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15 Attorneys for Plaintiff
NETLIST, INC.

17 UNITED STATES DISTRICT COURT
18 CENTRAL DISTRICT OF CALIFORNIA
19 SANTA ANA DIVISION

20 NETLIST, INC.,

21 Plaintiff,

22 v.

23 SK HYNIX INC., SK HYNIX
24 AMERICA INC., and SK HYNIX
25 MEMORY SOLUTIONS INC.,

26 Defendants.

CASE NO. 8:16-cv.-01605

**COMPLAINT FOR PATENT
INFRINGEMENT; DEMAND
FOR JURY TRIAL**

1 Plaintiff Netlist, Inc. (“Netlist”) brings this action for patent infringement
2 against Defendants SK hynix Inc., SK hynix America Inc. and SK hynix memory
3 solutions Inc. (collectively “Hynix” or “Defendants”) and alleges as follows:

4 **NATURE OF THE ACTION**

5 1. This is a civil action for patent infringement under the patent laws of
6 the United States relating to patents, including 35 U.S.C. § 281.

7 **THE PARTIES**

8 2. Plaintiff Netlist is a corporation organized and existing under the laws
9 of the State of Delaware, having a principal place of business at 175 Technology
10 Drive, Suite 150, Irvine, California 92618.

11 3. On information and belief, Defendant SK hynix Inc. is a corporation
12 organized and existing under the laws of the Republic of Korea (“Korea”), having a
13 principal place of business at 2091, Gyeongchung-daero, Bubal-eub, Icheon-si,
14 Gyeonggi-do, Korea. On information and belief, SK hynix Inc. is the worldwide
15 parent corporation for Defendants SK hynix America Inc. and SK hynix memory
16 solutions Inc., and is responsible either directly or indirectly through subsidiaries
17 for their infringing activities.

18 4. On information and belief, Defendant SK hynix America Inc. is a
19 corporation organized and existing under the laws of California, having a principal
20 place of business at 3101 North 1st Street, San Jose, CA 95134, United States. On
21 information and belief, Defendant SK hynix America Inc. is a wholly owned
22 subsidiary of SK hynix Inc. and is a United States operating company for SK hynix
23 Inc. On information and belief, Defendant SK hynix America Inc. provides support
24 for sales, technical, and customer/client relationship operations.

25 5. On information and belief, Defendant SK hynix memory solutions Inc.
26 is a corporation organized and existing under the laws of California, having a
27 principal place of business at 3103 North 1st Street, San Jose, CA 95134. On
28 information and belief, Defendant SK hynix memory solutions Inc. is a wholly

1 owned subsidiary of SK hynix Inc. and is a United States operating company for
2 SK hynix Inc. On information and belief, Defendant SK hynix memory solutions
3 Inc. provides to its customers controller hardware and flash management systems
4 and firmware for devices.

5 **JURISDICTION AND VENUE**

6 6. This court has jurisdiction over this action pursuant to 28 U.S.C.
7 §§ 1331 and 1338(a) and pursuant to the patent laws of the United States of
8 America, 35 U.S.C. § 101, *et seq.*

9 7. This Court has personal jurisdiction over Defendants because, on
10 information and belief, they have regularly and systematically transacted business
11 within the State of California and this District. In addition, this Court has personal
12 jurisdiction over Defendants because, on information and belief, this lawsuit arises
13 out of Defendants' infringing activities, including without limitation their making,
14 using, selling and/or offering to sell infringing products within the State of
15 California and this District. This Court also has personal jurisdiction over
16 Defendants because, on information and belief, Defendants have made, used, sold
17 and/or offered for sale their infringing products and placed such infringing products
18 in the stream of interstate commerce with the expectation that such infringing
19 products would be made, used, sold and/or offered for sale within the State of
20 California and this District. Finally, this Court has personal jurisdiction over
21 Defendants SK hynix America Inc. and SK hynix memory solutions Inc. because
22 they are corporations duly incorporated under the laws of California and have
23 offices in California.

