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13 *Attorneys for Defendants*  
14 BANK OF AMERICA CORPORATION AND  
15 BANK OF AMERICA, N.A.

16 **UNITED STATES DISTRICT COURT**  
17 **FOR THE CENTRAL DISTRICT OF CALIFORNIA**  
18

19 NANTWORKS, LLC, a Delaware  
20 limited liability company, and NANT  
HOLDINGS IP, LLC, a Delaware  
21 limited liability company,

22 Plaintiffs and Counter-  
Defendants,

23 vs.

24 BANK OF AMERICA  
CORPORATION a Delaware  
25 corporation, and BANK OF  
AMERICA, N.A., a national banking  
26 association,

27 Defendants and Counter-  
28 Plaintiffs.

**Case No. 2:20-cv-07872-GW-PVC**

**DEFENDANTS BANK OF AMERICA  
CORPORATION AND BANK OF  
AMERICA, N.A.'S ANSWER TO  
FIRST AMENDED COMPLAINT,  
AFFIRMATIVE DEFENSES, AND  
COUNTERCLAIMS**

**JURY DEMAND**

Complaint Filed: 8/27/2020

DEFENDANTS BANK OF AMERICA CORPORATION AND BANK OF AMERICA, N.A.'S

1                   **DEFENDANTS' ANSWER TO PLAINTIFFS' FIRST AMENDED**  
2   **COMPLAINT**

3           Defendants Bank of America Corporation (“BAC”) and Bank of America, N.A.  
4 (“BANA”) (together “Defendants”) hereby submit their Answer to Plaintiffs  
5 Nantworks, LLC and Nant Holdings IP, LLC’s (together “NantWorks”) First Amended  
6 Complaint (“FAC”) in the above-captioned matter by admitting, denying, and alleging  
7 as follows:

8           **ANSWER TO PLAINTIFFS' ALLEGATION NO. 1:**

9           1.     On information and belief, Defendants admit the allegations set forth in  
10 Paragraph 1.

11           **ANSWER TO PLAINTIFFS' ALLEGATION NO. 2:**

12           2.     On information and belief, Defendants admit the allegations set forth in  
13 Paragraph 2.

14           **ANSWER TO PLAINTIFFS' ALLEGATION NO. 3:**

15           3.     Defendants admit the allegations in Paragraph 3.

16           **ANSWER TO PLAINTIFFS' ALLEGATION NO. 4:**

17           4.     Defendants admit that Bank of America, N.A. is a federally chartered  
18 national banking association organized and existing under the laws of the United States  
19 and an indirect wholly owned subsidiary of Bank of America Corporation with its  
20 principal place of business at Bank of America Corporate Center, 100 N. Tryon Street,  
21 Charlotte, NC 28255. Except as admitted, the allegations in Paragraph 4 are denied.

22           **ANSWER TO PLAINTIFFS' ALLEGATION NO. 5:**

23           5.     Defendants admit that this action purports to assert claims for patent  
24 infringement arising under the patent laws of the United States, 35 U.S.C. § 1 *et seq.*  
25 Defendants deny that Defendants have committed any acts of patent infringement in the  
26 United States or anywhere else and that NantWorks is entitled to any relief against  
27 Defendants, including the relief requested in the FAC. Except as expressly admitted,  
28 Defendants deny all remaining allegations in Paragraph 5.

1 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 6:**

2 6. Pursuant to the Court's Order (Dkt. 98) dismissing Plaintiffs' copyright  
3 claim, no response is required to Paragraph 6.

4 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 7:**

5 7. Defendants admit that this action purports to assert claims for trade secret  
6 misappropriation arising under the Defend Trade Secrets Act of 2016, 18 U.S.C. § 1836  
7 *et seq.* Defendants deny that Defendants have committed any acts of trade secret  
8 misappropriation in the United States or anywhere else and that NantWorks is entitled  
9 to any relief against Defendants, including the relief requested in the FAC. Except as  
10 expressly admitted, Defendants deny all remaining allegations in Paragraph 7.

11 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 8:**

12 8. Defendants admit that this Court has subject matter jurisdiction over patent  
13 law claims and claims under the Defend Trade Secrets Act of 2016. Except as expressly  
14 admitted, Defendants deny all remaining allegations in Paragraph 8.

