

02-12-2004

2.9.04



102667920

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
RESOLUTION PERFORMANCE PRODUCTS LLC
1600 Smith Street, 24th Floor
Houston, TX 77002

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: January 14 and 22, 2004

2. Name and address of receiving party(ies):
SHELL OIL COMPANY
P.O. Box 2463
910 Louisiana
Houston, Texas 77252-2463

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is _____

A. Patent Application No(s).

B. Patent No(s).

Additional numbers attached? Yes No

OPR/FINANCE
FEB -9 PM 12:55

5. Name and address of party to whom correspondence concerning document should be mailed:

Name **Pamela J. McCollough**
Shell Oil Company
Intellectual Property
P.O. Box 2463
910 Louisiana
Houston, Texas 77252-2463

6. Total number of applications and patents involved: 6
5,973,052, 6,147,141, 5,912,282, 5,641,856,
5,760,337, 5,726,391, 6,309,527

7. Total fee (37 CFR 3.41): \$ **280.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-1800
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Pamela J. McCollough
Name of Person Signing

Pamela J. McCollough
Signature

2/4/2004
Date

Total number of pages including cover sheet, attachments, and document: **8**

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PATENT ASSIGNMENT

An AGREEMENT made between:

Resolution Performance Products LLC (formerly known as Shell Epoxy Resins LLC), a company incorporated under the laws of the State of Delaware and having its registered office at 1600 Smith Street, 24th Floor, Houston, Texas 77002, and its Associates (as defined in Attachment "A") (collectively "**ASSIGNOR**");

and

Shell Oil Company, a company incorporated under the laws of the State of Delaware and having its registered office at One Shell Plaza, 910 Louisiana Street, Houston, Texas 77002, ("**ASSIGNEE**").

WHEREAS, pursuant to Clause 2.11 of the Intellectual Property Transfer and Licence Agreement between Shell Epoxy Resins LLC (now known as Resolution Performance Products LLC, "**ASSIGNOR**"), and **ASSIGNEE** having an effective date of 1 November 2000 ("**the IPTLA**"), **ASSIGNOR** agreed to assign to **ASSIGNEE** all of its right, title, and interest in and to certain U.S. Patent Rights that **ASSIGNOR** decided not to continue to prosecute or maintain.

WHEREAS, effective as of 1 August 2002 ("**the Effective Date**"), **ASSIGNOR** notified **ASSIGNEE** of its intention not to continue to prosecute or maintain, and **ASSIGNEE** agreed to accept assignment of:

- a) the patents identified in the Schedule of Patents in Attachment B and all re-issues, reexaminations and extensions of such patents ("**the U.S. Resins Patents**"); and
- b) all U.S. patent applications, including without limitation divisionals, renewals, substitutes, continuations, and continuations-in-part, which may later be filed based on the U.S. Resins Patents; and all patents issuing from such U.S. patent applications based on the U.S. Resins Patents, and all re-examinations and re-issues of such patents (all U.S. patent applications based on the U.S. Resins Patents and all patents issuing from such patent applications, and all reexaminations, reissues and extensions of such patents are collectively referred to as "**the U.S. Priority Resins Patents**"),

said U.S. Resins Patents and the U.S. Priority Resins Patents being subject to a grant back by **ASSIGNEE** to **ASSIGNOR** of certain licenses.

WHEREAS, **ASSIGNEE** and **ASSIGNOR** desire to acknowledge the assignment by **ASSIGNOR** of all right, title and interest of **ASSIGNOR** in and to the U.S. Resins Patents and the U.S. Priority Resins Patents to **ASSIGNEE**;

WHEREAS, **ASSIGNEE** and **ASSIGNOR** desire to acknowledge the grant back by **ASSIGNEE** to **ASSIGNOR** of certain licenses under the U.S. Resins Patents and the U.S. Priority Resins Patents; and

WHEREAS, ASSIGNEE and ASSIGNOR desire to incorporate by reference herein certain definitions from the IPTLA, which definitions are set forth in Attachment "A";

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR has, effective 1 August 2002, assigned all of its right, title and interest to the U.S. Resins Patents and the U.S. Priority Resins Patents, and ASSIGNEE has, effective 1 August 2002, granted back to ASSIGNOR:

- (i) an irrevocable, transferable, fully paid-up, perpetual, non-exclusive licence, with the right to grant sub-licenses, to practice in the Resins/Derivatives Field inside of the United States the inventions claimed in the U.S. Resins Patents and the U.S. Priority Resins Patents,

wherein the definitions of Products, Resins/Derivatives Field, and Conventional Resins Applications are attached hereto as Attachment A.

