

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
Orexigen Therapeutics, Inc., ³	) Case No. 18-10518 (KG)
)
Debtor.	) Objection Deadline: April 17, 2019 at 4:00 p.m. (ET)
	) Hearing Date: Only if Objections filed.

**ELEVENTH MONTHLY APPLICATION OF IRELL & MANELLA LLP,
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019**

Name of Applicant: Irell & Manella LLP

Authorized to Provide
Professional Services to: Official Committee of Unsecured Creditors

Date of Retention: Nunc Pro Tunc to March 27, 2018

Period for which compensation and
reimbursement sought: February 1, 2019 through February 28, 2019

Amount of Compensation sought as
actual, reasonable and necessary: \$40,107.60 (80% of \$50,134.50)⁴

Amount of Expense Reimbursement sought
as actual, reasonable and necessary: \$400.10

This is a: x monthly: interim final application

This application includes 0.00 hours and \$0.00 in fees incurred in connection with the preparation of Fee Applications.

³ The last four digits of the Debtor's federal tax identification number are 8822. The Debtor's mailing address for purposes of this Chapter 11 case is 3344 North Torrey Pines Court, Suite 200, La Jolla, CA 92037.

⁴ 3.30 hours, reflecting fees of \$3,420.50, were voluntarily written off (not charged).

If this is not the first application filed, disclose the following for each prior application:

Date Filed	Period Covered	Total Requested Fees (100%)	Requested Expenses	Approved Fees (80%)	Approved Expenses
06/22/2018 Dkt. # 410	03/27/18-04/30/18	\$407,663.00	\$336.58	\$326,130.40	\$336.58
08/21/2018 Dkt. # 695	05/01/18-05/31/18	\$211,741.50	\$1,334.29	\$169,393.20	\$1,334.29
09/10/2018 Dkt. # 717	06/01/18-06/30/18	\$137,672.00	\$5,629.36	\$110,137.60	\$5,629.36
09/25/2018 Dkt. # 747	07/01/18-07/31/18	\$29,249.00	\$1,090.32	\$23,399.20	\$1,090.32
10/12/2018 Dkt. # 777	08/01/18-08/31/18	\$38,337.00	\$5,453.09	\$30,669.60	\$5,453.09
12/14/2018 Dkt. # 854	09/01/18-09/30/18	\$27,434.50	\$946.98	\$27,434.50	\$946.98
12/14/2018 Dkt. # 855	10/01/18-10/31/18	\$38,450.00	\$83.10	\$38,450.00	\$83.10
12/19/2018 Dkt. # 865	11/01/18-11/30/18	\$5,166.00	\$0.00	\$4,132.80	\$0.00
3/22/2019 Dkt. #989 ⁵	12/01/18-12/31/18	\$11,561.50	\$0.00	N/A	N/A
4/1/2019 Dkt. #1014	01/01/19-01/31/19	\$29,744.40	\$0.00	N/A	N/A

Interim Fee Applications

Date Filed	Period Covered	Requested Fees (100%)	Requested Expenses	Order	Total Fees & Expenses Authorized
12/20/2018 Dkt. # 871	03/27/18-11/30/18	\$895,713.00	\$13,843.64	01/25/2019 Dkt. # 937	\$909,556.64

⁵ The time period to object to the December and January fee applications has not yet run.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
)	
Orexigen Therapeutics, Inc., ⁶	)	Case No. 18-10518 (KG)
)	
Debtor.	)	Objection Deadline: April 17, 2019 at 4:00 p.m. (ET)
	)	Hearing Date: Only if Objections filed.

**ELEVENTH MONTHLY APPLICATION OF IRELL & MANELLA LLP,
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019**

Irell & Manella LLP (“Irell”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of the above-captioned debtor (the “Debtor”), hereby submits this *Eleventh Monthly Application of Irell & Manella LLP, Counsel to the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses for the Period February 1, 2019 through February 28, 2019* (the “Application”). In support thereof, Irell respectfully represents as follows:

BACKGROUND

1. On March 12, 2018 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”).

2. The Debtor continues to operate as debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On March 27, 2018, the Office of the United States Trustee (the “UST”) for Region 3 (Delaware) appointed the Committee, consisting of the following members:

⁶ The last four digits of the Debtor’s federal tax identification number are 8822. The Debtor’s mailing address for purposes of this Chapter 11 case is 3344 North Torrey Pines Court, Suite 200, La Jolla, CA 92037.

(i) Wilmington Saving Fund Society, FSB as Indenture Trustee; (ii) McKesson Specialty Health; and (iii) Young & Rubicam, LLC. On the same date, the Committee selected Irell as counsel.

4. On May 15, 2018, an order was entered authorizing the retention of Irell as counsel to the Committee *nunc pro tunc* to March 27, 2018 [D.I. 298]. On the same date, an order was entered authorizing the retention of Elliott Greenleaf, P.C. (“EG”) as Delaware counsel to the Committee *nunc pro tunc* to March 27, 2018 [D.I. 299].

