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9
10 **UNITED STATES DISTRICT COURT**
11 **NORTHERN DISTRICT OF CALIFORNIA**

12
13 NAUTILUS BIOTECHNOLOGY, INC.,

14 Plaintiff,

15 v.

16 SOMALOGIC, INC. and CALIFORNIA
17 INSTITUTE OF TECHNOLOGY,

18 Defendants.

Case No.:

**COMPLAINT FOR DECLARATORY
JUDGMENT OF NONINFRINGEMENT OF
U.S. PATENT NO. 7,842,793**

DEMAND FOR JURY TRIAL

1 Plaintiff Nautilus Biotechnology Inc. (“Nautilus” or “Plaintiff”), for its complaint against
2 Defendants SomaLogic, Inc. (“SomaLogic”) and California Institute of Technology (“Caltech”)
3 (collectively “Defendants”), alleges as follows:

4 **NATURE OF THE ACTION**

5 1. This is an action for declaratory judgment of non-infringement of U.S. Patent
6 Number 7,842,793 (“the ’793 patent” or “the Asserted Patent”) (attached hereto as Exhibit 1) by
7 the manufacture, use, sale, offer for sale, and/or importation of “Nautilus’s Proteome Analysis
8 Platform.”

9 2. As a result of SomaLogic’s communication to Nautilus of its intention to pursue
10 claims of infringement of the Asserted Patent against Nautilus, Nautilus is under reasonable
11 apprehension of suit by SomaLogic.

12 **PARTIES**

13 3. Plaintiff Nautilus is a corporation organized and existing under the laws of
14 Delaware with its research headquarters at 835 Industrial Road, Suite 200 San Carlos, California
15 94070 and 4475 Executive Drive, Suite 150, San Diego, CA 92121 and corporate headquarters in
16 Seattle, Washington. Nautilus is creating a platform technology for quantifying and unlocking
17 the complexity of the proteome *i.e.*, all the proteins in a biological sample.

18 4. Nautilus’s mission is to provide new breakthroughs in healthcare through
19 innovations in proteomics, a growing field directed to the study of the structure and function of
20 proteins. Nautilus has made a range of innovations in computer science, engineering, and
21 biochemistry to design and develop a new proteomic analysis technology that is scalable and
22 reliable, and that can identify roughly 95% of proteins in a sample from virtually any organism
23 and detect patterns of modifications made to the proteins. Nautilus’s proteome analysis
24 technology overcomes limitations in the current proteomics platforms by enabling deep
25 characterization of the proteome with high throughput, sensitivity and ease.

26 5. On information and belief, Defendant SomaLogic is a corporation organized and
27 existing under the laws of Delaware with its principal place of business in Boulder, Colorado. On
28

1 further information and belief, SomaLogic acquired the San Diego based Palamedrix Inc. post
2 July 2022 and, as a result, has offices and lab space in La Jolla, San Diego¹. SomaLogic and
3 Palamedrix Inc. are collectively referred to as “SomaLogic.”

4 6. On information and belief, Defendant Caltech is a non-profit private university
5 organized under the laws of the State of California, with its principal place of business in
6 Pasadena, California.

7 7. On information and belief, the Asserted Patent is owned by Caltech and licensed to
8 SomaLogic.

9 **JURISDICTION AND VENUE**

10 8. This action arises under the Declaratory Judgment Act, 28 U.S.C. §§ 2201 *et seq.*
11 and under the patent laws of the United States, 35 U.S.C. § 1 *et seq.* This Court has subject
12 matter jurisdiction over this action pursuant to 28 U.S.C. §§ 1331, 1338(a), 2201, and 2202.