15 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 9:**

16 9. Defendants admit that 28 U.S.C. § 1367(a) may apply to any state law  
17 claims. Except as expressly admitted, Defendants deny all remaining allegations in  
18 Paragraph 9.

19 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 10:**

20 10. NantWorks's statements regarding personal jurisdiction in Paragraph 10  
21 are legal conclusions to which no response is required. Defendants deny that they have  
22 committed any acts of infringement or misappropriation within this judicial district, the  
23 State of California, or elsewhere in the United States. BANA admits that it operates  
24 bank branches and ATMs in this judicial district and in the State of California. BANA  
25 admits that it has customers who reside in this judicial district and in the State of  
26 California, and these customers may elect to use bank branches, ATMs, online banking,  
27 and mobile banking. BAC denies it is a proper party to this litigation because it is a  
28 holding company that provides no banking services or products, other than through its

1 subsidiaries. Except as expressly admitted, Defendants deny all remaining allegations  
2 in Paragraph 10.

3 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 11:**

4 11. Defendants deny that they have committed any acts of infringement within  
5 this judicial district, the State of California, or elsewhere in the United States. BANA  
6 admits that it has customers who reside in this judicial district and in the State of  
7 California, and these customers may elect to use mobile banking, including mobile  
8 check deposit. BAC denies that it is a proper party to this litigation because it is a  
9 holding company that provides no banking services or products, other than through its  
10 subsidiaries. Except as expressly admitted, Defendants deny all remaining allegations  
11 in Paragraph 11.

12 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 12:**

13 12. NantWorks's statement regarding venue in Paragraph 12 is a legal  
14 conclusion to which no response is required. To the extent a response is required,  
15 Defendants deny that they have committed any acts of infringement within this judicial  
16 district, the State of California, or elsewhere in the United States. While Defendants do  
17 not contest that venue is proper in this judicial district, venue is not convenient for  
18 Defendants and their witnesses, and Defendants reserve the right to seek transfer  
19 pursuant to 28 U.S.C. § 1404. Defendants deny the remaining allegations in  
20 Paragraph 12.

21 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 13:**

22 13. The allegations of Paragraph 13 constitute characterizations of  
23 NantWorks's FAC to which no response is required. To the extent a response is  
24 required, Defendants deny that they have committed any acts of infringement,  
25 unauthorized use, or misappropriation of any technology within this judicial district, the  
26 State of California, or elsewhere in the United States. The Defendants deny any  
27 remaining allegations of Paragraph 13.

28 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 14:**

1 14. Defendants admit that Matt Calman saw NantWorks demonstrate  
2 technology. Defendants also admit that BANA and NantWorks entered into agreements,  
3 which speak for themselves. BAC was not a party to any agreements with NantWorks.  
4 Defendants lack knowledge or information sufficient to form a belief as to the truth of  
5 the allegations contained in footnote 1, and on that basis deny each and every allegation  
6 contained therein. Except as expressly admitted, Defendants deny all remaining  
7 allegations in Paragraph 14.

8 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 15:**

9 15. Defendants respond that the agreements between BANA and NantWorks  
10 speak for themselves and refer to those writings for a complete statement of their terms.  
11 BAC was not a party to any agreements with NantWorks. Except as expressly admitted,  
12 the allegations in Paragraph 15 are denied.

13 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 16:**

14 16. The allegations in Paragraph 16 are denied.

15 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 17:**

16 17. Defendants lack knowledge or information sufficient to form a belief as to  
17 the truth of the allegations contained in Paragraph 17, and on that basis deny each and  
18 every allegation contained therein.

19 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 18:**

20 18. Defendants admit the first iPhone was introduced in 2007. Except as  
21 expressly admitted, Defendants lack knowledge or information sufficient to form a  
22 belief as to the truth of the allegations contained in Paragraph 18 and footnote 2, and on  
23 that basis deny each and every remaining allegation contained therein.

24 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 19:**

25 19. Defendants lack knowledge or information sufficient to form a belief as to  
26 the truth of the allegations contained in Paragraph 19, and on that basis deny each and  
27 every allegation contained therein.

28 **ANSWER TO PLAINTIFFS' ALLEGATION NO. 20:**

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