JURISDICTION AND VENUE

5. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue of this proceeding and this Application is proper on this district pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(A) and (M).

6. The statutory bases for relief requested herein are sections 105(a), 330, and 331 of the Bankruptcy Code.

TERMS AND CONDITIONS OF COMPENSATION OF IRELL AND INFORMATION RELATED TO THE REVISED UST GUIDELINES

7. Subject to Court approval, Irell seeks payment for compensation on an hourly basis, plus reimbursement of actual, necessary expenses incurred by Irell for the period commencing February 1, 2019 through February 28, 2019 (the “Application Period”). With the exception of copy charges (which are charged at a lower rate), the rates charged by Irell in this case do not materially differ from the rates charged to Irell’s non-bankruptcy clients and are lower in many cases.

8. Summaries of the hours spent, the names of each professional and paraprofessional rendering services to the Committee during the Application Period, the regular customary billing rates, and the total value of time incurred by each of the Irell attorneys

rendering services to the Committee are attached hereto as **Exhibit A**. Copies of the computer-generated time entries reflecting the time recorded for these services, organized in project billing categories in accordance with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the “Revised UST Guidelines”), are attached hereto as **Exhibit B**. Statements of expenses incurred by Irell during the Application Period are also included in **Exhibit C**. All time entries and requested expenses are in compliance with Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”).⁷ Irell only charges for one-half time for non-working travel in bankruptcy cases. The relevant time entries are noted as having been cut in half to reflect half-time charges.

9. On April 11, 2018, this Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (the “Interim Compensation Order”) [D.I. 171]. Pursuant to the Interim Compensation Order, Irell and other professionals retained in this case are authorized to file and to serve upon the Debtor and the parties identified in the Interim Compensation Order monthly fee applications (the “Monthly Fee Applications”) of their fees and expenses. After the expiration of a fourteen (14) day objection period, the Debtor is authorized to promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Monthly Fee Application, unless an objection specifically objects to fees and/or expenses of a professional, or as otherwise ordered by the Court.

⁷ Irell has also attempted to ensure that this Application complies with the Revised UST Guidelines. To the extent that the Revised UST Guidelines conflict with the Local Rules, in particular, Local Rule 2016-2, Irell has chosen to comply with such Local Rule. Irell will supplement this Application with additional detail or information upon request.

10. In accordance with the Interim Compensation Order, Irell has filed and served upon the Notice Parties identified in the Interim Compensation Order this Application with respect to fees and expenses incurred during the Application Period: \$40,107.60 (80% of \$50,134.50)⁸ for fees and \$400.10 for expenses.

11. All services and costs for which compensation is requested by Irell in this Application were reasonable and necessary and were performed for, and on behalf of, the Committee during the Application Period.

12. In addition, Irell provides the following responses to the inquiries stated in section of the Revised UST Guidelines:

- a. Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain. *Yes, to the extent necessary to comply with the Appendix B Guidelines.*
- b. If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client? *Not applicable.*
- c. Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case? *No.*
- d. Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees. *No. Irell reserves the right to seek such fees in subsequent applications.*
- e. Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees. *No.*

⁸ 3.30 hours, reflecting fees of \$3,420.50, were voluntarily written off (not charged).

- f. If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? And (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458? *No rates were increased since retention.*

NARRATIVE SUMMARY OF SERVICES

13. Irell has rendered actual and necessary services on behalf of the Committee and is requesting reasonable compensation for its services for the Application Period. As noted above, a summary by project category is attached as **Exhibit B**, as are detailed time entries organized by category and chronology within the categories.

14. Irell has acted as primary counsel for the Committee, focusing on the formulation of a plan of reorganization and the wind down procedures. During the Application Period, Irell spent significant time working with counsel for the Debtor and counsel for the secured noteholders in order to address issues concerning a consensual plan of reorganization, including addressing the treatment of various constituencies. Specifically, Irell spent time addressing issues concerning the unsecured notes and the securities litigation. Additionally, Irell has provided regular summaries and guidance to the Committee from the date of its appointment and has communicated with various creditors seeking information regarding the Chapter 11 case.

15. Irell coordinated its efforts with the Committee's Delaware counsel, EG, to avoid duplication of efforts. EG and Irell have divided primary tasks between the respective firms. In furtherance of this effort, the firms developed a status chart to assign tasks and responsibilities and to keep each firm apprised of the status of each task.

COMPENSATION REQUESTED

16. Irell expended 45.90⁹ hours during the period February 1, 2019 through February 28, 2019 in furtherance of its efforts on behalf of the Committee. Irell requests allowance of compensation in amount of \$50,134.50 for legal services rendered during the period February 1, 2019 through February 28, 2019, at a blended hourly rate of \$1,092.25. Pursuant to the Interim Compensation Order, Irell requests payment of 80% of the total fees requested, or \$40,107.60 (80% of \$50,134.50). None of the requested fees detailed herein have been paid.