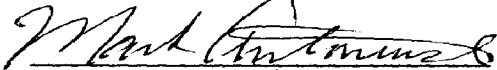
The ASSIGNOR acknowledges that the ASSIGNEE has the right to file new patent applications encompassed in the U.S. Priority Resins Patents.

The ASSIGNOR and ASSIGNEE hereby request that the Commissioner of Patents of the United States issue or transfer all U.S. Resins Patents and all U.S. Priority Resins Patents to the said ASSIGNEE, as ASSIGNEE of the right, title and interest described herein.

AS WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed in duplicate at the places and on the dates indicated below.

Signed at Houston, Texas, USA

For: **RESOLUTION PERFORMANCE PRODUCTS LLC**

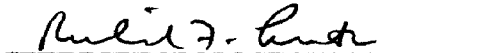


this 14 day of January, ²⁰⁰⁴~~2003~~

Name: Mark Antonovich
Title: Senior Vice President, General Counsel
and Corporate Secretary

Signed at Houston, Texas, USA

For: **SHELL OIL COMPANY**



this 22 day of January, ⁴~~2003~~

Name: Richard F. Lemuth
Title: Associate General Counsel

ATTACHMENT A

DEFINITIONS

"Conventional Resins Applications" means coatings and adhesives, provided, however, that this term shall not mean wood glue applications.

"Products" means:

- (a) mono- or polyglycidyl ethers or esters having an epoxide content from 10 to 9000 mmol/kg and prepared from compounds bearing one or more optionally substituted or hydrogenated phenolic hydroxyl groups or aliphatic or cycloaliphatic mono- or polyalcohol or mono- or polycarboxylic acid, and epihalohydrin in the presence of an acid or a base catalyst, or from (bis)carbonate ester precursors or di-alpha glycol compound precursors; adducts and derivatives of such polyglycidyl ethers or esters; epoxidized vegetable oils prepared by peracid epoxidation; naturally occurring epoxidized oils; and epoxidized bis allylether of bisphenol acetone prepared by epoxidation via either peracid epoxidation or reaction with hydrogen peroxide.
- (b) aqueous stabilized dispersions of any of mono- or polyglycidyl ethers and esters, adducts and derivatives thereof, liquid or semi-solid polyester oligomer, acrylics, polyurethanes, glycidated polyols and halogenated polyol adducts;
- (c) epihalohydrin; allylhalide; inorganic byproducts of the reaction of propene and halogens, including halogenated mineral acids and calcium halides; and the direct organic byproducts of the reaction of propene and halogens;
- (d) polyphenolic compounds, halogenated or hydrogenated derivatives thereof and alkyl-substituted polyphenolic compounds, derived from mono- and polynucleic phenols (or mono- or polynucleic alkyl-substituted phenols) and/or ketones, aldehydes, dicarbonyls or compounds containing two or more double or triple bonds;
- (e) alpha-, alpha-branched tertiary mono- and poly-carboxylic acids having from 5 to 19 carbon atoms, prepared from CO, water and alkene, or CO and an alkanol; the glycidyl ester and vinyl ester derivatives respectively of said alpha-, alpha-branched tertiary mono- and poly-carboxylic acids, prepared from said acids with epihalohydrin in the presence of a base catalyst, or from said acids and acetylene in the presence of a catalyst; and the derivatives of said alpha-, alpha-branched tertiary mono- and poly-carboxylic acids prepared via modification of their acid function;
- (f) polyesters prepared from a mono-, a di- and/or a tri-functional aliphatic, ethylenically unsaturated or cycloaliphatic carboxylic acid or anhydrides thereof, optionally mixed with a mono-, di- and/or tri-functional aromatic carboxylic acid or anhydrides thereof, and mono-, di-, tri- and/or tetra

functional alcohol, and optionally a hydroxy-acid and/or a dihydroxy-acid, said polyester containing as functional groups mainly secondary and/or tertiary carboxylic groups or primary and/or secondary alcohols in pendant and/or terminal position, and the corresponding polyglycidyl esters or epoxidized esters thereof, and having a number average molecular weight of up to 10,000 g/mol;