24 8. Venue is proper in the Central District of California pursuant to the
25 provisions of 28 U.S.C. §§ 1391(b), (c), and (d) and 1400(b). On information and
26 belief, Defendants conduct substantial business directly and/or through third parties
27 or agents in this judicial district by selling and/or offering to sell the infringing
28 products, and/or by conducting other business in this judicial district. Furthermore,

1 Netlist is headquartered and has its principal place of business in this District, sells
2 products in this District, and has been harmed by Defendants' conduct, business
3 transactions and sales in this District.

4 **FACTUAL BACKGROUND**

5 9. Since its founding in 2000, Netlist has been a leading innovator in
6 high-performance memory module technologies. Netlist designs and manufactures
7 a wide variety of high-performance products for the cloud computing, virtualization
8 and high-performance computing (HPC) markets. Netlist's technology enables
9 users to derive useful information from vast amounts of data in a shorter period of
10 time. These capabilities will become increasingly valuable as the volume of data
11 continues to dramatically increase.

12 10. The technologies disclosed and claimed in the asserted patents relate
13 generally to memory modules. Generally speaking, a memory module is a circuit
14 board that contains DRAM integrated circuits that is installed into a memory slot on
15 a computer motherboard. United States Patent Nos. 8,756,364 ("the '364 patent")
16 and 8,516,185 ("the '185 patent") relate to memory modules of a computer system,
17 and more specifically to devices and methods for improving the performance, the
18 memory capacity, or both, of memory modules such as DIMMs. United States
19 Patent Nos. 8,001,434 ("the '434 patent"), 8,359,501 ("the '501 patent"), and
20 8,689,064 ("the '064 patent") relate to self-testing electronic memory modules.
21 United States Patent No. 8,489,837 ("the '837 patent") relates to memory modules
22 that perform handshaking during or upon completion of initialization.

23 11. Server memory modules historically have been standardized by the
24 standard-setting body for the microelectronics industry, JEDEC (Joint Electron
25 Device Engineering Council). RDIMM is a JEDEC-standard memory module,
26 which was first standardized in the mid-1990s. RDIMM accounted for more than
27 95 percent of all server memory modules shipped worldwide in 2011. Despite its
28 longevity and prevalence, standard RDIMM has become increasingly unable to

1 keep pace with the higher performance requirements of high-end servers.
2 LRDIMM is a different type of memory module also based on a JEDEC standard.
3 JEDEC has not yet approved a final version of the DDR4 LRDIMM standard,
4 though DDR4 products are widely available on the market today that are compliant
5 with draft versions of the standards being considered by JEDEC.

6 12. Netlist has in all respects acted in a manner consistent with the JEDEC
7 Patent Policy, as set forth in the JEDEC Manual of Organization and Procedure,
8 which states in relevant part that “[a] license will be offered, to applicants desiring
9 to utilize the license for the purpose of implementing the JEDEC Standard under
10 reasonable terms and conditions that are free of any unfair discrimination... .”
11 Netlist contacted Hynix last year regarding its need for a license to Netlist’s patent
12 portfolio and has since been negotiating in good faith to reach a resolution. In the
13 course of these negotiations, Netlist offered to license the asserted patents to Hynix
14 under reasonable terms and conditions that are free of any unfair discrimination
15 months before bringing this action. Hynix, however, has from the beginning taken
16 unreasonable positions and refused to attribute any meaningful value to Netlist’s
17 fundamental patent portfolio. As a result, the parties have made no progress
18 towards resolution despite multiple substantive exchanges, months of negotiation,
19 and Netlist’s offer to license.

20 13. In June 2016, consistent with its obligations to JEDEC, Netlist sent
21 Hynix a formal letter outlining Netlist’s offer to license Netlist’s patent portfolio for
22 DDR4 RDIMMs and LRDIMMs on reasonable terms and conditions that are free of
23 any unfair discrimination. Netlist again identified the asserted patents, and
24 informed Hynix that Hynix DDR4 RDIMMs and LRDIMMs practice the asserted
25 patents. Hynix did not accept Netlist’s reasonable, good-faith offer.

26 14. Each of the Defendants has been aware of the asserted patents since at
27 least January 2016 when Netlist presented to the Defendants detailed claim charts
28 related to each of the asserted patents.

