

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

COOLEY LLP  
Stephen C. Neal (170085)  
(nealsc@cooley.com)  
Michelle S. Rhyu, PH.D. (212922)  
(rhyums@cooley.com)  
Bryan J. Boyle (253725)  
(bryan.boyle@cooley.com)  
Daniel J. Knauss (267414)  
(dknauss@cooley.com)  
Five Palo Alto Square  
3000 El Camino Real  
Palo Alto, CA 94306-2155  
Telephone: (650) 843-5000  
Facsimile: (650) 857-0663

COOLEY LLP  
Martin S. Schenker (109828)  
(mschenker@cooley.com)  
Benjamin H. Kleine (257225)  
(bkleine@cooley.com)  
101 California Street, 5th Floor  
San Francisco, CA 94111-5800  
Telephone: (415) 693-2000  
Facsimile: (415) 693-2222  
  
Attorneys for Plaintiff  
ONYX PHARMACEUTICALS, INC.

MORRISON & FOERSTER LLP  
Alison M. Tucher (171363)  
(atucher@mof.com)  
Amy C. Dachtler (248589)  
(adachtler@mof.com)  
425 Market Street  
San Francisco, CA 94105-2482  
Tel: (415) 268-7000  
Fax: (415) 268 7522

BARTLIT BECK HERMAN PALENCHAR  
& SCOTT LLP  
Philip S. Beck(admitted pro hac vice)  
(philip.beck@bartlit-beck.com)  
Mark Levine (admitted pro hac vice)  
(mark.levine@bartlit-beck.com)  
Jason L. Peltz (admitted pro hac vice)  
(jason.peltz@bartlit-beck.com)  
James B. Heaton, III (admitted pro hac vice)  
(jb.heaton@bartlit-beck.com)  
Brian C. Swanson (admitted pro hac vice)  
(brian.swanson@bartlit-beck.com)  
J. Scott McBride (admitted pro hac vice)  
(scott.mcbride@bartlit-beck.com)  
54 West Hubbard Street, Suite 300  
Chicago, IL 60654  
Tel: (312) 494-4400  
Fax: (312) 494-4440

Attorneys for Defendants BAYER  
CORPORATION; BAYER HEALTHCARE  
LLC; BAYER AG; BAYER SCHERING  
PHARMA AG

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

ONYX PHARMACEUTICALS, INC.,  
  
Plaintiff,  
  
v.  
  
BAYER CORPORATION, BAYER AG,  
BAYER HEALTHCARE LLC, AND  
BAYER SCHERING PHARMA AG,  
  
Defendants.

Case No. C 09-2145 (EMC)  
  
**STIPULATION AND [PROPOSED]  
ORDER REQUESTING DISMISSAL**  
  
Hon. Edward M. Chen

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

Pursuant to a settlement agreement entered into by the parties in the above-entitled action, and pursuant to Rule 41(a) of the Federal Rules of Civil Procedure, the parties hereby stipulate and request that the Court **DISMISS WITH PREJUDICE** all claims between the parties in the above-entitled action, each party to bear its own costs and attorneys' fees.

Pursuant to the terms of the settlement agreement, the parties further stipulate and request that the Court retain jurisdiction over the above-entitled action and over the parties personally for the purposes of enforcing the payment obligation set forth in Section 12 of the Fourth Amendment to the Collaboration Agreement between the parties.

Dated: October 14, 2011

Dated: October 14, 2011

COOLEY LLP

BARTLIT BECK HERMAN PALENCHAR  
& SCOTT LLP

/s/ Martin S. Schenker  
Martin S. Schenker

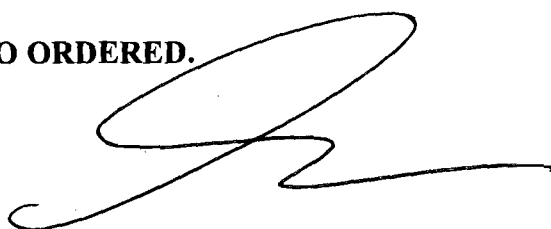
/s/ J. Scott McBride

Attorneys for Plaintiff  
ONYX PHARMACEUTICALS, INC.

Attorneys for Defendants  
BAYER CORPORATION; BAYER  
HEALTHCARE LLC; BAYER AG; BAYER  
SCHERING PHARMA AG

**PURSUANT TO STIPULATION, IT IS SO ORDERED.**

Dated: October 17, 2011



Hon. Edward M. Chen

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

**ATTESTATION PURSUANT TO GENERAL ORDER 45**

I, Martin S. Schenker, attest that concurrence in the filing of this Stipulation And [Proposed] Order Requesting Dismissal has been obtained from each of the other signatories. Executed this 14th day of October, 2011, at San Francisco, California.

/s/ Martin S. Schenker  
Martin S. Schenker