REIMBURSEMENT OF EXPENSES

17. During the Application Period, Irell incurred certain necessary expenses in rendering legal services to the Committee as set forth in **Exhibit C**, which sets forth in summary detail these expenses (copies of invoices from Irell's vendors are available for inspection upon request). Telecopying services completed in-house by Irell were charged at \$1.00 per page for outgoing facsimiles only. Irell represents that its rate for duplication is \$0.10 per page, consistent with the Local Rules and Revised UST Guidelines. In order to more efficiently handle the voluminous copying of pleadings served and filed in this case, Irell on occasion retained third-party duplication service providers. Irell seeks reimbursement only for the actual expenses charged by such third-party service providers. Finally, Irell seeks reimbursement for computer assisted research, which is the actual cost of such charges, if any.

18. Irell seeks reimbursement for its reasonable, necessary, and actual expenses incurred during the Application Period for the total amount of \$400.10.

⁹ 3.30 hours, reflecting fees of \$3,420.50, were voluntarily written off (not charged).

LEGAL STANDARD

19. Section 330(a)(1) of the Bankruptcy Code allows the payment of:

- (A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by any such person; and
- (B) reimbursement for actual, necessary expenses.

11 U.S.C. § 330(a)(1). Reasonableness of compensation is driven by the “market-driven approach” which considers the nature, extent and value of services provided by the professional and cost of comparable services in the non-bankruptcy contexts. *See Zolfo Cooper & Co. v. Sunbeam-Oster Co.*, 50 F.3d 253, 258 (3d Cir. 1995); *In re Busy Beaver Building Ctr., Inc.*, 19 F.3d 833, 849 (3d Cir, 1994). Thus, the “baseline rule is for firms to receive their customary rates.” *Zolfo Cooper*, 50 F.3d at 259.

20. In accordance with its practices in non-bankruptcy matters, Irell has calculated its compensation requested in its Application by applying its standard hourly rates. Irell’s calculation is based upon hourly rates that are well within the range of rates that are charged by comparable firms in similar bankruptcy cases. Accordingly, Irell’s rates should be determined to be reasonable under section 330 of the Bankruptcy Code. In this Application, Irell only charged for one half time for non-working travel, which is not its typical practice. The relevant time entries are noted as having been cut in half to reflect half-time charges.

21. Irell's fees during the Application Period are also reasonable under the prevailing legal standard and should be allowed. The amount of these fees is not unusual given the complexity, accelerated deadlines, aggressive sale schedule, and size of the Debtor’s Chapter 11 case. Irell’s fees are commensurate with fees that other attorneys of comparable experience and expertise have charged and been awarded in similar chapter 11 cases. Accordingly, Irell’s fees are reasonable pursuant to section 330 of the Bankruptcy Code.

22. Section 330(a)(1)(B) of the Bankruptcy Code permits reimbursement for actual, necessary expenses. Irell's legal services and expenses incurred during the Application Period are set forth in this Application and constitute only those necessary expenses that were incurred for the benefit of the Committee. Irell has properly requested reimbursement of only actual, necessary and appropriate legal expenses.

23. Except as permitted by Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), no agreement or understanding exists between Irell and/or any third person for the sharing or division of compensation. All of the services for which compensation is requested in this Application were rendered at the request of, and solely on, behalf of the Committee.

24. Pursuant to the standards set forth in sections 330 and 331 of the Bankruptcy Code, Irell submits that the compensation requested is for actual and necessary services and expenses, and is reasonable, based upon the nature, extent, and value of such services, the time spent thereon, and the costs of comparable services in a case under the Bankruptcy Code.

25. The time records annexed to this Application constitute only a general statement of the services rendered and time expended without description of the pressure and constraints under which Irell actually rendered these services. The considerable challenges of this case have been attended to and managed by Irell at all levels, promptly and expertly. Irell submits, therefore, that its fees and expenses were actual, necessary, reasonable and justified, and should be allowed in full.

NOTICE AND NO PRIOR APPLICATION

26. No trustee or examiner has been appointed in this Chapter 11 case. Notice and service of this Application has been given to the Debtor, counsel to the Debtor, counsel to the DIP Administrative Agent, counsel to certain of the DIP Lenders, and the UST pursuant to the

Interim Compensation Order. Pursuant to the Bankruptcy Rule 2002(a)(6) and Local Rule 2002-1, notice of this Application has also been given to all parties requesting notices. In light of the nature of the relief requested herein, Irell submits that no further or other notice is required.

27. No previous application for the relief sought herein has been made to this or any other Court.

VERIFICATION

28. I am familiar with the work performed on behalf of the Committee by the lawyers and paraprofessionals in the firm.

29. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information, and belief. Moreover, I have reviewed Local Rule 2016-2, and submit that this Application substantially complies with such Local Rule.

