLDING Laboratory or in place agreed between ICQ HOLDING and the company.

ISSUE OF CERTIFICATE FOR CONCESSION OF USE OF THE MARK

At the end of tests, analysis and verifications ICQ HOLDING issues the Certificate of use the mark and forwards it to the company.

In case of positive result the use of the Mark is allowed to the company in consequence of:

- signing of the present rule and of the relative enclosures that are integral part of it;
- payment of the annual contribution for Concession to use the mark.

In case of negative result the company can ask another time the concession of the Mark on the "Type" after having modified the article in order to make it in conformity with the applicable safety requirements. This request must be considered both from the operational and from economical point of view a new application that will repeat the course of acceptance.



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It is exclusive competence of ICQ HOLDING to define tests and verifications to be performed on the "modified Type" with the aim to verify the conformity to all applicable safety requirements and keeping in consideration results of tests and verifications carried out before the modification.

To get through all the foreseen checks includes the inspections to lots of production of the articles for which the right to use the mark is required.

The inspections involve visits at the manufacturing facilities or warehouses during which ICQ HOLDING technicians will select some samples from the lots of production according with MIL STD procedures. The selected samples will be submitted to opportune assessments listed in specific checklists.

After these checks, ICQ HOLDING will issue an inspection report.

Expenses for inspections are to be paid by the company owner of the concession and are established by ICQ HOLDING on the base of man-days, required to carry out the inspection, and travelling expenses.

APPEAL

If after modifying the article in order to make it conform with the applicable safety requirements ICQ HOLDING issues another negative result and refuses to issue a Certificate for concession of use of the mark, or if a Certificate is cancelled by ICQ HOLDING, the company may by written notice to ICQ HOLDING refer the refusal or cancellation to arbitration. The company's right of arbitration must be exercised within 14 days of the refusal or cancellation. The arbitrator will be appointed by agreement between the parties. If no agreement is reached within 21 days, the matter shall be submitted to arbitration in accordance with, and subject to, The Institute of Arbitrators & Mediators Australia Rules for the Conduct of Commercial Arbitrations.

The decision of the arbitrator shall be final and binding on both parties.

SURVEILLANCE ON THE PRODUCT FOR WHICH THE USE OF THE MARK HAS BEEN GRANTED

ICQ HOLDING reserves the right to carry out periodic checks even from the market for products with concession of use the mark in order to verify their conformity.

These checks can occur through:

- visits for inspection purposes, at least once a year, to manufacturing facilities, or inspection, tests, deposit, installation places of the products for which the use of the Mark has been granted.

During these visits same samples could be withdrawn to undergo opportune assessments. Dates and plans of visits are arranged between ICQ HOLDING and the company.

- tests and verifications on products for which the use of the Mark has been granted directly withdrawn from the market (points of sale).

The selection of specific tests and verifications is of exclusive competence of ICQ HOLDING. The tests will be performed at ICQ HOLDING Laboratory or in a place arranged between ICQ HOLDING and the company.

A specific test report will be issued.



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Costs for inspections, tests and analysis on products are to be paid by the society in possession of the concession and are defined by ICQ HOLDING on the base of typology and number of products to submit to verification.

ARTICLE 6 - VALIDITY OF THE CONCESSION TO USE THE MARK

The right of use of the mark is for one year, starting from the moment of the concession of the certificate of use; after this period the right of use of the mark will finished. This period could be shorter in case of repeal of the concession of use the Mark, due to some of the presuppositions considered in the present rule.

RENEWAL

The renewal of the concession must be required two months before the expiring date. This request will be transmitted to ICQ HOLDING filling in a specific form.

If within a months after the expiring date, ICQ HOLDING will not receive any renewal request, the rights of use the mark are automatically considered as ended.

ARTICLE 7 - SUSPENSION, RENUNCIATION AND REVOCATION OF THE CONCESSION

SUSPENSION

The suspension of the concession to use the Mark is carried out from ICQ HOLDING in the following cases:

- after independent request of the societies, for justified technical and/or organizational reasons;
- for the non-payment of the foreseen costs;
- following the refusal of the societies to undergo the inspection activities and the tests foreseen in the present rule;
- when it is verified that the product, or even part of the production, is not conform to the safety requirements.

The suspension has a maximum length of 12 months. The decision and the length of the suspension are communicated to the society by ICQ HOLDING through a registered letter pointing out the motivations and the conditions to which the suspension can be revoked.

When the reasons that have caused the suspension are not removed within the terms of its due date, ICQ HOLDING can agree a further motivated suspension, if the first one had been granted for a period below 12 months (the maximum length), or can proceed with the Revocation of concession.

The companies for which the concession has been suspended are forced to:

- not to use the Mark until they receive the communication that the suspension has been cancelled;
- to carry out the actions required by ICQ HOLDING in order to remove the reasons that have determined the suspension.

