

18-01830-E

January 08, 2018

US Securities & Exchange Commission
Office of FOIA and Privacy Act Operations
100 F Street, NE Mail Stop 5100
Washington, DC 20549-5100



Dear FOIA Office:

Under the Freedom of Information Act (FOIA), please send a copy of the following:

A copy of: Exhibit: 10.8 to the form S-1 filed by Orexigen Therapeutics, Inc. on December 19, 2006

In the event confidential treatment has not expired provide the specific date for which confidential treatment is still in effect. I do not need a copy of the order. We authorize up to

\$61.00 in processing fees. Thank You,

Paul D'Souza
Editor - Deals

Clarivate Analytics Friars House, 160 Blackfriars Road London, UK SE1 8EZ
Phone: +44-2074334789
paul.dsouza@clarivate.com



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
STATION PLACE
100 F STREET, NE
WASHINGTON, DC 20549-2465

Office of FOIA Services

January 23, 2018

Mr. Paul D'Souza
Clarivate Analytics
160 Blackfriars Road
London, 1U SE18EZ

RE: Freedom of Information Act (FOIA), 5 U.S.C. § 552
Request No. 18-01830-E

Dear Mr. D'Souza:

This letter is in response to your request, dated and received in this office on January 08, 2018, for access to Exhibit 10.8, to the Form S-1, filed by Orexigen Therapeutics, Inc. on December 19, 2006.

Our search for responsive records has resulted in the retrieval of the above-requested exhibit, totaling 2 pages of records that may be responsive to your request. They are being provided to you with this letter.

If you have any questions, please contact me at wadeo@sec.gov or (202) 551-8323. You may also contact me at foiapa@sec.gov or (202) 551-7900. You also have the right to seek assistance from Ray J. McInerney as a FOIA Public Liaison or contact the Office of Government Information Services (OGIS) for dispute resolution services. OGIS can be reached at 1-877-684-6448 or Archives.gov or via e-mail at ogis@nara.gov.

Sincerely,

A handwritten signature in cursive script that reads "Ollie R. Wade".

Ollie R. Wade
FOIA Research Specialist

Enclosures

AMENDMENT TO LICENSE AGREEMENT

Effective as of Nov. 1, 2003, Oregon Health & Science University (hereinafter "OHSU"), having offices AT 2525 SW 1st Ave, Suite 120, Portland, OR 97201, and Orexigen Therapeutics, Inc. (hereinafter "LICENSEE"), a Delaware corporation having offices at 28202 Cabot Road, Suite 200, Laguna Niguel, CA 92577 agree to amend the Agreement in the following ways:

1. Section 6.05 (page 10), will be changed to the following:
 - 6.05 LICENSEE agrees to issue to OHSU one hundred thousand (100,000) shares of LICENSEE common stock (the "Shares").

2. The following section will be added as Section 6.05.3
 - 6.05.03 LICENSEE agrees to issue to OHSU additional shares of LICENSEE common stock (the "Additional Shares") and the "Additional Shares" will be: a) at least one hundred forty-five thousand shares (145,000); and b) at least one percent (1%) of the shares to be issued by LICENSEE, on a fully diluted basis, after the closing of LICENSEE's Series A Preferred Stock financing transaction. The "Additional Shares" are issued under the same provisions as the "Shares", as described in Sections 6.05.1 and 6.05.2.

SIGNATURES ON NEXT PAGE

SIGNATURE PAGE

IN WITNESS WHEREOF, the parties hereto have executed this Agreement in duplicate originals by their duly authorized officers and representatives.

FOR OHSU:

By: /s/ [illegible] 11/18/03
Title: Interim Director Date

Mailing Address for Notices and Payments:
Technology and Research collaborations
Oregon Health & Science University
2525 SW First Avenue, Suite AD120
Portland, Oregon 97201-4753

FOR LICENSEE:

By: /s/ John F. Crowley 11/1/03
Signature of Authorized Official Date

Printed Name John F. Crowley
Title President and CEO

Mailing Address for Notices:
Orexigen Therapeutics, Inc.
One Palmer Square
Suite 515
Princeton, NJ. 08540