WHEREFORE, Irell requests that (i) its Application for fees in the amount of \$50,134.50, and expenses in the amount of \$400.10, for the period February 1, 2019 through February 28, 2019 be allowed and that, if no objections are filed, 80% of the requested fees in the amount of \$40,107.60 (80% of \$50,134.50), and 100% of expenses in the amount of \$400.10, be paid for reimbursement of actual and necessary costs and expenses incurred during the period February 1, 2019 through February 28, 2019; and (ii) further requests such other and further relief as the Court may deem just and proper.

Dated: April 3, 2019
Newport Beach, CA

IRELL & MANELLA LLP

/s/ Jeffrey M. Reisner

Jeffrey M. Reisner (admitted pro hac vice)
Michael H. Strub, Jr. (admitted pro hac vice)
840 Newport Center Drive, Suite 400
Newport Beach, CA 92660
Telephone: (949) 760-0991
Facsimile: (949) 760-5200
Email: jreisner@irell.com
Email: mstrub@irell.com

*Counsel to the Official Committee
of Unsecured Creditors*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
)	
Orexigen Therapeutics, Inc., ¹	)	Case No. 18-10518 (KG)
)	
Debtor.	)	Objection Deadline: April 17, 2019 at 4:00 p.m. (ET)
	)	Hearing Date: Only if Objections filed.

**NOTICE OF ELEVENTH MONTHLY APPLICATION OF IRELL & MANELLA LLP,
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
THE PERIOD FEBRUARY 1, 2019 THROUGH FEBRUARY 28, 2019**

TO: (i) the Office of the United States Trustee for the District of Delaware; (ii) counsel for the Debtor; (iii) all parties required to receive service under Rule 2002-1(b) of the Local Rules of Bankruptcy Practice and Procedure for the District of Delaware (the “Local Rules”), and (iv) all Notice Parties as defined herein.

PLEASE TAKE NOTICE that Irell & Manella LLP, counsel to the Official Committee of Unsecured Creditors in the above-captioned case, has filed the **Eleventh Monthly Application of Irell & Manella LLP, Counsel to the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses for the Period February 1, 2019 through February 28, 2019** (the “Application”). The Application seeks the allowance of fees in the amount of **\$40,107.60** (80% of \$50,134.50)² and expenses in the amount of **\$400.10** for the period **February 1, 2019 through February 28, 2019** pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (the “Interim Compensation Order”) [D.I. 171]. The Application has been filed and served on the Notice Parties pursuant to the Interim Compensation Order. Notice of the Application has been filed and served on all parties requesting notice pursuant to Local Rule 2002-1.

PLEASE TAKE FURTHER NOTICE that Objections, if any, to the relief requested in the Application must be filed with the United States Bankruptcy Court, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801, on or **before April 17, 2019 at 4:00 p.m. (prevailing Eastern Time)**, and a copy served upon the following parties so as to be **received no later than 4:00 (prevailing Eastern Time) on April 17, 2019:**

(i) the Debtor, Orexigen Therapeutics, Inc., 3344 North Torrey Pines Court, Suite 200, La Jolla, CA 92037; (ii) counsel for the Debtor, Hogan Lovells US LLP, 875 Third Avenue, New York, NY 10022 (Attn: Christopher R. Donoho, III, Esq.); and Morris Nichols, Arsht & Tunnell

¹ The last four digits of the Debtor’s federal tax identification number are 8822. The Debtor’s mailing address for purposes of this Chapter 11 case is 3344 North Torrey Pines Court, Suite 200, La Jolla, CA 92037.

² 3.30 hours, reflecting fees of \$3,420.50, were voluntarily written off (not charged).

LLP, 1201 N. Market Street, 16th Floor, Wilmington, DE 19801 (Attn: Robert J. Dehney, Esq.); counsel to the DIP Administrative Agent: Arnold & Porter Kaye Scholer LLP, 70 W. Madison St., Suite 4200, Chicago, IL 60602 (Attn: Tyler Nurnberg, Esq. and Alan Glantz, Esq.); (vi) counsel to certain of the DIP Lenders: Quinn Emanuel Urquhart & Sullivan, LLP, 865 S. Figueroa St., 10th Floor, Los Angeles, CA 90017 (Attn: Eric Winston, Esq. and Bennett Murphy, Esq.); and Whiteford Taylor Preston LLP, The Renaissance Center, Suite 500, 405 N. King Street, Wilmington, DE 19801 (Attn: Chris Samis, Esq. and L. Katherine Good, Esq.); (v) counsel to the Official Committee of Unsecured Creditors: Irell & Manella LLP, 840 Newport Center Drive, Suite 400, Newport Beach, CA 92660 (Attn: Jeffrey M. Reisner, Esq.); and (vi) the Office of the United States Trustee, J. Caleb Boggs Federal Building, Room 2207, 844 N. King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Timothy J. Fox, Esq.) (collectively, the "Notice Parties").

