

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT7506762

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SHARE PURCHASE AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
GARY SHARP INNOVATIONS, INC.	06/13/2022

RECEIVING PARTY DATA

Name:	META PLATFORMS TECHNOLOGIES, LLC
Street Address:	1601 WILLOW ROAD
City:	MENLO PARK
State/Country:	CALIFORNIA
Postal Code:	94025

PROPERTY NUMBERS Total: 22

Property Type	Number
Application Number:	15331245
Application Number:	15879043
Application Number:	15894999
Application Number:	15916115
Application Number:	15952336
Application Number:	16037934
Application Number:	16195618
Application Number:	16260903
Application Number:	16260934
Application Number:	16289335
Application Number:	16591044
Application Number:	16600471
Application Number:	16601522
Application Number:	16672472
Application Number:	16846843
Application Number:	16923705
Application Number:	17184492
Application Number:	17189118
Application Number:	17352586
Application Number:	17653655

PATENT

Property Type	Number
Application Number:	17693342
Application Number:	17660996

CORRESPONDENCE DATA

Fax Number:

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.

Email: fb-docketing@fisherbroyles.com, docketing.fb@clarivate.com, fernanda.machado@fisherbroyles.com

Correspondent Name: FISHERBROYLES, LLP - META PLATFORMS, INC.

Address Line 1: 222 S. MAIN STREET, 5TH FLOOR

Address Line 4: SALT LAKE CITY, UTAH 84101

NAME OF SUBMITTER:	FERNANDA MACHADO
SIGNATURE:	/Fernanda Machado/
DATE SIGNED:	08/26/2022

Total Attachments: 16

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SHARE PURCHASE AGREEMENT

by and among

META PLATFORMS, INC.,
a Delaware corporation,

META PLATFORMS TECHNOLOGIES, LLC,
a company organized under the laws of Delaware,

GARY SHARP INNOVATIONS, INC.,
a company organized under the laws of Colorado,

THE COMPANY SHAREHOLDERS

and

TONY MCGETTIGAN,
solely in his capacity as the Shareholders' Agent

Dated as of June 13, 2022

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SHARE PURCHASE AGREEMENT

THIS SHARE PURCHASE AGREEMENT (this “*Agreement*”) is made and entered into as of June 13, 2022 (the “*Agreement Date*”), by and among Meta Platforms, Inc., a Delaware corporation (“*Parent*”), Meta Platforms Technologies, LLC, a Delaware limited liability company and a direct or indirect wholly owned subsidiary of Parent (“*Acquirer*”), Gary Sharp Innovations, Inc., a Colorado corporation (the “*Company*”), the Company shareholders listed on Exhibit B (the “*Company Shareholders*”), and Tony McGettigan, solely in his capacity as the shareholders’ agent (the “*Shareholders’ Agent*”). Certain other terms used herein are defined in Exhibit A.

Recitals

- A. The Company Shareholders collectively are the holders and the legal and beneficial owners of all of the Company Shares.
- B. Acquirer desires to, subject to the terms and conditions set forth in this Agreement, purchase from the Company Shareholders, and each Company Shareholder will sell to Acquirer, all of the Company Shares owned by such Company Shareholders free from any Encumbrances and subject to the terms and conditions set forth in this Agreement (the “*Share Purchase*”).
- C. The Company, the Company Shareholders, Parent and Acquirer desire to make certain representations, warranties, covenants and other agreements in connection with the Share Purchase as set forth herein.

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- E. The board of directors of the Company (the “*Board*”) has carefully considered the terms of this Agreement and has unanimously determined that this Agreement and the transactions contemplated by this Agreement and the documents referenced herein, including the Share Purchase (collectively, the “*Transactions*”), are in the best interests of, and are advisable to, the Company and the Company Shareholders and recommend that all of the Company Shareholders enter into this Agreement.