13 9. This Court has specific personal jurisdiction over Defendant SomaLogic.
14 SomaLogic has purposefully availed itself of the privilege of conducting business within the State
15 of California, including in this District in relation to the Asserted Patent and the subject matter of
16 that patent, including the following activities. SomaLogic conducts related business in its offices
17 in San Diego, California. Further, according to SomaLogic’s website², it has recently announced
18 a merger with the San Francisco based Standard Biotech to expand its facilities in California
19 relating to the subject matter of that patent. SomaLogic advertises on its website³ to be “strategic
20 partners” with companies that are located in this District. For example, Agilent Technologies,
21 one of SomaLogic’s strategic partners is headquartered in Santa Clara, California, which is within
22 this District. SomaLogic likewise claims to procure licenses from the State of California to
23 conduct testing on specimens from California⁴. On information and belief, SomaLogic also

24 _____
25 ¹ Exhibit 5, <https://investors.somallogic.com/news-releases/news-release-details/somallogic-acquires-dna-nanotechnology-leader-palamedrix-develop> (last accessed December 13, 2023)

26 ² Exhibit 12, <https://investors.somallogic.com/news-releases/news-release-details/standard-biotech-and-somallogic-combine-all-stock-merger> (last accessed December 12, 2023)

27 ³ Exhibit 6, <https://somallogic.com/partner-with-us/> (last accessed December 12, 2023)

28 ⁴ *Id.*

1 maintains a relationship with Stanford University in this District through product collaborations⁵
2 and past representation in its Board of Directors of a Stanford professor⁶.

3 10. SomaLogic's assertion of the Asserted Patent is part and parcel of its alleged
4 collaboration with Caltech that is centered in California. SomaLogic alleges it is an exclusive
5 licensee of that patent in an agreement that, on information and belief, is governed by California
6 law, was negotiated in California and requires substantial performance in California. SomaLogic
7 has met with Caltech in California as part of its alleged collaboration relating to the Asserted
8 Patent and SomaLogic consulted with Caltech in California in connection with its patent
9 enforcement efforts. Additionally, on information and belief, following SomaLogic's acquisition
10 of Palamedrix Inc., it has assumed the patent licenses previously granted by Caltech to
11 Palamedrix⁷ in California. SomaLogic has also assumed the Non-Disclosure Agreement between
12 Nautilus and Palamedrix dated March 2022, that is governed by California law and designates
13 venue of the courts in California for any disputes.

14 11. SomaLogic has sought to partner with Nautilus, which has its research
15 headquarters in California including in this District, relating to the Asserted Patent. This includes
16 its effort to undertake an arms-length negotiation in anticipation of a long-term continuing
17 business relationship in California. *See* Exhibits 2 and 4. In its correspondence, SomaLogic
18 alleges that its patented inventions have made important contributions "to the development and
19 commercialization of Nautilus's Proteome Analysis Platform," knowing Nautilus' relevant
20 activities have been and are taking place in California. In correspondence directed to California-
21 based Nautilus, SomaLogic has threatened an infringement action and sought partnering. It has
22 done so by seeking a response from Nautilus to its California-based Senior Vice President Ken
23 Kaskoun, who is licensed to practice in California⁸ as well as its agent Sandra Haberny, Esq. of

24 ⁵ Exhibit 8, <https://investors.somallogic.com/news-releases/news-release-details/somallogic-announces-new-somascanr-11k-platform> (last accessed December 13, 2023)

25 ⁶ Exhibit 9, <https://investors.somallogic.com/news-releases/news-release-details/somallogic-leading-ai-data-driven-proteomics-platform-advanced> (last accessed December 13, 2023)

26 ⁷ Exhibit 10, Excerpt from SomaLogic's Form 10-K filed before the United States Securities And
27 Exchange Commission (SEC) for the annual year 2022.

28 ⁸ Exhibit 7, <https://apps.calbar.ca.gov/attorney/Licensee/Detail/292554> (last accessed December

1 Quinn Emanuel, who is also based in California.⁹ Additionally, the Asserted Patent, for which
2 SomaLogic claims to hold an exclusive license, is based on research reputedly conducted at
3 Caltech in California. The Asserted Patent was also prosecuted by patent agents having their
4 office in the State of California¹⁰. All these activities and more establish that SomaLogic's
5 contacts with California that relate to Nautilus's claims in the present action are substantial and
6 constitute more than minimum contacts. SomaLogic should reasonably anticipate being brought
7 to court here and there is personal jurisdiction over it.

