

# EXHIBIT 2

**Agreement Reference Number: L179757**

EXECUTION COPY

**PATENT ASSIGNMENT AGREEMENT** (“Agreement”) with an Effective Time & Date as defined below, between INTERNATIONAL BUSINESS MACHINES CORPORATION, a new York corporation (“IBM”), and UNILOC LUXEMBOURG S.A. (“BUYER”), a Luxembourg corporation.

WHEREAS, IBM has the right to assign its interest in the Assigned Patents as defined below; and

WHEREAS, subject to the reservation by IBM of certain rights, IBM desires to assign its ownership interest in the Assigned Patents and BUYER desires to acquire such ownership interest in the Assigned Patents;

Now therefore, in consideration of the premises and mutual covenants herein contained, IBM and BUYER agree as follows:

“IBM Strategic Partner” shall mean (a) any customer of IBM or any of its Subsidiaries that has purchased, or executed one or more contracts for purchase of, IBM’s or any of its subsidiaries’ products or services where the gross purchase price of such products or services is or was at least \$10,000,000.000 (cumulative) over the five year period prior to the Effective Time & Date, and shall also include (b) any supplier from whom IBM or any of its Subsidiaries purchased or executed one or more contracts for purchase of at least \$10,000,000.000 (cumulative) of goods or services over the five year period prior to the Effective Time & Date. For the avoidance of doubt, the companies listed in List A of Exhibit C do not meet the definition of “IBM Strategic Partner”.

**EXHIBIT C**

List A

Akamai