

INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

This Intellectual Property Assignment Agreement (this “**Agreement**”) is made on _____ (the “**Effective Date**”):

BY AND BETWEEN:

(1) _____ a company incorporated under the laws of Singapore having company registration number _____ with its registered office at _____ (the “**Assignee**”);

AND

(2) _____.

(collectively, the “**Parties**, and each, a “**Party**”).

WHEREAS:

- A. The Assignor has developed or is developing (and if the Assignor is an entity other than an individual, the Assignor’s employees have developed or are developing) certain intellectual property.
- B. The Assignee wants the Assignor to assign the rights to such intellectual property to it.
- C. The Assignor has agreed to assign, confirm the assignment, and procure the assignment to the Assignee of any and all intellectual property rights arising, or to arise, from work performed by the Assignor (and if the Assignor is an entity other than an individual, from work performed by the Assignor’s employees during their employment) on the terms set out in this Agreement.

NOW, THEREFORE, in consideration of the mutual covenants and agreement set forth herein and for other good and valuable consideration, the sufficiency of which is hereby acknowledged, the Parties hereto agree as follows:

1. DEFINITIONS AND INTERPRETATION

1.1 Unless the context otherwise requires or unless otherwise defined or provided for herein, the capitalised terms used in this Agreement shall have the following meanings:

“**Assigned Rights**” means any and all Intellectual Property Rights that have arisen or will arise in the name of the Assignor or, if applicable, its employees as a result of any work undertaken or role performed for the Assignee;

“**Confidential Information**” means shall mean and include any and all data and information relating to the Assignor’s technology or intellectual property that is the subject of the assignment in this Agreement, including but not limited to software, applications, platforms, process, codes, algorithms, features, contents, trade secrets, know-how, design architecture,