



March 14, 2007

Mr. Owen Scullion
Sales Manager
Brain Boxes Ltd.
Unit 3C Wavertree Boulevard South
Wavertree Technology Park
LIVERPOOL L7 9PF
ENGLAND

Dear Owen,

Per the agreement between Smart Modular Technologies and Brain Boxes Ltd.;

SMART hereby grants to Brain Boxes, and Brain Boxes hereby accepts, a worldwide, non-transferable, non-exclusive, non-sub-licensable license to the Licensed IP to manufacture and sell the Licensed Products.

Sincerely,

A handwritten signature in black ink, appearing to read 'Ross Forman', with a long, sweeping horizontal line extending to the right.

Ross Forman
Business Applications Projects Manager
Smart Modular Technologies, Inc.
Tel (510) 623-1231
Email: ross.forman@smartm.com