8 12. SomaLogic is also subject to general jurisdiction because its Palamedrix business
9 is based in San Diego, California and is thus at home in California.

10 13. This Court has general personal jurisdiction over Defendant Caltech because it is a
11 California Corporation and has its principal place of business in California. Its contacts with the
12 State of California are substantial, continuous and systematic as to render it at home.

13 14. Venue is proper in this District, including without limitation based on 28 U.S.C.
14 § 1391, because a substantial part of the events giving rise to Nautilus's claims occur in this
15 District. For example, this dispute concerns Nautilus's proteomics technology created and
16 developed in San Carlos, California, which is in this District.

17 **DIVISIONAL ASSIGNMENT**

18 15. Pursuant to Civil Local Rules 3-5(b) and 3-2(c), because this action is an
19 intellectual property action, it is properly assigned to any of the divisions in this District.

20 **EXISTENCE OF AN ACTUAL CONTROVERSY**

21 16. There is an actual controversy within the jurisdiction of this Court under 28 U.S.C.
22 §§ 2201 and 2202. The facts below show that there is a substantial controversy between Plaintiff
23

24
25 13, 2023)

26 ⁹ Exhibit 4

27 ¹⁰ Exhibit 11, Joseph Baker, Michael Lindsey, Charles Gavrilovich, Travis Dodd and Craig
28 Hodulik from Gavrilovich, Dodd & Linsey LLP, San Diego, California
<https://patentcenter.uspto.gov/applications/11452699/attorney?application> (last accessed
December 13, 2023)

1 Nautilus and Defendants SomaLogic and Caltech having adverse interests, of sufficient
2 immediacy and reality to warrant the issuance of a declaratory judgment.

3 17. On July 5, 2023, Ruben Gutierrez, Executive Vice President & General Counsel at
4 Defendant SomaLogic, sent a letter to Sujal Patel, Chief Executive Officer at Nautilus regarding
5 the Asserted Patent. *See* Exhibit 2. The letter alleged that Caltech has licensed to SomaLogic its
6 “intellectual property protecting DNA Origami technologies” including U.S. Patent No.
7 7,842,793. SomaLogic’s letter further alleged that “the manufacture, importation, offer for sale,
8 sale, and/or use of [Nautilus’s] single-molecule protein analysis platform may infringe....U.S.
9 Patent No. 7,842,793.”

10 18. On August 1, 2023, Nautilus sent a responsive letter explaining that that it had no
11 need for a license. *See* Exhibit 3. Nautilus, for instance, explained that “what is very narrowly
12 claimed in the ’793 Patent” would not be enabling of Nautilus’s proteomics technology platform.
13 Nautilus further clarified that it is not utilizing and did not foresees a need to utilize “any
14 approach that is relevant to what the ’793 Patent purports to claim,” either in its “ongoing
15 research and development efforts” or in its “future product platform.”

16 19. On December 8, 2023, SomaLogic, sent another letter, this time through patent
17 litigation attorney Sandra L. Haberny of Quinn Emanuel. In that letter, SomaLogic directly
18 alleged that Nautilus “has infringed and continues to infringe” SomaLogic’s intellectual property
19 including the Asserted Patent. *See* Exhibit 4. SomaLogic’s letter demands “that Nautilus
20 immediately cease and desist all infringing activities related to SomaLogic’s intellectual property,
21 including...the production, distribution, and use of the Nautilus Proteome Analysis Platform.”
22 The letter further demands that Nautilus provide additional documentation, including (1)
23 confirmation of cessation of the alleged infringing activities, (2) the bases for Nautilus’s
24 contentions in its August 1 letter, and (3) technology materials provided to investors and an
25 accounting of profits from Nautilus’s accused technology. SomaLogic’s letter concludes by
26 threatening to “take this matter seriously and act promptly to rectify the infringement.” *Id.*

