

EXHIBIT A



NETLIST

April 28, 2021

VIA FEDERAL EXPRESS

Mr. Sanjay Mehrotra
President & CEO
Micron Technology
800 S. Federal Way
Boise, ID 83707

Re: Netlist License Offers to Micron

Dear Mr. Mehrotra:

I hope this letter finds you well.

I am reaching out because Netlist would like to engage in a licensing discussion to reach agreement on royalty-bearing licenses to Netlist patents for RDIMM, LRDIMM, and NVDIMM products offered by Micron. After some brief background, Section I below covers Netlist's RAND licensing offer to Micron for Micron's RDIMM and LRDIMM products; and Section II is directed to Netlist's licensing offer to Micron for Micron's NVDIMM products.

Netlist is the owner of fundamental patents directed to RDIMM, LRDIMM, and NVDIMM technologies, among others. In addition to the breadth and depth of its holdings, several of Netlist's patents have had the validity of their claims confirmed by the United States Patent & Trademark Office. For example, Netlist prevailed against two waves of IPR PTAB petitions filed by SanDisk and Smart Modular attacking the validity of three Netlist patents (US Patent Nos. 8,516,185; 8,516,187; 8,301,833). In addition, the PTAB confirmed the validity of multiple claims in IPR proceedings filed by SanDisk for US Patents 8,001,434 and 8,359,501.

Netlist also prevailed in the United States Court of Appeal for the Federal Circuit on its seminal LRDIMM patent, U.S. Patent No. 7,532,537. In its precedential decision, the Federal Circuit upheld the validity of all claims of the '537 patent in the reexamination brought by Inphi Corporation. The '537 patent includes 60 claims covering the fundamental operation of LRDIMM, and is the only LRDIMM patent known to have survived the scrutiny of reexamination in the USPTO. Likewise, in the reexamination of Netlist's U.S. Patent No. 7,619,912 brought by Google, Smart Modular and Inphi, more than 90 claims were found patentable and have been affirmed on appeal. These unprecedented successes before the USPTO and the Federal Circuit confirm both the validity and the value of the Netlist patents and Netlist's portfolio as a whole.

As you may know, in 2015 Netlist announced a joint development agreement with Samsung Electronics that involves a license to Netlist's patent portfolio. Earlier this month, Netlist

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announced it has entered into a joint development and supply agreement with SK hynix that involves a license to Netlist patents. As detailed in Section I below, Netlist has determined that Micron like Samsung and SK hynix requires a license to Netlist patents in order to offer Micron RDIMM and LRDIMM products.

I. JEDEC-COMPLIANT RAND OFFER FROM NETLIST TO MICRON FOR MICRON RDIMM & LRDIMM PRODUCTS

In accordance with the policies and procedures set forth in the JEDEC Manual of Organization and Procedure, and pursuant to the JEDEC Patent Policy (Section 8.2), Netlist has disclosed more than sixty intellectual property assets as potentially standard essential patents with respect to JEDEC standards that relate to RDIMM and LRDIMM products. As Micron is aware through its JEDEC committee memberships, Netlist's patent disclosures were made together with Licensing Assurances, where Netlist has agreed to offer a license on RAND terms to all potential licensees that have RDIMM and LRDIMM products that are compliant with the required portions of the final approved JEDEC standard(s). See **Exhibit A**, Netlist Patents with JEDEC-Compliant RAND Licensing Assurances (together with any subsequently issued patents claiming priority to those patents) (referred to herein by the defined term, "Netlist's Patents").

Micron has offered and continues to offer numerous RDIMM products at various densities as reflected in Micron's RDIMM Part Catalog. Micron likewise has offered and offers LRDIMM products—including the modules listed in Micron's current LRDIMM Product catalog having densities of 32GB, 64GB, and 128GB (e.g., Part Nos. MTA144ASQ16G72LSZ-2S6; MTA144ASQ16G72LSZ-2S9; MTA36ASF4G72LZ-2G6; MTA36ASF8G72LZ-2G9; MTA36ASF8G72LX-3G2; MTA72ASS16G72LZ-3G2; MTA72ASS8G72LZ-2G6; and MTA72ASS8G72LZ-2G9), which we understand are designed and manufactured to comply with the DDR4 LRDIMM standards.

