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IN THE UNITED STATES DISTRICT COURT

FOR THE NORTHERN DISTRICT OF CALIFORNIA

ELON MUSK ET AL., Plaintiffs, **v.** **SAMUEL ALTMAN, ET AL.,** Defendants,	4:24-cv-04722-YGR **JOINT STIPULATION AND ~~[PROPOSED]~~ ORDER TO EXTEND TIME TO RESPOND TO FIRST AMENDED COMPLAINT AS AMENDED** Action Filed: August 5, 2024 Trial Date: None Set Courtroom: Courtroom 1 – 4th Floor Judge: The Hon. Yvonne Gonzalez Rogers

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Defendant (Involuntary Plaintiff) Rob Bonta, in his Official Capacity as Attorney General of California ("Attorney General"); Defendants Samuel Altman, Gregory Brockman, OpenAI, Inc., OpenAI L.P., OpenAI, L.L.C., OpenAI GP, L.L.C., OpenAI OpCo, LLC, OpenAI Global, LLC, OAI Corporation, LLC, OpenAI Holdings, LLC, OpenAI Startup Fund Management, LLC, OpenAI Startup Fund GP I, L.L.C., OpenAI Startup Fund I, L.P., OpenAI Startup Fund SPV GP I, L.L.C., OpenAI Startup Fund SPV GP II, L.L.C., OpenAI Startup Fund SPV GP III, L.L.C., OpenAI Startup Fund SPV GP IV, L.L.C., OpenAI Startup Fund SPV I, L.P., OpenAI Startup Fund SPV II, L.P., OpenAI Startup Fund SPV III, L.P., OpenAI Startup Fund SPV IV, L.P., Aestas Management Company, LLC, and Aestas LLC (collectively, the "OpenAI Defendants"); Defendant Reid Hoffman, Defendant Deannah Templeton, and Defendant Microsoft Corporation ("Microsoft"); and Plaintiffs Elon Musk, Shivon Zilis, and X.AI Corp. (collectively, the "Plaintiffs"), by and through their counsel, hereby stipulate and request as follows:

WHEREAS, on November 14, 2024, Plaintiffs filed their First Amended Complaint against the OpenAI Defendants adding eleven additional claims, now totaling twenty-six claims, and adding four new Defendants: Microsoft, Reid Hoffman, Deannah Templeton, and Rob Bonta, in his Official Capacity, as the Attorney General of California (as an involuntary plaintiff) (Dkt. No. 32);

WHEREAS, on December 5, 2024, the Court granted Plaintiffs, OpenAI Defendants, Defendant Reid Hoffman, Defendant Deannah Templeton, and Defendant Microsoft's stipulation extending their deadline to respond to the First Amended Complaint on or before January 31, 2025; deadline for Plaintiffs to oppose any motion(s) to dismiss the First Amended Complaint on or before March 17, 2025; deadline for OpenAI Defendants, Defendant Reid Hoffman, Defendant Deannah Templeton, and Defendant Microsoft to reply in support of any motion(s) to dismiss the First Amended Complaint on or before April 18, 2025; the hearing on any motion(s) to dismiss

the First Amended Complaint set for May 6, 2025; and the initial case management conference reset to May 19, 2025; (Dkt. No. 52);

WHEREAS, in light of the above stipulation to extend the Open AI and Microsoft Defendants' deadlines to respond to the First Amended Complaint, Defendant (Involuntary Plaintiff) Attorney General, Plaintiffs, OpenAI Defendants, Defendant Reid Hoffman, Defendant Deannah Templeton, and Defendant Microsoft have agreed, subject to the Court's approval, to extend the Attorney General's deadline to respond to the First Amended Complaint to January 31, 2025; and deadline for Defendant (Involuntary Plaintiff) Attorney General to reply in support of any motion(s) to dismiss the First Amended Complaint on or before April 18, 2025. Aside from this extension, the briefing schedule previously ordered on December 5, 2025, remains the same and will not affect any other hearings or deadlines or otherwise delay the efficient progress of this case:

NOW, THEREFORE, Plaintiffs and Defendants, hereby stipulated and agreed that:

1. Defendant (Involuntary Plaintiff) Rob Bonta, in his Official Capacity as the Attorney General of California's deadline to respond to Plaintiff's First Amended Complaint is extended to January 31, 2025; and

2. Defendant (Involuntary Plaintiff) Rob Bonta, in his Official Capacity as the Attorney General of California's deadline to reply in support of any motion(s) to dismiss the First Amended Complaint on or before April 18, 2025.

