

06-30-2004

Form PTO-1595

(Rev. 10/02)

REC

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 6/30/2005)

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

1. Name of conveying party(ies):

Hewlett-Packard Company

6-29-04

2. Name and address of receiving party(ies)

Name: VeriFone, Inc.

Internal Address: _____

Street Address: 2455 Augustine Drive

City: Santa Clara State: CA Zip: 95054

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

3. Nature of conveyance:

☐

Assignment

☐

Merger

☐

Security Agreement

☐

Change of Name

☒

Other Technology Agreement

Execution Date: April 26, 2001

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) _____

See attached Schedule "A"

Additional numbers attached? ☒ Yes ☐ No

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

Name: Owen W. Dukelow

Internal Address: Kolisch Hartwell, P.C.

Street Address: 520 S.W. Yamhill Street, Suite 200

City: Portland State: OR Zip: 97204

6. Total number of applications and patents involved: 22

7. Total fee (37 CFR 3.41).....\$ 880.00

☒

Enclosed

☐

Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

06/30/2004 HBETACIE 00000001 5128524

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880.00 DP

Owen W. Dukelow

Name of Person Signing

Signature

June 24, 2004

Date

Total number of pages including cover sheet, attachments, and documents: 12

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231PATENT
REEL: 015503 FRAME: 0949

SCHEDULE "A"

Patents assigned from Hewlett-Packard to VeriFone, Inc.

PATENT NUMBER	TITLE	Our File - VFN
5,128,524	Data Carrier Reader Apparatus For Selective Data Track Reading	304
5,173,238	Method For Injection Molding A Transaction Terminal Case	305
5,175,423	Rotary Data Card Scanning Apparatus	306
5,180,905	Card Reader Apparatus With Replaceable Card Guide	307
5,440,108	System And Method For Dispensing And Revaluing Cash Cards	303
D333,658	Point Of Sale Transaction Terminal	309
D334,924	Memory Cartridge For A Point Of Transaction Terminal	309
D340,067	Roll Printer	309
D343,413	Slip Printer	309
D346,794	Transaction System Console	309
D347,828	Transaction System Console	309
D356,601	Illuminable Transaction Display For Check-Out Counters	309
D364,391	Portable Transaction Terminal	309
D367,044	Transaction Terminal Console	309
D372,492	Receipt Printer And Transaction Terminal Mounting Stand	309
D372,730	Transaction Terminal Console	309
D376,384	Printer	309
D379,195	Printer Console	309
D386,781	Transaction Terminal Console And Swivel Stand	309
D386,782	Swivel Stand For Transaction Terminal Console	309
D406,574	Payment Instrument	309
D431,590	Transaction Terminal And Receipt Printer	309

TECHNOLOGY AGREEMENT

by and between

HEWLETT-PACKARD COMPANY

and

VERIFONE, INC.

Dated as of

April 26, 2001

TABLE OF CONTENTS

Page

ARTICLE I TECHNOLOGY TRANSFERS AND OWNERSHIP	1
1.2 <u>Transfer to VeriFone</u>	2

TABLE OF CONTENTS
(continued)

Page

List of Schedules:

Schedule 11.1(jj) VeriFone Assigned Patents

TECHNOLOGY AGREEMENT

This Technology Agreement (this "*Agreement*") is entered into this 26th day of April, 2001 (the "*Effective Date*"), between Hewlett-Packard Company, a Delaware corporation, having an office at 3000 Hanover Street, Palo Alto, California 94304 ("*HP*"), and VeriFone, Inc., a Delaware corporation, having an office at 4988 Great America Parkway, Building 59, Santa Clara, California, 95054 ("*VeriFone*") (each, a "*Party*"; and together, the "*Parties*"). Capitalized terms not otherwise defined in the text hereof are as defined in Article XI.

RECITALS

WHEREAS, as of Effective Date VeriFone is a wholly-owned subsidiary of HP;

WHEREAS, HP anticipates that it will sell all or substantially all of its ownership interest in VeriFone to a third party; and

WHEREAS, in anticipation of the foregoing transaction (the "*Transaction*"), the Parties wish to: (i) clarify the ownership of certain technology and intellectual property rights as between the Parties; (ii) formalize certain existing inter-company relationships with respect to technology and intellectual property rights; and (iii) otherwise allocate ownership of and rights and licenses to certain technology and intellectual property rights.

NOW, THEREFORE, in consideration of the mutual covenants contained in this Agreement and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

ARTICLE I

TECHNOLOGY TRANSFERS AND OWNERSHIP

1.2 Transfer to VeriFone.

(a) Effective as of the Closing Date, HP shall, and hereby does (to the extent the following Intellectual Property Rights or Technology is not owned by VeriFone as of the Closing Date), transfer, assign, and grant to VeriFone, all of HP's right, title, and interest in and to the following, free and clear of any liens and encumbrances:

(i) The VeriFone Assigned Patents;

(v) The right to sue for infringement of any of the foregoing, including the right to retain all damages and other awards for the past or future infringement of any of the foregoing Intellectual Property Rights.

ARTICLE XI

DEFINITIONS AND CONSTRUCTION

11.1 Definitions. For purposes of this Agreement, the following words, terms and phrases shall have the meanings assigned to them in this Article XI unless specifically otherwise stated:

(jj) ***“VeriFone Assigned Patents”*** means those Patents (which Patents are assigned to VeriFone hereunder) listed on Schedule 11.1(jj).

WHEREFORE, the Parties have signed this Agreement effective as of the date first set forth above.

HEWLETT-PACKARD COMPANY

VERIFONE, INC.

By: Ann O. Baskins

Name: Ann O. Baskins
Vice President

Title: General Counsel
and Secretary

Date: April 26, 2001

By: Charles N. Charnas

Name: CHARLES N. CHARNAS

Title: Assistant Secretary

Date: April 26, 2001

HP CONFIDENTIAL

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PAGE.01

PATENT
REEL: 015503 FRAME: 0958

SCHEDULE 11.1(ii)**VERIFONE ASSIGNED PATENTS**

PATENT NUMBER	TITLE
5,128,524	Data Carrier Reader Apparatus For Selective Data Track Reading
5,173,238	Method For Injection Molding A Transaction Terminal Case
5,175,423	Rotary Data Card Scanning Apparatus
5,180,905	Card Reader Apparatus With Replaceable Card Guide
5,440,108	System And Method For Dispensing And Revaluing Cash Cards
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