COUNT ONE

Infringement of United States Patent No. 8,756,364

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3 15. Netlist incorporates by reference the preceding allegations of its
4 Complaint.

5 16. The '364 patent, entitled "Multirank DDR Memory Modul With Load
6 Reduction," issued on June 17, 2014 to inventors Jeffrey C. Solomon and Jayesh R.
7 Bhakta. The '364 patent issued from United States Patent Application No.
8 13/287,042 filed on November 1, 2011. Netlist owns by assignment the entire
9 right, title and interest in and to the '364 patent. Attached hereto as Exhibit 1 is a
10 true and correct copy of the '364 patent.

11 17. On information and belief, Defendants directly infringed and are
12 currently infringing at least claims 1, 2, 3, 4, 6, 7, 10, 13, 17 and 23 of the '364
13 patent by, among other things, making, using, selling, offering to sell, and/or
14 importing within this District and elsewhere in the United States, without authority,
15 Hynix DDR4 LRDIMMs (Load-Reduced Dual In-Line Memory Modules),
16 including but not limited to the exemplary Hynix DDR4 LRDIMM modules
17 identified in the Hynix Q3 2016 Databook attached as Exhibit 2 (the "accused
18 LRDIMM products"). An exemplary claim chart comparing the asserted
19 independent claims of the '364 patent to an exemplary one of the accused
20 LRDIMM products (part number HMA84GL7AMR4N-TF TE AB) is attached as
21 Exhibit 3.

22 18. On information and belief, each of the Defendants has been aware of
23 the '364 patent since at least January 2016.

24 19. On information and belief, users making routine use of the accused
25 LRDIMM products infringe at least claims 1, 2, 3, 4, 6, 7, 10, 13, 17 and 23 of the
26 '364 patent. On information and belief, each of the Defendants was aware that the
27 accused LRDIMM products infringe at least claims 1, 2, 3, 4, 6, 7, 10, 13, 17 and
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1 23 of the '364 patent, and was aware that users making routine use of the accused
2 LRDIMM products infringe those claims.

3 20. On information and belief, each of the Defendants specifically
4 intended that users of the accused LRDIMM products infringe at least claims 1, 2,
5 3, 4, 6, 7, 10, 13, 17 and 23 of the '364 patent, and took actions while the '364
6 patent was in force intending to cause the infringing acts, including the infringing
7 routine use of the accused LRDIMM products by users. For example, on
8 information and belief, Defendants provide specifications, datasheets, instruction
9 manuals, and/or other materials that encourage and facilitate infringing use of the
10 accused LRDIMM products by users with the intent of inducing infringement.

11 21. On information and belief, each of the Defendants contributes to the
12 direct infringement of at least claims 1, 2, 3, 4, 6, 7, 10, 13, 17 and 23 of the '364
13 patent, including the infringing routine use of the accused LRDIMM products by
14 users. On information and belief, Defendants have sold, offered for sale and/or
15 imported within the United States the accused LRDIMM products for use in a
16 product or process that practices those claims, while the '364 patent was in force.
17 On information and belief, the accused LRDIMM products have no substantial
18 noninfringing use, and constitute a material part of the patented invention. On
19 information and belief, each of the Defendants is aware that the product or process
20 that includes the accused LRDIMM products may be covered by a claim of the '364
21 patent or may satisfy a claim of the '364 patent under the doctrine of equivalents.
22 On information and belief, the use of the product or process that includes the
23 accused LRDIMM products infringes at least claims 1, 2, 3, 4, 6, 7, 10, 13, 17 and
24 23 of the '364 patent.

25 22. Defendants have committed these acts of direct and indirect
26 infringement with knowledge of at least claims 1, 2, 3, 4, 6, 7, 10, 13, 17 and 23 of
27 the '364 patent and thus have acted recklessly and willfully with regard to Netlist's
28 rights in the '364 patent.

1 23. As a result of Defendants' direct, indirect and willful infringement of
2 at least claims 1, 2, 3, 4, 6, 7, 10, 13, 17 and 23 of the '364 patent, Netlist has
3 suffered and is continuing to suffer monetary damages and is entitled to a monetary
4 judgment in an amount adequate to compensate for Defendants' past infringement,
5 together with enhanced damages, attorneys' fees, interest, and costs.

