

**First Amendment to the San Mateo County Agreement**  
**Dated as of November 16, 2001**  
**(Lilly agreement #162791)**  
**by and between**  
**San Mateo County**  
**And**  
**Eli Lilly and Company**  
**(LILLY)**

The above referenced Agreement between San Mateo County and Lilly is hereby amended as follows:

1. Effective April 1, 2002, Section III. A. is amended as follows:

III. LILLY Obligations

A. Rebate

1. This Agreement is for a period of twelve (12) months, LILLY agrees to pay INSTITUTION listed in Exhibit A, a 6% access rebate, which will be calculated based on the total purchases of Zyprexa by the INSTITUTION. The 6% access rebate is for equal status and unrestricted access as set forth in Exhibits.
2. For INSTITUTION to be eligible for the rebate, the INSTITUTION must execute this agreement by signing the agreement which provides Zyprexa equal status and unrestricted access. Payments will be made semi-annually after six (6) and twelve (12) months of purchases have been tracked and verified.

All other terms and conditions of the above referenced Agreement remain in full force and effect.

**SAN MATEO COUNTY**

**ELI LILLY and COMPANY**

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Signature

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Signature

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Print

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