## 503523079 10/14/2015

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 EPAS ID: PAT3569705

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT

#### **CONVEYING PARTY DATA**

Name	Execution Date
ENECSYS UK LIMITED	08/25/2015

#### **RECEIVING PARTY DATA**

Name:	SOLARCITY CORPORATION
Street Address:	3055 CLEARVIEW WAY
City:	SAN MATEO
State/Country:	CALIFORNIA
Postal Code:	94402

### **PROPERTY NUMBERS Total: 2**

Property Type	Number
Application Number:	14542386
Patent Number:	8971082

#### **CORRESPONDENCE DATA**

**Fax Number:** (310)442-9330

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: (310)442-9300
Email: mail@adelillp.com
Correspondent Name: MANI ADELI

Address Line 1: 11859 WILSHIRE BOULEVARD, SUITE 500

Address Line 4: LOS ANGELES, CALIFORNIA 90025

NAME OF SUBMITTER:	MANI ADELI
SIGNATURE:	/Mani Adeli/
DATE SIGNED:	10/14/2015

#### **Total Attachments: 9**

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> PATENT REEL: 036793 FRAME: 0388

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## ENECSYS UK LIMITED (In Administration)

and

PHILLIP RODNEY SYKES AND GRAHAM PAUL BUSHBY (as Joint Administrators)

and

**SOLARCITY CORPORATION** 

DEED OF AMENDMENT AND RESTATEMENT
In relation to a Deed of Assignment of the Intellectual Property of Enecsys UK Limited
(in administration)

PATENT

**REEL: 036793 FRAME: 0390** 

#### BETWEEN:

- (1) PHILLIP RODNEY SYKES AND GRAHAM PAUL BUSHBY AS JOINT ADMINISTRATORS both acting in their capacity as administrators and agents of the Seller and without personal liability (the "Administrators");
- (2) ENECSYS UK LIMITED (registered number 04832321) (in Administration) whose registered office is at c/o Baker Tilly Restructuring and Recovery LLP, 6th Floor, 25 Farringdon Street, London, EC4A 4AB, acting by the Administrators (the "Seller"); and
- (3) SOLARCITY CORPORATION whose registered office is at 3055 Clearview Way, San Mateo, California 94402, USA (the "Assignee"),

(each a "Party" and together, the "Parties").

#### RECITALS:

- (A) Pursuant to a sale and purchase agreement entered into by the Parties on 20 April 2015 (the "Agreement"), the Parties entered into a deed of assignment dated 5 May 2015 (the "Deed of Assignment") in relation to certain intellectual property of the Seller.
- (B) The Parties now wish to enter into this Deed in order to amend and restate the Deed of Assignment as contemplated by the terms of this Deed.

Defined terms used in the Deed of Assignment shall have the same meaning when used in this Deed, unless otherwise defined herein.

#### NOW THIS DEED WITNESSETH as follows:

- The Parties hereby acknowledge and agree that the Deed of Assignment shall, with immediate effect from the date of this Deed, be amended and restated in the form set out in Schedule 1 to this Deed.
- Subject to clause 1 above, the Deed of Assignment and the Agreement shall remain in full force and effect.
- 3. This Deed shall be governed by and construed in accordance with English law. Any matter, claim or dispute arising out of or in connection with this Deed, whether contractual or non-contractual, is to be governed by and determined in accordance with English law. The Parties hereby submit to the exclusive jurisdiction of the English Courts in relation to all matters arising out of this Deed.
- 4. This Deed may be executed in any number of counterparts, and by each Party on separate counterparts, but shall not be effective until each Party has executed at least one counterpart. Each counterpart shall constitute an original of this Deed, but the counterparts shall together constitute but one and the same instrument.

IN WITNESS whereof the Parties hereto have executed this Deed on the date first before written.

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# Schedule 1 Amended and Restated Deed of Assignment

THIS ASSIGNMENT is dated the day of

2015.