Non-performance suspensions can be originated even by complaints and charges of third parties. Anyone, individual or legal person properly identified, whose details could be covered by professional secret, if he/she wants, can present a complaint to ICQ HOLDING with reference to supposed lacks of safety in a product with the mark.



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ICQ HOLDING could carry out the opportune verifications through inspections and testing, in order to check the truth of the content of the complaint.

Costs resulting from the complaint will be charged to the complainant safe that the results of the testing show the justification of the complaint, in such case the costs would be charged to the company.

During the period of suspension the obligation to pay the annual contribution for concession of use the Mark is maintained

RENUNCIATION

The companies can renounce to the concession of use the mark:

- in case of non acceptance of any revisions of the present rule;
- in case of non acceptance of changes in the price list;
- for organizational or technical reasons (for instance: discontinuance in the production of products for which the concession has been allowed; bankruptcy or liquidation).

Following the renouncement companies are obliged to:

- to cancel from the product, from its packaging, from technical and advertising documentation every reference or symbol of the concession of the mark;
- to destroy the whole documentation and advertising materials containing, under any form, reference or symbol of concession of the mark;
- to inform ICQ HOLDING through registered letter about the fulfilment of such prescriptions.

ICQ HOLDING reserves the right to refuse the application of concession from a company that has renounced in the past to such concession; in any case the acceptance of this application can occur only six months after the renouncement.

REVOCATION

The revocation of the concession can be decided by ICQ HOLDING following:

- repeated non-observance of requirements and prescriptions deriving from the application of the present rule;
- missing and not motivated elimination of the reasons that have caused the suspension after the maximum period of 12 months;
- persistence of the delay in payments;
- discontinuance in the production of the product or products for which the concession has been allowed if the society has not already communicated the renunciation to the concession;

REVOCATION FOR ABUSE OF MARK

ICQ HOLDING, as owner of the mark, could, in front of any unauthorized use of it carried out by any company, or third parties, to begin, within the legislation in force, any legal action that ICQ HOLDING considers convenient.

Unauthorized use of the Mark is considered when it is used:

- on products whose concession results expired for effect of the term according to art. 6;
- on products whose application of concession is still in progress;
- on products whose application of concession has been denied;
- on products whose concession has temporarily been suspended or revoked;
- on products different from those to which the Mark has been granted;
- on products for which there is neither application nor concession of the right of use;
- on products that systematically are not conform to safety requirements.



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The decision of revocation is communicated by ICQ HOLDING through registered letter pointing out the reasons and the specific obligations of the companies following to such revocation.

COMPLAINTS

A company to which the concession of use the mark has been revoked, could request a meeting in a written form with the ICQ HOLDING persons in charge within 15 days after the receiving of the registered letter containing the communication of the revocation.

ICQ HOLDING is forced to organize a meeting within a month from the date of receipt of the request.

ARTICLE 8 - SANCTIONS

When ICQ HOLDING should notice a use of the mark different from what is expected in the present rule and/or a use that could be offensive to the dignity and image of the mark, shall apply immediately some of the following sanctions:

- Temporary suspension of the concession of use the Mark;
- Definitive revocation of the concession;
- Non-renewal of the concession.

If companies disagree with the sanction applied by ICQ HOLDING, they could ask for a revision of such decision, presenting a written request, within and not after 15 days from the receipt of the communication related with the application of the sanction.

As well as the applicable immediate sanctions, ICQ HOLDING as owner of the mark, could begin any legal action considered opportune against any unauthorized use of the mark carried out by companies, or any other third parties.

ARTICLE 9 - SECRECY

Files (documents, communications, etc.) and information related to the process for the concession of use the Mark are considered by ICQ HOLDING as confidential and managed in the respect of the professional secret.

ARTICLE 10 – COMPETENT COURT

For any dispute deriving from the application, execution and interpretation of the present rule the Court of Milano (Italy) will be the only competent Court.

ARTICLE 11 – CHANGES IN THE RULE AND ENCLOSURES

The present rule could be modified by ICQ HOLDING.

ICQ HOLDING shall inform the companies.

ICQ HOLDING could modify the enclosures in unilateral way when considered opportune, communicating it to the companies.

Companies could propose any changes that are considered opportune.

Place and date

Stamp & Signature

Stamp & signature



ICQ HOLDING

Managing Director ICQ HOLDING

Legal Representative
of the company.

Pursuant to and in accordance with Articles 1341 and 1342 of C.C., articles 1, 2, 3, 4, 5, 6, 7, 8, 9, 10 and Enclosures are specifically approved.

Stamp & Signature
Managing Director ICQ HOLDING

Stamp & signature
Legal Representative
of the company.