Netlist has determined that these and all other Micron RDIMM and LRDIMM products employ the inventions disclosed and claimed in Netlist's Patents. Micron is no doubt already aware of its need for a license to Netlist's Patents for its RDIMM and LRDIMM products based on Micron's participation in JEDEC, and Micron's access to all of the Licensing Assurances / Disclosures submitted to JEDEC. Netlist has also provided Micron with actual notice of Micron's RDIMM and LRDIMM infringement based on and from Netlist's patent disclosures to Micron and other JEDEC members through Netlist's Section 8.2.3 JEDEC Patent Policy patent disclosures and Licensing Assurances.

Netlist desires to reach a good-faith licensing arrangement that will both compensate Netlist for Micron's prior and current use of Netlist's Patent's technology in Micron's RDIMM and LRDIMM products, and to provide assurances to Micron and its customers that they have the freedom to use the patented technology in Netlist's Patents in future Micron offerings of such products.

Specifically, in connection with Netlist's RAND commitment under the JEDEC Patent Policy, Netlist would like to offer Micron what we have determined to be a JEDEC-compliant RAND

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license to Netlist's Patents, based on the following reasonable terms and conditions that are free of any unfair discrimination:

A rate of [REDACTED] per-unit to be applied to Micron's manufacture, use, sale, offer for sale, and importation of LRDIMM products; and a rate of [REDACTED] per-unit to be applied to Micron's manufacture, use, sale, offer for sale, and importation of RDIMM products.

Using the RDIMM and LRDIMM per-unit royalty rates offered above, Netlist is prepared to execute a license to Micron for Netlist's Patents that will (1) compensate Netlist for Micron's RDIMM and LRDIMM infringement of Netlist's Patents to date, and (2) provide a license to Micron for future sales of RDIMM and LRDIMM products for a term of five years from the effective date of the agreement. Netlist is prepared to conclude an agreement with Micron that utilizes either a running-royalty or fixed (paid over time in installments) payment structure over the license term.

II. LICENSING OFFER FROM NETLIST TO MICRON FOR MICRON NVDIMM PRODUCTS

Netlist would also like to engage Micron in a licensing discussion to reach agreement on a royalty-bearing license to certain Netlist patents for NVDIMM products offered by Micron.

Specifically, Micron has offered and continues to offer numerous NVDIMM products—including the following exemplary DDR4 NVDIMM modules: MTA18ASF2G72PF1Z; MTA18ASF2G72XF1Z; MTA36ASS4G72PF1Z; and MTA36ASS4G72XF1Z.

Netlist has determined that these and other Micron NVDIMM products employ inventions disclosed and claimed in certain Netlist patents (including, for example, U.S. Patent No. 8,301,833)—where it is our understanding that Micron's NVDIMM products infringe on one or more claims. Netlist desires to reach a good-faith licensing arrangement that will both compensate Netlist for Micron's prior and current use of the inventions disclosed in such Netlist patents in Micron's NVDIMM products, and to provide assurances to Micron and its customers that they have the freedom to use the patented technology from such Netlist patents in future Micron offerings of such products, based on the following terms and conditions:

A rate of [REDACTED] per-unit to be applied to Micron's manufacture, use, sale, offer for sale, and importation of NVDIMM products.

Using this NVDIMM per-unit royalty rate, Netlist is prepared to execute a license to Micron that will (1) compensate Netlist for Micron's NVDIMM infringement to date of certain Netlist patents as described above, and (2) provide a license to Micron for future sales of NVDIMM products for a term of five years from the effective date of the agreement. Netlist is prepared to conclude an agreement with Micron that utilizes either a running-royalty or fixed (paid over time in installments) payment structure over the license term.

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Finally, as a courtesy I wanted to let you know that we will be filing placeholder-only complaints against Micron alleging patent infringement—but Netlist will not be initiating any lawsuit against Micron with service of the complaints unless Netlist and Micron are ultimately unable to reach an agreement on a RAND license for Micron's RDIMM and LRDIMM products within a reasonable amount of time from Netlist's RAND offer set forth above. Netlist has filed the complaints with a commitment to forego initiating the lawsuits with service on Micron to allow for good-faith RAND negotiations between our companies over Micron's RDIMM and LRDIMM products to occur prior to either party initiating active litigation against the other.

I welcome the opportunity to schedule a time for us to speak about Netlist's licensing offers. Please let me know a day and time that works for you.

I look forward to speaking with you.

Best Regards,



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cc: C.K. Hong, Chairman and Chief Executive Officer, Netlist
Joel Poppen, Senior VP, Legal Affairs & General Counsel & Corporate Sec., Micron
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