PLEASE TAKE FURTHER NOTICE that the Application is only being served on the Notice Parties pursuant to the Interim Compensation Order. All other parties that have filed a notice of appearance shall be entitled to receive only this Notice of Application. The Application can be accessed free of charge on the claims agent's website at <http://www.kccllc.net/orexigen>.

PLEASE TAKE FURTHER NOTICE THAT PURSUANT TO THE INTERIM COMPENSATION ORDER, IF NO OBJECTIONS ARE FILED IN ACCORDANCE WITH THE ABOVE PROCEDURE, THE ABOVE-CAPTIONED DEBTOR WILL BE AUTHORIZED TO PAY EIGHTY PERCENT (80%) OF REQUESTED FEES AND ONE HUNDRED (100%) OF REQUESTED EXPENSES WITHOUT FURTHER COURT ORDER.

PLEASE TAKE FURTHER NOTICE THAT ONLY IF AN OBJECTION IS PROPERLY AND TIMELY FILED IN ACCORDANCE WITH THE PROCEDURES SET FORTH ABOVE PURSUANT TO THE INTERIM COMPENSATION ORDER, WILL A HEARING BE HELD ON THE APPLICATION.

Dated: April 3, 2019
Newport Beach, CA

IRELL & MANELLA LLP

/s/ Jeffrey M. Reisner

Jeffrey M. Reisner (admitted pro hac vice)
Michael H. Strub, Jr. (admitted pro hac vice)
840 Newport Center Drive, Suite 400
Newport Beach, CA 92660
Telephone: (949) 760-0991
Facsimile: (949) 760-5200
Email: jreisner@irell.com
Email: mstrub@irell.com

*Counsel to the Official Committee
of Unsecured Creditors*

EXHIBIT A**INTERIM COMPENSATION BY INDIVIDUAL**

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
Reisner, Jeffrey	Partner at Irell & Manella since 2000. Member of the D.C. bar since 1990; California bar since 1989; New York bar since 2016. Primary practice area: Business Restructuring and Reorganization.	\$ 1,260	18.20 ¹⁰	\$ 22,932.00
Freier, Elliot	Partner at Irell & Manella since 2007. Member of the California bar since 1986. Primary practice area: Tax.	\$ 1,260	1.60	\$ 2,016.00
Lyman, Kerri	Associate at Irell & Manella since 2007. Member of the New York bar since 2003; California bar since 2006. Primary practice area: Business Restructuring and Reorganization.	\$ 965	26.10 ¹¹	\$ 25,186.50
Sub Total:			45.90	\$ 50,134.50
Blended Rate (including time no-charged):				\$1,092.25
ADDITIONAL VOLUNTARY DISCOUNT				\$0.00
Grand Total:				\$ 50,134.50

¹⁰ An additional .80 hours, reflecting fees of \$1,008.00, were voluntarily written off (not charged).

¹¹ An additional 2.50 hours, reflecting fees of \$2,412.50, were voluntarily written off (not charged).

EXHIBIT B**INTERIM COMPENSATION BY PROJECT CATEGORY**

Matter	Category	Billable Hours	Billed Hours	Billed Fees
0100	Asset Analysis & Recovery	0.00	0.00	0.00
0200	Asset Disposition	0.00	0.00	0.00
0300	Business Operations	0.00	0.00	0.00
0400	Case Administration	0.00	0.00	0.00
0500	Claims Administration & Objection	3.30	3.30	3,479.50
0700	Fee/Employment Applications	0.00	0.00	0.00
0800	Fee/Employment Objections	0.00	0.00	0.00
0900	Financing	0.00	0.00	0.00
1000	Litigation	0.00	0.00	0.00
1100	Meetings of Creditors	6.50	6.30	7,348.00
1200	Plan & Disclosure Statement	39.40	36.30	39,307.00
2000	Relief From Stay Proceedings	0.00	0.00	0.00
2100	Services for Other Professionals	0.00	0.00	0.00
		49.20	45.90	50,134.50

I R E L L & M A N E L L A L L P

A REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS

1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CALIFORNIA 90067-4276
TELEPHONE (310) 277-1010
TAXPAYER ID 95-1946111

March 20, 2019

Client Number: 163655
Invoice Number: 8483475

THE OFFICIAL CREDITORS' COMMITTEE FOR OREXIGEN THERAPEUTICS
GEOFFREY J. LEWIS, VICE PRESIDENT
GLOBAL TRUSTEE, AGENCY & BANKRUPTCY SERVICES
WILMINGTON SAVINGS FUND SOCIETY, FSB
500 DELAWARE AVE.
WILMINGTON, DE 19801

