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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION**

ELON MUSK et al.,  
  
                    Plaintiffs,  
  
          v.  
  
SAMUEL ALTMAN, et al.,  
  
                    Defendants.

Case No. 4:24-cv-04722-YGR

**[PROPOSED] ORDER DENYING  
PLAINTIFFS' MOTION FOR A  
PRELIMINARY INJUNCTION**

**Date:**              **January 14, 2025**  
**Time:**              **2:00 p.m.**  
**Place:**             **Courtroom 1 (4th Floor)**  
                          **1301 Clay St.**  
                          **Oakland, CA 94612**

1 On January 14, 2025, this Court heard oral argument on Plaintiffs Elon Musk, Shivon Zilis,  
2 and X.AI Corporation’s (“Plaintiffs”) Motion for a Preliminary Injunction against Samuel Altman,  
3 Gregory Brockman, OpenAI (including its various subsidiaries and corporate affiliates), Microsoft  
4 Corporation, Reid Hoffman, and Deannah Templeton (“Defendants”).

5 It is Plaintiffs’ burden to establish (1) a likelihood of success on the merits, (2) that they are  
6 likely to suffer irreparable harm in the absence of an injunction, (3) that the balance of equities tips  
7 in their favor, and (4) that an injunction is in the public interest. *Winter v. Nat. Res. Def. Council,*  
8 *Inc.*, 555 U.S. 7, 20 (2008). Plaintiffs fail to meet their burden.

9 First, Plaintiffs are not likely to succeed on the merits of their antitrust claims that Microsoft  
10 agreed not to fund OpenAI’s competitors (or agreed with others not to do so) in violation of 15  
11 U.S.C. § 1 or that Microsoft, Hoffman, and Templeton participated in a board interlock in violation  
12 of 15 U.S.C. § 19. Plaintiffs also lack antitrust injury, and Plaintiff Musk lacks antitrust standing.

13 Second, Plaintiffs have not shown that they are likely to suffer irreparable harm in the  
14 absence of an injunction from a lack of investment capital, alleged board interlocks, or alleged  
15 unspecified information exchanges.

16 Third, the balance of equities tips in Defendants’ favor, especially because enjoining  
17 Microsoft’s use of OpenAI technology would harm not only Microsoft but also Microsoft’s  
18 customers.

19 Fourth, the public interest favors denying the request for a preliminary injunction because  
20 the costs to customers, developers, and users—all of whom depend on rapidly advancing AI  
21 technology—from enjoining their use of OpenAI models would be a substantial and immediate  
22 harm.

23 Accordingly, Plaintiffs’ motion for a preliminary injunction is **DENIED**.

24 **IT IS SO ORDERED** this \_\_\_\_ day of \_\_\_\_\_, 2025.

25  
26 By: \_\_\_\_\_  
27 The Honorable Yvonne Gonzalez Rogers  
28 United States District Court Judge