

.Brand TLD Designation Application

Internet Corporation for Assigned Names and Numbers ("ICANN")
12025 Waterfront Drive, Suite 300
Los Angeles, California 90094
Attention: New gTLD Program Staff

RE: Application for .Brand TLD Designation

Grainger Registry Services, LLC. ("Registry Operator"), a wholly-owned subsidiary of W.W. Grainger, Inc., in connection with the execution of the Registry Agreement for the .GRAINGER TLD (the "Registry Agreement"), hereby applies for .GRAINGER TLD to be qualified by ICANN as a .Brand TLD.

Registry Operator confirms and represents to ICANN that the TLD meets each of the criteria for the TLD to be qualified as a .Brand TLD, as described in the .Brand TLD Application Process and Specification 13 attached thereto, and that all supplemental material accompanying this application is accurate and not misleading in any respect. Registry Operator also represents that the trademark registration attached hereto as Exhibit A, the registration policies attached hereto as Exhibit B, and the SMD file ID number attached hereto as Exhibit C are complete and accurate copies of the official trademark registration, Registry Operator's registration policies for the TLD, and the SMD file ID for the TLD for which the application is submitted respectively. As a wholly-owned subsidiary of W.W. Grainger, Inc., Registry Operator has been granted full use and rights to use the Grainger trademark provided in Exhibit A.

Registry Operator agrees that if Registry Operator makes any changes to its registration policies for the TLD (whether before or after this application has been approved) that may disqualify the TLD as a .Brand TLD, it will promptly provide ICANN with a complete and accurate copy of the revised registration policies. In addition, if Registry Operator fails to maintain the trademark registration underlying its .Brand TLD application, it shall promptly notify ICANN of such failure. Registry Operator also agrees to maintain the criteria required to qualify as a .Brand TLD and to immediately notify ICANN of any changes in circumstances that could alter the statements made, and supporting materials provide with, this application.

Registry Operator acknowledges and agrees that this letter is binding on Registry Operator and, if any of the foregoing representations and agreements becomes untrue or not complied with, it shall be deemed a breach of the Registry Agreement by Registry Operator, and ICANN may assert its rights under the Registry Agreement, including by determining that the TLD no longer qualifies as a .Brand TLD pursuant to the terms of Specification 13. Questions about this request should be directed to [REDACTED].

Submitted by: [REDACTED]
Position: Associate General Counsel and Chief
Intellectual Property Counsel
Dated: August 20, 2014
Email: [REDACTED]

Exhibit A

Trademark Registration

Int. Cls.: 35 and 42

Prior U.S. Cls.: 38 and 101

United States Patent and Trademark Office **Reg. No. 1,559,199**
Registered Oct. 3, 1989

**TRADEMARK
SERVICE MARK
PRINCIPAL REGISTER**

GRAINGER

W.W. GRAINGER, INC. (ILLINOIS CORPORATION)
5500 WEST HOWARD STREET
SKOKIE, IL 60077

FOR: CATALOGUE SERVICES IN THE GENERAL MERCHANDISE FIELD, IN CLASS 35 (U.S. CL. 101).

FIRST USE 10-5-1987; IN COMMERCE 10-5-1987.

FOR: CATALOGUES FOR MERCHANDISE SALES TO BUSINESS AND INDUSTRY, IN CLASS 42 (U.S. CL. 38).

FIRST USE 10-5-1987; IN COMMERCE 10-5-1987.

SEC. 2(F).

SER. NO. 724,566, FILED 4-25-1988.

MARTIN MARKS, EXAMINING ATTORNEY

Exhibit B

TLD Registration Policies

Mission:

The .GRAINGER TLD will create a trusted and secure location for our customers, suppliers, vendors, and others to access information regarding the goods and/or services provided by Grainger Registry Services, LLC, a wholly-owned subsidiary of W.W. Grainger, Inc. (“Grainger”), obtain customer service, and obtain and exchange information.

Grainger is North America’s leading broad line supplier of maintenance, repair and operating products, with operations in Asia, Europe and Latin America.

