

18/11/03 20:21 FAX 41 216936880

Innovative Silic

01
B2-1

AGREEMENT

between

Ecole Polytechnique Fédérale de Lausanne,
CH-1015 Lausanne, Switzerland,
represented by Prof. Declercq, Head of Electronics Laboratory
(hereafter referred to as "EPFL")

on the one part,

and

Innovative Silicon SA
PSE-B
CH-1015 Lausanne, Switzerland
represented by André Borschberg and Pierre Fazan

(hereafter referred to as "ISI")

on the second part,

and

Pierre Fazan
Av. Du Carroz 1
CH-1110 Morges

and

Serguei Okhonin
Jolimont 2
CH-1005 Lausanne

and

André Borschberg
9 route de Lausanne
CH-1260 Nyon

and

Luc Bauer
6 ch. Des Clos
2073 Enges

(hereafter collectively referred to as "the Founders")

on the third part.

Handwritten signatures:
[Signature 1] [Signature 2] PF PF
[Signature 3] [Signature 4] S.O.

18/11/03 20:21 FAX 41 216938990

Innovative Silic

02

Preamble

Researchers from the Electronics Laboratory of EPFL and Pierre Fazan Innovative Silicon Solutions at Morges, Switzerland (the latter hereafter referred to as "ISS"), have generated and developed a concept of semiconductor devices exploiting the floating body effect.

In an agreement dated September 11, 2001, EPFL and ISS agreed that patent applications to be filed on this concept shall be jointly owned by ISS and EPFL, namely in a proportion of two thirds for ISS and one third for EPFL.

EPFL and ISS have filed an initial patent application on the above mentioned concept.

On May 22, 2002, the Founders have set up ISi.

By a separate agreement dated September 12, 2002, ISS has assigned to ISi all its rights to the initial patent application.

EPFL and ISi have filed other patent applications on the concept and its applications.

With the aim to allow further development of the concept and its use for the benefit of the public, EPFL is willing to irrevocably fully assign to ISi its co-ownership rights on the said patent applications and to grant a non-exclusive license on certain software and layouts, under the terms and conditions set forth hereafter.

ARTICLE 1 - DEFINITIONS**- Patents**

"Patents" shall mean the patent applications filed or to be filed, which are listed in Exhibit 1 hereto, as well as all patents issued from the said patent applications. The text of the 3 patent applications to be filed is appended in Exhibit 1.

- Technology

"Technology" shall mean the technologies covered by one or more Patents.

- Field

"Field" shall mean semi-conductor memories excluding CMOS imagers and sensors.

- Licensed Items

"Licensed Items" shall mean the software and the layouts defined in Exhibit 2 hereto.

ARTICLE 2 - ASSIGNMENT - LICENSE

- 2.1 EPFL hereby irrevocably sells, assigns and transfers to ISi, which accepts, any and all its co-ownership rights to the Patents. As a result thereof, ISi shall have sole and full ownership to the Patents, in particular the exclusive right to use and exploit the Technology and the Patents in all fields of applications, including the right to

2

18/11/03 20:21 FAX 41 216038900

Innovative Silic

03

manufacture, have manufactured, sell and license products and/or processes based on the Technology and/or the Patents. EPFL agrees, upon ISi request, to execute any documents necessary for effecting the sale, assignment and transfer of the Patents to ISi contemplated hereunder.

REDACTED

3

Handwritten notes:
M M DF DF
les ~~pour~~ s.o.

11/11/03 20:21 FAX 41 214308888

Innovative Solic

04

REDACTED

4

 Handwritten signature and initials, possibly including 'S.O.' at the end.

14/11/03 20:21 FAX 46 210030000

Innovative Silic

04

REDACTED

5

01 01 01 01
100 ~~100~~ 1.0.

15-01/01 20:31 PaK 41 21803490

Innovative Sillic

000

REDACTED

6

VF VF
S. O.

13/11/03 10:21 FAX 40 21830800

Renovative Silic

07

REDACTED

7

10 10 PF PF
100 June 1.0.