Dated: December 19, 2024

Respectfully submitted,

ROB BONTA
Attorney General of California
CAITLIN W. NOBLE
Supervising Deputy Attorney General

Anna Nguyen

ANNA NGUYEN
Deputy Attorney General
Attorneys for Defendant (Involuntary Plaintiff) Rob Bonta, in his Official Capacity as Attorney General of California

Dated: December 19, 2024

TOBEROFF & ASSOCIATES

/s/ Marc Toberoff
MARC TOBEROFF (CA SBN 188547)

Attorneys for Plaintiffs Elon Musk, Shivon Zilis, and X.AI Corp.

Dated: December 19, 2024

MORRISON & FOERSTER LLP

/s/ Jordan Eth
JORDAN ETH (CA SBN 121617)

Attorneys for Defendants Samuel Altman, Gregory Brockman, OpenAI, Inc., OpenAI L.P., OpenAI, L.L.C., OpenAI GP, L.L.C., OpenAI OpCo, LLC, OpenAI Global, LLC, OAI Corporation, LLC, OpenAI Holdings, LLC, OpenAI Startup Fund Management, LLC, OpenAI Startup Fund GP I, L.L.C., OpenAI Startup Fund I, L.P., OpenAI Startup Fund SPV GP I, L.L.C., OpenAI Startup Fund SPV GP II, L.L.C., OpenAI Startup Fund SPV GP III, L.L.C., OpenAI Startup Fund SPV GP IV, L.L.C., OpenAI Startup Fund SPV I, L.P., OpenAI Startup Fund SPV II, L.P., OpenAI Startup Fund SPV III, L.P., OpenAI Startup Fund SPV IV, L.P., Aestas Management Company, LLC, and Aestas LLC

Dated: December 19, 2024

DECHERT LLP

/s/ Russell P. Cohen
RUSSELL P. COHEN (CA SBN 213105)

Attorneys for Defendants Microsoft Corporation, Reid Hoffman, and Deannah Templeton

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SIGNATURE ATTESTATION

I, Anna Nguyen, hereby attest that all other signatories listed above, on whose behalf this stipulation is submitted, concur in the filing's content and have authorized the filing.

Dated: December 19, 2024

Respectfully submitted,

ROB BONTA
Attorney General of California
CAITLIN W. NOBLE
Supervising Deputy Attorney General

Anna Nguyen

ANNA NGUYEN
Deputy Attorney General
Attorneys for Defendant (Involuntary Plaintiff) Rob Bonta, in his Official Capacity as Attorney General of California

~~[PROPOSED]~~ ORDER

GOOD CAUSE APPEARING, the Court hereby approves the foregoing stipulation and ORDERS that:

1. Defendant (Involuntary Plaintiff) Rob Bonta, in his Official Capacity as the Attorney General of California's deadline to respond to Plaintiff's First Amended Complaint is extended to January 31, 2025; and

2. Defendant (Involuntary Plaintiff) Rob Bonta, in his Official Capacity as the Attorney General of California's deadline to reply in support of any motion(s) to dismiss the First Amended Complaint on or before April 18, 2025.

3. The hearing on any motion(s) to dismiss the First Amended Complaint brought by the OpenAI Defendants, Deannah Templeton, and/or Microsoft shall be set for May 28, 2025, at 10:00 am, or a date thereafter convenient for the Court.

Dated: December 20, 2024

The Hon. Yvonne Gonzalez Rogers

CERTIFICATE OF SERVICE

Case Name: **ELON MUSK ET AL., v. SAMUEL ALTMAN, ET AL.,** No. **4:24-cv-04722-YGR**

I hereby certify that on December 19, 2024, I electronically filed the following documents with the Clerk of the Court by using the CM/ECF system:

JOINT STIPULATION AND [PROPOSED] ORDER TO EXTEND TIME TO RESPOND TO FIRST AMENDED COMPLAINT

I certify that **all** participants in the case are registered CM/ECF users and that service will be accomplished by the CM/ECF system.

I declare under penalty of perjury under the laws of the State of California and the United States of America the foregoing is true and correct and that this declaration was executed on December 19, 2024, at San Francisco, California.

R. Caoile
Declarant

/s/ R. Caoile
Signature

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