

June 9, 2014

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

Northwestern Mutual Registry, LLC ("Registry Operator"), in connection with the execution of the Registry Agreement for the .NORTHWESTERNMUTUAL TLD (the "Registry Agreement"), hereby applies for NORTHWESTERNMUTUAL 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 and the registration policies attached hereto as Exhibit B are complete and accurate copies of the official trademark registration and Registry Operator's registration policies for the TLD, respectively.

[Note to applicant: If an applicant's TLD does not meet the criteria for the TLD to be qualified as a .Brand TLD, please revise the foregoing paragraph accordingly and insert a detailed description of which criteria is not met and why, and the justification for the TLD to nonetheless be qualified as a .Brand TLD.]

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: VP Marketing

Dated: 6-17-14

Email: [REDACTED]

Int. Cl.: 36

Prior U.S. Cls.: 100, 101, and 102

United States Patent and Trademark Office

Reg. No. 2,528,201

Registered Jan. 8, 2002

**SERVICE MARK
PRINCIPAL REGISTER**

NORTHWESTERN MUTUAL

**NORTHWESTERN MUTUAL LIFE INSURANCE
COMPANY, THE (WISCONSIN CORPORATION)
720 EAST WISCONSIN AVENUE
MILWAUKEE, WI 532024797**

**FOR: UNDERWRITING OF LIFE, VARIABLE
LIFE, DISABILITY, AND LONG-TERM CARE IN-
SURANCE; BROKERAGE OF GROUP HEALTH
INSURANCE; MUTUAL FUND INVESTMENT
AND BROKERAGE; INVESTMENT ADVISING; AN-
NUITY UNDERWRITING; ESTATE AND FIDU-
CIARY TRUST MANAGEMENT, ESTATE
PLANNING, FINANCIAL PLANNING, ESTATE
AND TRUST DISTRIBUTION PLANNING, AND**

**MUTUAL FUND ADMINISTRATION AND DISTRI-
BUTION, IN CLASS 36 (U.S. CLS. 100, 101 AND 102).**

FIRST USE 6-1-2000; IN COMMERCE 6-1-2000.

OWNER OF U.S. REG. NO. 1,298,033.

**NO CLAIM IS MADE TO THE EXCLUSIVE
RIGHT TO USE "MUTUAL", APART FROM THE
MARK AS SHOWN.**

SN 75-798,207, FILED 9-14-1999.

DEIRDRE GILLIS, EXAMINING ATTORNEY

The mission and purpose of the .NORTHWESTERNMUTUAL gTLD is to serve as a trusted, hierarchical, and intuitive namespace provided by Northwestern Mutual Registry, LLC (“Registry Operator”) for use by The Northwestern Mutual Life Insurance Company (“Northwestern Mutual”), its qualified Affiliates and Trademark Licensees. Registry Operator, a wholly owned subsidiary of Northwestern Mutual, filed the application for the .NORTHWESTERNMUTUAL gTLD and will be responsible for operating the .NORTHWESTERNMUTUAL gTLD. Only Registry Operator and its qualified Affiliates and Trademark Licensees will be allowed to register second-level domain names in the .NORTHWESTERNMUTUAL gTLD. Northwestern Mutual will develop an internal process to determine which second-level domain names will be registered and which Affiliates and Trademark Licensees will be eligible to register or control the DNS associated with domain names in .NORTHWESTERNMUTUAL. All registrations will be managed by the Registry Operator in accordance with the process and policies developed by Northwestern Mutual.

For the purposes of this proposed Registration Policy, Registry Operator utilizes the following definitions*:

Affiliate – Affiliate means a person or entity that, directly or indirectly, through one or more intermediaries, or in combination with one or more other persons or entities, controls, is controlled by, or is under common control with, the person or entity specified.

Control – Control (including the terms “controlled by” and “under common control with”) means the possession, directly or indirectly, of the power to direct or cause the direction of the management or policies of a person or entity, whether through the ownership of securities, as trustee or executor, by serving as an employee or a member of a board of directors or equivalent governing body, by contract, by credit management or otherwise.

Trademark Licensee – Trademark Licensee means any corporation, partnership, limited liability company or similar legal entity (and not a person) that has a written trademark license agreement with Registry Operator or its Affiliate, for use of the registered trademark owned by Registry Operator or its Affiliate, the textual elements of which correspond exactly to the .BRAND TLD string operated by Registry Operator, where:

- (i) such license is valid under applicable law;
- (ii) such license is for the use of such trademark in the regular course of that entity’s business outside of the provision of TLD Registry Services, and is not primarily for the purpose of enabling registration or use of domain names in the TLD;
- (iii) such trademark is used continuously in that entity’s business throughout the Term; and

- (iv) the domain names in the TLD registered to the Trademark Licensee are required to be used for the promotion, support, distribution, sales or other services reasonably related to any of the goods and/or services identified in the trademark registration.

Registry Operator will review each second-level domain name at the time of registration to ensure that the name complies with internal policies governing the registration of .NORTHWESTERNMUTUAL domain names, including this Registration Policy. Additionally, Registry Operator will conduct ongoing reviews of each second-level domain name at least once per calendar year to ensure compliance with the terms of the .NORTHWESTERNMUTUAL Registry Agreement, as well as with ICANN Temporary and Consensus Policies.

Registry Operator reserves the right to amend its registration policy.

*Definitions for “Affiliate” and “Control” are taken from Section 2.9(c) of the Registry Agreement. The definition of “Trademark Licensee” is taken from Section 6.2 of Specification 13 of the Registry Agreement.