16/11/03 20:21 FAX 41 210938880

Innovative Silic

006

REDACTED

This Agreement is executed in three originals and duly signed by the parties hereto, as printed below:

Ecole Polytechnique Fédérale de Lausanne

Innovative Silicon ISI S.A.

Place and date: Lausanne, Dec 6, 2002

Place and date: Lausanne, Dec. 6th - 2002

[Signature]
(signature)

[Signatures]
(signatures)

Prof. Declercq, Head of Electronics Laboratory

A. Borschberg, Director

P. Fazan, Director

[Handwritten initials]
PF
[Handwritten signature]
[Handwritten initials]
S.O.

18/11/03 20:21 FAX 41 216938990

Innovative Sillic

09

Pierre Fazan

Place and date: Lausanne, Dec. 6, 2002

Signature: 

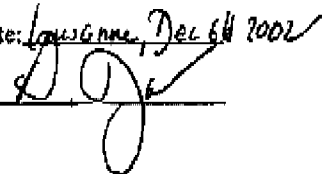
Serguei Okhonin

Place and date: Lausanne, Dec 6, 2002

Signature: 

André Borschberg

Place and date: Lausanne, Dec 6, 2002

Signature: 

Luc Bauer

Place and date: Lausanne, Dec 6, 2002

Signature: 

Exhibit 1 :

Exhibit 2 :

Exhibit 3 :

REDACTED


c.o.

18/11/03 20:21 FAX 41 216938000

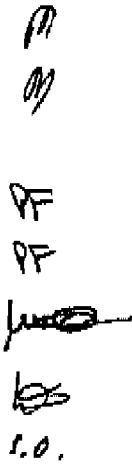
Innovative Silic

10

Exhibit 1: List of Patent Applications filed or to be filed

a) List of Patent Applications Filed:

Reference	Law firm	Title	Filing Date	Filing Number	Inventors
Case 1	Gressat	Dispositif semi-conducteur, notamment mémoire DRAM	18.06.01	EP 01810587.4	Pierre Fazan Serguei Okhonin
Case 2	Gressat	Procédé de commande d'un dispositif semi-conducteur	28.03.02	EP 02405247.4	Pierre Fazan Serguei Okhonin
Case 3	Gressat	Dispositif de rafraichissement d'une mémoire	18.04.02	EP 02405314.2	Pierre Fazan Serguei Okhonin
Case 4	Gressat	Procédé pour créer une charge électrique dans le corps d'un composant semi-conducteur	18.04.02	EP 02405315.9	Pierre Fazan Serguei Okhonin
Case 5	Gressat	Dispositif semi-conducteur porteur d'une charge électrique	18.04.02	EP 02405316.7	Pierre Fazan Serguei Okhonin
PCT	UDL	Semiconductor Device	05.08.02	PCT/EP02/06495	Pierre Fazan Serguei Okhonin
Case 3	UDL	Data storage device and refreshing method for use with such device	29.05.02	EP 02077116.B	Pierre Fazan Serguei Okhonin
Case 5	UDL	Semiconductor device	27.08.02	EP02078585.3	Pierre Fazan Serguei Okhonin

10.


18/11/03 20:21 FAX 41 216938890




Innovative Sillic

011

b) List of Patent Applications to be Filed:

Case 6	UDL	Method and apparatus for controlling semiconductor memory device	N.A.	N.A.	Mathew Kayal Marc Pastre Maria Blagojevich Michel Declercq
Case 7	UDL	Method and apparatus for generating reference current in semiconductor memory device	N.A.	N.A.	Lionel Portmann
Case 10	UDL	Sense & Compare amplifier	N.A.	N.A.	Richard Ferrant

Note: The PCT application is the result of a PCT filing combining cases 1, 2, 4, 8, and 9.




 I.O.

18/11/03 20:21 FAX 41 216938990

Innovative Silic

12

Exhibit 2 :

REDACTED

M PF PF
M
L
i.o. ~~_____~~

18/11/03 20:21 FAX 41 216938990

Innovative Silic

13

Exhibit 3:

REDACTED

01
02
PF
PF
~~PF~~
6
i.o.