6 24. Netlist has been irreparably harmed by Defendants' acts of
7 infringement, and will continue to be harmed unless and until Defendants' acts of
8 infringement are enjoined and restrained by order of this Court. Netlist has no
9 adequate remedy at law and is entitled to a preliminary and permanent injunction
10 against Defendants and the accused LRDIMM products.

11 COUNT TWO

12 Infringement of United States Patent No. 8,516,185

13 25. Netlist incorporates by reference the preceding allegations of its
14 Complaint.

15 26. The '185 patent, entitled "System and method utilizing distributed
16 byte-wise buffers on a memory module," issued to inventors Dr. Hyun Lee and
17 Jayesh R. Bhakta on August 20, 2013. The '185 patent issued from Application
18 No. 12/761,179, filed on April 15, 2010. Netlist owns by assignment the entire
19 right, title and interest in and to the '185 patent. Attached hereto as Exhibit 4 is a
20 true and correct copy of the '185 patent.

21 27. On information and belief, Defendants directly infringed and are
22 currently infringing at least claims 1, 2, 3, 7, 8, 10, 11 and 12 of the '185 patent by,
23 among other things, making, using, selling, offering to sell, and/or importing within
24 this District and elsewhere in the United States, without authority, the accused
25 LRDIMM products. An exemplary claim chart comparing the asserted independent
26 claim of the '185 patent to an exemplary one of the accused LRDIMM products
27 (part number HMA84GL7AMR4N-TF TE AB (32GB DDR4 LRDIMM)) is
28 attached as Exhibit 5.

1 28. On information and belief, each of the Defendants has been aware of
2 the '185 patent since at least January 2016.

3 29. On information and belief, users making routine use of the accused
4 LRDIMM products infringe at least claims 1, 2, 3, 7, 8, 10, 11 and 12 of the '185
5 patent. On information and belief, each of the Defendants was aware that the
6 accused LRDIMM products infringe at least claims 1, 2, 3, 7, 8, 10, 11 and 12 of
7 the '185 patent, and was aware that users making routine use of the accused
8 LRDIMM products infringe those claims. On information and belief, each of the
9 Defendants specifically intended that users of the accused LRDIMM products
10 infringe at least claims 1, 2, 3, 7, 8, 10, 11 and 12 of the '185 patent, and took
11 actions while the '185 patent was in force intending to cause the infringing acts,
12 including the infringing routine use of the accused LRDIMM products by users.
13 For example, on information and belief, Defendants provide specifications,
14 datasheets, instruction manuals, and/or other materials that encourage and facilitate
15 infringing use of the accused LRDIMM products by users with the intent of
16 inducing infringement.

17 30. On information and belief, each of the Defendants contributes to the
18 direct infringement of at least claims 1, 2, 3, 7, 8, 10, 11 and 12 of the '185 patent
19 by users making routine use of the accused LRDIMM products. On information
20 and belief, Defendants have sold, offered for sale and/or imported within the United
21 States the accused LRDIMM products for use in a product or process that practices
22 those claims, while the '185 patent was in force. On information and belief, the
23 accused LRDIMM products have no substantial noninfringing use, and constitute a
24 material part of the patented invention. On information and belief, each of the
25 Defendants is aware that the product or process that includes the accused LRDIMM
26 products may be covered by a claim of the '185 patent or may satisfy a claim of the
27 '185 patent under the doctrine of equivalents. On information and belief, the use of
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1 the product or process that includes the accused LRDIMM products infringes at
2 least claims 1, 2, 3, 7, 8, 10, 11 and 12 of the '185 patent.

3 31. Defendants have committed these acts of direct and indirect
4 infringement with knowledge of at least claims 1, 2, 3, 7, 8, 10, 11 and 12 of the
5 '185 patent and thus have acted recklessly and willfully with regard to Netlist's
6 rights in the '185 patent.