NOW, THEREFORE, in consideration of the representations, warranties, covenants, agreements and obligations contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

ARTICLE I THE SHARE PURCHASE

1.1 The Share Purchase.

(a) Company Shares. On the terms and subject to the conditions of this Agreement, each Company Shareholder shall sell, transfer and deliver to Acquirer at the Closing, and Acquirer agrees to purchase from each Company Shareholder, all of the Company Shares owned by such Company Shareholder as of immediately prior to the Closing (as set forth on the Spreadsheet) free and clear of all Encumbrances, in exchange for (i) an amount in cash equal to the product of the Per Share Payment Amount multiplied by the total number of Company Shares held by such Company Shareholder, without interest, less such Company Shareholder's Pro Rata Share of the Holdback Amount and (ii) subject to Section 1.5 and Article IX, the right to receive, upon release of the Holdback Fund, such Company Shareholder's Pro Rata Share of the Holdback Fund. In addition, and with respect to each Company Shareholder, severally and not jointly, Acquirer may deduct any withholding amounts as further described in this Article I.

(b) Adjustments. In the event of any share split, reverse share split, share dividend (including any dividend or distribution of securities convertible into capital shares), reorganization, reclassification, combination, recapitalization or other like change with respect to the Company Shares occurring after the Agreement Date and prior to the Closing, all references in this Agreement to specified numbers of shares of any class or series affected thereby, and all calculations provided for that are based upon numbers of shares of any class or series (or trading prices therefor) affected thereby, shall be equitably adjusted to the extent necessary to provide the parties the same economic effect as contemplated by this Agreement prior to such share split, reverse share split, share dividend, reorganization, reclassification, combination, recapitalization or other like change.

(c) Withholding Rights. Each of Parent, Acquirer, their respective subsidiaries and the Paying Agent shall be entitled to deduct and withhold from any consideration payable or otherwise deliverable pursuant to this Agreement to, or on behalf of, any Named Employee, Continuing Employee, Company Shareholder or any other Person such amounts as Parent, Acquirer, their respective subsidiaries or the Paying Agent reasonably determine are required, including such amounts as are required to be deducted or withheld therefrom or in connection therewith under Applicable Law. To the extent such amounts are so deducted or withheld, such amounts shall be treated for all purposes under this Agreement as having been paid to the Person in respect of which such deduction or withholding was made.

(d) Treatment of Company Shares Owned by the Company. At the Closing, all Company Shares that are owned by the Company immediately prior to the Closing shall be canceled by the Company and extinguished without any conversion thereof or payment of any cash or other property or consideration therefor and shall cease to exist.

(e) Closing. Upon the terms and subject to the conditions set forth herein, the closing of the Transactions, including the consummation of the Share Purchase, (the "*Closing*") shall take place by means of virtual closing through electronic exchange of signatures, or at such other location as Acquirer and the Company agree, a date to be agreed and time specified by Acquirer and the Company, which date shall be no later than the third Business Day following the date on which all of the conditions set forth in Article VII of this Agreement have been satisfied or waived (other than those conditions that, by their terms, are intended to be satisfied at the Closing, but subject to the satisfaction or waiver of those conditions); provided that if such Business Day would otherwise occur anytime during the final 15 days of a fiscal quarter of Parent,

then Acquirer may, in its discretion, delay the Closing until the first Business Day of the next succeeding fiscal quarter of Parent, in which case the Closing shall be held on such first Business Day (so long as all of the conditions set forth in Article VII (other than those conditions that, by their terms, are intended to be satisfied at the Closing, but subject to the satisfaction or waiver of those conditions) shall continue to be satisfied or waived in accordance with this Agreement on such first Business Day). The date on which the Closing occurs is sometimes referred to herein as the "*Closing Date*."

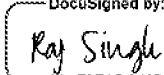
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IN WITNESS WHEREOF, Parent, Acquirer, the Company, the Company Shareholders and the Shareholders' Agent have caused this Share Purchase Agreement to be executed and delivered by their respective officers thereunto duly authorized (or with respect to those Company Shareholders who are individuals and the Shareholders' Agent, personally in his capacity as such), all as of the date first written above.

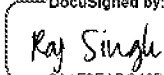
PARENT:

META PLATFORMS, INC.