Grainger is a business-to-business distributor of products used to maintain, repair or operate facilities. Millions of businesses and institutions worldwide rely on Grainger for safety gloves, ladders, cutting tools, motors, hand tools, janitorial supplies, fasteners and much more. These customers represent a broad collection of industries including healthcare, manufacturing, government and hospitality. They place orders over the phone, at local branches, online and using mobile devices. More than 4,800 key manufacturers supply Grainger with more than 1.2 million products that are stocked in Grainger’s branches and distribution centers or sourced through a network of suppliers.

Grainger intends to operate as a closed registry consistent with the mission and purpose of the .GRAINGER TLD.

Specifically, Grainger’s goals for the .GRAINGER TLD are to:

1. Provide a secure location for all Grainger-branded services and solutions;
2. Ensure no customer confusion regarding location or authenticity of Grainger-branded services and solutions; and
3. Provide Internet users a trusted location for interacting with Grainger.

Grainger’s Registration Policies:

Grainger intends for the .GRAINGER TLD to be managed and operated exclusively by Grainger. As Grainger intends to use the .GRAINGER TLD for its own branding purposes, most of the registration policies will be incorporated into existing corporate policies and/or trademark licenses.

Grainger will implement the following registration policies:

1. .GRAINGER Domain Name Eligibility Requirements

2. Acceptable Use Policy
3. Rights Protection Mechanisms
4. Privacy

1. Grainger's Domain Name Eligibility Requirements

The .GRAINGER Domain Registration Eligibility policy sets forth guidelines for what domain names may be registered in the .GRAINGER TLD, as well as which individuals or entities may register or control the DNS records associated with these domains. Grainger proposes that only Grainger and its qualified subsidiaries, affiliates, and trademark licensees (consistent with Specification 13 requirements) (the "Qualified Registrants"), will be allowed to request domain registrations in the .GRAINGER TLD. Grainger will implement an internal process that will define how qualified registrants can submit registration requests and the process by which such registrations will be approved and executed upon by Grainger. Grainger envisions having a domain management designee (the "Designee") that will be responsible for the receipt of domain name registration requests through a documented internal request form. Once the Designee receives a registration request, an internal review will be completed to ensure the name complies with internal naming criteria and registration policies, as well as with the specifications described in the ICANN Registry Agreement. Once the name has undergone the standard review and is deemed in compliance with internal rules and procedures, the name will be approved and submitted through a 2013 ICANN-Accredited Registrar for registration.

Upon registration, only Grainger and its Qualified Registrants will be able to control the DNS records associated with domain names in the .GRAINGER TLD. Grainger reserves the right to delete any second level registration for any reason, including but not limited to a second level registrant no longer qualifying as a Qualified Registrant. Only a Qualified Registrant may take transfer of a domain name in the .GRAINGER TLD. Should a registrant of a domain name in the .GRAINGER TLD cease to be a Qualified Registrant, Registry Operator (as defined herein) will revoke the domain name registration or will transfer the domain name to another Qualified Registrant that Registry Operator selects, at its sole discretion.

Grainger reserves the right to modify its Domain Name Eligibility Requirements in its sole discretion and without prior notice, as well as the internal procedures established for requesting, approving, and registering names in the .GRAINGER TLD. Any changes to the Domain Name Eligibility Requirements will be reflected on <http://www.nic.grainger/registration>. Grainger will promptly notify its Designee and .GRAINGER registrants of any changes to the Domain Name Eligibility Requirements. Grainger will promptly notify its Designee in the event of changes to its internal registration procedures.

2. Acceptable Use Policy

This Acceptable Use Policy sets forth the criteria and procedures by which Grainger (“Registry Operator”) can quickly lock, cancel, suspend, transfer or take ownership of a name in the .GRAINGER TLD, either temporarily or permanently. The Acceptable Use Policy may be invoked if a domain name in the .GRAINGER TLD is being used in a manner that appears to threaten the stability, integrity or security of the .GRAINGER Registry or in a fashion that may put the safety and security of a .GRAINGER registrant or user at risk or otherwise violates a Grainger policy or procedure. The process also allows the Registry Operator to take preventive measures to avoid criminal or security threats.

