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**Draft for Discussion**

## **Wi-LAN and Concerned Shareholders Reach Agreement** ***Proposed board will position company to aggressively pursue patent licensing in WiMAX, WiFi and CDMA***

**CALGARY, Canada – April 19, 2006** – Wi-LAN Inc. (TSX:WIN) ("Wi-LAN" or the "Company") and a group of Concerned Shareholders jointly announced today that they have reached an agreement concerning the process and leadership required to complete Wi-LAN's transformation from a wireless technology development and equipment company to a patent licensing company.

The agreement includes a new proposed slate of directors for the Company comprised of the following individuals who will be nominated for election to the board from the floor at the Company's Annual and Special Meeting to be held April 20, 2006:

Dr. Michel Fattouche  
Mr. John K. Gillberry  
Mr. William K. Jenkins  
Dr. Robert Schulz  
Dr. Hatim Zaghoul

"I am pleased that this agreement enables Wi-LAN to move forward with a clear direction to deliver on the potential of the company," noted Bill Hews, Wi-LAN's Chairman.

"I believe that with the election of this proposed board and the early appointment of a new CEO, Wi-LAN will be in a great position to maximize the return to shareholders from its unique patent portfolio," noted Dr. Hatim Zaghoul on behalf of the Concerned Shareholders. "Though we understand the risks of patent litigation, we are very confident in our patents. Given the recent \$613 million settlement in the patent infringement lawsuit between Research in Motion and NTP, we believe aggressive enforcement is the right path for Wi-LAN to follow."

The process of appointing a new CEO began a few months ago. A number of good candidates have been identified. Finalizing this appointment will be a priority of the new board of directors. The agreement also calls for the new management of the Company to accelerate the completion of Wi-LAN's transformation to a patent licensing company by taking immediate steps to further reduce the Company's staff structure and operating costs and to continue and expand the pursuit of patent infringement settlements.

In addition to recommending the election of the new proposed slate of directors, the agreement calls for shareholders to approve all of the Special Resolutions outlined in the Management Information Circular dated March 8, 2006. Specifically, the agreement supports the Reorganization Resolution that provides for the sale of the Company's patents, patent applications and intellectual property to a wholly-owned subsidiary of the Company.

The 2006 Annual and Special Meeting of Shareholders of Wi-LAN Inc. will be held at 5 p.m. at the Sheraton Cavalier Hotel, 2620 32nd Avenue N.E., Calgary, Alberta on April 20, 2006.

### ***About Wi-LAN Inc.***

*Wi-LAN is a global provider of broadband wireless communications solutions. Wi-LAN believes its portfolio of patents is necessary for the implementation of WiMAX Forum Certified devices and devices using the IEEE standards 802.11a and 802.11g (the 2nd generation Wi-Fi Alliance standards). Wi-LAN is a charter member of the WiMAX Forum ([www.wimaxforum.org](http://www.wimaxforum.org)). Detailed information on Wi-LAN can be found at [www.wi-lan.com](http://www.wi-lan.com).*

### ***Forward Looking Information***

*Certain statements in this release, other than statements of historical fact, may include forward-looking information that involves various risks and uncertainties. These may include, without limitation, statements based on current expectations involving a number of risks and uncertainties related to all aspects of the wireless communications industry. These risks and uncertainties include, but are not restricted to, continued increased demand for the Company's products, the Company's ability to maintain its technological leadership in the field of high-speed wireless communications, the Company's ability to attract and retain key employees, the enforceability of the Company's patents, and the availability of key components.*

*These uncertainties may cause actual results to differ from information contained herein. There can be no assurance that such statements will prove to be accurate. Actual results and future events could differ materially from those anticipated in such statements. These and all subsequent written and oral forward-looking statements are based on the estimates and opinions of management on the dates they are made and expressly qualified in their entirety by this notice. The Company assumes no obligation to update forward-looking statements should circumstances or management's estimates or opinions change.*

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Press Release