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06-15-2007

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark OfficeTo the Director of the U.S. Patent and T  
Please record the attached docum

103417810

☒ Via Facsimile  
Docket No.: P01640US0/BAS

## 1. Name of conveying party(ies):

ENGELHARD-CLAL SAS

## 2. Name and address of receiving party(ies):

Name: ENGELHARD-CLAL-TEMPLE  
Street Address: 137 rue du Temple  
City + Address: 75003 Paris, FRANCE

## 3. Nature of conveyance

- ☐
- Assignment
- ☐
- Merger
- 
- ☐
- Change of Name
- ☐
- Security Agreement
- 
- ☒
- Other: Transfer of Rights

## Execution Date(s):

January 1, 2001

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

- ☐
- This document is filed together with a new application.

A. Patent Application No.(s)

B. Patent No.(s)

5,699,680

## 5. Name and address to whom correspondence concerning document should be directed:

Name: B. Aaron Schulman  
STITES & HARBISON PLLC • 1199 North Fairfax St. • Suite 900 • Alexandria, VA 22314-1437  
Telefax: 703-739-9577 • Telephone: 703-739-4900 • CUSTOMER NO. 00881

## 6. Total number of applications and patents involved:

#1

## 7. Total fee (37 CFR 1.21(h) &amp; 3.41)

- ☒
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- (Any insufficiency of fee herewith is authorized to be charged to Deposit Account No. 12-0555)

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Credit Card: Last 4 Numbers 1009 Expiration Date: 12/09

## 9. Signature:

B. Aaron Schulman

Name of person signing

Signature

June 11, 2007

Date

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

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846LT:0000:47648:1:ALEXANDRIA

PATENT  
REEL: 019458 FRAME: 0125

06/11/2007  
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CP \$40.00 \$699680

846LT:0000:47648:1:ALEXANDRIA

PATENT  
REEL: 019458 FRAME: 0126

Stamp charged to the Treasury.  
Authorization of June 18, 1968  
Special plan No. 82358

## PARTIAL TRANSFER OF ASSETS AGREEMENT

Certified for stamp and recorded in  
Naisy - le - Sec Ouest  
On 10/01/2001 List 282/10  
Received : recordal : FF. 500 stamp: FF. 400  
(illegible) FF. 61 FF. 29

### THE UNDERSIGNED:

**Mr. Bernard PIERRE**  
domiciled in PARIS (75016) 7, rue Lauriston

acting:

in his capacity as President of the company **ENGELHARD - CLAL SAS**, a *société par actions simplifiée* with a capital of 437,702,280 French Francs and head office situated in Paris (75003) 8, rue Portefoin, identified under number 572 055 259 TCR Paris,

especially empowered for the present purpose by deliberation of the board of directors of such company on June 29, 2001,

### OF THE ONE PART,

### AND:

in his capacity as director of the board of directors of the company **ENGELHARD - CLAL - TEMPLE**, a *société anonyme* with a capital of 1,000,000 French Francs and head office situated in Paris (75003) 137, rue du Temple, identified under number 308 455 369 TCR Paris,

especially empowered for the present purpose by deliberation of the board of directors of such company on June 29, 2001,

### OF THE OTHER PART,

PRIOR TO THE AGREEMENTS FORMING THE SUBJECT HEREOF, SET FORTH AS FOLLOWS:

(initials)

## STATEMENT

### § 1 – CHARACTERISTICS OF THE CONCERNED COMPANIES AND LEGAL RELATIONSHIPS EXISTING THEREBETWEEN

#### 1.1 INCORPORATION – CAPITAL – BUSINESS

##### a) ENGELHARD – CLAL SAS (investing company)

The business of the company ENGELHARD – CLAL SAS consists in refining, purchasing, manufacturing, transforming gold, silver, platinum materials and other precious metals, and secondarily foundry and lamination.

Its duration expires on March 5, 2094.

Its capital currently amounts to 437,702,280 French Francs. It is divided into 7,295,038 shares of 60 Francs each par value, all of same class and entirely paid up.

The company's shares are not listed on the Paris Bourse. The Investing Company does not distribute securities to the public. It did not issue any founder's shares, bonds or other securities.

The company ENGELHARD – CLAL SAS counts on May 30, 2001, 530 employees 115 of which are affected to the industrial platinum segment.

##### b) ENGELHARD – CLAL – TEMPLE (recipient company)

Following a decision given on June 11, 2001 by the general extraordinary meeting, the company ENGELHARD – CLAL – TEMPLE changed its name and its head office was moved. This company is henceforth called "PLATECXIS" and its head office is located in Noisy le Sec (93130), 49 rue de Paris; it will be recorded in the trade and companies register of BOBIGNY.