7 32. As a result of Defendants' direct, indirect and willful infringement of
8 at least claims 1, 2, 3, 7, 8, 10, 11 and 12 of the '185 patent, Netlist has suffered and
9 is continuing to suffer monetary damages and is entitled to a monetary judgment in
10 an amount adequate to compensate for Defendants' past infringement, together with
11 enhanced damages, attorneys' fees, interest, and costs.

12 33. Netlist has been irreparably harmed by Defendants' acts of
13 infringement, and will continue to be harmed unless and until Defendants' acts of
14 infringement are enjoined and restrained by order of this Court. Netlist has no
15 adequate remedy at law and is entitled to a preliminary and permanent injunction
16 against Defendants and the accused LRDIMM products.

17 **COUNT THREE**

18 **Infringement of United States Patent No. 8,001,434**

19 34. Netlist incorporates by reference the preceding allegations of its
20 Complaint.

21 35. The '434 patent, entitled "Memory board with self-testing capability,"
22 issued to inventors Dr. Hyun Lee, Jayesh R. Bhakta and Soonju Choi on August 16,
23 2011. The '434 patent issued from Application No. 12/422,925, filed on April 13,
24 2009. Netlist owns by assignment the entire right, title and interest in and to the
25 '434 patent. Attached hereto as Exhibit 6 is a true and correct copy of the '434
26 patent.

27 36. On information and belief, Defendants directly infringed and are
28 currently infringing at least claims 2, 3, 4, 5, 6 and 7 of the '434 patent by, among

1 other things, making, using, selling, offering to sell, and/or importing within this
2 District and elsewhere in the United States, without authority, the accused
3 LRDIMM products. An exemplary claim chart comparing the asserted claims of
4 the '434 patent to an exemplary one of the accused LRDIMM products (part
5 number HMA84GL7AMR4N-TF TE AB (32GB DDR4 LRDIMM)) is attached as
6 Exhibit 7.

7 37. On information and belief, each of the Defendants has been aware of
8 the '434 patent since at least January 2016.

9 38. On information and belief, users making routine use of the accused
10 LRDIMM products infringe at least claims 2, 3, 4, 5, 6 and 7 of the '434 patent. On
11 information and belief, each of the Defendants was aware that the accused
12 LRDIMM products infringe at least claims 2, 3, 4, 5, 6 and 7 of the '434 patent, and
13 was aware that users making routine use of the accused LRDIMM products infringe
14 those claims. On information and belief, each of the Defendants specifically
15 intended that users of the accused LRDIMM products infringe at least claims 2, 3,
16 4, 5, 6 and 7 of the '434 patent, and took actions while the '434 patent was in force
17 intending to cause the infringing acts, including the infringing routine use of the
18 accused LRDIMM products by users. For example, on information and belief,
19 Defendants provide specifications, datasheets, instruction manuals, and/or other
20 materials that encourage and facilitate infringing use of the accused LRDIMM
21 products by users with the intent of inducing infringement.

22 39. On information and belief, each of the Defendants contributes to the
23 direct infringement of at least claims 2, 3, 4, 5, 6 and 7 of the '434 patent, including
24 the infringing routine use of the accused LRDIMM products by users. On
25 information and belief, Defendants have sold, offered for sale and/or imported
26 within the United States the accused LRDIMM products for use in a product or
27 process that practices those claims, while the '434 patent was in force. On
28 information and belief, the accused LRDIMM products have no substantial

1 noninfringing use, and constitute a material part of the patented invention. On
2 information and belief, each of the Defendants is aware that the product or process
3 that includes the accused LRDIMM products may be covered by a claim of the '434
4 patent or may satisfy a claim of the '434 patent under the doctrine of equivalents.
5 On information and belief, the use of the product or process that includes the
6 accused LRDIMM products infringes at least claims 2, 3, 4, 5, 6 and 7 of the '434
7 patent.

8 40. Defendants have committed these acts of direct and indirect
9 infringement with knowledge of at least claims 2, 3, 4, 5, 6 and 7 of the '434 patent
10 and thus have acted recklessly and willfully with regard to Netlist's rights in the
11 '434 patent.

12 41. As a result of Defendants' direct, indirect and willful infringement of
13 at least claims 2, 3, 4, 5, 6 and 7 of the '434 patent, Netlist has suffered and is
14 continuing to suffer monetary damages and is entitled to a monetary judgment in an
15 amount adequate to compensate for Defendants' past infringement, together with
16 enhanced damages, attorneys' fees, interest, and costs.