INVOICE SUMMARY
through February 28, 2019

Current Fees:	\$ 50,134.50
Current Costs:	<u>400.10</u>
Total Current Amount Due:	\$ 50,534.60
Outstanding Fees and Costs Due:	<u>48,743.30</u>
Total Current and Outstanding Due:	<u><u>\$ 99,277.90</u></u>

IRELL & MANELLA LLPA REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONSTHE OFFICIAL CREDITORS' COMMITTEE FOR OREXIGEN
THERAPEUTICS

March 20, 2019

Page 3

Client No. 163655

Invoice No. 8483475

CONSOLIDATED MATTER SUMMARY

Matter #	Matter Name	Fees	Costs	Total
0500	CLAIMS ADMINISTRATION & OBJECTION	3,479.50	0.00	3,479.50
1100	MEETINGS OF CREDITORS	7,348.00	0.00	7,348.00
1200	PLAN & DISCLOSURE STATEMENT	39,307.00	0.00	39,307.00
7001	MISCELLANEOUS	0.00	400.10	400.10
Total Fees & Costs For This Period		\$ 50,134.50	\$ 400.10	\$ 50,534.60

IRELL & MANELLA LLPA REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONSTHE OFFICIAL CREDITORS' COMMITTEE FOR
OREXIGEN THERAPEUTICS

March 20, 2019

Page 4

Re: CLAIMS ADMINISTRATION &
OBJECTION

163655/0500

Invoice No. 8483475

CLAIMS ADMINISTRATION & OBJECTION**PROFESSIONAL SERVICES**

<u>Date</u>	<u>Activity</u>	<u>Hours</u>
Kerri Lyman		
02/14/19	EMAIL WITH C. BRYANT REGARDING LITIGATION CLAIMS AND STATUS.	0.40
02/26/19	CORRESPONDENCE WITH BRG REGARDING OUTSTANDING CLAIM ISSUES.	0.30
02/26/19	ANALYSIS OF CLAIMS ISSUES IN CONNECTION WITH PLAN.	1.30
02/26/19	CALL WITH SAL RE CLAIMS.	0.30
Total Hours Worked by Kerri Lyman:		2.30
Jeffrey Reisner		
02/28/19	CONFERENCE CALL REGARDING SECURITIES AND SUBORDINATION WITH ERIC EINHORN, ET AL.	1.00
Total Hours Worked by Jeffrey Reisner:		1.00
Total Hours:		3.30
Total Fees:		\$ 3,479.50

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Code</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Fee Amount</u>
Jeffrey Reisner	JREI	1,260.00	1.00	1,260.00
Kerri Lyman	LYMA	965.00	2.30	2,219.50
Total Billed			3.30	\$ 3,479.50

COSTS ADVANCED

<u>Description</u>	<u>Amount</u>
Total Costs:	\$0.00

MATTER TOTALS

Current Fees:	\$ 3,479.50
Total Current Amount Due:	\$ 3,479.50

IRELL & MANELLA LLP

A REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONSTHE OFFICIAL CREDITORS' COMMITTEE FOR
OREXIGEN THERAPEUTICS

March 20, 2019

Page 5

Re: MEETINGS OF CREDITORS

163655/1100

Invoice No. 8483475

MEETINGS OF CREDITORS

PROFESSIONAL SERVICES

<u>Date</u>	<u>Activity</u>	<u>Hours</u>
Kerri Lyman		
02/21/19	CORRESPONDENCE WITH COMMITTEE MEMBERS REGARDING PLAN.	0.40
02/21/19	EMAIL TO COMMITTEE REGARDING PLAN AND DISCLOSURE STATEMENT.	1.10
02/26/19	CALL WITH J. ASHMEAD AND J. REISNER REGARDING PLAN ISSUES.	0.50
	Total Hours Worked by Kerri Lyman:	2.00
Jeffrey Reisner		
02/09/19	CORRESPONDENCE WITH COMMITTEE RE POSSIBLE ADMINISTRATORS	0.30
02/11/19	CORRESPONDENCE K LYMAN RE ISSUES FOR BRG RE PLAN - No Charge	0.20
02/20/19	CORRESPONDENCE COMMITTEE RE PLAN	0.50
02/22/19	COMMITTEE CORRESPONDENCE RE PLAN AND DISCLOSURE STATEMENT AND ADMINISTRATORS	1.50
02/22/19	CORRESPONDENCE WITH COMMITTEE ADMINISTRATOR CANDIDATES	0.80
02/26/19	CONFERENCE CALL WITH CATHERINE LO TEMPIO, JOHN ASHMEAD, JEFF REISNER, AND KERRI LYMAN RE PLAN ISSUES (1.0); FOLLOW ON WITH K LYMAN (.2)	1.20
	Total Hours Worked by Jeffrey Reisner:	4.50
	Total Hours Billed for Jeffrey Reisner:	4.30
	Total Hours Worked:	6.50
	Total Hours Billed:	6.30
	Total Fees Worked:	\$ 7,600.00
	Total Fees Billed:	\$ 7,348.00