DocuSigned by:
By:  _____
Name: Raj Singh
Title: Vice President, Associate General Counsel

ACQUIRER:

META PLATFORMS TECHNOLOGIES, LLC

DocuSigned by:
By:  _____
Name: Raj Singh
Title: Authorized Signatory

IN WITNESS WHEREOF, Parent, Acquirer, the Company, the Company Shareholders and the Shareholders' Agent have caused this Share Purchase Agreement to be executed and delivered by their respective officers thereunto duly authorized (or with respect to those Company Shareholders who are individuals and the Shareholders' Agent, personally in his capacity as such), all as of the date first written above.

COMPANY:

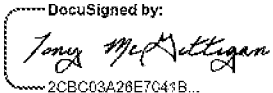
GARY SHARP INNOVATIONS, INC.

By:  _____
Name: Tony McGettigan
Title: President, Treasurer and Secretary

IN WITNESS WHEREOF, Parent, Acquirer, the Company, the Company Shareholders and the Shareholders' Agent have caused this Share Purchase Agreement to be executed and delivered by their respective officers thereunto duly authorized (or with respect to those Company Shareholders who are individuals and the Shareholders' Agent, personally in his capacity as such), all as of the date first written above.

SHAREHOLDERS' AGENT:

TONY MCGETTIGAN


By:  _____
Name: Tony McGettigan

[Signature Page to Share Purchase Agreement]

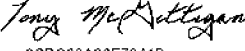
IN WITNESS WHEREOF, Parent, Acquirer, the Company, the Company Shareholders and the Shareholders' Agent have caused this Share Purchase Agreement to be executed and delivered by their respective officers thereunto duly authorized (or with respect to those Company Shareholders who are individuals and the Shareholders' Agent, personally in his capacity as such), all as of the date first written above.

COMPANY SHAREHOLDERS:

GARY SHARP

DocuSigned by:

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Gary Sharp

TONY MCGETTIGAN

DocuSigned by:

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Tony McGettigan

[Signature Page to Share Purchase Agreement]

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Schedule 2.10(c)

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Patents; Patent Applications

Country	Title	Application No. Application Date	Publication/Patent No. Issue Date	Registered Owner**
Australia	Wide-angle compensation of uniaxial retarder stacks	AU2018304186A 2018-07-17	AU2018304186A1 2020-02-06	Gary Sharp Innovations, Inc.
Australia	Self-compensating liquid crystal retardation switch	AU2018368783A 2018-11-19	AU2018368783A1 2020-07-02	Gary Sharp Innovations, Inc.
Australia	Hollow triple-pass optical elements	AU2019211498A 2019-01-29	AU2019211498A1 2020-08-20	Gary Sharp Innovations, Inc.
Australia	Polarization-based filters with angle-sensitive transmission	AU2019358207A 2019-10-12	AU2019358207A1 2021-05-13	Gary Sharp Innovations, Inc.
Australia	Compact polarization-based multi-pass optical architectures	AU2019372438A 2019-11-03	AU2019372438A1 2021-05-27	Gary Sharp Innovations, Inc.
China	Polarization-based optical filter with angle-sensitive transmission	CN201980079659A 2019-10-12	CN113167951A 2021-07-23	Gary Sharp Innovations, Inc.
China	Compact polarization-based multi-pass optical architecture	CN201980085194A 2019-11-03	CN113260886A 2021-08-13	Gary Sharp Innovations, Inc.
China	Polarization compensator for inclined surfaces	CN202080038940A 2020-04-13	CN113874769A 2021-12-31	Gary Sharp Innovations, Inc.
China	Compact polarization-based collimator with high contrast	CN202080061978A 2020-07-08	CN114341714A 2022-04-12	Gary Sharp Innovations, Inc.