17 42. Netlist has been irreparably harmed by Defendants' acts of
18 infringement, and will continue to be harmed unless and until Defendants' acts of
19 infringement are enjoined and restrained by order of this Court. Netlist has no
20 adequate remedy at law and is entitled to a preliminary and permanent injunction
21 against Defendants and the accused LRDIMM products.

22 **COUNT FOUR**

23 **Infringement of United States Patent No. 8,359,501**

24 43. Netlist incorporates by reference the preceding allegations of its
25 Complaint.

26 44. The '501 patent, entitled "Memory board with self-testing capability,"
27 issued to inventors Dr. Hyun Lee, Jayesh R. Bhakta and Soonju Choi on January
28 22, 2013. The '501 patent issued from Application No. 13/183,253, filed on July

1 14, 2011, which claims priority as a continuation of Application No. 12/422,925,
2 which issued as the '434 patent. Netlist owns by assignment the entire right, title
3 and interest in and to the '501 patent. Attached hereto as Exhibit 8 is a true and
4 correct copy of the '501 patent.

5 45. On information and belief, Defendants directly infringed and are
6 currently infringing at least claim 4 of the '501 patent by, among other things,
7 making, using, selling, offering to sell, and/or importing within this District and
8 elsewhere in the United States, without authority, the accused LRDIMM products.
9 An exemplary claim chart comparing the asserted claim of the '501 patent to an
10 exemplary one of the accused LRDIMM products (part number
11 HMA84GL7AMR4N-TF TE AB (32GB DDR4 LRDIMM)) is attached as Exhibit
12 9.

13 46. On information and belief, each of the Defendants has been aware of
14 the '501 patent since at least January 2016.

15 47. On information and belief, users making routine use of the accused
16 LRDIMM products infringe at least claim 4 of the '501 patent. On information and
17 belief, each of the Defendants was aware that the accused LRDIMM products
18 infringe at least claim 4 of the '501 patent, and was aware that users making routine
19 use of the accused LRDIMM products infringe that claim. On information and
20 belief, each of the Defendants specifically intended that users of the accused
21 LRDIMM products infringe at least claim 4 of the '501 patent, and took actions
22 while the '501 patent was in force intending to cause the infringing acts, including
23 the infringing routine use of the accused LRDIMM products by users. For
24 example, on information and belief, Defendants provide specifications, datasheets,
25 instruction manuals, and/or other materials that encourage and facilitate infringing
26 use of the accused LRDIMM products by users with the intent of inducing
27 infringement.

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1 48. On information and belief, each of the Defendants contributes to the
2 direct infringement of at least claim 4 of the '501 patent, including the infringing
3 routine use of the accused LRDIMM products by users. On information and belief,
4 Defendants have sold, offered for sale and/or imported within the United States the
5 accused LRDIMM products for use in a product or process that practices that claim,
6 while the '501 patent was in force. On information and belief, the accused
7 LRDIMM products have no substantial noninfringing use, and constitute a material
8 part of the patented invention. On information and belief, each of the Defendants is
9 aware that the product or process that includes the accused LRDIMM products may
10 be covered by a claim of the '501 patent or may satisfy a claim of the '501 patent
11 under the doctrine of equivalents. On information and belief, the use of the product
12 or process that includes the accused LRDIMM products infringes at least claim 4 of
13 the '501 patent.

14 49. Defendants have committed these acts of direct and indirect
15 infringement with knowledge of at least claim 4 of the '501 patent and thus have
16 acted recklessly and willfully with regard to Netlist's rights in the '501 patent.

17 50. As a result of Defendants' direct, indirect and willful infringement of
18 at least claim 4 of the '501 patent, Netlist has suffered and is continuing to suffer
19 monetary damages and is entitled to a monetary judgment in an amount adequate to
20 compensate for Defendants' past infringement, together with enhanced damages,
21 attorneys' fees, interest, and costs.

