

**Annual Declaration of Compliance pursuant to  
California Health and Safety Code §§ 119400 – 119402**

To the best of Somaxon's knowledge, as of the date of this declaration, Somaxon is in compliance in all material respects with California Health and Safety Code §§ 119400 – 119402 ("California Code") and its Comprehensive Compliance Program for Sales and Marketing Activities, as adopted on June 9, 2010.

Copies of this declaration and the Comprehensive Compliance Program for Sales and Marketing Activities may be obtained by calling Somaxon's Ethics Helpline at 1-866-330-2731 or from its website at [www.somaxon.com](http://www.somaxon.com).

Dated: September 1, 2011