- (g) amine, acid (including acid anhydride) and/or phenol based curing agents for epoxy resins, which are compounds having two or more amine, acid and/or phenolic functionalities per molecule and which may be optionally end-capped or adducted or blended with acids, substituted phenols, epoxies, aldehydes, tertiary amines and/or phenols, and imidizoles, and aqueous stabilized dispersions of such amine, acid and/or imidazoles; excluding (i) any compounds derived from optionally hydrogenated polymers of one or more of isoprene, butadiene and styrene, having a total (or, in the case of radial or star polymers, arm) number average molecular weight between 1000 and 35,000, as determined by gel permeation chromatography using polystyrene calibration standards, and (ii) alternating polymers of CO and olefinic monomers;
- (h) polyamides having two or more amine groups produced by condensation of one or more mono- and/or polyfunctional acids or anhydrides thereof with a polyamine, which polyamides have a number average molecular weight of up to 10,000 g/mol;
- (i) mono- or polyfunctional amines containing glycidyl groups substituted on nitrogen;
- (j) blends of the polyglycidyl ether products of part (a) of this definition of Products or the polyamide products of part (g) with acrylates, methacrylates, polyacrylates and/or styrene;
- (k) organic compounds containing two or more cyanate ($-O-C\equiv N$) groups within each molecule, linked to an aliphatic or aromatic structure containing more than 2 but not more than 200 carbon atoms, derived from polyphenolic compounds and cyanogen halides;
- (l) compounds containing at least two acetylenic ($-C\equiv C-$) groups per molecule and containing at least 10 but not more than 200 carbon atoms per molecule, derived from polyphenolic compounds and propargyl halides;
- (m) dimers of an optionally halogenated cyclobutene compound having up to thirty (30) carbon atoms, in which the cyclobutene compound is fused with an aromatic or cycloaliphatic ring, which dimers are linked through at least one divalent linking group; esters or ethers of the reaction products of such an optionally halogenated cyclobutene compound with a product as described in parts (a) or (d) of this Products definition; and copolymer of one or more of such optionally halogenated cyclobutene compounds and one or more aryl compounds;
- (n) [Intentionally left blank.]

- (o) at least partly furanised linear CO/olefin polymer, as such or in combination with a maleimide crosslinking agent, in which furanised CO/olefin polymer monomer units originating from CO alternate with olefinic monomer units, for making or for use as a cross-linked resin which is thermo-reversible at a temperature above 50C, manufactured by furanising a low molecular weight polyketone, as described in part (p) below; and
- (p) low molecular weight polyketone, which is a linear CO/olefin polymer in which monomer units originating from CO alternate with olefinic monomer units, said polymer being amorphous, having a crystalline melting point of less than 150C, and having a limiting viscosity number of less than 0.6 dl/g, measured in m-cresol at 60C.

"Resins/Derivatives Field" means the manufacture, use or sale of Products, including research and development in support thereof, provided, however, in respect of any and all Products, Resins/Derivatives Field excludes:

- (a) use and/or sale of the Products of part (g) of the Products definition for any purpose other than as curing agents;
- (b) use and/or sale of Products of part (p) of the Products definition for any purpose other than Conventional Resins Applications;
- (c) manufacture of Products of part (p) of the Products definition for all purposes other than as an intermediates in the preparation of Products of part (o) of that definition; and
- (d) combining any of the vinyl esters of part (e) of the definition of Products with a silicate in a composition intended for use as binder for polymer particles containing at least ninety percent (90%) by weight, based on weight of the particles, of a polymer containing at least 90% by weight of polymerised styrene, and to sell and use such combinations (and to conduct research and development in support thereof); and
- (e) manufacture, use and/or sale of (and research and development in support thereof for) any of the following:
 - (i) additive components alone or in combination ("Additives") intended for use in any one or more of the following applications:
 - (A) formulating finished lubricants or lubricant additive packages of any kind;
 - (B) formulating finished fuels or fuel additive packages of any kind;
 - (C) formulating hydraulic fluids;
 - (D) formulating power transmission fluids;
 - (E) dewaxing lube oil;

- (F) transporting crude oil; and
- (ii) intermediates ultimately intended for use in manufacturing Additives for use in any one or more of the applications specified in part (e)(i) above.