The Acceptable Use Policy may be triggered through a variety of channels, including, among others, private complaint, public alert, government or law enforcement agency outreach, or on-going monitoring the Registry Operator or its partners. In all cases, Registry Operator or its designees will alert the sponsoring registrar(s) about any identified threats.

The following are some (but not all) activities that may trigger rapid domain take down and other actions to preserve the integrity of the registry:

- Phishing: the attempt by a third party to acquire personally identifiable information by masquerading as a Grainger website.
- Pharming: the redirection of Internet users to websites other than those the user intends to visit, usually through unauthorized changes to the Hosts file on a victim’s computer or DNS records in DNS servers.
- Dissemination of Malware: the intentional creation and distribution of “malicious” software designed to infiltrate a computer system without the owner’s consent, including, without limitation, computer viruses, worms, key loggers, and Trojans.
- Fast Flux Hosting: a technique used to shelter Phishing, Pharming and Malware sites and networks from detection and to frustrate methods employed to defend against such practices, whereby the IP address associated with fraudulent websites are changed rapidly so as to make the true location of the sites difficult to find.
- Botnetting: the development and use of a command, agent, motor, service, or software which is implemented: (1) to remotely control the computer or computer system of an Internet user without their knowledge or consent, (2) to generate direct denial of service (“DDOS”) attacks.
- Malicious Hacking: the attempt to gain unauthorized access (or exceed the level of authorized access) to a computer, information system, user account or profile, database, or security system.
- Child Pornography: the storage, publication, display and/or dissemination of pornographic materials depicting individuals under the age of majority in the relevant jurisdiction.

Registry Operator reserves the right, in its sole discretion, to take any administrative and operational actions necessary, including, but not limited to, the use of computer forensics and information security technological services in order to implement the Acceptable Use Policy. In addition, Registry Operator reserves the right to deny, cancel,

suspend, transfer, or otherwise alter any registration or transaction, or to place any domain name(s) on registry lock, hold or similar status, that it deems necessary, in its discretion (1) to protect the integrity and stability of the registry; (2) to comply with any applicable laws, government rules or requirements, requests of law enforcement, or any dispute resolution process; (3) to avoid any liability, civil or criminal, on the part of Registry Operator as well as its affiliates, subsidiaries, officers, directors, and employees; (4) to enforce the terms of the registration agreement or (5) to correct mistakes made by Registry Operator or any Registrar in connection with a domain name registration. Grainger also reserves the right to place upon registry lock, hold or similar status a domain name during resolution of a dispute or court proceeding or to enforce the .GRAINGER Domain Eligibility Requirements.

Registry Operator reserves the right to modify its Acceptable Use Policy without prior notice and in its sole discretion. Any changes to the Acceptable Use Policy will be reflected on <http://www.nic.grainger/registration>. Grainger will promptly notify its Designee and .GRAINGER registrants of any changes to its Acceptable Use Policy

3. Rights Protection Mechanisms

Grainger is committed to following all mandatory ICANN rights protection mechanisms aimed at protecting third party intellectual property rights within the .GRAINGER TLD. Grainger plans to operate and maintain the .GRAINGER space as an extension of its current branding activities and to limit the registration and control of DNS records associated with .GRAINGER domain names to Grainger and its Qualified Registrants; therefore, it is highly unlikely that names issued under .GRAINGER infringe upon with the intellectual property rights of third parties.

Nevertheless, Grainger plans to implement all Rights Protection Mechanisms (“RPMs”) as required by ICANN, including:

- Implementation of the Trademark Claims Process
- Implementation of the Uniform Dispute Resolution Policy (“UDRP”)
- Implementation of the Uniform Rapid Suspension (“URS”) mechanism

4. Privacy

Grainger will ensure that the operation of the .GRAINGER TLD will be consistent with Grainger’s Privacy Policy, available on its website at: <http://www.grainger.com/content/privacy-policy>.

Exhibit C

Signed Mark Data File ID Number

GRAINGER SMD File ID Number: [REDACTED]