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 JACK ZHAI AND JAMES LEE

14 **UNITED STATES DISTRICT COURT**
 15 **NORTHERN DISTRICT OF CALIFORNIA**
 16 **SAN FRANCISCO DIVISION**

16 ALLCELLS, LLC, a California Limited
 Liability Company

17 Plaintiff,

18 v.

19 JACK ZHAI, an individual, JAMES LEE, an
 20 individual, and CEPHEUS BIOSCIENCES,
 21 INC., a Delaware Company

22 Defendants.

Case No.: 3:16-cv-7323-EMC

JOINT STIPULATION AND
[PROPOSED] ORDER FOR ENTRY OF
FINAL JUDGMENT

23 Plaintiff AllCells, LLC (“Plaintiff” or “AllCells”) and Defendants Jack Zhai (“Dr. Zhai”),
 24 James Lee (“Mr. Lee”), and Cepheus Biosciences, Inc. (“Cepheus”) (collectively, “Defendants”)
 25 entered into a confidential settlement agreement (“the Agreement”) to resolve this Action, and as
 26 a condition of the Agreement, AllCells and Defendants (together, “the Parties”) jointly stipulate
 27 to the following:
 28

1 Dated: June 12, 2017

FINNEGAN, HENDERSON, FARABOW,
GARRETT, DUNNER, LLP

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By: /s/ Lily Lim
Lily Lim
Attorneys for Defendant
CEPHEUS BIOSCIENCES, INC.

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5 Dated: June 12, 2017

LILAW, INC.

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By: /s/ J. James Li
J. James Li
Attorney for Plaintiff
ALLCELLS, LLC

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The filer of the document hereby certifies that Lily Lim and Mark
Zhai have consented to affixing their electronic signatures to this
document. /s/ J. James Li

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1 ~~[PROPOSED]~~ ORDER FOR ENTRY OF FINAL JUDGMENT PURSUANT TO
2 STIPULATION OF THE PARTIES

3 The Court, having considered the Joint Stipulation of the Parties, requesting Entry of
4 Final Judgment, **HEREBY ORDERS AS FOLLOWS:**

5 1. This Court has jurisdiction over the parties and the subject matter of this action,
6 and venue is proper in this Court.

7 2. In accordance with the Joint Stipulation of the Parties and this Order, the Clerk of
8 the Court is hereby directed to enter the Final Judgment attached as Exhibit A.

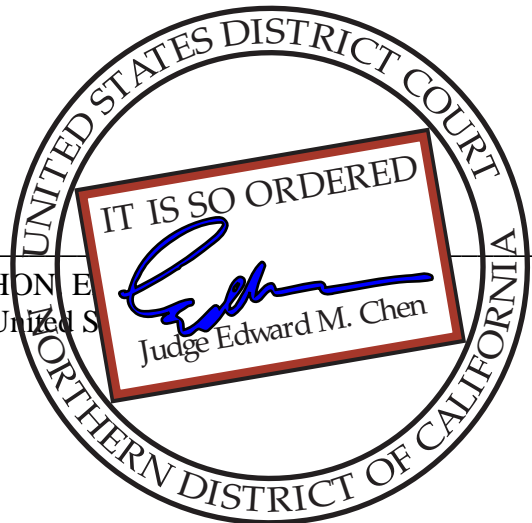
9 3. The Final Judgement is binding upon the Parties, their agents, and others acting in
10 concert with them, and the Parties each waive their right to appeal the Final Judgement.

11 4. This Court retains jurisdiction to enforce this Order, the stipulated Final
12 Judgment, and the Settlement Agreement between the Parties.

13
14 Dated: 6/16
15 _____, 2017

16 By: _____

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Exhibit A

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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

ALLCELLS, LLC, a California Limited
Liability Company

Plaintiff,

v.

JACK ZHAI, an individual, JAMES LEE, an
individual, and CEPHEUS BIOSCIENCES,
INC., a Delaware Company

Defendants.

Case No.: 3:16-cv-7323-EMC

**~~[PROPOSED]~~ FINAL JUDGMENT AND
DISMISSAL PURSUANT TO
STIPULATION OF THE PARTIES**

~~[PROPOSED]~~ FINAL JUDGMENT

WHEREAS, Plaintiff AllCells, LLC (“AllCells”) and Defendants Jack Zhai (“Dr. Zhai”), James Lee (“Mr. Lee”), and Cepheus Biosciences, Inc. (“Cepheus”) (collectively “Defendants”) entered into a confidential settlement agreement (the “Agreement”) to resolve this Action;

WHEREAS, AllCells and Defendants (together, “the Parties”) each consent to personal jurisdiction in the Northern District of California for purposes of enforcing the Agreement and this Final Judgment; and

WHEREAS, pursuant to stipulation of the Parties, the Court has issued an Order for Entry of Final Judgment.

Accordingly, it is hereby **ORDERED, ADJUDGED, and DECREED** that:

1. The Court has jurisdiction over the Parties and the subject matter of this Action, and venue is proper in this Court.

2. Defendants, their agents, and others acting in concert with them, are hereby permanently enjoined from disclosing or using: (1) AllCells’ Standard Operating Procedures or protocols (“SOPs”); (2) AllCells’ slide deck entitled “2013 AllCells Q3 Business Meeting”; and

1 (3) AllCells' information about customer needs/preferences, key contacts within a customer-
2 company, pricing, and sales forecasts/projections. The permanent injunction is identical in scope
3 to the preliminary injunction set forth in the Court's March 28, 2017 Order (D.I. 104), such that
4 Defendants are not barred from soliciting customers of AllCells or otherwise using publicly-
5 available information and their general knowledge and experience acquired in former
6 employment.

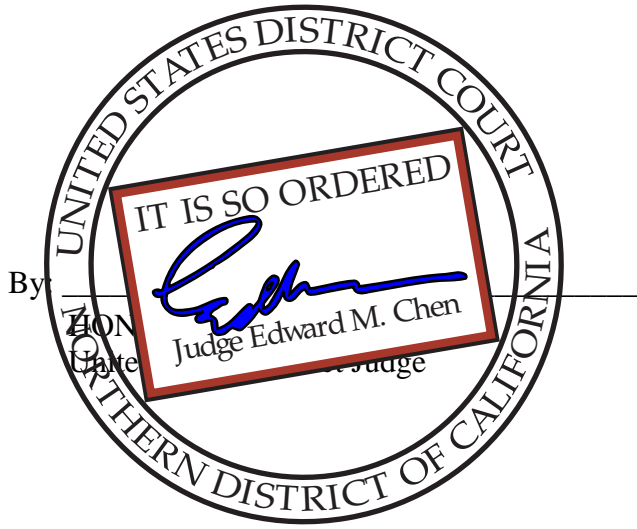
7 3. AllCells is awarded a final monetary judgment in the amount of \$1 million dollars
8 (the "Settlement Judgement"). The Settlement Judgement is entered only against Cepheus and
9 not against Dr. Zhai or Mr. Lee, and shall only be enforced against Cepheus' insurance carrier,
10 State Farm, according to the terms and conditions of the Agreement.

11 4. All the remaining claims asserted by AllCells in this Action against Dr. Zhai and
12 Mr. Lee are dismissed with prejudice.

13 5. The Parties shall each bear their own attorneys' fees, costs and expenses in
14 connection with this Action.

15 6. The Court retains jurisdiction to enforce the terms of the Agreement and this Final
16 Judgment.

17
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19 Dated: 6/16, 2017



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