#### BETWEEN:

- (1) PHILLIP RODNEY SYKES AND GRAHAM PAUL BUSHBY AS JOINT ADMINISTRATORS both acting in their capacity as administrators and agents of the Seller and without personal liability (the "Administrators");
- (2) ENECSYS UK LIMITED (registered number 04832321) (in Administration) whose registered office is at c/o Baker Tilly Restructuring and Recovery LLP, 6th Floor, 25 Farringdon Street, London, EC4A 4AB, acting by the Administrators (the "Seller");
- (3) SOLARCITY CORPORATION whose registered office is at 3055 Clearview Way, San Mateo, California 94402, USA (the "Assignee").

WHEREAS by an agreement dated 20 April 2015 and entered into between (1) the Seller; (2) the Administrators; and (3) the Assignee (the "Agreement") the Seller (acting by the Administrators) has agreed to sell and the Assignee has agreed to purchase the Intellectual Property (as defined in the Agreement) of the Seller, including the patents and applications for patents set out in Appendix 1 to this Deed (the "Listed Patents") upon the terms and conditions set out below.

#### NOW THIS DEED WITNESSETH as follows:

- In pursuance of the Agreement the Seller (acting by the Administrators) hereby assigns (to the extent that it has the right to do so) unto the Assignee such right, title and interest as it may have in the Intellectual Property, including in the Listed Patents (and any applications and patents related to or claiming priority to or through any of the Listed Patents) including, without limitation, the right to bring proceedings and recover damages and obtain all other remedies in respect of previous infringements and previous acts.
- 2. This Deed shall be governed by and construed in accordance with English law. Any matter, claim or dispute arising out of or in connection with this Deed, whether contractual or non-contractual, is to be governed by and determined in accordance with English law. The parties hereby submit to the exclusive jurisdiction of the English Courts in relation to all matters arising out of this Deed.
- 3. This Deed may be executed in any number of counterparts, and by each party on separate counterparts, but shall not be effective until each party has executed at least one counterpart. Each counterpart shall constitute an original of this Deed, but the counterparts shall together constitute but one and the same instrument.

**IN WITNESS** whereof the parties hereto have executed this Assignment as a Deed on the date first before written.

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## Appendix 1

Country	Patent Number	Application Number	
UK	GB 2415841	GB 0424556.9	
US	US 8,369,113	US 11/718,879	
UK	GB 2434490	GB 0600658.9	
DE	DE 20 2007 019 355.16	DE 202007019355.6	
US	US 8.089,785	US 12/160,743	
US		US 14/331,194	
US	US 8,461,809	US 13/276,849	
US	US 8,811,047	US 13/276,885	
UK	GB 2478789	GB 1004621.7	
US	US 8,405, 367	US 12/789,154	
US		US 13/843,772	
CN		ZL 201110075681.4	
CN	ZL 201120085089.8	ZL 201120085089.8	
EP		EP 11710023.0	
UK	GB 2486509	GB 1104800.6	
UK	GB 2491494	GB 1211883.2	
US	US 8,391,031	US 13/244,161	
US		US 14/537,032	
US		US 14/446,319	
US	US 8,934,269	US 13/769,257	
EP		EP 12715705.5	
UK	GB 2482653	GB 1009430.8	
US	US 8,674,668	US 12/947,116	
US		US 14/202,485	
EP		EP 11724014.3	
CN	ZL 201120161284	ZL 201120161284.4	
CN		ZL 201110130712.1	
UK	GB 2419968	GB 0424551.0	
US	US 8,391,032	US 13/310,691	
UK		GB 1120367.6	
US	US 8,823,212	US 13/769,275	
EP		EP 12784042.9	
UK		GB 1118851.3	
US		US 13/856,575	
EP		EP 12788242.1	
US		US 14/012,095	
UK	GB 2439648	GB 0712536.2	
US	US 7,626,834	US 11/771,593	
US		US 90/011,788	
US		US 90/012,446	
US	US 8,674,548	US 13/244,226	