22 51. Netlist has been irreparably harmed by Defendants' acts of
23 infringement, and will continue to be harmed unless and until Defendants' acts of
24 infringement are enjoined and restrained by order of this Court. Netlist has no
25 adequate remedy at law and is entitled to a preliminary and permanent injunction
26 against Defendants and the accused LRDIMM products.

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COUNT FIVE

Infringement of United States Patent No. 8,689,064

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3 52. Netlist incorporates by reference the preceding allegations of its
4 Complaint.

5 53. The '064 patent, entitled "Apparatus and method for self-test in a
6 multi-rank memory module," issued to inventors Dr. Hyun Lee, Jayesh R. Bhakta
7 and Soonju Choi on April 1, 2014. The '064 patent issued from Application No.
8 13/745,790, filed on January 19, 2013, which claims priority as a continuation of
9 Application No. 13/183,253, which issued as the '501 patent, which claims priority
10 as a continuation of Application No. 12/422,925, which issued as the '434 patent.
11 Netlist owns by assignment the entire right, title and interest in and to the '064
12 patent. Attached hereto as Exhibit 10 is a true and correct copy of the '064 patent.

13 54. On information and belief, Defendants directly infringed and are
14 currently infringing at least claim 16 of the '064 patent by, among other things,
15 making, using, selling, offering to sell, and/or importing within this District and
16 elsewhere in the United States, without authority, the accused LRDIMM products.
17 An exemplary claim chart comparing the asserted independent claim of the '064
18 patent to an exemplary one of the accused LRDIMM products (part number
19 HMA84GL7AMR4N-TF TE AB (32GB DDR4 LRDIMM)) is attached as Exhibit
20 11.

21 55. On information and belief, each of the Defendants has been aware of
22 the '064 patent since at least January 2016.

23 56. Additionally, on information and belief, users making routine use of
24 the accused LRDIMM products infringe at least claim 16 of the '064 patent. On
25 information and belief, each of the Defendants was aware that the accused
26 LRDIMM products infringe at least claim 16 of the '064 patent, and was aware that
27 users making routine use of the accused LRDIMM products infringe that claim. On
28 information and belief, each of the Defendants specifically intended that users of

1 the accused LRDIMM products infringe at least claim 16 of the '064 patent, and
2 took actions while the '064 patent was in force intending to cause the infringing
3 acts, including the infringing routine use of the accused LRDIMM products by
4 users. For example, on information and belief, Defendants provide specifications,
5 datasheets, instruction manuals, and/or other materials that encourage and facilitate
6 infringing use of the accused LRDIMM products by users with the intent of
7 inducing infringement.

8 57. On information and belief, each of the Defendants contributes to the
9 direct infringement of at least claim 16 of the '064 patent, including the infringing
10 routine use of the accused LRDIMM products by users. On information and belief,
11 Defendants have sold, offered for sale and/or imported within the United States the
12 accused LRDIMM products for use in a product or process that practices that claim,
13 while the '064 patent was in force. On information and belief, the accused
14 LRDIMM products have no substantial noninfringing use, and constitute a material
15 part of the patented invention. On information and belief, each of the Defendants is
16 aware that the product or process that includes the accused LRDIMM products may
17 be covered by a claim of the '064 patent or may satisfy a claim of the '064 patent
18 under the doctrine of equivalents. On information and belief, the use of the product
19 or process that includes the accused LRDIMM products infringes at least claim 16
20 of the '064 patent.

21 58. Defendants have committed these acts of direct and indirect
22 infringement with knowledge of at least claim 16 of the '064 patent and thus have
23 acted recklessly and willfully with regard to Netlist's rights in the '064 patent.

24 59. As a result of Defendants' direct, indirect and willful infringement of
25 at least claim 16 of the '064 patent, Netlist has suffered and is continuing to suffer
26 monetary damages and is entitled to a monetary judgment in an amount adequate to
27 compensate for Defendants' past infringement, together with enhanced damages,
28 attorneys' fees, interest, and costs.

1 64. On information and belief, each of the Defendants has been aware of
2 the '837 patent since at least January 2016.

