

SEP 27 2013

Clerk of the Superior Court
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SEP 26 2013
SUPERIOR COURT
CIVIL DIVISION

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7 [Proposed] Co-Lead Counsel for Plaintiffs
8 [Additional counsel appear on signature page.]

9 SUPERIOR COURT OF THE STATE OF CALIFORNIA
10 COUNTY OF SAN MATEO

11 LAWRENCE I. SILVERSTEIN and PHIL
12 ROSEN, Individually and on Behalf of All
Others Similarly Situated,

13 Plaintiffs,

14 v.

15 ONYX PHARMACEUTICALS, INC., et al.,

16 Defendants.

Case No. CIV523789

Assigned for All Purposes to
Hon. Marie S. Weiner, Dept. 2

CLASS ACTION

STIPULATION AND [PROPOSED] ORDER
CONSOLIDATING ACTIONS AND
APPOINTING CO-LEAD COUNSEL

DATE ACTION FILED: 08/28/13

18 LAURA ROBINSON, Individually and on
19 Behalf of All Others Similarly Situated,

Plaintiffs,

20 v.

21 N. ANTHONY COLES, M.D., et al.

22 Defendants.

Case No. CIV523852

CLASS ACTION

DATE ACTION FILED: 08/29/13

24 [Caption continued on following page.]
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1 LOUISIANA MUNICIPAL POLICE
2 EMPLOYEES' RETIREMENT SYSTEM and
3 HUBERT CHOW, Individually and on Behalf
4 of All Others Similarly Situated,

5 Plaintiffs,

6 v.

7 N. ANTHONY COLES, et al.,

8 Defendants.

Case No. CIV523882

CLASS ACTION

DATE ACTION FILED: 09/03/13

9 LAURINE JONOPULOS, on behalf of herself
10 and all others similarly situated,

11 Plaintiff,

12 v.

13 ONYX PHARMACEUTICALS, INC., et al.,

14 Defendants.

Case No. CIV523900

CLASS ACTION

DATE ACTION FILED: 09/04/13

15 CLIFFORD G. MARTIN, on behalf of himself
16 and all others similarly situated,

17 Plaintiff,

18 v.

19 ONYX PHARMACEUTICALS, INC., et al.,

20 Defendants.

Case No. CIV524023

CLASS ACTION

DATE ACTION FILED: 09/09/13

21 MERRILL L. MAGOWAN, on behalf of
22 himself and all others similarly situated,

23 Plaintiff,

24 v.

25 ONYX PHARMACEUTICALS, INC., et al.,

26 Defendants.

Case No. CIV524042

CLASS ACTION

DATE ACTION FILED: 09/09/13

1 WHEREAS, the action *Lawrence I. Silverstein and Phil Rosen v. Onyx Pharmaceuticals, Inc., et al.*, No. CIV523789, was filed on August 28, 2013; the action *Laura Robinson v. N. Anthony Coles,*
 2 *M.D., et al.*, No. CIV523852, was filed on August 29, 2013; the action *Louisiana Municipal Police*
 3 *Employees' Retirement System and Hubert Chow v. N. Anthony Coles, et al.*, No. CIV523882, was filed
 4 on September 3, 2013; the action *Laurine Jonopulos v. Onyx Pharmaceuticals, Inc., et al.*, No.
 5 CIV523900, was filed on September 4, 2013; the action *Clifford G. Martin v. Onyx Pharmaceuticals,*
 6 *Inc., et al.*, No. CIV524023, was filed on September 9, 2013; and the action *Merrill L. Magowan v.*
 7 *Onyx Pharmaceuticals, Inc., et al.*, No. CIV524042, was filed on September 9, 2013;

9 WHEREAS, each of these purported class actions was brought on behalf of the public
 10 shareholders of Onyx Pharmaceuticals, Inc. ("Onyx" or the "Company") against the Company, the
 11 members of its Board of Directors, Amgen Inc. and Arena Acquisition Company (together with Amgen
 12 Inc. "Amgen") arising out of their efforts to complete the sale of Onyx to Amgen (the "Proposed
 13 Acquisition") via what plaintiffs allege to be an unfair process and at an unfair price.

14 NOW THEREFORE, it is hereby stipulated and agreed by the parties to this action, by and
 15 through their undersigned counsel, as follows:

16 1. The following actions are hereby consolidated for all purposes, including pre-trial
 17 proceedings and trial (the "Consolidated Action"):

ABBREVIATED CASE NAME	CASE NUMBER
<i>Lawrence I. Silverstein and Phil Rosen v. Onyx Pharmaceuticals, Inc., et al.</i>	CIV523789
<i>Laura Robinson v. N. Anthony Coles, M.D., et al.</i>	CIV523852
<i>Louisiana Municipal Police Employees' Retirement System and Hubert Chow v. N. Anthony Coles, et al.</i>	CIV523882
<i>Laurine Jonopulos v. Onyx Pharmaceuticals, Inc., et al.</i>	CIV523900
<i>Clifford G. Martin v. Onyx Pharmaceuticals, Inc., et al.</i>	CIV524023
<i>Merrill L. Magowan v. Onyx Pharmaceuticals, Inc., et al.</i>	CIV524042