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Country	Patent Number	Application Number
UK	GB 2487368	GB 1100796.0
UK	GB 2487495	GB 1204146
US		US 14/191,129
EP		EP 12711432.0
US	US 8,405,248	US 12/793,068
US		US 13/774,932
US	US 8,971,082	
UK	GB 2485423	GB 1100798.6
US		US 13/244,144
EP		EP 12708049.7
US	US 8,067,855	US 10/555,803
UK	EP 1623495	EP 04731398.6
FR	EP 1623495	EP 04731398.6
DE	EP 1623495	EP 04731398.6
UK	GB 2485335	GB 1017971.1
US	US 8,624,443	US 13/244,222
US		US 14/147,269
US		US 14/542,386
EP		EP 11771270.3
US	US 8,410,889	US 13/297,253
UK		GB 1118996.6
US	US 8,917,156	US 13/771,024
US		US 14/531,120
US	US 8,542,512	US 13/244,155
UK	GB 2486032	GB 1104785.9
UK	GB 2421847	GB 0424555.1
US	US 8,077,437	US 11/718,875
UK	GB 2455754	GB 0724825.5
US	US 8,310,101	US 12/809,436
UK	GB 2455755	GB 0724828.9
EP		EP 08865007.2
US		US 13/656,641
UK	GB 2455753	GB 0724823.0
US		US 13/533,945
WO		PCT/GB2013/051529
US		US 13/802,438
WO		PCT/GB2014/050004
US		US 14/142,693
WO		PCT/GB2014/050005
US		14/019,470
WO		PCT/GB2014/051135
US		US 61/749.252
US		US 61/812,694
US		US 61/749,251
WO	· · · · · · · · · · · · · · · · · · ·	PCT/US2013/39157
WO		PCT/GB2008/051216
WO		PCT/GB2005/050197

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Country	Patent Number	Application Number
WO		PCT/GB2005/050198
wo		PCT/GB2007/050014
WO		PCT/GB2004/001965
US		US 60/505,842
UK		GB 0612859.9
UK		GB 0310362.9
US		US 14/019,462
EP		EP 13735361.1
PCT		PCT/GB2011/050529
GB	GB 2454389	
EP		EP 07700421.6

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SIGNED by PHILLIP RODNEY SYKES as one of the Administrators for and on behalf of ENECSYS UK LIMITED as agent and in exercise of powers granted to him by statute and without personal liability in the presence of;	)))))
Witness signature	
Witness name	; ,;
Witness address	, ,**
Witness occupation	
SIGNED by PHILLIP RODNEY SYKES for the Administrators without personal liability and solely for the purpose of obtaining the benefit of the provisions of this agreement expressed to be conferred on or given in favour of the Administrators in the presence of:	)))))
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Witness name	5165
Witness address	
Witness occupation	
SIGNED by for and on behalf of SOLARCITY CORPORATION in the presence of:	)
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Witness name	÷.
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Witness occupation	٠

signed by PHILLIP RODNEY SYKES as one of the Administrators for and on behalf of ENECSYS UK LIMITED as agent and in exercise of powers granted to him by statute and without personal liability in the presence of:	7.2Sf
Witness signature.	
Witness name RICHARD CLEBO RI	· :
Witness address 7. SAGI HOSE, 2	
XICTORY CARACE, LEVOROL	
Witness occupation	
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Witness signature	
Witness name. RRHARD, COLERCENT.	
Witness address. 7.54001.H0062	v
VICTORY PARADE, LONDON	ο.
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SIGNED by PHILLIP RODNEY SYKES as one of the Administrators for and on behalf of ENECSYS UK LIMITED as agent and in exercise of powers granted to him by statute and without personal liability in the presence of:
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Witness occupation.
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Witness signature
Witness name CE 1909 QUESTA (Statistical)
Witness address 3.0688.1.10.682
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Witness occupation.
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