3 65. On information and belief, users making routine use of the accused
4 LRDIMM and RDIMM products infringe at least claims 1, 2, 3, 5 and 6 of the '837
5 patent. On information and belief, each of the Defendants was aware that the
6 accused LRDIMM and RDIMM products infringe at least claims 1, 2, 3, 5 and 6 of
7 the '837 patent, and was aware that users making routine use of the accused
8 LRDIMM and RDIMM products infringe those claims. On information and belief,
9 each of the Defendants specifically intended that users of the accused LRDIMM
10 and RDIMM products infringe at least claims 1, 2, 3, 5 and 6 of the '837 patent,
11 and took actions while the '837 patent was in force intending to cause the infringing
12 acts, including the infringing routine use of the accused LRDIMM and RDIMM
13 products by users. For example, on information and belief, Defendants provide
14 specifications, datasheets, instruction manuals, and/or other materials that
15 encourage and facilitate infringing use of the accused LRDIMM and RDIMM
16 products by users with the intent of inducing infringement.

17 66. On information and belief, each of the Defendants contributes to the
18 direct infringement of at least claims 1, 2, 3, 5 and 6 of the '837 patent, including
19 the infringing routine use of the accused LRDIMM and RDIMM products by users.
20 On information and belief, Defendants have sold, offered for sale and/or imported
21 within the United States the accused LRDIMM and RDIMM products for use in a
22 product or process that practices those claims, while the '837 patent was in force.
23 On information and belief, the accused LRDIMM and RDIMM products have no
24 substantial noninfringing use, and constitute a material part of the patented
25 invention. On information and belief, each of the Defendants is aware that the
26 product or process that includes the accused LRDIMM and RDIMM products may
27 be covered by a claim of the '837 patent or may satisfy a claim of the '837 patent
28 under the doctrine of equivalents. On information and belief, the use of the product

1 or process that includes the accused LRDIMM and RDIMM products infringes at
2 least claims 1, 2, 3, 5 and 6 of the '837 patent.

3 67. Defendants have committed these acts of direct and indirect
4 infringement with knowledge of at least claims 1, 2, 3, 5 and 6 of the '837 patent
5 and thus have acted recklessly and willfully with regard to Netlist's rights in the
6 '837 patent.

7 68. As a result of Defendants' direct, indirect and willful infringement of
8 at least claims 1, 2, 3, 5 and 6 of the '837 patent, Netlist has suffered and is
9 continuing to suffer monetary damages and is entitled to a monetary judgment in an
10 amount adequate to compensate for Defendants' past infringement, together with
11 enhanced damages, attorneys' fees, interest, and costs.

12 69. Netlist has been irreparably harmed by Defendants' acts of
13 infringement, and will continue to be harmed unless and until Defendants' acts of
14 infringement are enjoined and restrained by order of this Court. Netlist has no
15 adequate remedy at law and is entitled to a preliminary and permanent injunction
16 against Defendants and the accused LRDIMM and RDIMM products.

17 **PRAYER FOR RELIEF**

18 **WHEREFORE**, Netlist respectfully requests that judgment be entered:

19 A. Declaring that Defendants have infringed and are infringing, directly
20 and indirectly, the claims of the asserted patents;

21 B. Compensating Netlist for all damages caused by Defendants'
22 infringement of the asserted patents;

23 C. Enhancing Netlist's damages up to three times their amount under 35
24 U.S.C. § 284;

25 D. Granting Netlist pre- and post-judgment interests, together with all
26 costs and expenses;

27 E. Granting Netlist its reasonable attorneys' fees under 35 U.S.C. § 285;

28 //

1 F. Granting a permanent injunction enjoining and restraining Defendants
2 and their agents, servants, employees, affiliates, divisions, and subsidiaries, and
3 those in association with Defendants, from making, using, offering to sell, selling,
4 and importing into the United States any product, or using, offering to sell, or
5 selling any service, that falls within the scope of any claim of the asserted patents;
6 and

7 G. Awarding such other relief as this Court may deem just and proper.

8 **DEMAND FOR JURY TRIAL**

9 Netlist respectfully requests a trial by jury on all claims so triable.

10

11 Dated: August 31, 2016

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DLA PIPER LLP (US)

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By: */s/ Sean C. Cunningham*

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