Any formalities relating to such modifications are being fulfilled.

The business of the company ENGELHARD – CLAL – TEMPLE consists in melting, refining, transforming, purchasing and selling precious metals, in manufacturing jewelry in precious metals, in the business of a precious metals broker, a foreign exchange broker, in selling precious stones, in the external trade of precious metals, in testing precious metals and fashion jewellery.

Its duration expires on March 14, 2026.

*(initials)*

Its capital amounts to 1,000,000 Francs. It is divided into 5,000 shares of 200 francs each par value, all of same class and entirely paid up.

The company's shares are not listed on the Paris Bourse. The Investing Company does not distribute securities to the public. It did not issue any founder's shares, bonds or other securities.

The company ENGELHARD - CLAL - TEMPLE has no employees.

## **1.2 RELATIONSHIPS BETWEEN THE COMPANIES**

The company ENGELHARD - CLAL - TEMPLE is held directly by 100% by the company ENGELHARD - CLAL SAS, a holding company holding directly or indirectly all of the shareholdings belonging to the ENGELHARD CLAL group in France.

Mr. Bernard PIERRE, President of the company ENGELHARD - CLAL SAS is also a director of the company ENGELHARD - CLAL - TEMPLE.

## **§ 2 - GROUNDS FOR AND PURPOSES OF THE PARTIAL TRANSFER OF ASSETS**

The grounds and purposes which incited the President and board of directors of the companies ENGELHARD - CLAL SAS and ENGELHARD - CLAL - TEMPLE to contemplate this partial transfer of assets operation are analyzed as follows.

The parties contemplated transferring unto a subsidiary, in this case the company ENGELHARD - CLAL - TEMPLE, the business segment "Industrial Platinum" also called "DPI" which relates to the manufacture and marketing of metallurgical products based on platinum and platinoids.

This operation is part of a more general process for rationalizing the structures of the ENGELHARD - CLAL group and for transferring unto the subsidiary certain business segments, namely the "industrial silver - DAI", "industrial platinum - DPI" and "special wires - FSP" segments so as to:

- relocate the responsibilities towards autonomous and independent units;
- clarify the trading accounts for each craft in the group;
- continue the economic adjustment of the French business in the group; and
- lighten the central management services in favor of the operational forces in each craft so that they may be more effective.

(initials)

### **§ 3 – METHODS FOR ASSESSING THE TRANSFER**

For the purpose of establishing the bases and conditions of the operation, the President and board of directors of the companies ENGELHARD – CLAL – SAS and ENGELHARD – CLAL – TEMPLE decided to use the accounts closed on December 31, 2000, closure date for their last company's year.

The assets were retained for their intrinsic value on December 31, 2000, which value was estimated to be the net book value of said elements in the books of ENGELHARD – CLAL – SAS upon such date.

The liabilities namely took into consideration:

- a sum of 146,483.55 French Francs corresponding to a potential tax,
- a sum of 35,000,000 French Francs corresponding to a provision for shrink to be suffered throughout the roll-forward period (Bull. COB No. 145, February 1982, page 7 and Bull. CNCC No. 46, February 1982, page 140)

### **§ 4 – SYSTEM OF LAW APPLICABLE TO THE OPERATION – EFFECTIVE DATE OF THE TRANSFER**

#### **4 – 1. Option for the system of scissions**

In accordance with the possibility offered thereto by section L 236-22 of the Commercial Code, the companies which are a party to the partial transfer of assets hereinafter detailed, decide by mutual agreement to submit the operation to the provisions of the sections L 236-16 to L 236-21 of said Code.

As a consequence, the investing company ENGELHARD – CLAL – SAS shall transfer to the recipient company ENGELHARD – CLAL – TEMPLE, which latter shall replace the first one, all its rights, goods and obligations for the business segment forming the subject of the transfer.

#### **4 – 2. Effective date of the transfer**

As expressly agreed, the parties agree that both from an accounting and fiscal point of view, this partial transfer of assets shall be effective as from **January 1, 2001**.

As a consequence, any operations conducted by the investing company as from **January 1, 2001**, on account of the transferred business segment, will be considered as a matter of right, both from an accounting and fiscal point of view, as being fulfilled by the company ENGELHARD – CLAL – TEMPLE which shall bear alone and exclusively any assets and liabilities results of the operation of the transferred property.