Country	Title	Application No. Application Date	Publication/Patent No. Issue Date	Registered Owner**
Europe	Compact Polarization-Based Collimators With High Contrast	20836605.4	EP3997492	Gary Sharp Innovations, Inc.
Europe	Wide Angle Variable Neutral Density Filter	EP2018763883A 2018-03-08	EP3577515A4 2021-04-21	Gary Sharp Innovations, Inc.
Europe	Wide-Angle Compensation Of Uniaxial Retarder Stacks	EP2018835931A 2018-07-17	EP3642666A4 2021-04-14	Gary Sharp Innovations, Inc.
Europe	Self-Compensating Liquid Crystal Retardation Switch	EP2018879175A 2018-11-19	EP3710889A4 2021-08-11	Gary Sharp Innovations, Inc.
Europe	Hollow Triple-Pass Optical Elements	EP2019744028A 2019-01-29	EP3746822A4 2022-01-12	Gary Sharp Innovations, Inc.
Europe	Retarder Stack Pairs For Polarization Basis Vector Transformations	EP2019760764A 2019-02-28	EP3759531A4 2021-12-15	Gary Sharp Innovations, Inc.
Europe	Polarization-Based Filters With Angle-Sensitive Transmission	EP2019871620A 2019-10-12	EP3850407A2 2021-07-21	Gary Sharp Innovations, Inc.
Europe	Compact Polarization-Based Multi-Pass Optical Architectures	EP2019879944A 2019-11-03	EP3874303A1 2021-09-08	Gary Sharp Innovations, Inc.
Europe	Polarization Compensator For Tilted Surfaces	EP2020786815A 2020-04-13	EP3953750A1 2022-02-16	Gary Sharp Innovations, Inc.
Japan	Polarization-Based Filters With Angle-Sensitive Transmission	2021519798 2019-10-12	2022504675 2022-01-13	Gary Sharp Innovations, Inc.
Japan	Compact Polarization-Based Multi-Pass Optical Architectures	2021523887 2019-11-03	2022506490 2022-01-17	Gary Sharp Innovations, Inc.
Japan	Polarization Compensator For Tilted Surfaces	2021559903 2020-04-13		Gary Sharp Innovations, Inc.
Japan	Compact Polarization-Based Collimators With High Contrast	2022500994 2020-07-08		Gary Sharp Innovations, Inc.
PCT	Digitally Reconfigurable Neutral Density Filter	WO2021US19409A 2021-02-24	WO2021173665A1 2021-09-02	Gary Sharp Innovations, Inc.
PCT	Preserving In-Plane Function Of Polarization Laminates In A Forming Process	WO2021US20349A 2021-03-01	WO2021174220A1 2021-09-02	Gary Sharp Innovations, Inc.
PCT	Equipment And Processes For Precision Fabrication Of Solvent-Laminated Retarder-Stacks	WO2021US38183A 2021-06-21	WO2021262569A1 2021-12-30	Gary Sharp Innovations, Inc.
South Korea	High-contrast, compact polarization-based collimator	KR20227004216A 2020-07-08	KR2022031680A 2022-03-11	Gary Sharp Innovations, Inc.
United States	Optical filter with color enhancement	15331245 2016-10-21	9933636 2018-04-03	Gary Sharp Innovations, Inc.
United States	Tunable color enhancement filter	15879043 2018-01-24	10866429 2020-12-15	Gary Sharp Innovations, Inc.
United States	Optical filter with color enhancement	15894999 2018-02-13	10502981 2019-12-10	Gary Sharp Innovations, Inc.

