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NETLIST I Form 4	INC								
August 16,	2013								
FOR	Л Д							PPROVAL	
	UNITED	STATES S	ECURITIES A Washington			COMMISSIO	N OMB Number:	3235-0287	
Check t if no lo subject Section Form 4 Form 5 obligati may co <i>See</i> Ins 1(b).	to 16. or Filed pur ons ntinue.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							
(Print or Type	e Responses)								
1. Name and Address of Reporting Person <u>*</u> Portnoy Alan H			2. Issuer Name an ymbol JETLIST INC [Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle) 3.	3. Date of Earliest Transaction			(Check all applicable)			
	LIST, INC., 51 RY, SUITE 150		Month/Day/Year) 7/01/2013			X Director Officer (giv below)		% Owner ner (specify	
(Street) IRVINE, CA 92618			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
	2010					Person			
(City)	(State)	(Zip)	Table I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	Code	4. Securiti mAcquired (Disposed ((Instr. 3, 4) Amount	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	eport on a separate line	e for each class	s of securities here	ficially own	ed directly	or indirectly			
Kenninger, Ke		for each class		Person inform require	ns who res ation cont ed to resp ys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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(Instr. 3)	Price of Derivative Security	(Mont	th/Day/Year)	(Instr.	8)	Acquired or Dispos (D) (Instr. 3, 4 and 5)	ed of					(
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 0.91	07/01/2013		А		20,000		<u>(1)</u>	07/01/2023	Common Stock	20,000	

Reporting Owners

Reporting Owner Name / Address					
i B	Director	10% Owner	Officer	Other	
Portnoy Alan H C/O NETLIST, INC. 51 DISCOVERY, SUITE 150 IRVINE, CA 92618	Х				
Signatures					
/s/ Alan H. Portnoy by Gail Sas Attorney-in-Fact	saki,		08/	16/2013	
<u>**</u> Signature of Reporting P	erson			Date	

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The options vest in sixteen equal quarterly installments beginning on July 1, 2013

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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