
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **November 11 , 2009**

Netlist, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

001-33170

(Commission
File Number)

95-4812784

(IRS Employer
Identification No.)

51 Discovery, Irvine, California

(Address of principal executive offices)

92618

(Zip Code)

Registrant's telephone number, including area code: **(949) 435-0025**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 7.01 — REGULATION FD DISCLOSURE

On November 11, 2009, Netlist, Inc. issued a press release announcing HyperCloud™, the world’s first 16GB, 2 virtual rank (vRank) memory module for servers. A copy of the press release is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference in its entirety.

The information included in this Item 7.01 of Current Report on Form 8-K, including the attached Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

ITEM 9.01 — FINANCIAL STATEMENTS AND EXHIBITS

(d) **Exhibits** . The following exhibit is furnished herewith:

Exhibit No.	Description of Exhibit
99.1	Press release, dated November 11, 2009

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 11, 2009

NETLIST, INC.

/s/ Gail Itow

Gail Itow

Vice President and Secretary



FINAL — FOR IMMEDIATE RELEASE

Visit Netlist at SC09 in Booth # 2398

Netlist Launches World's First 16GB, 2 Virtual Rank Memory Module*New memory module, HyperCloud, enables 384GB of DRAM in a dual socket server*

Irvine, Calif. — November 11, 2009 — Netlist, Inc. (NASDAQ: NLST), a designer and manufacturer of high-performance memory subsystems, today launches HyperCloud™, the world's first 16GB, 2 virtual rank (vRank) memory module for servers. A double-data-rate three, registered dual in-line memory module (DDR3 RDIMM), HyperCloud maximizes server utilization to improve datacenter application performance. HyperCloud allows 384 Gigabytes (GB) of dynamic random access memory (DRAM) to be populated in a single dual socket server, reaching unprecedented levels of server performance.

HyperCloud utilizes Netlist's patented rank multiplication ASIC technology to fully populate three memory channels with 16GB vRank RDIMMs. Four physical ranks are hidden from the memory controller hub and presented as 2 vRanks. Dual socket servers can then be fully populated with 24 16GB 2 vRank RDIMMs reaching a total capacity of 384GB.

"In HPC datacenters, servers are typically under-utilized due to memory bandwidth and memory capacity bottlenecks. Netlist is addressing these limitations with its new high-performing DDR3 RDIMM solution, called HyperCloud," said Steve Conway, Research Vice President of Technical Computing at IDC. "HyperCloud is designed to improve server productivity and application performance, especially for memory-intensive applications and workloads."

With load reduction, servers populated with four DIMMs per channel can operate at the highest transfer-rate of 1333MT/s providing maximum memory bandwidth, increased server performance and low latency.

"HyperCloud marks an important step for Netlist as we look to fill the datacenter memory gap," said C.K. Hong, President and CEO of Netlist. "Growth in key technologies like virtualization and cloud computing has been stymied by the limitations of existing memory solutions. By breaking memory barriers, HyperCloud successfully supports these applications and others like high-performance computing. Maximizing memory is the easiest way to improve performance and lower operating expenses for datacenters."

HyperCloud will debut at the Supercomputing tradeshow, taking place in Portland, Oregon November 17-19, 2009, in booth number 2398. Netlist plans to sample HyperCloud to major OEM customers in December with production slated for Q1 2010. HyperCloud will be available in 4GB, 8GB, and 16GB 2 vRank module options.

About Netlist:

Netlist, Inc. designs and manufactures high-performance, logic-based memory subsystems for the server and high-performance computing and communications markets. The Company's memory subsystems are developed for applications in which high-speed, high-capacity memory, functionality, small form factor, and heat dissipation are key requirements. These applications include tower-servers, rack-mounted servers, blade servers, high-performance computing clusters, engineering workstations, and telecommunication equipment. Netlist was founded in 2000 and is headquartered in Irvine, California with manufacturing facilities in Suzhou, People's Republic of China.

Netlist is listed on the NASDAQ stock exchange under the ticker "NLST." More information can be found on the Company's web site: www.netlist.com.

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