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Code</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Fee Amount</u>
Jeffrey Reisner	JREI	1,260.00	4.30	5,418.00
Jeffrey Reisner	JREI	1,260.00	0.20	No Charge
Kerri Lyman	LYMA	965.00	2.00	1,930.00
	Total Billed		6.30	\$ 7,348.00

COSTS ADVANCED

<u>Description</u>	<u>Amount</u>
Total Costs:	\$0.00

MATTER TOTALS

Current Fees:	\$ 7,348.00
Total Current Amount Due:	\$ 7,348.00

IRELL & MANELLA LLP

A REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONSTHE OFFICIAL CREDITORS' COMMITTEE FOR
OREXIGEN THERAPEUTICS

March 20, 2019

Page 6

Re: PLAN & DISCLOSURE STATEMENT

163655/1200

Invoice No. 8483475

PLAN & DISCLOSURE STATEMENT

PROFESSIONAL SERVICES

<u>Date</u>	<u>Activity</u>	<u>Hours</u>
Elliot Freier		
02/14/19	REVIEW AND COMMENT ON PLAN AND DISCLOSURE	1.30
02/15/19	REVIEW REVISED DISCLOSURE STATEMENT	0.30
	Total Hours Worked by Elliot Freier:	1.60
Kerri Lyman		
02/05/19	ANALYSIS OF JOINT PROCEDURES MOTION.	1.10
02/05/19	CORRESPONDENCE WITH C. BRYANT RE PLAN AND RELATED ISSUES.	0.30
02/07/19	FACTUAL INVESTIGATION REGARDING ISSUE WITH PLAN. - No Charge	0.70
02/11/19	REVIEW/ANALYZE CHANGES TO PROCEDURES ORDER, INCLUDING TIMELINE.	0.90
02/11/19	LEGAL RESEARCH REGARDING RETENTION OF CLAIMS IN PLANS.	1.10
02/12/19	REVIEW/ANALYZE TIMELINE AND RELATED ISSUES.	0.70
02/13/19	CONFERENCE WITH DEBTOR (C. DONOHO) AND LENDER (B. MURPHY) REGARDING PLAN.	1.70
02/13/19	CALL WITH SAL (BRG) REGARDING PLAN. - No Charge	0.40
02/14/19	CONFER WITH E. FREIER REGARDING TAX ISSUES IN DS.	0.50
02/15/19	REVIEW/ANALYZE REVISED PLAN DOCUMENTS.	1.50
02/15/19	EMAIL TO C. BRYANT REGARDING MODIFICATIONS TO PROCEDURES MOTION.	0.50
02/18/19	CORRESPONDENCE WITH CHRIS ET AL REGARDING PROCEDURES MOTION AND COMMITTEE COMMENTS.	0.50
02/19/19	FURTHER ANALYSIS OF PLAN REVISIONS.	1.40
02/21/19	ANALYZE/REVISE PLAN AND RELATED DOCUMENTS.	2.40
02/25/19	REVIEW/ANALYZE CHANGES TO DISCLOSURE STATEMENT BY WILMINGTON TRUST.	1.90
02/25/19	REVIEW/ANALYZE CHANGES TO PLAN BY WILMINGTON TRUST.	1.20
02/25/19	REVIEW/ANALYZE CHANGES TO PROCEDURE MOTION BY WILMINGTON TRUST.	1.50
02/25/19	ANALYSIS OF ISSUES RAISED BY COMMITTEE RELATING TO PLAN.	1.60
02/26/19	ANALYSIS OF PLAN ISSUES. - No Charge	1.00
02/26/19	CORRESPONDENCE WITH COUNSEL FOR WT RE PLAN COMMENTS.	0.50
02/28/19	REVIEW/ANALYZE REVISIONS TO PROCEDURES MOTION.	0.70
02/28/19	REVIEW/ANALYZE REVISIONS TO DISCLOSURE STATEMENT.	1.20
02/28/19	CORRESPONDENCE WITH BETH (WT) REGARDING CLAIMS AND WIND DOWN ADMINISTRATION. - No Charge	0.40
02/28/19	CALL WITH DEBTOR'S COUNSEL (CHRIS, ERIC, JOHN) AND J. REISNER REGARDING PLAN REVISIONS AND CLASS 4 RESERVE.	0.60
	Total Hours Worked by Kerri Lyman:	24.30
	Total Hours Billed for Kerri Lyman:	21.80
Jeffrey Reisner		
02/04/19	CORRESPONDENCE DEBTOR (C.BRYANT) RE PLAN STATUS	0.20
02/06/19	CORRESPONDENCE (C. BRYANT) RE PLAN CONFIRMATION SCHEDULING ISSUES	0.50
02/06/19	CORRESPONDENCE BEN MURPHY RE PLAN ISSUES	0.20
02/07/19	REVIEW/ANALYSIS OF CORRESPONDENCE WITH DEBTOR'S COUNSEL RE CONFIRMATION HEARING	0.10
02/09/19	CORRESPONDENCE LYMAN RE PLAN ISSUES	0.40
02/13/19	CONFERENCE CALL WITH DEBTORS (C. BRYANT) (1.0); AND PREP THEREFOR (8)	1.80
02/13/19	CONFERENCE CALL WITH BENNETT MURPHY, ET AL. REGARDING OREXIGEN PLAN MATTERS.	1.00
02/13/19	CORRESPONDENCE WITH DEBTOR'S COUNSEL RE MOTION IN SUPPORT OF DS	0.20

