

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION**

Commissioners: **William E. Kovacic, Chairman**
 Pamela Jones Harbour
 Jon Leibowitz
 J. Thomas Rosch

In the Matter of

RAMBUS INCORPORATED,

a corporation.

Docket No. 9302

ORDER AUTHORIZING RESPONDENT TO RECEIVE EXCESS CONSIDERATION HELD PURSUANT TO CONTINGENT CONTRACTUAL OBLIGATIONS

Paragraph 1.c. of the Commission *Order Granting in Part and Denying in Part Respondent's Motion for Stay of Final Order Pending Appeal* (March 16, 2007) ("Stay Order") permitted Respondent to incur contingent contractual rights to consideration in excess of that permitted by the Final Order issued in this matter if the consideration were payable to Respondent only upon the issuance by the Commission of an order authorizing Respondent to receive such consideration. The Commission stated in Paragraph 1.c. of the Stay Order that it would issue an order authorizing Respondent to receive such consideration promptly after receiving a mandate from a court of appeals.

On April 22, 2008, the District of Columbia Circuit Court of Appeals ordered that the Commission's orders in this matter be set aside and that this matter be remanded for further proceedings consistent with the Court's opinion. On August 26, 2008, the Court denied the Commission's petition for a rehearing en banc. On September 9, 2008, the Court issued its mandate. Accordingly,

IT IS ORDERED THAT, as used herein, the term "Excess Consideration" shall mean fees, royalties, payments, judgments, and other consideration in excess of that permitted by Paragraphs IV, V.A., VI, and VII of the Final Order; and

IT IS FURTHER ORDERED THAT, within the meaning of Paragraph 1.c. of the Stay Order, Respondent may receive Excess Consideration (and accrued interest) payable pursuant to any contingent contractual obligation.

By the Commission.

Donald S. Clark
Secretary

SEAL
ISSUED: October 16, 2008