Country	Title	Application No. Application Date	Publication/Patent No. Issue Date	Registered Owner**
United States	Wide Angle Variable Neutral Density Filter	15916115 2018-03-08	(20180259692)	Gary Sharp Innovations, Inc.
United States	Chromatic polarization filtering that is input specific	15952336 2018-04-13	10895675 2021-01-19	Gary Sharp Innovations, Inc.
United States	Wide-angle compensation of uniaxial retarder stacks	16037934 2018-07-17	11294113 2022-04-05	Gary Sharp Innovations, Inc.
United States	Self-compensating liquid crystal retardation switch	16195618 2018-11-19	10739651 2020-08-11	Gary Sharp Innovations, Inc.
United States	Hollow triple-pass optical elements	16260903 2019-01-29	11269123 2022-03-08	Gary Sharp Innovations, Inc.
United States	Color switch for reduced color cross-talk	16260934 2019-01-29	11249355 2022-02-15	Gary Sharp Innovations, Inc.
United States	Retarder Stack Pairs For Polarization Basis Vector Transformations	16289335 2019-02-28	(20190271853)	Gary Sharp Innovations, Inc.
United States	Polarization Folded Path Device with Complementary Angle Filtering	16591044 2019-10-02	(20200241312)	Gary Sharp Innovations, Inc.
United States	Polarization-Based Filters With Angle-Sensitive Transmission	16600471 2019-10-12	(20200116912)	Gary Sharp Innovations, Inc.
United States	Optical Filter With Color Enhancement	16601522 2019-10-14	(20200041818)	Gary Sharp Innovations, Inc.
United States	Compact Polarization-Based Multi-Pass Optical Architectures	16672472 2019-11-03	(20200142276)	Gary Sharp Innovations, Inc.
United States	Polarization Compensator For Tilted Surfaces	16846843 2020-04-13	(20200379155)	Gary Sharp Innovations, Inc.
United States	Compact Polarization-Based Collimators with High Contrast	16923705 2020-07-08	(20210041711)	Gary Sharp Innovations, Inc.
United States	Digitally Reconfigurable Neutral Density Filter	17184492 2021-02-24	(20210263346)	Gary Sharp Innovations, Inc.
United States	Preserving In-Plane Function of Polarization Laminates in a Forming Process	17189118 2021-03-01	(20210271011)	Gary Sharp Innovations, Inc.
United States	Equipment And Processes For Precision Fabrication Of Solvent-Laminated Retarder-Stacks	17352586 2021-06-21	(20210394498)	Gary Sharp Innovations, Inc.
United States	Hollow Triple-Pass Optical Elements	17653655 2022-03-06		Gary Sharp Innovations, Inc.
United States	Wide-Angle Compensation Of Uniaxial Retarder Stacks	17693342 2022-03-12		Gary Sharp Innovations, Inc.
Australia	Optical filter with color enhancement	AU2016342348A 2016-10-21	AU2016342348B2 2019-04-11	Gary Sharp Innovations, Inc.
China	a colour enhancement of optical filter	CN201680075981A 2016-10-21	CN108474886A 2018-08-31	Gary Sharp Innovations, Inc.

Country	Title	Application No. Application Date	Publication/Patent No. Issue Date	Registered Owner**
China	wide angle compensation of the single-axis retarder stack	CN201880059934A 2018-07-17	CN111108428A 2020-05-05	Gary Sharp Innovations, Inc.
China	Delay stack pair for polarization-based vector conversion	CN201980027293A 2019-02-28	CN112219143A 2021-01-12	Gary Sharp Innovations, Inc.
Europe	Optical Filter With Color Enhancement	EP2016858355A 2016-10-21	EP3365711A4 2019-07-10	Gary Sharp Innovations, Inc.
Japan	The optical filter accompanied by color emphasis	JP2018540695A 2016-10-21	JP06894909B2 2021-06-30	Gary Sharp Innovations, Inc.
Japan	Wide-Angle Compensation Of Uniaxial Retarder Stacks	JP2020502237A 2018-07-17	JP2020528159A 2020-09-17	Gary Sharp Innovations, Inc.
Japan	Retarder Stack Pairs For Polarization Basis Vector Transformations	JP2020545733A 2019-02-28	JP2021516364A 2021-07-01	Gary Sharp Innovations, Inc.
Australia	Wide angle variable neutral density filter	AU2018230767A 2018-03-08	AU2018230767A1 2019-10-03	Gary Sharp Innovations, Inc.
China	wide-angle variable neutral density filter	CN201880028385A 2018-03-08	CN110892309A 2020-03-17	Gary Sharp Innovations, Inc.
China	Self-compensating liquid crystal delay switcher	CN201880086767A 2018-11-19	CN112189163A 2021-01-05	Gary Sharp Innovations, Inc.
China	Hollow three-way optical element	CN201980016005A 2019-01-29	CN112219140A 2021-01-12	Gary Sharp Innovations, Inc.
Japan	Wide Angle Variable Neutral Density Filter	JP2019570347A 2018-03-08	JP2020510885A 2020-04-09	Gary Sharp Innovations, Inc.
Japan	Self-Compensating Liquid Crystal Retardation Switch	JP2020526930A 2018-11-19	JP2021503624A 2021-02-12	Gary Sharp Innovations, Inc.
Japan	Hollow Triple-Pass Optical Elements	JP2020541475A 2019-01-29	JP2021512363A 2021-05-13	Gary Sharp Innovations, Inc.

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