26 2. Any other action now pending or hereafter filed in or transferred to this Court that is
 27 related to the Consolidated Action shall be consolidated under this Order if and when any such action is

1 drawn to the Court's attention, and this Court requests the assistance of counsel in calling such cases to
2 the attention of the Court;

3 3. Every pleading filed in the Consolidated Action, or in any separate action included
4 herein, shall bear the following caption:

5 SUPERIOR COURT OF THE STATE OF CALIFORNIA
6 COUNTY OF MATEO

7 IN RE ONYX PHARMACEUTICALS,) Lead Case No. CIV523789
8 INC. SHAREHOLDER LITIGATION)
9 _____)
10 This Document Relates To:) CLASS ACTION
11 ALL ACTIONS)
12 _____)

13 4. The files of the Consolidated Action shall be maintained in one file under Master File
14 No. CIV523789;

15 5. Robbins Geller Rudman & Dowd LLP and Block & Leviton LLP shall serve as Co-Lead
16 Counsel for plaintiffs;

17 6. Co-Lead Counsel shall have authority to speak for plaintiffs in matters regarding pre-trial
18 procedure, trial and settlement negotiations and shall make all work assignments in such manner as to
19 facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive
20 effort;

21 7. Co-Lead Counsel shall be responsible for coordinating all activities and appearances on
22 behalf of plaintiffs and for the dissemination of notices and orders of this Court. No motion, request for
23 discovery or other pre-trial or trial proceedings shall be initiated or filed by any plaintiffs except
24 through Co-Lead Counsel;

25 8. Co-Lead Counsel shall be available and responsible for communications to and from this
26 Court, including distributing orders and other directions from the Court to counsel. Co-Lead Counsel
27 shall be responsible for creating and maintaining a master service list of all parties and their respective
28 counsel;

1 9. Defendants' counsel may rely upon all agreements made with Co-Lead Counsel, or other
2 duly authorized representative of Co-Lead Counsel, and such agreements shall be binding on all
3 plaintiffs;

4 10. Defendants are not required to answer or otherwise respond to the initial complaints in
5 the above-referenced actions prior to the appointment of lead plaintiff and the filing of a consolidated
6 amended complaint by the court-appointed lead plaintiff;

7 11. Defendants shall move, answer or otherwise respond to the consolidated amended
8 complaint within sixty (60) days of the filing of the consolidated amended complaint; and

9 12. This Order shall apply to each case arising out of the Proposed Acquisition that is
10 subsequently filed in or transferred to this Court.

11 DATED: September 16, 2013

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DATED: September 16, 2013

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1 DATED: September 16, 2013

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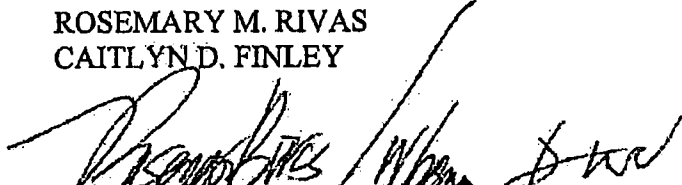
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10 Clifford G. Martin

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20 DATED: September 16, 2013

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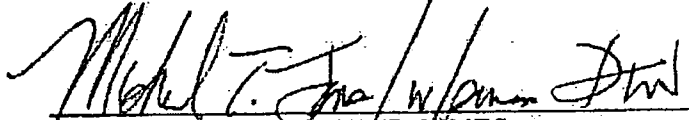
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1 DATED: September 19, 2013

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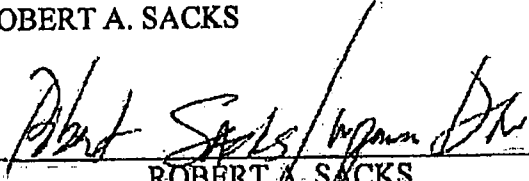
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19 and Thomas G. Wiggins

1 DATED: September 16, 2013
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10 Counsel for Defendants Amgen Inc. and Arena
11 Acquisition Company

12 * * *

13 ORDER

14 IT IS SO ORDERED, *except Paragraph 11.*

15 DATED: SEP 27 2013

16 
17 _____
18 SAN MATEO SUPERIOR COURT JUDGE

DECLARATION OF SERVICE BY MAIL

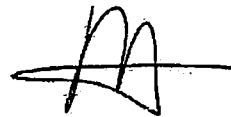
I, the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and a resident of the County of San Diego, over the age of 18 years, and not a party to or interested party in the within action; that declarant's business address is 655 West Broadway, Suite 1900, San Diego, California 92101.

2. That on September 25, 2013, declarant served the STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING CO-LEAD COUNSEL by depositing a true copy thereof in a United States mailbox at San Diego, California in a sealed envelope with postage thereon fully prepaid and addressed to the parties listed on the attached Service List.

3. That there is a regular communication by mail between the place of mailing and the places so addressed.

I declare under penalty of perjury that the foregoing is true and correct. Executed on September 25, 2013, at San Diego, California.



MARIANNE MALONEY

ONYX PHARMACEUTICALS

Service List - 9/25/2013 (13-0126)

Page 1 of 2

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ONYX PHARMACEUTICALS

Service List - 9/25/2013 (13-0126)

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