

ASSIGNMENT

WHEREAS, we, Toshio Kodama, Yasuhiko Sugiyama and Toshiaki Fujii, residing at c/o Seiko Instruments Inc., 8, Nakase 1-chome, Mihama-ku, Chiba-shi, Chiba, Japan have invented new and useful improvements in METHOD OF MEASURING FILM THICKNESS

for which we have prepared an application for Letters Patent of the United States of America;

AND WHEREAS, Seiko Instruments Inc., located and doing business at 8, Nakase 1-chome, Mihama-ku, Chiba-shi, Chiba, Japan, is desirous of acquiring an interest therein and in the Letters Patent to be obtained therefor;

NOW, THEREFORE, be it known by all whom it may concern, that for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration to us in hand paid, the receipt of which is hereby acknowledged, we have assigned, sold and transferred and by these presents do hereby assign, sell and transfer unto the said Seiko Instruments Inc. for the territory of the United States of America, our entire right, title and interest in and to the said invention, and in and to the said application, prepared and executed by us on January 22, 2001, filed January 30, 2001, Serial No. 09/701,606, preparatory to obtaining Letters Patent thereon and in and to any and all divisions, reissues and continuations thereof, and in and to any Letters Patent that may be granted thereon; said invention, application and Letters Patent to be held and enjoyed by the said Seiko Instruments Inc., its legal representatives and assigns, as fully and entirely as the same would have been held by us had this assignment, sale and transfer not been made.

AND, we hereby covenant and agree that we will at any time upon the request and at the expense of said assignee execute and deliver any and all papers and do all lawful acts that may be necessary or desirable to perfect the title to said invention and to obtain Letters Patent therefor, and we hereby authorize and request the Honorable Commissioner of Patents and Trademarks to issue the said Letters Patent to the said Seiko Instruments Inc. in accordance with this assignment.

Executed this 22nd day of AUGUST, 2002 at

_____.

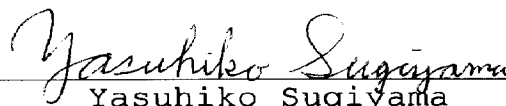
Witness:



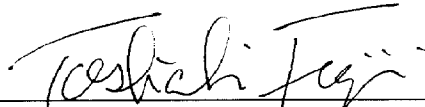
Miwa Nakamura



Toshio Kodama (L.S.)



Yasuhiko Sugiyama (L.S.)



Toshiaki Fujii (L.S.)

(L.S.)

(L.S.)

(L.S.)

(L.S.)