IRELL & MANELLA LLP

A REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONSTHE OFFICIAL CREDITORS' COMMITTEE FOR
OREXIGEN THERAPEUTICS

March 20, 2019

Page 7

Re: PLAN & DISCLOSURE STATEMENT

163655/1200

Invoice No. 8483475

<u>Date</u>	<u>Activity</u>	<u>Hours</u>
02/14/19	REVIEW/REVISE PLAN PROCEDURES MOTION	0.70
02/17/19	COMPREHENSIVE TURN OF DS	2.60
02/18/19	CORRESPONDENCE K LYMAN RTE PLAN AND DS - No Charge	0.30
02/19/19	CORRESPONDENCE WITH DEBTOR'S COUNSEL (C. BRYANT) RE PLAN	0.50
02/22/19	CORRESPONDENCE CREDITORS RE PLAN PROVISIONS AND CORRESPONDENCE COMMITTEE RE STATUS	1.20
02/22/19	CORRESPONDENCE RE RELEASE PROVISIONS	0.20
02/22/19	CORRESPONDENCE DEBTORS COUNSEL RE DISCLOSURE STATEMENT REVISIONS	0.60
02/25/19	TELEPHONE CONFERENCE WITH K LYMAN RE COMMITTEE PLAN RESOLUTION PROCEDURES - No Charge	0.30
02/25/19	CORRESPONDENCE RE PLAN AND MOTION CHANGES	0.40
02/26/19	CORRESPONDENCE DEBTOR RE PLAN STRATEGY AND CLAIM OBJECTION AND RESERVES	0.60
02/26/19	CORRESPONDENCE AND CALL WITH INDENTURE TRUSTEE AND LENDER COUNSEL	0.50
02/27/19	CORRESPONDENCE DEBTOR'S COUNSEL RE PLAN	0.60
02/27/19	CORRESPONDENCE CREDITORS RE PLAN (INDENTURE TRUSTEES)	0.30
02/28/19	CORRESPONDENCE RE PLAN WITH CREDITOR	0.30
Total Hours Worked by Jeffrey Reisner:		13.50
Total Hours Billed for Jeffrey Reisner:		12.90
Total Hours Worked:		39.40
Total Hours Billed:		36.30
Total Fees Worked:		\$ 42,475.50
Total Fees Billed:		\$ 39,307.00

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Code</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Fee Amount</u>
Elliot Freier	FREI	1,260.00	1.60	2,016.00
Jeffrey Reisner	JREI	1,260.00	12.90	16,254.00
Jeffrey Reisner	JREI	1,260.00	0.60	No Charge
Kerri Lyman	LYMA	965.00	21.80	21,037.00
Kerri Lyman	LYMA	965.00	2.50	No Charge
Total Billed			36.30	\$ 39,307.00

COSTS ADVANCED

<u>Description</u>	<u>Amount</u>
Total Costs:	\$0.00

IRELL & MANELLA LLP

A REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS

THE OFFICIAL CREDITORS' COMMITTEE FOR
OREXIGEN THERAPEUTICS

March 20, 2019

Page 8

Re: PLAN & DISCLOSURE STATEMENT

163655/1200

Invoice No. 8483475

MATTER TOTALS

Current Fees:	\$ 39,307.00
Total Current Amount Due:	\$ 39,307.00

EXHIBIT C

SUMMARY OF EXPENSE REIMBURSEMENT BY CATEGORY (\$)	
Category	Amount
Computer Research	\$387.50
Photocopying	\$21.60
Total	\$400.10

IRELL & MANELLA LLP

A REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONSTHE OFFICIAL CREDITORS' COMMITTEE FOR
OREXIGEN THERAPEUTICS
March 20, 2019
Page 9

Re: MISCELLANEOUS

163655/7001

Invoice No. 8483475

MISCELLANEOUS

PROFESSIONAL SERVICES

DateActivityHoursTotal Hours: 0.00
Total Fees: \$ 0.00

COSTS ADVANCED

DescriptionAmount

Computer Research

378.50

Reproduction Expense

21.60

Total Costs: \$400.10

MATTER TOTALS

Current Costs:

400.10

Total Current Amount Due:

\$ 400.10